Minutes of the

UNITED STATES JUDO ASSOCIATION, INC.

BOARD OF DIRECTORS MEETING

JESSE L. JONES, PRESIDENT JIM BREGMAN, PRESIDENT

January 27, 2001 9:05 A.M. to 10:30 P.M.

San Remo Hotel Conference Center 115 East Tropicana Avenue Las Vegas, Nevada

Submitted by THOM LAYON, Secretary

LAYON, CRONIN & KAISER, P.L.L.C. Pratt Tower - 6th Floor 125 West 15th Street Tulsa, OK 74119-3821 918-583-5538 hansolothom@hotmail.com thom@layonlaw.com **A. CALL TO ORDER.** President Jesse Jones called the meeting to order on Saturday, January, 2001, at 9:05 A.M. The roll was called and reflected that the following members of the Board of Directors were in attendance:

JESSE L. JONES Board Member and President San Diego, California

MICHAEL L. SZREJTER

Board Member and Vice-President Boynton Beach, Florida

THOMAS A. LAYON

Board Member Secretary and Corporate Counsel Tulsa, Oklahoma

JAMES R. WEBB Board Member and Treasurer Dallas, Texas

> VIRGIL J. BOWLES Board Member Indianapolis, Indiana

JIM BREGMAN

Board Member Arlington, Virginia

STEVE CUNNINGHAM

Board Member Ashford, Connecticut

EUGENE S. FODOR Board Member Toledo, Ohio

TERRY KELLY

Board Member Santa Rosa, California

TOM REIFF

Board Member Ladson, South Carolina

ERNEST R. SMITH Board Member Barstow, California

EDWARD N. SZREJTER

Executive Director and Ex-Officio Board Member Colorado Springs, Colorado

PATRICK E. SZREJTER Board Member Matthews, North Carolina

President Jones announced that Board Members George Weers, George Harris, and Ron Hansen previously advised that they would not be able to attend this meeting. Secretary Layon advised that Mr. George Harris had executed a valid proxy in favor of Mr. Jim Bregman for this special meeting.

B. MINUTES OF THE MEETING OF OCTOBER 19, 2000. After discussion, the following amendment to the minutes was adopted and the minutes were then approved as amended pursuant to motion by Steve Cunningham, and second by Jim Webb: The reference at Item E. COMMITTEE REPORTS - 1. Coach Certification Committee. was amended to read Coach Education Committee.

C. OFFICERS' REPORTS.

1. President's Report - By Jesse Jones. (A) Mr. Jones reported on the status of the Litigation Fund. (B) He also stated that our computer system software problems need to be remedied. (C) He recommended that we expand the use of the National Training Center and reported that Elaine Meyer continues to do a good job as Program Coordinator at the NTC.

2. Vice-president's report - By Mike Szrejter. No formal report was submitted. Mr. Szrejter moved that the Executive Committee go into closed executive session. Accordingly, at 9:20 A. M. all other members of the Board were excused, and the Executive Committee consisting of President Jones, Vice-President Szrejter, Treasurer Webb, and Secretary Layon convened in closed executive session. At 9:45 A.M. the executive session was adjourned. Immediately thereafter the meeting of the Board of Directors of the Corporation was resumed and re-convened by President Jones.

3. Secretary's Report - By Thom Layon. No formal report was submitted.

4. Treasurer's Report. Treasurer James Webb submitted a preliminary written report.

5. Executive Director's Report. ED SZREJTER distributed a number of written materials describing activities for the period from October 19, 2000, to date.

6. Litigation Report. The Corporation's Counsel Thom Layon reported that: (A) Final settlement of the Rydzewski and Markel cases has been accomplished. (B) The last payment due on the Vantage settlement will be transmitted to the Vantage attorneys in the next week. (C) That there are no new developments in the Akiyama case. However, the USJA's share of the arbitration and legal fees is due in the amount of \$7,259.85, and arrangements must be made to arrange payment of this indebtedness as soon as possible.

7. Executive Office Manager's Report. Katrina Davis reported that she and the staff are in need of trouble-shooting help immediately regarding the office database software. Specifically, Ms. Davis advised that the FoxPro software is outdated and should be replaced. Further, that a reliable back-up procedure will be implemented as soon as possible. It was also reported that USJA member Mark Johnson of Dallas, Texas, is completing the writing of software for the Corporation's network and remote access applications.

Whereupon the reports of the officers were accepted and approved by the Board Motion by Mike Szrejter, and second by Gene Fodor.

E. COMMITTEE REPORTS.

1. Coach Education Committee - Chris Dewey, Chairman. Chairman Dewey's letter of December 19, 2000, regarding requirements for candidates seeking certifications from the Coach Education Committee was distributed to the members of the Board by Secretary Layon. The Board authorized and directed that Mr. Dewey contact Mr. Tommy Dyer, USJI Director of Development, and pursue implementation of the USJI-USJA-USJF cross-certification agreement articulated in the motion passed at the USJI Board of Directors meeting in October, 1999.

