



**USA Ultimate Board of Directors
In-Person Meeting
June 23, 2018
Chicago, IL, O'Hare Hilton**

Saturday, June 23, 2018

President DeAnna Ball calls meeting to order at 8:12 AM CT, Saturday, June 23, 2018.

Board Members Present In-Person:

Audrius Barzdukas – Independent Representative
DeAnna Ball – President, At-Large Representative
Henry Thorne – Vice President, At-Large Representative
Heather Ann Brauer – Secretary, Elite Athlete Representative
Josh Seamon – At-Large Representative
Tyler Kinley – At-Large Representative
Val Belmonte – Independent Representative
Dave Klink – Elite Athlete Representative
Dr. Tom Crawford – Ex-Officio

Board Members Present via Teleconference:

Steve Mooney – Appointed Representative

Board Members Not Present:

Harvey Edwards – Appointed Representative
Lisa Bliss – Independent Representative
Robyn Wiseman – Elite Athlete Representative

USA Ultimate Staff Present:

Dr. Tom Crawford – CEO
Julia Echterhoff Lee – Director, Finance and Development
Will Deaver – Managing Director, Competition and National Teams
Andy Lee – Managing Director, Marketing, Communications & Brand
Josh Murphy – Director, Member Services & Community Development

Guests:

Zara Cadoux – Cadoux Consulting
Joyell Arvella – Cadoux Consulting
Will Neff – Cadoux Consulting



2018 Financial Statements and Auditor Review

Presented by Julia Echterhoff Lee & Tom Crawford

- The board discussed the audited financial statements.
- The board discussed the Ultimate Foundation.
- Josh Seamon moves to accept the audited financial statements as submitted. The motion is seconded by Henry Thorne and passes 9-0-3.
- Tom and the board congratulate Julia on her work on the statements.
- Tom Crawford gave a financial update. We are in good shape year to date.
- The board discussed audit process changes due to law changes.
- The board discussed membership demographics, growth of the sport, membership levels, and event expansions.

Bylaws Amendments

Presented by Dave Klink & SOAR

- The board heard two bylaws amendment proposals from the SOAR committee.
- Changes to the Official Rules of Ultimate Proposal [**Appendix A**]
 - Josh Seamon moves to approve. The motion is seconded by Henry Thorne and passes 9-0-3.
- Rules Policy Proposal [**Appendix B**]
- The board discusses the benefit of the review every two years.
 - Josh Seamon moves to approve the Rules Policy Document. The motion is seconded by Henry Thorne and passes 9-0-3.

Diversity, Equity, Inclusion Training

Presented by Cadoux Consulting

- **Goal**
 - To provide frameworks for understanding intersectional equity that members of the board can use to ground the strategic planning process.
- **Objectives**
 - Develop language to interrogate systems of inequity.
 - Demonstrate how speaking and acting with specificity is necessary to effectively build intersectional and equitable structures.
 - Focus on racial equity to build capacity to use an intersectional lens.
 - Examine different levels of racism: cultural, structural, institutional, interpersonal, internal.



- Apply these concepts to the internal culture, policies, and practices of USA Ultimate.

Strategic Planning Session

Presented by Henry Thorne & Staff

- The board heard an update from the Strategic Planning committee and staff.
- The presentation focused on review of prior strategic plans as well as results from the following community survey methods:
 - Primary Membership Survey
 - Town Hall Meetings
 - Final Membership Survey
- Summary Themes
 - Diversity, Equity, and Inclusion came up on top of all survey methods.
 - Youth and Spirit of the Game were highlighted whenever an option.
- There was a high response rate to all surveys and events. The Strategic Planning Committee feels that the feedback is representative of the community.
- The Strategic Planning Committee reviewed summaries put together from both the USOC and David Barkan.
- The board discussed wording and structure of the guiding principles.
- The committee and staff will re-work details and send for final board approval in the fall.
- The Strategic Plan launch is planned for October 2018.

DeAnna Ball adjourns the meeting at 5:29 PM CT, Sunday, June 23, 2018.



Appendix A - Changes to Official Rules of Ultimate

Introduction

USA Ultimate overhauled its bylaws in 2013, and in doing so the board omitted its process for revising the official rules of ultimate. While the bylaws may not be the best home for an extensive rules revision process, the SOAR committee believes that the bylaws should make it clear that: (1) USA Ultimate has the power to establish the official rules of ultimate in the United States; (2) it is SOAR's responsibility to review and prepare proposals for rule changes; and (3) the USA Ultimate Board must approve any rule changes. The SOAR Committee also recommends changing "Observers" to "Officiating" in the SOAR Committee description in order to more broadly capture the scope of the committee's work and authority.

