USA Swimming Board of Directors Meeting Minutes

January 30, 2026/Virtual

As amended on September 25, 2026

PRESENT

Maya Andrews, Katy Arris-Wilson, Jack Bauerle, Chris Brearton, Kenneth Chung, Billy Doughty, Nic Fink, Kathy Fish, Brent Lang, Caitlin Leverenz Smith, Kate Lundsten, Sabir Muhammad, Katie Playko, Kathleen Prindle, Kevin Ring, Andrew Seliskar, Michelle Steinfeld.

GUESTS

Julie Bachman, Anne Berry, Jennifer LaMont, Michael Lawrence, Kathryn McNerney, Jamie Platt, Ann Senn, Bob Staab.

STAFF

Elaine Calip, Paula D'Amico, Liz Hahn, Cory Hilliard, Jake Grosser, Greg Meehan, Patrick Murphy, Derek Paul, Joel Shinofield, Nikki Warner.

CALL TO ORDER

Board Chair, Brent Lang, called the January 30, 2026 Board of Directors meeting to order at 10:05 a.m. Mountain Time.

CEO WELCOME & UPDATE

Kevin Ring, Chief Executive Officer (CEO), reflected on his first 100 days as CEO, highlighting the passion he has witnessed across all levels of the sport, the importance of taking a holistic approach as a National Governing Body, and the staff's strong support in bringing him up to speed as the organization advances toward a domestic Olympic Games in LA28. Mr. Ring emphasized that the meeting's primary focus is 2026, while noting that long-term success through the 2032 Quad remains a key priority.

DECLARATION OF CONFLICT OF INTEREST (2.5.4)

"Is any member aware of any conflict of interest (that is, of a personal interest or direct or indirect pecuniary interest) in any matter being considered by this meeting, which should now be reported or disclosed or addressed under the USA Swimming Conflict of Interest Policy?"

If a Board member determines there to be a conflict of interest at any point during the course of the meeting when a specific subject is being discussed and/or action is being taken, a declaration of a conflict of interest should be made at that time.

No disclosures were made.

CONSENT AGENDA

Mr. Lang presented the consent agenda.

MOTION: *To approve the following Consent Agenda items (Attachments 2- 6):*

a) *Draft December 8, 2025 Board Minutes*
b) *Monitoring Report – Management Parameters*
c) *MR 3.4 Financial Conditions and Activities (as revised in BoardEffect)*
d) *Board Work Plan*
e) *Appointment of Laura Hall to the Nominating Committee to complete Mike Donadio's term*
f) *Approval of 2026 Short Course World Championships Trials to the FMC Natatorium*

Seconded. Motion passed unanimously.

BOARD CHARGE TO THE NOMINATING COMMITTEE

Michelle Steinfeld, Secretary & General Counsel, presented the proposed updates to the Board Governing Policies Manual (BGPM) and the 2026 Board Charge, which were developed by the Governance Committee based on the findings of the Board Gap Analysis.

MOTION: *Approve changes to the Board Governing Policies Manual – Amendments to Policy 2.9.*

2. Nominating Criteria: No later than its January/February meeting each year, the Board will consider its needs for certain competencies, and will identify and provide a charge to the Nominating Committee (the "Board Charge") that specifies experience, skills, and attributes that would constitute "ideal candidates" to complement and augment the composition of the incumbent Board in the upcoming nominations/election cycle. Primary criteria to be considered must at least include:
A. Past demonstration of commitment to USA Swimming, or a "demonstrable connection to the sport."
B. Governance experience, e.g. knowledge and skills in policy-making, legal and fiduciary responsibilities.
C. High-level (board or management) experience in setting standards for and/or overseeing a multi-million dollar corporation or complex non-profit (e.g., USA Swimming member club, local charity, etc.).
D. Financial literacy.
E. Demonstrated ability to participate productively in group processes.
G. Commitment to support and adhere to the Board's governing documents (Bylaws, these Governing Policies, etc.).
H. Ensuring diversity within the Board's composition (gender, ethnic, age, geography, etc.).
I. For incumbent or past Board members seeking re-nomination, fulfillment of individual Board members' responsibilities.
J. Expertise to drive the mission of USA Swimming.

Seconded. Motion passed unanimously.
MOTION: *To approve the following 2026 Board Charge to the Nominating Committee:*

The Board would like to highlight the additional attributes that would benefit the current composition of the Board. However, the Board directs the Nominating Committee to consider all of a candidate's qualities in the above and below lists. The Board asks that the Nominating Committee still consider candidates even if they may have less of these skillsets than other candidates, particularly if such candidate is very strong in certain key areas, and the Nominating Committee overall believes that the individual would be a high-functioning Board member.

Non-athlete seats:

- *LSC governance or similar leadership experience on a non-profit Board*
- *Professional experience in financial services*
- *Children's advocacy experience, background, or current involvement*
- *Leadership and decision-making skills*
- *Passion for sport, not limited to the sport of swimming*
- *Understanding and appreciation of the customer service aspect of the organization and the Board*
- *Experience in creating content to build brands (including organizations and individuals).*

Athlete seats: Based on recommendations from the USA Swimming Athletes' Advisory Council, the Board directs the Nominating Committee to consider the following attributes and experiences when evaluating 10-Year Athlete candidates, recognizing that no single candidate may meet all of these criteria:

- *Passion for understanding and representing the best interests of the current National Team, as well as all USA Swimming athlete members*
- *Whether retired or currently competing, an individual that has the ability to meet the time commitment required of the role*
- *Work experience outside of the pool*
- *Governance experience within a USA Swimming National Committee, Local Swimming Committee, university, or other non-profit*

Seconded. Motion passed unanimously.

