

Minutes

Board of Directors Meeting  
June 22, 2018  
Colorado Springs, CO  
8:00 am MT

A meeting of the Board of Directors (the "Board") of USA Bobsled / Skeleton occurred on Friday, June 22, 2018. The Chair called the meeting to order at approximately 8:09 AM MT. The following members of the Board were present at the meeting's commencement: John Raftery, Bob Bergbauer, Karen Saunders, Ryan Bosch, Veronica Day, Kyle Tress, Rusty Buchanan, Mac Riley, Bree Schaaf, Jay Eichelberger, Don Schaaf, Jean Prahm and Jennifer Donnelly. The above members constitute a quorum of the Board under Bylaws Section 6.17.

USABS CEO Darrin Steele, staff member Lisa Carlock, Advisory director Javier San Miguel, and Chair Emeritus John Rosen also participated in the meeting.

Lisa Carlock recorded the minutes.

**1. Call to Order**

John Raftery called the meeting to order at 8:09 am MT. Mr. Raftery informed the board of Pete Piechoski's intention to step down as Chair and move to an advisory director position for his remaining year on the board. Mr. Raftery also recognized and welcomed John Rosen to the meeting.

**2. Board Elections**

Mr. Raftery conducted an election to fill the vacant chair position. Mr. Bergbauer was nominated by Mr. Schaaf, seconded by Mr. Eichelberger, and unanimously approved. Mr. Riley nominated Mr. Raftery to the Vice Chair position. Mr. Eichelberger seconded and he was unanimously approved.

Mr. Bergbauer briefly remarked on his new role.

**3. Management Report**

Mr. Steele's report to the board focused on the lessons learned in the past quad and improvement themes garnered from the post-season athlete survey, including team culture, morale, and communication. The development model will be restructured to place more current emphasis on the training stages prior to World Cup, coaches will be provided with tools to better assist athletes with anxiety, and the coaching structure has been realigned.

Mr. Steele highlighted the strategic culture training facilitated by the People Academy that the coaches, staff and athletes began earlier in the week, sharing that collectively a desired culture was defined, focusing on communication, growth mindset, enjoying the journey, accountability, grit and family. Additionally defined were the behaviors necessary to create said culture, such as recognition of athletes after each race, better education and enforcement of published documents, self-policing, continuing education plans, and communication plans with athletes.



Mr. Steele reviewed the USOC Athlete Safety and Advocacy Plan which includes six pillars of action surrounding USA Gymnastics, SafeSport, congressional inquiries and independent investigations.

Ms. Carlock presented a financial update, noting anticipated year-end net income and cash on hand. The board discussed sponsorship; past shortfalls and what will drive future success. They reviewed the budget proposal for the 2018-2019 fiscal year and discussed concerns over the budgeted deficit. The board requested that a historical trend analysis be provided to the Audit Committee for review along with a series of contingency plans in the event projected new income does not come to fruition. The board also discussed establishing a standard for reserve cash on hand.

*A motion was duly made and seconded to approve operation on an interim budget thru August 31, 2018, with budget approval to be revisited based on the trend analysis and contingency plans to be provided to the Audit Committee by July 9. It was unanimously approved.* The board expanded the Audit Committee to include Mr. Bosch and Mr. Eichelberger.

#### **4. Executive Session**

The board entered an executive session at 11:05 a.m. The full meeting resumed at 12:43 p.m. following a lunch break.

#### **5. Board Elections (cont.)**

Mr. Bergbauer confirmed that during the executive session, motions were made and approved to alter the board composition as follows: David Best was voted in as a full board member. Duane Bailey will be asked to resign his advisory role. Sherry Cushman was added as an Advisory director.

#### **6. Foundation Update**

Mr. Schaaf has replaced Ted Offit as the liaison to the Foundation board and recently attended their May meeting in Baltimore. It was suggested that once annually a governing board and Foundation board meeting be held in conjunction with each other. Mr. Schaaf informed the board that the Foundation supported USABS' new pipeline development plan and they want to support people, not equipment. Noting that the Foundation has not been successful in adding new members, the board discussed how to recruit, engage and retain Foundation members. It was suggested that USABS make the athlete more available to the Foundation and should consider routine updates or reach-outs by athletes to Foundation members.

#### **7. AAC Update**

The AAC will be meeting with Tuffy Latour and Ashley Walden to finalize the selection criteria for the 2018-19 season. Several athletes have raised concern regarding the new combine requirement recently reinstated. This raised the question of what changes and decisions within USABS should be discussed with the AAC and what role the AAC has in decision-making.

#### **8. Strategic Planning**

Mr. Bergbauer led the board in a strategic planning session to initiate establishing objectives for the quad and short-term priorities. He reviewed the results of the SWOT analysis completed by several constituent groups including the board, coaches, staff, tracks and sponsors. Ms. Schaaf reviewed the results of a survey that she distributed to the athletes,





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which led to discussion on how to better communicate to and with the athletes. Based on the SWOT results, Mr. Bergbauer and Mr. Steele will work together to establish key objectives and strategies.