Proposal

Amend the current bylaws as follows:

1) Under Article IV – Powers, insert at #10 "Establish and define the official rules of ultimate in the United States."

2) Under Article VII – Committees, paragraph e),

a) change the word "observers" to "officiating"

b) add #3 "Prepare and review proposals for changes to the rules of ultimate and make recommendations to the Board of Directors."

Rationale for Proposal

1) It is common for the bylaws of a national governing body of sport to establish itself as the authority for the official rules. Previous versions of the bylaws did this, and the re-addition of this power would fix this omission from the current bylaws.

2a) The "Spirit, Observers, and Rules Committee" was initially intended to include the word "officiating" rather than "observers", in order to more broadly capture the scope of the committee's work and authority. Observers are just one mechanism for officiating in ultimate, with self-officiating being the other more predominant form. The committee's role should more clearly encompass officiating in general.

2b) Adding the rules change process to the SOAR Committees specific duties makes it clear that this is how the Board exercises its power with respect to overseeing and changing the rules.

Financial Implications



None

Conclusion

We believe these bylaws changes are critical to continuing to responsibly and clearly govern the sport of ultimate in the United States, including defining how it should be played and officiated. Pros and cons and background information are included in the appendix to this proposal.

Appendix B - Rules Policy Document Proposal

Introduction

USA Ultimate overhauled its bylaws in 2013, and in doing so the board omitted its process for revising the official rules of ultimate. This proposed policy, in conjunction with proposal 2018.01 to amend the bylaws, would serve to fill the gap, by instituting a new Rules Policy.

Proposal

See Appendix 1 for Rules Policy language.

Rationale for Proposal

- 1) This policy fills a critical gap left in USA Ultimate's policies related to the process for overseeing and revising the Official Rules of Ultimate, for which this organization is responsible.
- 2) The new policy incorporates a number of important philosophical and procedural changes to the previous rules revision policy, including but not limited to:
 - a) Establishes guiding principles for overseeing and revising rules and related materials governing how the game is played
 - b) Regular 2-year cycle for rules review and revisions
 - c) Role of SOAR Committee and integration of working groups into process
 - d) Requirement for consideration of community and international federation feedback
 - e) Description of mechanisms for experimentation and establishing rules variations

Pros/Cons

Pros

- Fills a void left by removing the rules change language from the pre-2014 bylaws, but without adding too much detail into the bylaws
- Establishes clear oversight of the rules, including officiating and Spirit of the Game, by USA Ultimate
- Recognizes self-officiating as part of the SOAR structure

Cons

- Requires more human resources, both staff and volunteer, to implement a more proactive



and consistent approach to overseeing and evolving the rules of the sport.

Financial Implications

- Staff and volunteer time.
- Staff liaisons for SOAR Committee - Volunteer SOAR directors and working group members - Resources associated with publishing new sets of rules every two years, dependent on the format (e.g. printed, online, app).

Conclusion

We believe this new Rules Policy is critical to continuing to responsibly and clearly govern the sport of ultimate in the United States, including defining how it should be played and officiated. Proposal language is included in the appendix to this proposal.



Proposal Appendix

Rules Policy

This policy outlines the guiding philosophy and the process by which the Official Rules of Ultimate will be maintained and revised over time.

A. Guiding Philosophy

- a. The guiding philosophy for how the sport of ultimate is played is called “Spirit of the Game” (SOTG). This philosophy must be defined in the official rules and its principles integrated into not only the rules themselves but into all materials governing the game. While the exact language defining SOTG may be revised over time, certain key principles should remain that focus on both developing and highlighting the character of players. Such principles include personal responsibility and respect for others and for the rules of the game.
- b. In order to preserve key character-focused principles, player-officiating will be maintained as a mechanism in the rules that both requires and highlights SOTG. While third party officiating may have a role in some playing environments, its implementation should always support SOTG and player-officiating, even as it addresses other elements of the playing experience.
- c. The rules of the sport should focus on creating a safe, fun, and fair environment at all levels.
- d. Adaptations of the rules should be developed and maintained as needed to address different variations of the sport, levels of play, and formats for play. It is important that variations to the core principles and rules of play are minimized, in order to create a clear and consistent general understanding of the sport. Variations should only be created and implemented to address important developmental, safety, or format-related issues.
- e. Regular feedback from key constituents, including players, coaches, organizers, and other members of the community is key to ensuring that the rules of the game are clearly understood and are responsive to new ideas for improving the game.

