



MINUTES

of the

2018 Annual Meeting of the Tennessee Division of USA Fencing

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NOTE: The topics discussed and actions taken during the Meeting are not necessarily reported in the same sequence in which they occurred during the Meeting. Closely related and interdependent topics often were discussed multiple times throughout the Meeting. For presentation in these Minutes, multiple discussions of the same topic have been consolidated under appropriate single topic headings.

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The 2018 Annual Meeting (the “Meeting”) of the Tennessee Division (the “Division”) of USA Fencing (“USAF”) was held on Saturday, July 28, 2018, at the Music City Fencing Club, located at 2543R Lebanon Pike, Nashville (Donelson), Tennessee 37214.

A. Notices

The initial Notice of the Meeting (the “Notice”) had been provided to Division Members (“Members”) on July 7, 2018 on the Division’s Face Book page. A supplemental Notice, including a short agenda of topics to be discussed at the Meeting and a link to a Proxy Voting Form, was provided to all Members on July 14, 2018, by a joint email from USA Fencing and the Tennessee Division. On July 27, 2018, a courtesy reminder Notice to all Members was sent by another joint email from USAF and the Tennessee Division. This courtesy Notice named a slate of officers standing for election (or reelection) and also provided, as a first time innovation by the Division, a link to an electronic proxy voting form for Members’ convenience. (See **Attachments A, B, and C**).

B. Call to Order.

A light lunch was served at approximately 12:00 NOON. After the lunch items had been cleared and Members returned to their seats, Secretary Ron Wilson announced that a quorum was represented at the Meeting either in person or by proxy. Chairman Robert Piraino called the Annual Meeting to order at 12:35 p.m. CDT. The proceedings of the entire Meeting were streamed on a live Face Book feed and Chairman Piraino invited Members viewing the live stream to provide comments on FB during the Meeting. He also invited Members viewing the FB stream to comment to him personally during the Meeting by calling him at 615-307-1207.

C. Chairman’s Opening Remarks.

Chairman Piraino welcomed the Members to the 2018 Annual Meeting and expressed his appreciation for their efforts to come out on a hot and humid mid-summer Saturday afternoon to participate in the governance of the Division.

Chairman Piraino noted that during the past season the number of fencers participating in local sanctioned tournaments remained stable, but overall he was disappointed in the noticeable drop-off in Tennessee clubs’ hosting tournaments during the year. For example, he observed that:

(i) Coach Joe Oliverius has been leading the Tennessee Tech Fencing Club to become more actively involved in tournament competition. Unfortunately for Tennessee fencing, Coach Oliverius has recently relocated out of the State. But the Division is optimistic that Tennessee Tech Fencing Club’s new leadership will continue this trend of increasing the Club’s competition participation.

(ii) Vanderbilt University Fencing Club’s activity has decreased in recent years both in the size and number of tournament competitions.

(iii) UT Knoxville Fencing Club reduced its number of tournaments last year from two to one, but there is good reason to believe that UT will reestablish a second tournament this coming season.

On the other hand, Chairman Piraino recognized that other clubs in the Division are continuing to make great progress in increasing their participation in and even hosting tournaments on behalf of the Division, such as:

(i) Under the leadership of Coach Stuart Bernstein and others, Middle Tennessee State University Fencing Club has made great strides recently, as evidenced by the successful Blue Raider Regional Open Circuit (ROC) tournament held this past year. Also, MTSUFC has in the past been a predominantly epee oriented club, but

there may be plans to expand to foil and maybe saber this coming season.

(ii) Middle Tennessee Fencing Club (not to be confused with Middle Tennessee State University Fencing Club) is a small new club that held its first tournament last season. The Division will support MTFC's efforts to grow their club and expand their competitive tournament activity.

