

## Minutes

Board of Directors Meeting  
June 27, 2020  
Conference Call  
8:55 am ET

A meeting of the Board of Directors (the "Board") of USA Bobsled / Skeleton occurred on Saturday, June 27, 2020. The Chair called the meeting to order at approximately 9:01 am ET. The following members of the Board were present via conference call at the meeting's commencement: Bob Bergbauer, Chris Fogt, John Raftery, Sherry Cushman, Jay Eichelberger, David Best, Rusty Buchanan, Savannah Graybill, Steve Langton, Jennifer Donnelly, Ryan Bosch, Jean Prahm and Mac Riley. The above members constitute a quorum of the Board under Bylaws Section 6.17.

USABS CEO Aron McGuire, staff member Lisa Carlock, Advisory director Javier San Miguel, and AAC representatives Lauren Gibbs, Kendall Wesenberg, Nic Taylor and Elana Taylor also participated in the call.

Lisa Carlock recorded the minutes.

### 1. Call to Order

Mr. Bergbauer called the meeting to order at 9:01 am ET. He addressed some adjustments to the agenda to include a Foundation update regarding the new operating guidelines and informed the board that the executive session will utilize a separate meeting link via Zoom.

### 2. Management Report

Mr. McGuire provided an update on actions and progress over the past four months, which began with an assessment of what was working, what was not, and how the organization can operate more effectively. He reviewed implementation of structural changes based on coach/staff feedback that indicated a need to create clarity between roles. Specific job descriptions are in draft stage, strategic planning has been completed, and individual goal setting and an annual staff performance review process are the next action items.

Mr. McGuire reviewed the strategic planning meetings conducted virtually earlier in the week. Facilitated by the USOPC, the meetings included select board members and athletes and the majority of USABS coaches and staff. The new strategic plan is centered around 4 pillars: Athlete Development and Well-Being, Resource Growth and Sustainability, Organization Effectiveness, and Sport Awareness and Continued Engagement. The mission and vision statements are also undergoing updates. The new strategic plan will dictate USABS' priorities through 2026 and how resources will be invested to support those priorities. Once the final wording of the plan is completed, it will be shared with the board for their formal review and approval.

Mr. McGuire commented briefly on high performance projects, citing cautious optimism that we will have a full competitive season but also noting that USABS is conducting contingency planning in the event the IBSF season is altered due to COVID-19. Current technology initiatives include a promising conceptual redesign of the 2man cowing, and creation





**USA Bobsled / Skeleton**

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and implementation of new tools to track performance trends and trajectories, provide track analyses, and enable athlete trait tracking. Mr. McGuire also informed the board of the anticipated November timeframe for opening of the new Lake Placid ice house.

Recruiting efforts have been challenged by COVID-19. Mr. McGuire updated the board on USABS' new approach which includes targeted reach-outs within coaches' and NGB networks and mass promotions through social media and the vast network of colleges and universities. USABS is also launching a "virtual combine" through a new partnership with GameTime. This will allow athletes to submit videos of their performances in combine events that can be verified by a database of substantiated information on each athlete. New recruits will be engaged via one-on-one meetings and video conferences with coaches until they can be invited to Lake Placid for a push camp.

Mr. McGuire informed the board of a pending change to the USOPC website platform, on which USABS operates. Along with the change the USOPC notified participating NGBs that the financial component of the Direct Marketing Agreement (DMA), which had provided tiered funding based on unique website clicks, will be eliminated. NGBs can, however, remain on the platform. The USOPC is considering engaging a third party to sell advertising space on the website. NGBs are currently pushing back on the elimination of the DMA financial support.

Mr. McGuire reviewed athlete survey results, noting receipt of 46 responses across all disciplines and levels of participation. Key takeaways included the positive impact that participation in the sport has had on athlete lives, knowledge and supportiveness of coaches and staff, and the need to focus on communication, organization and athlete/coach relationships. Accordingly USABS has devised a new communication plan that will include quarterly all-athlete meetings, sport-specific monthly meetings from June until the start of the preseason, and one-on-one meetings with development and national team athletes 3 times per year to identify and review goals and progress. There will also be more collaboration between national team and development team coaches to ensure continuity in training and seamless transitioning between teams.