## 9. Board Meeting Schedule

Board meetings for the 2018-2019 season are scheduled as followed:

- Telephonic meeting – Friday, Aug 3 at 11:00 am EST (to approve budget and review strategic objectives)
- Saturday, Nov 17 in Park City, UT
- Saturday, Mar 23 in Baltimore, MD (accommodations to be arranged at the Marriott using Offit Kurman rate)
- Thursday, June 27-Sunday, June 30 in Colorado Springs, CO

## 10. Other

Mr. Bergbauer reviewed a list of action items and assigned owners and due dates.

## 11. Adjournment

The meeting was adjourned at 5:00 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

July 29, 2018

Date



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Member, U.S. Olympic Committee

Minutes

Board of Directors Meeting  
June 23, 2018  
Colorado Springs, CO  
10:30 am MT

A meeting of the Board of Directors (the "Board") of USA Bobsled / Skeleton occurred on Saturday, June 23, 2018. The Chair called the meeting to order at approximately 10:44 AM MT. The following members of the Board were present at the meeting's commencement: Bob Bergbauer, Don Schaaf, Mac Riley, Jean Prahm, Bree Schaaf, Kyle Tress, Veronica Day, Ryan Bosch, Rusty Buchanan, Jay Eichelberger, Jennifer Donnelly and John Raftery. The above members constitute a quorum of the Board under Bylaws Section 6.17.

USABS CEO Darrin Steele, staff member Lisa Carlock, Advisory director Javier San Miguel, and Chair Emeritus John Rosen also participated in the meeting.

Lisa Carlock recorded the minutes.

**1. Call to Order**

Bob Bergbauer called the meeting to order at 10:44 am MT. He reminded the board to complete their Conflict of Interest and Code of Ethics forms, which are required annually.

**2. Board Contributions**

The board discussed their annual giving and its impact on the budget. The board was in agreement that they should absorb all costs related to board meetings and particular directors and their respective businesses could help accomplish this through underwriting of meetings. Additionally the board agreed that athlete directors should incur no costs to attend meetings. The board requested that a line-itemed budget be sent to the Audit Committee for review to ascertain if there are additional areas where the board could help defray expenses. Mr. Bergbauer will communicate directly with board members to determine an appropriate collective amount to budget for board contributions.

**3. Committee Updates**

The board reviewed and updated composition of all committees.

a. Ethics & Judicial Committees

The board discussed term limits and annual recertification of committee members. Ms. Donnelly will make a recommendation to the board regarding terms. She will additionally circulate the Code of Ethics and Conflict of Interest forms to committee members to confirm their participation status. Board members should send recommendations for new committee members to Ms. Donnelly.

b. Nominating & Governance Committee



This committee was altered to be solely the Nominating Committee while the Bylaws Committee absorbed governance. There is a vacant position on the committee to be filled by an individual from the general membership. Ms. Schaaf will send out a request for nominations for the open position.

c. Officials Committee

Ms. Prahm is the board liaison to the Officials Committee. She stressed the importance of confirming that all officials are SafeSport certified.

d. Audit Committee

Mr. Raftery recommended that USABS engage auditors Waugh & Goodwin to conduct the annual audit of the 2017-18 fiscal year. *A motion was duly made and seconded to engage Waugh & Goodwin. It was unanimously approved.*

e. Marketing Committee

Mr. Schaaf is working on a new sponsorship prospectus for the Beijing quad. He requested that Mr. Steele provide him with the newly created Beijing logo. He also requested that Ms. Day find three athlete stories to pitch in the prospectus. Mr. San Miguel is finalizing the Foundation recruiting website.

f. Alumni/Mentorship Committee

The committee reviewed initiatives they would like to pursue, including offering tools for financial planning and a possible seminar by Dev Aujla, author of "50 Ways to Get a Job: An Unconventional Guide to Finding Work on Your Terms". In addition, the Committee is launching a new mentoring program, pairing athletes with Board members who will offer guidance and networking assistance regarding post-sport career plans. They would like to increase activity on the alumni website and ensure that retirees receive appropriate recognition when leaving the sports. The committee distributed a survey to former athletes to collect information about their departure from the sports, current careers and contact information.

g. Bylaws & Governance Committee

Mr. Raftery distributed a red-lined version of the bylaws in advance of the meeting and confirmed the updates to be made as follows:

- i. Section 4.1 g. – addition of the protected classes of sexual orientation and gender identification
- ii. Section 4.1 h. – addition of the protected class of sexual orientation, addition of language "consistent with the mandates and policies of the USOC", removal of "IOC" from the red-lined version

*A motion was duly made and seconded to approve said amendments. It was unanimously approved.*

h. AAC

Ms. Schaaf reported that she recently attended the WADA assembly at which they discussed creating an Athlete Charter of Rights as a legally binding document that would give athletes more rights internationally. She additionally mentioned that adding a SafeSport committee within the AAC is being considered.





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## 4. Adjournment

The meeting was adjourned at 12:35 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*

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Corporate Secretary

July 29, 2018

Date



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