

**FLORIDA LMSC**  
**October 14, 2006**  
**ANNUAL MEETING MINUTES**  
**NORTH SHORE POOL**  
**ST. PETERSBURG, FLORIDA**

**In Attendance:** Treasurer; Meegan Wilson\*, Secretary; Victor Buehler\*, Registrar; Pat Tullman\*, Records; Margie Hutinger\*, Newsletter Editor; Flavia Zappa\*, Sanctions; Sue Moucha\*, Senior Games Liaison; Joan Campbell, SCSF; Carole Kelly\*, SUN-FACT; Marianne Bradley\*, SCSF; Cindy Horrocks, SCSF; Bob Sigersmith\*, SWFA; Chuck Slaght\*, SCFA; Sue Slaght, West Coast Coach-FACT; Joe Biondi, SYSM; Rick Walker\*, SYSM; Jay Lockaby, SPM; Patty Nardozzi\*, SUN; Don Puchalski, FMM; Paul Hutinger\*, FMM; Frank Tolliston, SYSM; Mark Drennen, Dixie Zone Chair; Debbie Cavanaugh. \*=voting attendees.

**Meeting Called to Order: Meegan Wilson,** (Filling in at the request of Chair: Tom Bliss)

**2:33 PM**

**I. Approval of July 22, 2006 Minutes: Victor Buehler**  
**MSA @ 2:24 PM**

Note: The agenda was rearranged to accommodate one Club rep who could only stay long enough for the voting on the bylaw revisions and the vote for new officers. Also because it would not have been appropriate to vote for officers prior to addressing the Bylaw revisions.

**III. Old Business**

**B. Review and Voting on Revisions to the Bylaws: Victor Buehler**

Victor explained that we would be reviewing the recommended revisions provided by the bylaw committee with some variation to what the committee had agreed on after discussing several issues with Debbie Cavanaugh, the Dixie Zone Chair and Mike Lemke the USMS Great lakes Region Delegate at large, at the national USMS convention in Dearborn MI a month earlier.

Victor stated that there were 21 proposed revisions, about four or five of which would be major changes to the bylaws and the rest "house-keeping" items. He explained that the proposed revisions were lettered A-U and that they were formatted on the documents sent to them three weeks earlier, (15 copies provided for the meeting), and that each revision was listed on the current bylaws immediately following the section the change would be linked to. He went on to explain that review of the revisions and discussion would be conducted in the same manner it is done on the national USMS level during the House of Delegates when they are addressing revisions of rules and legislation. Specifically that he would entertain a motion to accept all the recommendations made by the committee and if the motion was seconded he would take requests to have any of the 21 revisions pulled. Once that list was set we would then address each pulled item in alphabetical order and either vote the revisions in or not or change the revisions and afterwards address the remainder of the revisions as one. He then explained how changes to the revisions are made and that if a motion for such is done with any, it must be seconded before the discussion begins and then voted on to replace the committee's original revision prior to being voted on for inclusion into the bylaws. He also outlined the procedure for people being

given an opportunity to express the pro or con to any item under discussion and that we were not going to debate anything repeatedly. It was suggested that each speaker be limited to two minutes.

Marianne Bradley *moved that we accept all 21 revisions and the motion was seconded.*

Margie Hutinger was the first to request the floor. She requested to pull item “C; [Revision of Article I: Article 1 Membership](#)”. She then started to discuss a complete set of revised bylaws she had passed out prior to the start of the meeting that she and Dick Brewer had developed. She was politely informed that we had a motion on the floor and we needed to remain focused on that motion. She then began to discuss item “C” and Victor redirected the group to provide any other items, by alphabetical letter, that anyone desired to discuss. Chuck Slagh requested item “M; [Section 1: The officers of the corporation shall be the Chairman, a Secretary and a Treasurer](#)” to be pulled. Margie also identified item “D; [Eligibility to vote](#)”. Victor inquired of Chuck Slaght if he desired to have item “I; [Board of Directors](#)” pulled also as it is directly linked to item “M” and addresses the Board of Directors? He replied no, not beyond how that section is affected by anything we do with item “M”.

Margie was then given the floor to discuss item “C”. Margie stated that she wanted the section numbered 1.01.2 “**Individual membership:** to be shorted to “Individual membership is open to any individual who is at least “18” years of age.”, and the remainder of that sentence deleted. Victor then explained to the group that this particular revision did nothing more to the current Article I than to reorganize it, provide a new numbering system, replace the word “team” with the word “club”, and add the section to include members providing e-mail addresses. Margie then discussed the need to keep the bylaws simple and that details can be handled in policies and procedures. Margie then made a motion to change revision “C” section 1.01.2 to read: **Individual membership:** *Individual membership is open to any individual who is at least 18 years of age. The motion was seconded.* The discussion was brief. This motion passed with a vote of 12 for and 1 against. Victor explained that we only voted to have Margie’s motion replace the original motion and that it was not voted into the bylaws. He then stated that we could vote it in or not with the items A-U that were not pulled. It was not voted into the bylaws at this time.