The past 4 months have been the hardest time in history to gain sponsorship in athletics but USABS' efforts to identify new sponsors has not slowed. Mr. McGuire confirmed that all current USABS sponsors are still committed and USABS has communicated with each to determine if there are ways in which we can enhance our partnerships. He highlighted Hammer Strength's support during COVID-19 – setting aside equipment for USABS athletes to purchase at a discounted price with free shipping – so athletes could continue to train while training centers and gyms were closed. Hammer Strength also has connections with thousands of strength and conditioning coaches and will help push out virtual combine information. He also noted the exceptional commitment by Omaze, who is running multiple BMW-centric campaigns on our behalf and working on crafting an experiential campaign potentially involving celebrities. Omaze will offer as many experiences as USABS can find celebrities for. Lastly, Mr. McGuire touched on new referral programs with Flamingo, Hammer Strength, Aexos, ICON meals, climate cases for smartphones and cowbells, which will offer USABS a share of revenue for purchases made through our personalized links.

### **3. Foundation Board Update**

Fran Kirley and Ceil Folz joined the call at 10:30 am. Ms. Folz's team is reworking the Foundation governance document and will establish the Foundation as a separate 501c3. This will give the Foundation autonomy in selecting board members and collecting revenue. They will focus on grassroots and individual donor fundraising campaigns as well as planned giving and anticipate a 50-75% distribution of collected revenues each year to USABS through an annual grant process. They are still working to establish timeframes for the grant request process, the mechanism by which funding decisions will be made, and how to compensate USABS for utilization of staff resources.



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Member, U.S. Olympic Committee

Board member acquisition will become the focal point in the coming weeks and Ms. Folz asked the board to pass along names for her team to vet. She anticipates the size of the Foundation board will grow to ten to twelve members in the next few months. She additionally highlighted the Giving Games – a fundraising campaign proposed to run during the original Olympic window in July and August. She is also pitching to Netflix a shared venture reality show that would include several NGBs.

#### **4. Management Report cont.**

Ms. Carlock reviewed the financial reports which included anticipated fiscal year-end figures and audit adjusting entries. She noted variances to budget in both restricted and unrestricted funds and highlighted the significant improvement of \$113,000 from the originally budgeted deficit of -\$175,000 for FY20.

Ms. Carlock next presented the proposed budget for the 2020-21 fiscal year with focus on the unrestricted side as the USOPC grant award is still to be determined. The proposed unrestricted budget includes \$803,250 in revenue, offset by \$800,137 in expenses, for a positive net income of \$3,113. Significant contributors to the positive net income are the Omaze sponsorship agreement and anticipated forgiveness of the PPP loan. Increased expenses are largely marketing fulfillment costs surrounding the Lake Placid World Championships.

#### **5. Audit Committee Report**

Mr. Bosch informed the board of the great transparency that Mr. McGuire and Ms. Carlock have provided via monthly emails and calls to review USABS financials. He confirmed that the Audit Committee met with management to review the proposed budget and the committee met independently for further discussions. The Audit Committee recommended approval of the budget with the contingency that the restricted side be reviewed when ready. Mr. Bosch noted that fundraising will be critical to USABS' financial stability, in which the Foundation will play a critical role.

*A motion was duly made and seconded to approve the 2020-21 proposed budget, contingent upon review of the restricted side. It was unanimously approved.*

The Audit Committee also recommended the continued engagement of the current auditing firm, Waugh & Goodwin.

#### **6. AAC Update**

Mr. Fogt updated the board on recent AAC activities. He noted first the good relationship the AAC is building with Mr. McGuire and the collaborative effort involved in the athlete survey. Ms. Wesenberg is working with USOPC lawyers to update USABS' AAC bylaws. The AAC is also reviewing athlete stipends and funding, working on a tiering system in collaboration with the USOPC, selection criteria, and will shortly begin reviewing the athlete handbook.