B. Rules Revision Process

- a. As outlined in the USA Ultimate Bylaws, the Board of Directors is responsible for approving any changes to the Official Rules of Ultimate.
- b. The Board’s Spirit, Officiating, and Rules Committee is responsible for recommending rules changes to the Board and for overseeing all aspects of rules creation, education, and implementation. Its constituent sub-working groups, the Spirit, Observer, and Rules working groups are the primary contributors to this work, and are required to interact with



one another in order to integrate their key areas of focus into decisions about how the sport is played.

c. The Official Rules of Ultimate shall be reviewed and revised on a two-year cycle.

Editions of the rules will be named for the two year period for which they are to apply to official competition (e.g. "2019-2020 Official Rules of Ultimate"). The new rule set will take effect in January.

d. Rule change recommendations will be presented by the SOAR Committee to the Board of Directors. Any edits suggested by the Board to the recommended changes must be sent back to the SOAR Committee for review to ensure internal consistency within the rules. Rule changes approved by the Board will be incorporated by the SOAR Committee into the next edition of the Official Rules of Ultimate.

e. All rules changes must be presented to the community for feedback prior to being recommended to the Board of Directors. The feedback period must be at least 4 weeks long. Feedback must be considered by SOAR prior to recommending rule changes. A feedback report must be made available to the Board of Directors along with the any recommendation.

f. The current Official Rules of Ultimate will be utilized for USA Ultimate sanctioned competition, unless otherwise approved by SOAR.

g. Rules experimentation and testing may take place as approved or directed by SOAR, coordinated by USA Ultimate staff and local partners. Feedback gathered from rules testing will be reviewed and considered by SOAR. Major rules changes should be tested at experimental events prior to being recommended. Minor rules changes or language clarifications may or may not be tested, but must still be presented to the community for feedback.

h. SOAR will consider consistency with the World Flying Disc Federation (WFDF) Official Rules of Ultimate for international play when assessing rules change recommendations.

i. Notwithstanding anything to the contrary, the USA Ultimate Board reserves the right to make immediate changes to the rules to the extent it deems necessary for the mission of the organization.

C. Rules Education

a. SOAR is responsible for ensuring the development and distribution of educational materials and procedures related to SOTG, officiating, and rules.



APPENDIX

Pros/Cons

Pros

- Fills a void left by removing the rules change language from the pre-2014 bylaws, but without adding too much detail into the bylaws - Establishes clear oversight of the rules, including officiating and Spirit of the Game, by

USA Ultimate - Recognizes self-officiating as part of the SOAR structure

Cons

- Language is relatively simple, leaving definition of the process for rules changes to a separate policy - Replacing "observers" with "officiating" does not reflect the current structure of the SOAR

Committee, which has spirit, observer, and rules sub-working groups

Additional Background

Prior to 2014, the USA Ultimate/UPA bylaws defined the process by which the official rules of the sport could be changed. When the USAU bylaws were re-written in 2013 and adopted in 2014 in order to comply with US Olympic Committee best practices, the entire section regarding how the rules of the sport were to be changed was removed. However, no formal mechanism was ever re-approved to oversee this process. The current bylaws make limited mention of the organization's oversight of the rules.

For reference, here is the pre-2014 section of the bylaws which described rules revisions.

ARTICLE VIII - THE RULES OF ULTIMATE

1. Official Rules. The Official Rules of Ultimate shall be those rules published and sanctioned by the Corporation, and designated by the Corporation as being the "Official Rules of Ultimate" or the "Official Rules." The Corporation may from time to time publish and sanction subsequent editions of the Official Rules of Ultimate. Each subsequent edition together with all changes, amendments, deletions or clarifications shall supersede all previous editions together with all changes, amendments, deletions or clarifications of the Official Rules.

2. Changing the Rules. The Official Rules may be changed, amended, deleted or clarified as set forth in this section. The Board of Directors may change, amend, delete or clarify any rule or rules by a two-thirds (2/3) vote of the full Board whether present and voting or not. The membership may change, amend, delete or clarify any rule or rules by referenda. A simple majority with no less than 600 members voting in favor of such change, amendment, deletion or clarification shall be necessary to approve the change, amendment, deletion or clarification. A petition signed by not less than seventy-five (75) members in good standing shall be submitted



to the Secretary. The proposed change, amendment, deletion or clarification shall be published in the Newsletter or posted on the Corporation's website at least thirty (30) days prior to the referenda. Voting shall be by written ballot available to the membership or by online voting in a manner approved by the Board or by a combination thereof.