Margie then took the floor to discuss item “D”. Numerous attendees expressed confusion regarding what this revision was actually intending to accomplish. Victor explained that it eliminated the term “team” and defined “chapter” as a group that was part of a “club” recognized within our LMSC and having vote at meetings while not being recognized by USMS and that the term “club” defines a group that is recognized by USMS and has vote within our LMSC. The discussion then became more involved. An opposing view was expressed that this revision gave FACT an unfair representation within the LMSC was expressed. There was concern expressed that this revision provided for double representation from one location. This intent was refuted. Some debate about paying dues to the LMSC by chapters was discussed but not resolved. One view in favor of the revision was that the intent was only to maintain within the LMSC all the individual groups that existed prior to the formation of the combined FACT club. Another opposing view expressed was that this is a very complicated and difficult situation for both meet directors and the LMSC registrar. Debbie Cavanaugh gained the floor and suggested that we find a way for all the Clubs to retain their identity within USMS perhaps by having a minimum of four members to define a club and that anyone wanting to register with FACT or any other combined group, would be represented by the USMS recognized club. She also supported the need to define what a “club” is and what a “chapter” is. Victor then attempted to clarify that the wording of this revision, although confusing, intended to do exactly what Debbie Cavanaugh had just explained and that there was a provision within it to prevent double representation from any one location

or group whether they were represented by a club or by a chapter. Margie then took the floor and provided some history about how this issue should have been addressed when FACT was formed. Another discussion off topic developed. She was asked if she had a motion to revise the current motion. Margie then moved to revise the current motion as follows: **Eligibility to vote:** *At all meetings of the FL LMSC, each member of the Board of Directors and one representative from each registered club that has members registered with the club shall be eligible to vote. Each registered club in the FL LMSC will be allotted a number of votes based upon its registered membership as of June 30 of the previous year as follows: 1-49 registered members = 1 vote; 50-99 registered members = 2 votes; 100-199 registered members = 3 votes; 200-299 registered members = 4 votes; and 1 additional vote for each additional 100 registered members. The motion was seconded.* Someone suggested this motion was not simple but rather complicated and would be hard to track. People started talking over one another. The group was redirected with some research information provided by Victor that supported Margie's motion being in existence in several LMSCs around the nation with some minor differences. One difference was that only two LMSC of as many as eight using the sliding scale provide additional representation, not votes. Debbie was asked if her LMSC allows for proxy votes. She said yes so that they can encourage participation. Victor then explained in general that that we are governed by the State of Florida Statutes for Not For Profit Corporations which does allow for voting by proxy, but that there are conditions of notification. Victor then urged the group to vote on Margie's motion. There was more discussion about the floating scale for representation/votes. Chuck asked Margie if she was willing to modify her motion to allow the floating scale to be for representatives instead of multiple votes by one representative. Margie and Victor reworded her motion as follows: **Eligibility to vote:** *At all meetings of the FL LMSC, each member of the Board of Directors and one representative from each registered club that has members registered with the club shall be eligible to vote. Each registered club in the FL LMSC will be allotted a number of representatives based upon its registered membership as of June 30 of the previous year as follows: 1-49 registered members = 1 representative; 50-99 registered members = 2 representatives; 100-199 registered members = 3 representatives; 200-299 registered members = 4 representatives; and 1 additional representative for each additional 100 registered members. The group then discussed briefly how this would work if those clubs with more than one representative couldn't get all of them there and it was expressed that we could have voting done by proxy. Someone asked that the motion be repeated. Victor reread it as follows: **Eligibility to vote:** *At all meetings of the FL LMSC, each member of the Board of Directors and one primary representative from each registered club that has members registered with the club shall be eligible to vote. Each registered club in the FL LMSC will be allotted a number of representatives as follows: (At this point in time Jay Lockaby suggested that we could shorten this motion by going to one additional representative per 100 members, instead of listing it out at 200, 300, 400, thus it followed); 1-49 registered members = 1 representative; 50-99 registered members = 2 representatives, and 1 additional representative for each additional 100 registered members. Someone asked who present was eligible to vote today. Victor read off the names. Someone else asked how many clubs not registered with FACT are here voting today. Pat Tullman read them off. There were ten eligible voters not registered with FACT out of fourteen able to issue votes this day. Victor then called for a vote on Margie's motion. The motion passed with **Nine for it and three against.** Victor explained that this vote only caused her motion to replace the original motion, it did not vote the motion into the bylaws. It was not voted into the bylaws at this time.**

