

## Minutes

### Board of Directors Meeting

October 24, 2020

Conference Call

8:55 am ET

A meeting of the Board of Directors (the "Board") of USA Bobsled / Skeleton occurred on Saturday, October 24, 2020. The Chair called the meeting to order at approximately 8:57 am ET. The following members of the Board were present via conference call at the meeting's commencement: Bob Bergbauer, Sherry Cushman, David Best, Rusty Buchanan, Savannah Graybill, Steve Langton, Lorenzo Smith, Jennifer Donnelly, Ryan Bosch, Jean Prahm and Mac Riley. Chris Fogt joined the call later in the meeting. The above members constitute a quorum of the Board under Bylaws Section 6.17.

USABS CEO Aron McGuire, staff member Lisa Carlock, Advisory directors Javier San Miguel, Mike Regan, Ann Gaffigan, and Clarence Hudson, and AAC representatives Lauren Gibbs, Kendall Wesenberg, Elana Taylor and Nic Taylor also participated in the call.

Lisa Carlock recorded the minutes.

#### 1. Call to Order

Mr. Bergbauer called the meeting to order at 8:57 am ET. He welcomed new advisory board members Ann Gaffigan and Clarence Hudson and asked them each to give a brief introduction to the board. Mr. Regan also introduced himself as some members had not previously met him in person.

#### 2. Management Report

Mr. McGuire began with an update on athlete development and well-being. USABS has implemented a robust COVID-19 protocol to keep athletes safe and has successfully reintegrated approximately 60 athletes to the Lake Placid OPTC. He informed the board that there is no pressure by USABS for athletes to race this season. IBSF has frozen quotas, though athletes do need to compete in 8 races in the two years prior to the Games to be eligible. With 6 races next season, athletes need to compete in 2 races this year. USABS submitted an inquiry on a waiver to this rule but it is currently not being granted by IBSF. Plans for the season include extended Lake Placid and Park City team trials, elected absence from the first half of all competitive circuits in Europe, and the intention to compete in World Cups and World Championships during the second half of the season. Current team priorities are safety, World Championships and Beijing preparation, WC/NAC/EC/ICC races, and athlete development.

Mr. McGuire touched briefly on the High Performance Plan, USABS' in-depth plan for priorities and implementation based on the organization's new strategic plan. The strategic plan was a collaborative effort between USABS, the USOPC, ORDA and UOP, and identified priorities regarding athletes, coaching, competitions, training and leadership.

Developments in women's monobob have led IBSF to identify one manufacturer to produce all monobobs for all nations. Limited modifications will be allowed to sleds to prevent competitive advantages based on equipment. USABS



purchased two monobobs to allow our athletes to race in World Cups and World Championships and they should be delivered before the World Cup season begins.

Mr. McGuire informed the board of USABS' partnership with GMTM, which launched USABS' first virtual combine including athlete interviews, 40-yard sprint, broad jump and other athlete highlights. In the two months the combine was open more than 100 athletes participated and more than 35 were identified for us to pursue. These recruits will be invited to fall rookie camps in Lake Placid and Park City and additional training camps in January and February in Lake Placid. The virtual combine has enabled year-round recruiting and Mr. McGuire has extended recruiting responsibilities to all USABS coaches.

The Lake Placid push track is scheduled to open in March of 2021. ORDA's new mountain coaster – the longest in the world and built as an amusement ride to attract tourists – is open and follows the 1980 Olympic bobsled track.

Mr. McGuire updated the board on a Bobsled & Skeleton Research Advisory Group created in conjunction with the USOPC to focus on athlete safety. The group would like to conduct focused research on sport-specific areas that can then be utilized to create a safer environment for athletes. Both in-house and external resources will be utilized, and goals include improved safety, identification of additional risks, transparency with athletes on risks associated with the sports, improved training protocols and equipment, and influence in IBSF rule changes.

