**General Chair Report to the Michigan Swimming Board of Directors \*\*\* November 9, 2015**

**Mission:** *Michigan Swimming inspires excellence through education and develops integrity in a fun, inclusive environment.*

**Core Values:** *Integrity, Inclusion, Education, Excellence*

**Vision:** *Pure Excellence! Made in Michigan Swimming!*

**GENERAL / UPDATES**

Congratulations and Welcome to all of our new members: Paul Jones, Steve Weeks, Josh Morgan, Josh Wood, Mike Pettigrew, Jacob Krzciok, Isaiah Johnson and Joe Gazzarato. Welcome back to Dakota Noble, ex officio Senior Athlete Rep, now Athlete at Large. Congratulations to us all on a successful launch of a new HoD experience. It was not perfect, I know I learned a great deal and walked away with a clear vision for changes and improvements next year, but overall I received a great deal of positive feedback from people as they left and in the days that followed. I appreciate everyone’s support through that process.

Our collective thanks once again to Arlene McDonald and my heartfelt appreciation to all of you who so graciously spent a second full day in Lansing for the Strategic Planning session. I know everyone who was not able to attend was there in spirit. We had a great day, made huge strides, and as was the case in April, all benefitted from the opportunity to work together, get to know each other, and focus almost entirely on the future.

Kudos to Saline Swimming! They have requested the Logo and plan to provide special shirts for the Officials crew for the upcoming meet. Spread the word the Logo is available through John right now, or the athletes. Within the next month or so I hope to be able to identify a solid candidate for appointment to the non-voting Marketing /PR position on the Board. I welcome any and all suggestions at this point. This person needs to be not on the Board at this time, to be a Member in good standing, and to have the time and talents we need to effect a broad based re-branding effort to get our Logo, Mission, Vision and Core Values saturating the LSC and its membership. Please email me or call me with your suggestions. This will be a learning process, we will be newly “out of the box” with this effort, so in my opinion, not much can go wrong! Let’s just do this, get the word out, start tooting our horn!

As a result of an emergency closed Executive Committee meeting, called with proper notice by the General Chair, taking place Monday October 26th, a unanimous vote supported retaining legal counsel for Michigan Swimming in a matter affecting a Member in good standing. At the time of this writing that matter has been resolved. The law firm has been placed on retainer at this time for future legal needs of the LSC.

I have reached out now to two Members in regards to serving on an appointed task force to investigate the general workings of a Standing Governance Committee for the LSC. My vision at this point in time is this task for will provide the Board a comprehensive summary by mid-Winter and if the Board decides to move forward based upon this report, By Law revision will be drafted for the May deadline for vote at the Fall HoD. I anticipate the task force will be asked to draft these revisions. I am hoping to identify a third person soon and when I have done so will seek Advice and Consent to move forward with the task force.

By the December meeting I plan to have the Strategic Plan published in some way as to be reflected within our consent agenda on a monthly basis so that at each meeting, no matter how much time we can allocate, at least a minute or two will be spent touching base on where we are with the Goals and Objectives established with Arlene. As part of this overall long term vision approach, I plan to require all members of the Board to complete the online Governance Training through USA Swimming. This training went live in late September of this year and was getting rave reviews already at convention by numerous General Chairs who had taken the course already. I anticipate looking at a January meeting deadline with time allocated at that meeting for a quick debriefing on the value of the course. This is not yet engraved in stone and I am open to discussion on this plan.

Communication is a critical part of how we function and in the past there have been times when email based communication has taken very South turns which have resulted in vitriole, lashing out, derogatory words and in general have been negative and unproductive. The first step I would like to take to diminish this going forward is to simply state this: let’s all stop doing it. By way of encouraging a different approach, I ask that everyone provide their cell phone # on the sheet provided at the meeting. Mike says he is “a spread sheet guy” so I will ask him to create a user friendly, quick reference sheet for all to have and when something comes up, and you are tempted to shoot off a quick and maybe slightly negative email….grab your list and call the first person involved in whatever situation may have you concerned. Just use the phone. Then email.

Finally, as a result of an emergency closed Executive Committee meeting, called with proper notice by the General Chair, taking place Monday October 26th, a unanimous vote supported retaining legal counsel for Michigan Swimming in a matter affecting a Member in good standing. At the time of this writing that matter has been resolved. The law firm has been placed on retainer at this time for future legal needs of the LSC. The firm is Poznak, Dyer, Kanar, Garchow PLC in Midland.

**GOVERNANCE MOMENT**

As per recommendation of Arlene and several clinics attended at convention, I will provide for a “governance moment” in all reports from now on. These will be meant to allow all of us to spend some time during each meeting being mindful of our roles as Board members, not just bodies in the room who are diversely passionate about and interested in most of the same things. I will always welcome suggestions on topics!

A quick review of legal responsibilities, this excerpt taken directly from a Board Source resource page:

**What Are the Legal Responsibilities of Nonprofit Boards?**

Under well-established principles of nonprofit corporation law, a board member must meet certain standards of conduct and attention in carrying out his or her responsibilities to the organization. Several states have statutes adopting some variation of these duties which would be used in court to determine whether a board member acted improperly. These standards are usually described as the duty of care, the duty of loyalty, and the duty of obedience.

 **Duty of Care**

The duty of care describes the level of competence that is expected of a board member and is commonly expressed as the duty of "care that an ordinarily prudent person would exercise in a like position and under similar circumstances." This means that a board member owes the duty to exercise reasonable care when he or she makes a decision as a steward of the organization.

**Duty of Loyalty**

The duty of loyalty is a standard of faithfulness; a board member must give undivided allegiance when making decisions affecting the organization. This means that a board member can never use information obtained as a member for personal gain, but must act in the best interests of the organization.

 **Duty of Obedience**

The duty of obedience requires board members to be faithful to the organization's mission. They are not permitted to act in a way that is inconsistent with the central goals of the organization. A basis for this rule lies in the public's trust that the organization will manage donated funds to fulfill the organization's mission.

Respectfully Submitted,

Katy Dean, LMSW

General Chair