(iii) One of the brightest spots in Tennessee fencing is centered in the Memphis area, including the Memphis University School program and other Memphis area clubs. Chairman Piraino has had ongoing communications with Memphis fencing leaders such as Brad Kroeker and Tom Knowles. The primary focus of those conversations has been to continue to define the role the Division might play in eventually establishing a state-wide high school fencing league. Details about this topic are reported under **Section F** below.

D. Chairman's Report on Status of Old Business.

The Chairman's opening remarks flowed into a report on the status of various topics of Old Business from the Division's 2017 Annual Meeting. He discussed in some detail his early progress in developing a High School Fencing League in Tennessee, which was initially described in last year's 2017 Meeting. But before turning to that topic (*see Section F* below), the following is a summary of the Chairman's review of the current status of some of the Division's other Old Business topics from its 2017 Annual Meeting.

1. Division Equipment. The Division maintains five or six complete sets of strips (score keeping machines and floor reels) that are available for clubs to borrow to host their club's first tournament or to add to their own competition equipment, when they host a tournament that is expected to attract a large number of fencers.

The Division is responsible for managing and maintaining this equipment in good working order. Division equipment repair was deferred this past year. More demand for use of Division equipment will likely require stepped-up maintenance and/or replacements during the coming season. Chairman Piraino believes he will be able to sell the Division's bulky insulated metal floor strip, which is no longer used, for at least \$1,500. His plan is to use the proceeds from this sale to fund the Division's projected increase in equipment maintenance and/or purchases during 2018-19.

2. \$10 fee per strip per tournament for Clubs borrowing Division equipment. This new fee was adopted at the 2017 Annual Meeting to help support the Division's maintenance of its equipment. Treasurer Wilson reported that implementation of this fee had been successful during the 2017-18 season. When applicable, the Treasurer simply incorporated the equipment use fee with the Club's tournament sanction fee invoice. With no objection from the Members, the Chairman directed the Treasurer to continue invoicing and collecting this fee during the 2018-19 season.

3. Location of the Division's Qualifying Tournaments. The Division conducts two qualifying tournaments each year (Junior Olympics and Summer Nationals). It is a perpetual issue each year to select a location where these tournaments will be held. Chairman Piraino recognizes that it is important that all fencers in the State have reasonable travel access to the location where these tournaments are held. This is a difficult issue, because the primary areas of the State in which centers of fencing activity are located are widely scattered among Memphis, Nashville, Knoxville, and Chattanooga. Last season the J.O. Qualifier was held in Memphis and the Summer Nationals Qualifier was held in Nashville.

Chairman Piraino explained that because of its central location in the State, he has long advocated that Nashville is the least problematic site for most fencers traveling to a Division qualifying tournament (including their coaches and parents). Therefore, he has made a provisional decision that for the 2018-19 season, both of the Division's qualifying tournaments will be held in Nashville. However, although because the Knoxville area was represented at the Meeting, but the Memphis area was not, Chairman Piraino explained that he would not finalize his decision until he has had an opportunity to discuss this perpetual issue with the Memphis area coaches and club managers. There was no objection to this process from

Members.

4. Referee and Coaching Clinics. Like last year, Chairman Piraino intends that if revenues permit, the Division will hold at least one referee clinic during 2018-19 (preferably with a related observational tournament held the same weekend).

Chairman Piraino explained that while hosting an annual coaching clinic by the Division is still part of his long-term vision, he thinks that holding a coaching clinic is still at least one or two seasons away. However, he did envision that holding a special-purpose coaching clinic for potential high school coaches might be part of his increased efforts this coming season to further develop a high school fencing league in Tennessee. (See **Section F** below for a more in-depth discussion of the high school league topic.) (Note: Because Chairman Piraino's plans regarding possible Division clinics during 2018-19 were unanimously supported by the Members' discussion, Secretary Wilson advised that a formal approval vote was not necessary, particularly because the Members' formal vote to approve the Budget Guidelines would take into account the funding authorization reflected in those Guidelines, including holding one referee clinic during 2018-19.)