We then moved on to item "M". Chuck Slaght took the floor and advocated for the Executive Committee (EC), the elected positions in the future, include a Vice Chair, Secretary, Chair, and Treasurer, and remove the Registrar as an elected position/member of the EC. Chuck made a motion as follows: *The elected positions of the LMSC and members of the Executive committee be: A Chair, A Vice Chair, A Treasurer, and a Secretary. The motion was seconded.* Victor explained why the current

EC attached to the proposed EC positions; including the Registrar as an EC member the added duty of filling in as a Vice Chair should the Chair not be able to attend. Victor provided some information from his research this summer on the number of LMSCs nationwide that had a VC and the number that didn't and those that did that were vacant. Victor expressed his opposition to the VC position and several other folks expressed their support for it. The discussion which followed included the topic of term limits for the Chair position, the need to clarify that the motion removes the registrar from being an elected position, it removes the duties of the Secretary and Treasurer from having VC responsibilities, and that Item "I" of the original motion will reflect these changes. The motion was amended as follows. *The elected positions of the LMSC and members of the Executive Committee shall be: a Chairman, a Vice Chair, a Treasurer, and a Secretary, and that all other sections of the existing bylaws will reflect this change.* **Victor called for a vote and the motion passed eight for and three against.**

Victor then requested that we vote on the motions A-U being adopted. Margie requested the floor and suggested that we not vote on the items not discussed in detail today, but rather, only vote on the items discussed and the remainder be tabled. Someone suggested that we discuss some of the other ones and Victor clarified that we would not be discussing any of the other ones as the opportunity to pull any others for discussion had already passed. **Margie made a motion to only vote on items "C", "D", "M" and "I" as it is affected by the changes made to "M", and table the remainder of "A-U". The motion was seconded.** Chuck then requested the floor and talked about this organization needing a purpose statement in the bylaws. Margie was asked if she was willing to modify her motion, and she agreed to do so. The motion then became: **We will only vote on items "A, Purpose", "C", "D", "M" and "I" as it is affected by the changes made to "M", and table the remainder of "A-U". In favor were ten, and three against. The motion passed.** However, none of them listed in Margie's motion were as yet voted into the bylaws. Victor called for a vote. In favor numbered ten, opposed was one. **The items listed in Margie's motion were then voted into the bylaws.**

## II. Reports

**At this time, Victor made a motion to accept the reports of all the officers as they appear in written report form handed out at the meeting and available on the table by the door instead of having the officers give their verbal reports. These reports included the formal resignations by Pat Tullman from the registrar's position and the resignation of Margie Hutinger from the Top Ten/Records position. MSA**

Pat Tullman then requested the floor and she reminded everyone that the new registration forms will be arriving this next week to all the club registrars with self addressed envelopes to Meredith Moore's house and that everyone need to pay close attention to the details of the form. She then mentioned briefly how much she has enjoyed being the registrar. Pat also mentioned that online registration was not going to occur this year nationwide but probably will next year. Lastly she share the statistic that at this time last year we had 1538 registered swimmers in the LMSC and at this time we now have 1646 registered members.

Sue Moucha requested the floor and asked those assembled for support for her to sanction a meet in February 3-4, 2007 sponsored by CATM in lieu of it being just one month before the SUN sponsored meet in the same area on March 10-11, 2007. The group determined there existed no conflict and welcomed an additional SCY meet and thus provided their approval without any motion being made.

## IV. Elections: Joan Campbell

Meegan read the slate of officers and directors as it appeared in the newsletter and requested nominations from the floor. Chuck Slaght then took the floor and expressed his views on the current

political atmosphere of the LMSC and noted that he had previously withdrawn from running for the Chair position but had experienced a change of heart and because he sees himself as someone who represents change, he offered his services if anyone cared to nominate him to run for the Chair position. Meegan then announce who has already been nominate for the three elected positions: Tom Bliss for Chairman, Meegan Wilson for Treasurer, and Victor Buehler for Secretary. **Margie Hutinger was nominated from the floor to run for the Chairman position. Chuck Slaght was nominated from the floor to run for the Chairman position.**

Margie inquired what we should do about the Vice Chair nominations and vote. It was discussed and decided that all the team representatives need advanced notice of this new position. It was decided without a motion that this position can be filled at a later date, such as the April, 2007 meeting. It was also pointed out by Debbie Cavanaugh that the bylaw revisions voted through this date immediately go into effect, and she suggested the larger teams need to identify who their additional representatives are before a vote can be made on any of these elected positions. It was suggested that it would not be fair to do the elections today without all the new club representatives having a chance to vote. It was pointed out that the elected positions which remain to be voted on today are: Chair, Treasurer, and Secretary and all three elections have already met the requirements of the unrevised bylaws and can be voted on today. Sue Moucha inquired when the appointed positions and elected positions go into effect and Meegan replied November 1, 2006. Because the Vice Chair election had already been tabled, a motion was made to vote on the Treasurer and Secretary positions because they were running unopposed and thus unaffected by any additional club representatives being selected. **A vote was called for and Meegan and Victor were elected to their current positions unanimously and cheerfully.**

Margie requested the floor to present her reasons for running for the Chair position and her philosophy.