Mr. McGuire reviewed USABS' sponsorship landscape, highlighting Omaze who is wrapping up their third campaign and has already generated more than their contracted annual minimum. USABS recently signed an agreement with ICON Meals and their VIK contributions have already provided summer and fall program cost savings. Discussions are taking place with HyperIce, Fokken Nuts, and Sam's Soulutions, and a USABS-branded BumpBoxx will be launched on Nov 1. These pending partnerships will involve revenue-share opportunities for USABS, similar to USABS' agreements with Hammer Strength, Flamingo, PowerPlay and Jawku.

Mr. McGuire informed the board of recent initiatives to increase organizational effectiveness, including SafeSport training, webinars in racial justice, gender equity and LGBTQ inclusion, and a pilot program for onboarding of new coaches pending through the USOPC. USABS is working with outside resources on building teams and structures, engaging audiences, and activating and integrating partnerships.

Lastly, Mr. McGuire informed the board that USABS' sled design for the 2020-2021 season will focus on Team USA rather than on specific sponsors.

### 3. Financial Update

Ms. Carlock reviewed the Q1 financial report provided to the board in advance of the meeting. She highlighted a projected net income of \$134K compared to the budgeted \$3K and reviewed significant variances in revenue and expense. Discussion ensued on allocation of grant funds, support for mid-level athletes, and USABS' need to generate more unrestricted revenue to help offset what USOPC funds cannot cover. Action items were recorded to consider hedging Chinese currency in preparation for the 2022 Games, and for the board to identify an appropriate target level of cash reserves.

### 4. Audit Committee Report

Ms. Prahm presented the audit committee's opinion on the Q1 financials, expressing a high degree of positivity. The board discussed how to support the parasport program in the future once USABS develops financial stability. The



committee will continue to review the financials on a quarterly basis. A motion was duly made and seconded to accept the audit committee's recommendations and report. It was unanimously approved.

## 5. Strategic Plan Overview

Mr. Bergbauer prefaced the formal presentation of the strategic plan noting that the process provided the opportunity for every member and stakeholder to share insights on the current state of the organization. He then introduced Avery Wilson from the USOPC who led the strategic planning process.

Ms. Wilson gave an overview of the strategic planning process, describing the process, approach, and goal of narrowing focus to the most feasible, impactful, and timely implementations that can be made to advance the organization. A working group convened to collect input from stakeholders, situational analyses were performed, organizational purpose was discussed, and a vision of success by 2026 was described. Strategic priorities were identified and articulated into a 3-P framework (Purpose, Principles, Priorities).

Mr. McGuire reviewed the revised mission and vision statements, emphasizing the mission's parallels to the USOPC's and new focus on holistic support for athletes, and the vision's long-term desire for advancement and change. He discussed the key areas of focus identified in the strategic plan – athlete development and well-being, resource growth and sustainability, organizational effectiveness, and sport awareness and continued engagement – and reviewed target outcomes for each.

Mr. Bergbauer solicited feedback from board members who were not directly involved in the strategic planning process and the response was highly positive. Implementation steps were discussed. A motion was duly made and seconded to accept the strategic plan as presented. It was unanimously approved. Mr. Bergbauer extended a thank you to Ms. Wilson for the exceptional work done by her and her team.

## 6. Executive Session

The board conducted an executive session from 12:30 pm until 1:00 pm. Topics addressed included the upcoming Boardspan gap analysis survey, CEO KPIs, and several new developments related to expanding the Foundation board.

## 7. AAC Update

Ms. Graybill updated the board on pertinent athlete topics including life at the OPTC amidst COVID-19 and AAC and Sports Medicine discussions surrounding overall athlete health and wellness. Focus needs to be given to, and action taken on, normalizing requests for assistance for mental health, concussion education and monitoring, and resource provision for outgoing athletes.

The AAC has been involved in updating several documents including the AAC bylaws, criteria for bobsled and skeleton, policy for BMW use in Lake Placid and Park City, and athlete stipends, and will next review the athlete handbook.

Ms. Graybill informed the board that terms will expire for Steve Langton and Elana Meyers-Taylor at the end of December. Mr. Langton will not run for re-election and Chris Fogt will be stepping down at the end of the year as well. The AAC notified athletes via email this morning of the upcoming election and eligibility requirements.

Lastly, Ms. Graybill confirmed new legislation passed that requires all boards to have 33.3% athlete representation. Twenty percent must fall within the 10-year policy and 13.3% can be athletes beyond the 10-year rule.