5. Sanctioning Fees. Chairman Piraino commented that the tournament sanctioning fee policy, put into effect initially for the 2015-16 season, was now stable and working effectively. He observed that the sanctioning fee policy should continue indefinitely, because it generates an important source of revenue that helps enable the Division meet its mission to support and improve fencing in Tennessee. The \$5 fee per unique fencer for each sanctioned tournament will continue during 2018-19, and the exemption from the fee after a club's third sanctioned tournament also will continue. There was no objection from the Members.

6. Standardized Compensation Plan for Division Tournament Referees. This proposal was enthusiastically supported at last year's Meeting. During the year, Chairman Piraino and Referee Coordinator Will Curtis continued their analysis and discussions to develop a standardized rate structure for hiring referees to officiate at Division tournaments and publicizing those rates as a standard for other tournament hosts to follow. While there was much analysis and deliberation, in the end the two officers concluded that settling on a standardized rate structure for hiring referees was too problematic. There were too many variables that fluctuated from tournament to tournament depending on (i) where the tournament was held; (ii) the size of the tournament; (iii) the number and quality of available referees for any given tournament, etc. Chairman Piraino explained that rather than attempting to impose a standardized one-size-fits-all fee for all tournaments, he now carefully considers all the variables for each tournament and negotiates what he thinks is a fair referee fee for each Division tournament. He encourages non-Divisional qualifying tournament hosts to do the same.

7. Other anticipated business opportunities that occurred during the 2017-18 season.

(i) Junior Olympics held in Memphis. USA Fencing held its Junior Olympics National Championships in Memphis, February 16-19, 2018. The Tennessee Division was represented by approximately 25 Tennessee fencers participating in the J.O.s. In addition, Chairman Piraino took advantage of this national platform to promote Tennessee fencing to a national audience. The Division spent a modest amount of funds offering hospitality (including many of the J.O. referees) and successfully entertaining tournament participants for the purpose of promoting a positive image and national awareness of the Division.

(ii) Middle Tennessee State Regional Open Circuit (ROC). On March 31 and April 1, 2018, the Nashville 2018 Blue Raider ROC was held on the campus of Middle Tennessee State University (MTSU). This major fencing event in Tennessee was planned and successfully implemented through the joint efforts of the MTSU Fencing Club, Music City Fencing Club, and the Tennessee Division itself. Kudos to all the members of those Clubs and the Tennessee Division, who tirelessly contributed to this enormously successful event.

E. New Business.

No new business was brought before the Meeting from the floor. However, Chairman Piraino discussed several new items and advised Members that in the ordinary course of his duties as Chairman he would look

into these ideas as time permitted. Some of these ideas were fully discussed by the Members in the context of funding for this coming year and ultimately were inserted into the Division's Budget Guidelines for the 2018-19 season. (Note: Since acceptance of the Budget Guidelines was subject to an approval vote by the Members, approving funding for any new or expanded item incorporated into the Budget Guidelines is tacit approval by Members of the underlying new or expanded activity related to the approved funding.)

1. Creating Division Championships. On the subject of increasing participation in Division tournaments, Chairman Piraino said he intends to create Tennessee Division Championships this coming year, along with the Division's traditional qualifying tournaments. He speculated that perhaps open championships could also be offered and held on the same weekend as the Division championships. He also has observed that weapon-specific team competitions have gained popularity recently, and that perhaps such popularity can be another opportunity for the Division to increase its tournament participation. Chairman Piraino advised Members that some of these ideas are in their early stages and that he may form a committee among Division Members during the coming year to explore creating or increasing these types of additional tournaments or fencing events for the Division.