2. Electronic Member Services Committee - Tom Reiff, Chairman. Mr. Reiff reported that the new format and additions to the web site have proven to be popular. The committee will take steps to ensure an appropriate level of security so that purchasers can order on-line from the USJA Supply Store. The committee also recommends that the USJA internet link be upgraded to DSL or ISDN status.

3. Promotion Committee - Ron Hansen, Chairman. There was no formal report. However, PC Secretary Jim Webb advised that he will forward a report of the Committee's activities at its last meeting to all members of the Board of Directors within the next few days.

4. National Symposium 2001 Committee - Hope Kennedy, Chairperson. A written report was received from Ms. Kennedy who could net be personally present.

5. Standards and Ethics Committee - Anthony Zimkowski, Chairman. Mr. Zimkowski could not present but he submitted a written report including recommendations for changes to the USJA Bylaws and the appointment of Lisa Rogers, Pete Contardo, and Helen S. "Scottie" Johnson to the committee.

6. Examiner Certification Committee - Charles Robinson, Chairman. Mr. Robinson could not attend this meeting. However, a written memorandum from Chairman Robinson dated January 2001, to all USJA Judo Rank Examiners was received as his report. After discussion, it was the consensus of the Board that the application form for Examiner Certification should be amended to advise applicants of the Board's expectations regarding their level of activity once they are certified. Board Member Terry Kelly advised that he would communicate this message to the Chairman so that the committee could effect such amendment to the application form as soon as possible.

7. Ways and Means Committee - Jim Bregman and Mike Szrejter, Co-Chairman. The status of fund-raising activities was reported by Messrs. Bregman and Szrejter. A copy of a fund raising letter from USJA member Andrew Connelly of Cut and Shoot, Texas, to the USJA membership was received with unanimous approval and gratitude by the Board. The Co-Chairmen acknowledged the support of Katrina Davis and Ed Szrejter in connection with the Corporation's pending grant applications.

8. Awards Committee - Dr. Ronald Charles, Chairman. Committee member Tom Reiff reported that the deadline for submitting nominations for USJA State Awards for Outstanding Senior and Junior Judo Athletes is June 30, 2001. He also reminded all present that there are 5 national awards given each year by the USJA.

9. Liaison to the Committees - Board Member Virgil Bowles volunteered to serve as the Board' liaison to the Corporation's committees.

Whereupon the above reports of the Corporation' committees were accepted and approved by the Board. Motion by Mike Szrejter, and second by Ernie Smith..

F. OLD BUSINESS.

1. That the kata requirement(s) for promotion may be satisfied either by demonstrating the kata, or showing proof of kata certification. This expands the "Kata Certification only" requirement which appears in the Senior Promotion Handbook. <Steve Cunningham and Tom Reiff>. This proposal was deferred to New Business.

2. That the data contained in our annual form 990 filings to the IRS be posted to our web site beginning with 1997 through the current filing and that this data remain on display as a public history of the financial status of the association thus promoting full disclosure to our membership and the public. <By Jim Bregman>. So moved by Jim Bregman, seconded by Mike Szrejter, and passed.

3. That the USJA formalize agreements between the USJA and the Committee chairpersons and contributing authors/artists regarding copyrights on documents, etc. <By Steve Cunningham.> So moved by Steve Cunningham, seconded by Gene Fodor, and passed. As Publications Committee Chairman, Mr. Cunningham will address implementation of this resolution and report his recommendations and progress to the Board.

4. That the USJA include coverage of other arts such as Taekwondo, Karate, Aikido, Sombo, etc. in the USJA Coach magazine and other publications, perhaps in national symposia as well. <By Steve Cunningham.> Withdrawn by Mr. Cunningham.

5. That the USJA consider trial memberships to allow instructors to bring in students for short-term trial memberships, yet be covered under USJA insurance. <By Steve Cunningham.> After discussion it was agreed that the Corporation's insurance agent should be contacted about the feasibility of such an arrangement. Messrs. Cunningham, Reiff, and Ed Szrejter were delegated and accepted the task of doing so and thereafter rendering a report via email communication to the entire Board within 10 days hereafter. This proposal was tabled pursuant to motion by Thom Layon, seconded by Jim Webb, and passed.

6. That the USJA undertake to distribute the USJA Coach magazine to the entire membership. <By Steve Cunningham.> Withdrawn by Mr. Cunningham.

G. New Business.. The following items were presented for the Boards consideration.

1. That the position of Chief Operating Officer be created and the Bylaws of the Corporation be amended appropriately. <By the Executive Committee.> So moved by Mike Szrejter, seconded by Steve Cunningham, and passed.

