

Minutes

Board of Directors Meeting
November 17, 2018
Park City, UT
8:30 am MT

A meeting of the Board of Directors (the "Board") of USA Bobsled / Skeleton occurred on Saturday, November 17, 2018. The Chair called the meeting to order at approximately 8:35 AM MT. The following members of the Board were present at the meeting's commencement: Bob Bergbauer, Mac Riley, David Best, Rusty Buchanan, Karen Saunders, Don Schaaf, Bree Schaaf, Jean Prahm, Jay Eichelberger, and Steve Langton. Veronica Day, Lorenzo Smith, Ryan Bosch, Jennifer Donnelly, and John Raftery participated by conference call. The above members constitute a quorum of the Board under Bylaws Section 6.17.

USABS CEO Darrin Steele, staff member Lisa Carlock, Advisory directors Javier San Miguel, Sherry Cushman, and Pete Piechoski, Chair Emeritus John Rosen, Foundation director Steve Yelland, and Matt Neuberger also participated in the meeting.

Lisa Carlock recorded the minutes.

1. Call to Order

Mr. Bergbauer called the meeting to order at 8:35 am MT.

2. Management Report

- a. Financial Update – Ms. Carlock reviewed the financial update provided to the board, noting variances to budget in restricted and unrestricted funds. Most noteworthy is that USABS needs to generate 195k in unrestricted revenue to remain on budget for the 18-19 fiscal year.
- b. Team Selections/Development Pipeline – Mr. Steele informed the board of national team composition for the 18-19 season, highlighting the number of rookie athletes and noting that USABS has undergone a better onboarding process for rookies this season. He also reviewed development program plans for the season, which include new USABS coaches Matt Antoine, Lauri Bausch and Nick Cunningham, with Mike Dionne serving as program director. Mr. Steele identified program benefits provided to athletes, which include provision of equipment, funding for ice time and sled shipping, and travel support for top-level athletes.
- c. Strategic Culture Training – Mr. Steele updated the board on culture initiatives. DISC profiles have been completed for coaches, staff and athletes, and meetings with People Academy were held after team trials. Emotional Intelligence assessments were completed and will be reviewed in the next phase. The athletes created culture codes and are committed to improving morale and group culture. The board engaged in discussion on accountability, reasons behind recent lack of success and what needs to happen to improve.



- d. Monobob/Parasport Update – Mr. Steele reminded the board of the IOC’s rejection of 4-woman bobsled but their acceptance of women’s monobob for the 2022 OWG. There will be 3 North America Cup and 3 Europe Cup monobob events this season and it will be introduced on the World Cup circuit next season. The IOC additionally rejected Para bobsled for 2022 and as a result the Center for Independent Living ended its partnership with USABS. USABS is receiving an anonymous donation to support a team leader for the 18-19 para bobsled season.
- e. IBSF Update – Mr. Steele reviewed the results of recent elections. He retained his position of Vice President of Sport, while Valerie Fleming on the Bobsled Sport Committee, Tuffy Latour on the Skeleton Sport Committee, and Richard Laubenstein on the Bobsled Materials Committee additionally represent the US.
- f. Sponsorship Update – Mr. Steele informed the board of the recent addition of Michelle Knous as the Director of Partner & Sponsorship Development. As well, USABS has partnered with Neuberger & Co. to advance its sales efforts. Mr. Steele reviewed a list of companies that USABS is targeting for sponsorship discussions.

3. New Sponsor Targets Challenge

Ms. Cushman and Mr. Schaaf addressed USABS’ sponsorship sales program and their ideas for growth. They shared the new prospectus for the 2022 quad and displayed other tools such as video books that have been successful in other non-profit campaign efforts. Ms. Cushman informed the board that a list of potential sponsors within a 100-mile radius of Lake Placid, Park City and Colorado Springs has been created. USABS needs to firm up its sponsorship pitch, being very clear regarding what assets are available, including highlighting athletes’ goals and involvement with the team as a key selling feature, as well as generating a sense of scarcity and exclusivity. Ms. Cushman suggested that the board create a sponsorship committee that would focus on generating tools, refining the process for soliciting sponsors, incorporating athletes, partnering with sponsors on events and on-site activation, and integrating alumni.

4. Track Updates

Colin Hilton briefly addressed the board, beginning with introductions of new team members Jamie Kimball and Calum Clark who took on new roles with UOLF following Marc Norman’s departure. Mr. Hilton commented on Utah’s intent for a future Olympic bid after receiving significant community and state support. He also updated the board on the park’s progress on housing for athletes and park staff, noting an anticipated August 2019 opening of the 72-unit structure.