2. Enhancing the quality and appearance of medals and awards for Division qualifying tournaments. When discussing the Budget Guidelines expense item for Division tournament medals and other awards, Chairman Piraino explained that the bulk supply of medals (and other award materials) that the Division had purchased two years ago at a volume discounted price, has almost been depleted. He recommended that the Division not only restock its supply of tournament awards, but also upgrade the quality and appearance of the awards. This would be consistent with the Division's attempt to attract more fencers to its qualifying events and bring itself more in line other divisions' awards, thus raising the prestige and reputation of the Tennessee Division. Members agreed with this recommendation and increased the amount allocated to this expense item when voting to approve the Budget Guidelines (see **Section H.2** below).

3. Increasing Division Tournament Registration and Event Entry Fees. This New (or enhanced) Business was discussed at length in the context of reviewing, revising, and approving the Division's Budget Guidelines for 2018-19. Chairman Piraino emphasized that Division tournament entry fees is the single most important revenue item that enables the Division to meet its obligation to support, promote and expand competitive fencing in Tennessee. Chairman Piraino explained to Members that for a year or more, he has become aware that other divisions' tournament entry fee rates are generally higher, and in some cases much higher, than the Tennessee Division's rates. During the Meeting, in real time, Chairman Piraino paused the proceedings and reviewed the amounts of entry fees from other divisions near Tennessee (e.g., Georgia and Kentucky). He compared those rates to the Division's rates. Members literally pulled out their calculators and helped the Chairman consider several alternative increased amounts of registration and entry fees that would be fair and reasonable for the Division's fencers, relative to other close-by divisions' rates.

Working as a group, Members at the Meeting reached a consensus that established this coming season's tournament registration fee to be raised to \$25, plus an increased event fee of \$25 per event. The Division's revenue item in the Budget Guidelines was increased to reflect the new fee structure, which should result in almost doubling the Division's annual revenue from registration and event entry fees during 2018-19. The revised Budget Guidelines, reflecting these tournament fee increases, among other changes, were unanimously approved by Members (see **Section H.2** below)

F. Early Development Activity to Establish a Tennessee High School Fencing League.

This major topic was discussed within the overlapping contexts of (i) an "Old Business" item update; (ii) a "New Business" item proposal; and (iii) ultimately, the formal approval by Members of funding a specific dollar amount to assist the Chairman with his efforts to bring about a Tennessee H.S. Fencing League. The funding approval required a revision to the draft Budget Guidelines that had been presented to the Meeting.

(i) Review of the Benefits of a H.S. Fencing League. Chairman Piraino reiterated the primary benefits that a high school fencing league could bring to Tennessee fencing: (i) encourage immediate and long-term interest in the sport of competitive fencing in high school age athletes and their parents; (ii) the likely carry-over of

that interest to fencers and parents seeking fencing availability at the college club level, including possible financial aid and NCAA fencing teams; (iii) create competitive high school rivalries in Tennessee and engender a sense of camaraderie among fencing athletes across the State; and (iv) generate increased interest and participation in the Tennessee Division, as a subdivision of the national USA Fencing. Coach Piraino reminded Members that he himself is a product of a fully developed high school fencing league in the State of New York, where he learned fencing in high school and later began his successful coaching career.

(ii) Highlights of Chairman Piraino's activity this past year regarding a H.S. League. As promised at the 2017 Annual Meeting, during the past year, Chairman Piraino reported that he had spoken with the managers of several successful high school-based fencing programs, including in the Memphis area (as previously noted). He also has communicated with Kristine and Michael Vines at the Baylor School in Chattanooga. Plus, not only did Chairman Piraino speak with an interested teacher at a private school in Cookeville (Highland Rim Academy), who is interested in beginning a fencing program for her students, he also has given the teacher personal fencing lessons to support her endeavor

The Memphis-area managers already hold an annual high school championship tournament in the Memphis area, and they were generally open to the concept of expanding their existing programs into a recognized state-wide high school league. But everyone realized that the development of such a league would take tireless work over several years – at least 5 years and likely longer. Because Chairman Piraino feels so strongly about the long-term benefits of a state-wide high school fencing league in Tennessee, he said he would be willing to play the primary leadership role in pursuing this endeavor. In fact, Chairman Piraino was elected chairman of the Tennessee High School Fencing League, although right now such a league remains a grand idea expressed only on paper.