NOMINATING COMMITTEE PROCESS

Ms. Steinfeld opened the discussion regarding potential changes to the Nominating Committee process. The Board discussed potential future changes.

MEMBERSHIP UPDATE

Mr. Ring shared that a group of Board members has been meeting to consider the next evolution of the membership model. Joel Shinofield, Managing Director, Sport Development, reported that membership trends are consistent with the past few years, noting that premium memberships are slightly down compared to last year, while flex and seasonal memberships have seen modest increases; outreach and non-athlete memberships remain fairly steady.

CLOSED SESSION

FINANCE UPDATE

The Board went into Closed Session to discuss expenses related to Board-designated funds.

OPEN SESSION

The Board came out of Closed Session to vote on the following motion.

MOTION: *To approve to pay certain 2025 legal expenses from Board-designated funds. Seconded. Motion passed unanimously.*

BUDGET

Cory Hilliard, Chief Financial Officer, provided a written report (Attachment 7) and presented a comparison of the 2025 budget—from the originally approved version, to the projected budget shared in December 2025, to the latest projection as of the Board meeting—noting that incoming expenses will continue to affect the final 2025 figures, which are currently projected to result in a net surplus of $567,615.

Mr. Hilliard presented the 2026 budget, outlining projected revenues and expenses and highlighting key variances contributing to the projected $5.5 million deficit. Mr. Hilliard reported that the two largest drivers of the deficit are Board-directed investments in the National Team and in event operations. Mr. Hilliard stated the $1.3 million National Team investment includes athlete services, coaching support, high-performance resources, and sports medicine and science, while the events investment includes hosting the 2026 Pan Pacific Championships.

Mr. Hilliard also noted that technology is identified as a separate line item, currently contributing $800,000 to 2026 expenses, but emphasized the anticipated return on investment through increased revenues driven by enhanced technology usage across membership and other services.

Mr. Ring added that staff will provide ongoing updates at each Board meeting on the 2026 budget, reflecting real-time adjustments based on current conditions rather than unknown projections. The Board and executive staff agreed that they would continue to look for ways to reduce the budget deficit by looking at both cost savings and additional revenue opportunities.

MOTION: *To approve the 2026 Budget.*[1] *Seconded. Motion passed unanimously, with one abstention.*

CLOSED SESSION

BUDGET

The Board entered Closed Session for Mr. Ring and Mr. Hilliard to present additional budget information.

OBJECTIVES & KEY RESULTS

The Board remained in Closed Session so Jake Grosser, Chief Operating Officer, could present the proposed Objectives & Key Results (OKRs).

[1] The correct attachment was added via Board amendment on September 25, 2026

OPEN SESSION

OBJECTIVES & KEY RESULTS

Mr. Grosser presented the organization's Mission, Vision, and Core Values. Mr. Grosser also shared the proposed OKRs, highlighting the four strategic pillars: Grow the Sport, Strengthen the Organization, Elevate Performance, and Inspire Membership and Fans (Attachment 8).

MOTION: *To approve the Objectives & Key Results. Seconded. Motion passed unanimously, with one abstention.*

Ms. Steinfeld provided context for the proposed changes to the BGPM (Attachment 9), explaining that the approved OKRs will replace the current Ends within the document.

MOTION: *To approve the Board Governing Policies Manual updates. Seconded. Motion passed unanimously.*

CLOSED SESSION

LITIGATION UPDATE

The Board went into Closed Session so Ms. Steinfeld could provide a litigation update.

U.S. CENTER FOR SAFESPORT UPDATE

Ms. Steinfeld delivered an update regarding the U.S. Center for SafeSport.

CLOSED SESSION

EXECUTIVE COMPENSATION COMMITTEE CHARTER

The Board went back into Closed Session so Kathy Fish could present the Executive Compensation Committee Charter (Attachment 10).

OPEN SESSION

The Board came out of Closed session to approve Executive Compensation Committee Charter.

MOTION: *To approve the Executive Compensation Committee Charter. Seconded. Motion passed unanimously.*

CLOSED SESSION

EXECUTIVE SESSION

The Board went back into Closed Session to conduct an Executive Session; all members of the staff left the meeting except for Mr. Ring.

EXECUTIVE SESSION – BOARD ONLY

The Board remained in Closed Session to continue conducting an Executive Session; Mr. Ring left the meeting.

ADJOURNMENT

Mr. Lang adjourned the January 30, 2026 meeting of the Board of Directors at 12:45 p.m. Mountain Time.

Respectfully submitted:

Michelle Steinfeld, Secretary and General Counsel

Brent Lang, Board Chair

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Attachment 1	Agenda
Attachment 2	Page 1 – Draft December 8, 2025 Board Minutes
Attachment 3	Page 1 – Monitoring Report – Management Parameters
Attachment 4	Page 1 – Policy 3.4 Financial Conditions and Activities
Attachment 5	Page 1 – 2026 Board Work Plan
Attachment 6	Page 1 – Laura Hall Bio
Attachment 7	Page 4 – USA Swimming 2025 Budget vs Projection & 2026 Budget
Attachment 8	Page 5 – 2026 Objectives & Key Results
Attachment 9	Page 5 – Draft BGPM Updates
Attachment 10	Page 5 – Executive Compensation Committee Charter