Mr. Jesse Jones then tendered his resignation as President of the Corporation and same was accepted by the Board of Directors. Whereupon, the Executive Committee nominated Mr. Jones for the office of Chief Operating Officer and Mr. Jim Bregman for the office of President of the Corporation. <By the Executive Committee.> So moved by Thom Layon and seconded by Jim Webb.

Mr. Tom Reiff then moved that nominations cease for those respective offices. This motion was seconded by Mr. Virgil Bowles, and carried unanimously. Our new President and Chief Operating Officer were congratulated and welcomed to service by the Board. By unanimous agreement, Mr. Jones continued as Chairman of the meeting. Mr. Jones agreed to write a brief job description for the office of Chief Operating Officer of the Corporation and submit same to the Board in a timely manner.

- 2. That the Executive Committee of the Corporation shall hereafter consist of those persons serving in the following respective offices: President, Vice-President, Chief Operating Officer, Corporate Counsel, Secretary, and Treasurer. <By the Executive Committee.> So moved by Jim Webb, seconded by Pat Szrejter, and passed.
- 3. Discussion was developed regarding the advisability of the gathering, distribution, and processing of complaints lodged either in the National Office or with individual Board Members regarding services, conduct of members, etc. <Pat Szrejter>. Whereupon it was moved by Jesse Jones that administrative procedures for processing such complaints include a log documenting the nature and disposition of same. Seconded by Gene Fodor, and carried.
- 4. Discussion of the transition from the previous administration. The Board of Directors went into executive session as a Committee of the Whole from 1:20 P.M. to 1:35 P.M. Thereafter Messrs. Jones and Bregman advised that they would issue a letter to the membership regarding said transition.
- 5. SEC Chairman Anthony Zimkowski proposes that the Board adopt the following recommendations:
 - #1 That the Bylaws be amended regarding the Standards and Ethics Committee, specifically Article V, Section D, Subparagraph II in accordance with the written draft submitted to all Board members prior to the meeting.
 - #2. Approval of the proposed Mission Statement for the Standards And Ethics Committee.
 - #3. Approval of the condensed credit size format for printing and distribution of the USJA Code of Ethics as suggested by Executive Director Ed Szrejter.
 - #4. Appointment of the following three persons to the Standards and Ethics Committee: Peter Contardo, Helen S. "Scottie" Johnson, and Lisa Rogers.

So moved by Michael Szrejter, seconded by Gene Fodor, and passed. Chairman Zimkowski also requested suggestions from the Board regarding the nominations of two (2) more women to serve on the SEC.

- 7. Other New Business Thom Layon advised that he had been party to recent discussions regarding a possibility that the American Zen Judo Association might be interested in bringing its membership into the USJA. He also presented a letter from Mr. H.B. Cavalcanti the leader of the American Zen Judo Association regarding such an alliance. After further discussion Michael Szrejter moved to table the matter pending the development of further information regarding the implementation and impact of such action. This was seconded by Terry Kelly and passed.
- 8. That the new promotion fee schedule adopted at the last meeting of the Board shall go into effect on July 1, 2001. So moved by Jesse Jones, seconded by Jim Webb, and passed.
- 9. That Dr. Chris Dewey, Chairman of the Coach Education Committee, be and he is hereby directed and requested to contact the USJI Director of Development Mr. Tommy Dyer and ascertain the status of the implementation of the USJI USJA USJF cross-certification agreement for the benefit of the coaches certified by any of the three (3) national judo organizations. So moved by Thom Layon, seconded by Terry Kelly, and passed.
- 10. That the recommendation of the Promotion Committee for promotion of Mr. Jim Colgan to the rank of Hachidan (Eighth Degree Black Belt) and title of "Professor" be accepted and approved. So moved by Jim Webb, seconded by Virgil Bowles, and passed.
- 11. That Mr. Andrew Connelly of Cut and Shoot, Texas, be appointed to the Ways and Means Committee. So moved by Jim Webb, seconded by Terry Kelly, and passed.
- 12. That a High School Committee be created and that Mr. Lee Wheeler of Macon, Georgia, be appointed chairman. So moved by Virgil Bowles, seconded by Mike Szrejter, and passed.

WHEREUPON Mr. Jesse Jones turned the chair over to Mr. Jim Bregman.

13. Mr. Jim Webb then made a formal presentation and initiated discussion among those present regarding an analysis and identification of the mission and goals of the Corporation. This discussion was very wide ranging and positive.

The meeting was adjourned at 5:45 PM and re-convened at 7:10 PM with the same Board members in attendance.

Further discussion followed regarding the mission and goals of the Corporation.

14. Mr. Bregman then nominated Mr. Steve Cunningham to serve as Technical Director. So moved by Virgil Bowles, seconded by Ernie Smith, and passed.

MR. TOM REIFF then moved to adjourn; seconded by MR. CUNNINGHAM, and carried.

The meeting was adjourned at 10:30 PM by President Jim Bregman.

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Respectfully submitted, Thomas A. Layon

Thomas A. Layon, Secretary and Member USJA Board of Directors