(iii) Examples of some of the early H.S. League development steps that the Division's modest financial support would enable. Chairman Piraino is passionate and dedicated to pursuing the development of a high school fencing league. He has spent almost two years as a vocal advocate for such a league. But he said he has realized that to be successful, he would need the support of the Tennessee Division, not only encouragement, as was bestowed on him at last year's Annual Meeting, but also some degree of financial support as well.

Chairman Piraino outlined that not only his personal time, but also a modest amount of Division funding would be needed to seriously pursue the early development of a high school league. Such funding would help with: (i) offering small grants to high schools that showed an interest in starting a fencing program; (ii) assisting with providing referees for the school's start-up tournaments; (iii) conducting a special-purpose coaching clinic for interested high school coaching staffs to learn the basics of coaching fencing to their students; (iv) loaning the Division's equipment and/or assisting with purchasing start-up equipment; (v) helping provide printed materials; and (vi) assisting with the establishment of fund raising activities among parents and the local community (e.g., explanatory lectures and fencing demonstrations). Chairman Piraino noted that high school budgets, particularly in public schools, are very limited when it comes to creating new programs that require new expenditures. Parents and local community support would need to be engaged early on to encourage schools to start their own new fencing program.

(iv) Specific proposal for Division financial support and a commitment of an earmarked contribution to supplement the Division's support. At last year's Annual Meeting, Members were overwhelmingly positive about Chairman Piraino pursuing, with the Division's full non-monetary support, the development of a high school fencing league in Tennessee. However, this year Chairman Piraino took the next step and proposed that the Division allocate a limited amount of Division funds to support his continuing efforts to enhance the sport of fencing in Tennessee. As a show of good faith and evidence of his strong personal dedication to this pursuit, Chairman Piraino, on behalf of Music City Fencing Club (owned and operated by Chairman Piraino), pledged a contribution to the Division of \$500, to be earmarked by the Division for use related to this pursuit. Members discussed what additional amount of funding the Division could reasonably allocate toward this pursuit. Studying the draft Budget Guidelines, Members settled on a \$1,500 allocation, in addition to the \$500 earmarked contribution that would come from MCFC. The funding motion received unanimous consent (see **Section H.1** below). (*Technical Note:* Because this allocation was the first ever for

this type of Division activity, Treasurer Wilson created a new expense item for the Division's 2018-19 Budget Guidelines. The revised Budget Guidelines, including this new expense item, was unanimously approved (see **Section H.2** below).

G. Treasurer's Financial Reports.

Prior to the start of the Meeting, Treasurer Wilson had distributed to Members (i) a draft of the Division's 2017-18 Financial Statement; and (ii) a worksheet for the Division's Budget Guidelines for the coming 2018-19 Season.

1. Draft of the 2017-18 Financial Statement. Treasurer Wilson explained that USAF requires the Division's annual Financial Statement be submitted to them by August 31st each year. For the most part, the revenue and expense items on the Statement are prescribed by USAF, but each Division may add additional items to provide more details or to reflect the Division's specific business practices. Treasurer Wilson explained that the Statement presented to the Meeting was a draft, ending as of June 30, 2018 (instead of July 31, 2018, which is the ending date for the Division's 2017-18 season). Before submitting to USAF, Treasurer Wilson will update the Statement to reflect all transactions that occurred in July, through the 31st.

Treasurer Wilson explained that because of an administrative understanding among the Division, the MTSU Fencing Club, and the Music City Fencing Club, most of the revenue and expense items related to the Nashville Blue Raider ROC this past year were run through the Division's bank account. As a result, the total revenues and expenses indicated on the Division's Financial Statement were artificially inflated. However, as explained in a footnote to the draft Financial Statement, Treasurer Wilson extracted all of the ROC items from the Division's Statement to present only the results attributed to the Division itself. The Division's business (excluding the ROC business) ended the 2017-18 year with a small surplus, which is always the goal of any non-profit service business like the Tennessee Division.