5. Board Nominee Pipeline

Mr. Bergbauer addressed the board’s need to generate leads for potential new directors. The board discussed establishing a document that summarizes expectations for new directors, to include expectations for athlete directors as well.

6. Bylaws Updates

- a. Ethics & Judicial Committees – The board discussed section 8.4-8.5 of the bylaws regarding term limits for ethics and judicial committee members. The board felt the term limit should be removed but a recertification process should take place every two years. The board reviewed current committee compositions. *A motion was duly made and seconded to remove the Ethics Committee chair. It was unanimously approved. A motion was duly made and seconded for BJ Hybl to assume chairmanship of the Ethics Committee pending his*



acceptance. It was unanimously approved. A motion was duly made and seconded for Ted Offit to assume a position on the Ethics Committee pending his acceptance. It was unanimously approved. Following discussion on committee composition a motion was duly made and seconded to retract the prior votes pertaining to Mr. Hybl and Mr. Offit. It was unanimously approved. Ms. Donnelly will reach out to current members of the Ethics Committee to assess their level of engagement and interest in continuing in their role. A motion was duly made and seconded to eliminate the cap on tenure for ethics and judicial committee members and to require a recertification of all members every two years as a condition of reappointment. It was unanimously approved.

- b. SafeSport, athlete reps, other – Ms. Schaaf brought to the board’s attention a potentially outdated clause in USABS bylaws pertaining to gender representation on the AAC. The bylaws currently state that for elections, the “individual with the second highest vote total of the opposite gender (as is required by the USOC Athletes’ Advisory Council)”; however the USOC AAC has removed this clause. USABS needs to consider whether or not to keep the requirement of representation by opposite genders or to update the bylaws to mirror the USOC’s.

Ms. Schaaf also informed the board that she consulted with Wendy Guthrie, Director of Athlete Safety, and Denise Parker, USOC VP of NGB Services, to inquire on potential weak points in our Athlete Safety Policy and our compliance and reporting procedures. Ms. Guthrie suggested USABS add an anti-retaliation policy. The board also should consider written guidelines for handling cases reported to the US Center for SafeSport that are returned to the NGB to handle, and a policy for what needs to be reported to the board, how, and when.

7. Committee Reports

- a. Audit Committee – Ms. Saunders summarized the committee’s meeting with Jill Goodwin to review USABS’ audited financials and 990 filing for the 17-18 fiscal year. Ms. Saunders confirmed that the audit provided a clean report and the board was required to approve the final draft before filing. A motion was duly made and seconded to approve the 17-18 audited financials and 2017 Form 990. It was unanimously approved.
- b. Athlete Mentorship/Alumni Committee – Mr. Smith will organize a committee call to consider an alumni event surrounding the Lake Placid World Cup. Ms. Prahm raised for discussion the issue of athletes suffering from mental health difficulties and USABS processes surrounding providing assistance. Ms. Schaaf noted that the USOC AAC created a subcommittee regarding athlete mental health and she also provided a link to the USOC’s webpage regarding mental health resources. Discussion ensued on the availability and accessibility of resources, athlete knowledge of resources, and the need to find a support hotline to provide assistance to USABS athletes. Mr. Langton will create a group of approximately 5 former athletes that can serve as a peer support group as well.

8. Board Certification

Mr. Bergbauer informed the board that 3 directors disclosed possible conflicts of interest on their annual certification forms. On a case-by-case basis the board fully vetted and discussed the disclosed potential conflicts and with one recusal, agreed that no conflict rose to the level of disqualifying a director. To the degree that something material arises in the future, the board further agreed that the conflicted individual will recuse themselves.

9. Executive Session

The board conducted an executive session from 2:00 – 3:30 pm.



10. Foundation Board

Foundation directors Fran Kirley and Steve Yelland joined the meeting for a collaborative session. Discussion topics included the need to grow the Foundation in terms of both revenue and participation, the barrier to involvement the current price point has potentially created, how the 2 boards can assist each other (i.e. recruiting, sponsorship), and how to better engage Foundation members in USABS. The Foundation will aim to host an event annually in Park City or Lake Placid and will consider initiating an athlete mentorship program.

11. SafeSport Processes & Controls

Due to time constraints Ms. Schaaf will email the USOC AAC's presentation from their September SafeSport meeting to the board.

12. Action Item Review

Mr. Bergbauer reviewed the list of action items created during the meeting and assigned owners and timeframes.

13. Adjournment

The meeting was adjourned at 5:30 pm MT.

This document constitutes a true and correct copy of the minutes of the Board of Directors meeting of USA Bobsled / Skeleton.

Lisa Carlock

Lisa Carlock
Corporate Secretary

January 11, 2019
Date