Mr. Fogt stressed the importance of USABS being proactive in conversations with athletes about plans to demonstrate or protest once competitions resume this fall/winter. USABS has a great opportunity to share stories, especially being one of the most diverse winter sports NGBs, but plans should be devised to do so in appropriate manners. USOPC had previously expressed a strong stance against athletes demonstrating but may be relaxing that stance to offer more leniency.



Ms. Gibbs updated the board on IBSF AAC topics of concern, particularly surrounding the addition of women's monobob as a race discipline. They are working to make sure a structure is created that will enable participation by multiple countries. Mr. Bergbauer informed the board that he requested a special session during the upcoming IBSF Congress to address monobob and specifically the need for countries to procure their own sleds.

## **7. Executive Session**

The board conducted an executive session from 12:00 pm until 12:50 pm. Topics addressed included a formal vote on the Foundation proposal, board compliance requirements, new board candidates, BoardSpan survey, insurance renewals, employment matters, and a formal vote for the Chairman position.

## **8. Conflict of Interest Review**

Mr. Bergbauer reminded the board that conflict of interest disclosure is an ongoing, not just annual, requirement. He informed the board that the Ethics Committee will handle the disclosure process in the future but due to the current transitional state of the committee, he will continue to manage it for the time being. Two disclosures were made which the board reviewed.

- 1) Mr. Buchanan previously disclosed a relationship with the Chinese Olympic delegation, but the board felt insufficient information was provided to render a decision. Mr. Buchanan informed the board that COVID-19 has put everything on hold, but the plan was for him to be a part of a U.S. group forming a corporation in Hong Kong to produce AAU-like events in China. This corporation would also build some of the venues for the Olympic alpine events. He was additionally asked to serve on a volunteer board with the Beijing organizing committee. The board determined that a conflict does not currently exist but requested that Mr. Buchanan disclose any further developments.
- 2) Mr. Langton disclosed a work relationship with Ms. Cushman. Mr. Langton works in the Manhattan office of Cushman & Wakefield and was introduced to the company and his current boss through Ms. Cushman. They work on different teams and in different offices. The board determined that a conflict does not exist.

## **9. Bylaws Update**

There are currently no action steps necessary. Ms. Wesenberg will keep the board updated on how AAC bylaws are being amended so the board can determine if anything needs to be amended in the USABS bylaws as well.

## **10. Alumni Committee**

The Alumni Committee is currently comprised of Jean Prahm, Lorenzo Smith, Bob Bergbauer, Mac Riley, Bethany Hart, TJ Burns, Sal Porterfield, and Savannah Graybill.

Ms. Prahm informed the board that the alumni webpage is back up and running on the main USABS website and USABS will host the alumni contact information database in Constant Contact. She reviewed the committee's goals – establishing and maintaining avenues to stay connected with former bobsled and skeleton athletes; providing information about USABS, IBSF and Olympic/Paralympic programs to alumni to keep them informed on what is happening in the sports; facilitating connections with alumni to engage them as resources for potential recruitment, mentoring and fundraising opportunities; and organizing alumni events. She discussed some ideas for an internship/mentorship program and some





fundraising opportunities for USABS. She additionally noted that an alumni reunion will be held from February 11-14, 2021 during the Lake Placid World Championships.

## 11. Hall of Fame Committee

Ms. Prahm will reach out to the board, Mr. McGuire, and alumni via the Facebook page to seek nominations for the Hall of Fame. Nominees can be athletes or anyone who has made a tremendous contribution to the sports of bobsled or skeleton.

## 12. Action Step Review

Mr. Bergbauer reviewed the list of action items created during the meeting and assigned owners and deadlines for each. He agreed to send out the final list via email.

## 13. Adjournment

In closing, Mr. Bergbauer noted the improvements USABS has experienced since June 30, 2019 and the tremendous amount of positive momentum we have going into next season. He also recognized outgoing board members, Mr. Eichelberger and Mr. Raftery, and thanked them for their dedicated service to USABS. He informed the board that Mr. Raftery will assume the position of Chair of the Judicial Committee.

The meeting was adjourned at 1:55 pm ET.

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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Lisa Carlock  
Corporate Secretary

July 31, 2020

Date