2. Budget Guidelines Worksheet for the 2018-19 Season. Based on a two-year history of the Division's business operations (2016-17 and 2017-18), Treasurer Wilson had prepared a Budget Guidelines worksheet to estimate what the Division's revenues and expenses might reasonably be during 2018-19. He expected that Chairman Piraino and the Members at the Meeting would closely review and likely make changes to the Guidelines before approving and accepting them. That is exactly what happened. Actively reviewing some of the major projected revenue and expense items on the Budget Guidelines took up a lot of the Meeting's time, but it was productive time well spent. Discussing several of the Guidelines' specific line items was a direct way to focus on several of the Old and New Business items that have been discussed under the general topics presented in these Minutes. The final Budget Guidelines, as approved and accepted by the Members (see **Section H.2** below), reflects the informed discussion and consensus of Chairman Piraino and the Members at the Meeting.

H. Voting Actions Taken at the Meeting.

1. Funding to support continued development of a Tennessee High School Fencing League.

MOTION to allocate \$2,000 for developing a Tennessee H.S. League. Robert Piraino

SECOND. Eric Howard

RESULT. Unanimous consent, provided Music City Fencing Club contributes \$500 earmarked for this purpose.

2. Approval of the revised 2018-19 Budget Guidelines.

MOTION to approve and accept the Budget Guidelines, including all revised individual revenue and expense items, as agreed upon by Members during the Meeting. Ron Wilson

SECOND. Harold Carr

RESULT. Unanimously approved and accepted, as revised during the Meeting.

3. Election of 2018-19 Officers.

Chairman Piraino stated that each of the Members listed below had advised him prior to the Meeting that he desired to stand for election for the Division offices indicated next to each Member's name below. Chairman Piraino advised the Members at the Meeting that no other Division Member had communicated with him or otherwise shown an interest in serving in any of the Division's officer positions.

In accordance with ARTICLE VII, SECTION 1 of the Bylaws, Chairman Piraino opened the floor for additional officer nominations. There were none. With no opposition expressed from the floor, Secretary Wilson moved that the entire slate of unopposed candidates be elected with one vote of the Members. Chairman Piraino seconded Secretary Wilson's motion, and called for the vote. The vote was unanimous, resulting in the following Members being elected (or re-elected) to the offices next to their names indicated below:

Chairman – Robert Piraino (Music City Fencing Club)

1st Vice Chair – William Curtis (University of Tennessee, Knoxville, Fencing Club)

2nd Vice Chair – Stuart Bernstein (Middle Tennessee State University Fencing Club)

Secretary/Treasurer – Ron Wilson (Cumberland d'Escrime)

In accordance with ARTICLE IV of the Bylaws, these officers will serve through the Division's next annual Meeting in 2019; or until their resignation; or until otherwise removed from their position in accordance with ARTICLE IV, SECTIONS 6 or 7 of the Bylaws.

I. Adjournment.

After the election, hearing no further new or old business from the Chairman or from the floor, Secretary Wilson moved to adjourn the Meeting, which motion was seconded by Chairman Piraino. Hearing no objection, Chairman Piraino adjourned the Meeting at 3:06 p.m. CDT.

J. Attachments to these Minutes. Copies of these Attachments are available upon request to the Division's Secretary/Treasurer. Please email requests to *tennesseefencing@gmail.com*.

Attachments A, B, & C:

2018 NOTICES. **A.** Initial Notice (July 7th); **B.** Supplemental Notice (July 14th); and **C.** Reminder Notice (July 27th).

Respectfully submitted,

Ronald F. Wilson

[The physically signed original of these Minutes is maintained in the Tennessee Division's permanent records.]

Ronald F. Wilson
Secretary/Treasurer
Tennessee Division of USA Fencing
August 13, 2018