Meegan then asked the group what they wanted to do about electing a Chair since three individuals were running. It was suggested by Joe Biondi that we distribute the statements of each person running for chair and then do the voting by mail. He also nominated Jay Lockaby for the Vice Chair position. It was decided that we still need to notify all the members of the LMSC of the new Vice Chair position and follow the bylaw requirements for gathering nominations by a committee and announce a date for the election of that position between 15-30 days in advance. It was also determined that we could complete the election of the Chair electronically and meet all bylaw requirements and normal annual deadlines for positions taking effect if we collect the votes by 10/31/06.

Victor then requested that all the larger clubs who will need to select additional club representatives, please do so and forward their names and e-mail addresses so that they can be tracked for the purpose of taking the votes for the chair position. Victor also mentioned that there should be no need for any votes by proxy for this electronic election because every new representative needs to provide their consent to take the role and provide their e-mail address, they can vote at the same time and/or in the same correspondence. Meegan requested that Victor send out an e-mail to all the clubs instructing them on the correct number of representatives they have based on the memberships documented in Pat Tullman's 10/11/06 "Club Population Summary", send the statements out of each person running as well as the deadline for getting their vote for the chair position in, collect the names and email addresses of new representatives, and collect the tally of the votes for the chair position.

At this point in time several breakout discussions involving numerous topics occurred until Meegan call the group to order. One major controversy required clarification on the actual number of additional representatives provided to the larger teams based on the motion that was voted into the

bylaws. Victor provided the wording from the motion which is that one additional representative will be awarded for every additional 100 club members registered to a club above 99 members. It was recognized that some people thought they were voting on this motion meaning that each additional club member over 99, 199, 299, 399, etc., would qualify that club to get an additional representative. This was not the wording of the motion that got voted into the bylaws.

### **III. Old Business**

#### **A. Annual Audit Review: Meegan Wilson**

Meegan read Mr. Stein's report. In summary, his letter indicates that his firm found our files to be "in very good order, complete and well documented". He did however add a qualifier that his firm was not assuring the accuracy of the information contained within the file.

Meegan also announced that Pat Tullman was awarded the Dorothy Donnelly Service award at the national USMS convention in September. Pat was amply applauded.

### **V. New Business**

#### **B. 2007 Annual Banquet: Joan Campbell**

Joan passed around the menu choices for the banquet and the following food items were selected: Salads: Entrees: Vegetable Lasagna & Veal Marsala, Starch and Vegetable: Mixed garden veggies and Rice Pilaf. Desserts: Assorted Pies

Rick Walker suggested that we upgrade the quality of the awards by allotting more funds to the awards, perhaps doubling the amount we have spent in the past and everyone was very agreeable to this suggestion. No motions made. A suggestion to increase the awards budget by \$500.00 was met with positive responses from all. Joannie Campbell offered to get the awards provided she was informed of who they are for in sufficient time for the banquet.

Sue Moucha mentioned that there might be some confusion because the awards banquet has traditionally been held in February and this next year it is being held in March. The SUN members noted for the record that their members are the folks that traditionally hosted the banquet in February and now that they are sponsoring a meet as "SUN" in March and it is only logical that they host the banquet also and are experienced doing it. They have no opposition to the February meet being sanctioned and encourage all to participate in both meets.

Meegan suggested that the extra money in our account go to benefiting the members of the LMSC such as purchasing more touch pads or the clock thingies (scoreboards), or update equipment for clubs that sponsor meets. Rick Walkers suggested subsidizing the cost of the meet hosts. It was decided to table this discussion for another meeting.

### **VI. With no further business it was MSA to adjourn at 4:38 PM.**

#### **Addendum to the minutes:**

Effective on 10/24/06 the then still in office chair, Tom Bliss recommended the appointments of Records/Top Ten; Livia Zien, Registrar; Meredith Moore, Newsletter Editor; Flavia Zappa, and Sanctions; Sue Moucha.

There was no dissenting recommendations offered from the other two individuals running for the chair position and thus these individuals were then officially appointed in lieu of the changes in the

bylaws made in the annual meeting as recorded in the minutes above removing these positions from being elected positions to appointed positions.

Effective November 19, 2006 in a second run off e-mail election, Tom Bliss was re-elected Chair of the Florida LMSC per the announcement made of the votes counted by Debbie Cavanaugh, Chair of the Dixie Zone and Victor Buehler, Secretary of the Florida LMSC.