## 8. Foundation Update

Mr. Bergbauer presented on behalf of Fran Kirley and Ceil Folz. He informed the board that bylaws have been drafted and are pending approval by the Foundation board, and that the Foundation will obtain its own 501c3 designation. He reviewed the Giving Games online fundraising event, noting that USABS was the top generator of funds and informed the board that Ms. Folz will be reaching out to schedule calls with each board member to leverage their relationships with high worth individuals. The Foundation received a partnership commitment from AIAA, to be inked in mid-November and to run for 1 year initially. Ms. Folz's goal is to add 5 new Foundation members this year.

## 9. Empowering Olympic, Paralympic & Amateur Athletes Act

Mr. Bergbauer informed the board of the Empowering Olympic, Paralympic and Amateur Athletes Act that was passed unanimously by the Senate on August 4, 2020. He summarized the impacts to the USOPC, NGBs, and U.S. Center for SafeSport, noting that NGB fees paid to USCSS will increase. All NGBs must be certified by the USOPC on a 4-year basis and NGBs must be able to demonstrate that they are in compliance with all laws and regulations, including the 33.3% athlete representation requirement referenced previously by Ms. Graybill.

## 10. Conflict of Interest Review

Mr. Bergbauer reminded the board that conflict of interest disclosure is an ongoing, not just annual, requirement. He noted that this is likely the last meeting where the board reviews conflicts as this will become a function of the Ethics Committee. Three disclosures were made which the board reviewed.

- 1) Ms. Cushman disclosed employment by the same employer as a fellow board member. The board previously reviewed this situation when disclosed by the other involved director. The board expressed no concerns regarding this situation.
- 2) Jamie Moriarty, an Ethics Committee member, disclosed pursuit of a partnership between USABS and his company, 326energy. A referral partnership is being explored whereby USABS would promote 326energy's services of solar installation and retrofits and should a referral translate to a customer, USABS would receive a portion of revenue from that project. The board questioned how referrals would be tracked and noted the need for transparency and disclosure, but questioned the ability to maintain an accurate audit trail. The board would like to know the value of the partnership and percentage of revenue to be paid to USABS. A perceived conflict does exist and Mr. Bergbauer will confer with the Chair of the Ethics Committee to make a determination on the best course of action.
- 3) Bob Hofbauer, a Judicial Committee member, disclosed his regular participation at events as a race director, jury member or materials inspector. In these roles he may have to make decisions regarding an athlete and their ability to compete, and an athlete could file a grievance with the Judicial Committee if they perceive an unfair ruling. Mr. Hofbauer could recuse himself should this situation arise, but the committee is small to begin with and this upsets the mechanics of the committee. Mr. Bergbauer will confer with the Ethics Committee Chair on this potential conflict as well.

## 11. Committee Updates

Mr. Bergbauer updated board committees to reflect current organizational needs. Standing committees include Audit, Judicial, CEO Compensation and Evaluation, Nominating and Governance, and Ethics. Additional committees include



Alumni/Mentorship, Hall of Fame, Paralympic, and Officials Development. The new 33.3% athlete composition requirement applies to all committees. USABS may need to update its bylaws to allow participation by greater than 5 individuals per committee to accommodate the requirement for increased athlete representation.

Ms. Prahm updated the board on recent Alumni Committee activity including updates to the alumni web page and transfer of ownership of the alumni contact database to USABS. The alumni event planned for February 11-14, 2021 in Lake Placid was cancelled due to COVID-19. She informed the board of a new Athlete Transition Program being led by Mr. McGuire to create a retiring athlete toolkit. This will include a thank you letter from USABS, an Alumni welcome letter, information on resources and support available, a survey and an invitation for an exit interview. She noted USABS' need to position itself to be an asset to athletes in the future.

Ms. Prahm also reported on recent Hall of Fame Committee activity. The committee met in August and discussed criteria and the Hall of Fame nomination and induction process. The committee feels it needs to be further formalized and will look to other NGBs for ideas on improving. The committee proposed reducing the number of years in retirement before being eligible from 10 to 5. Six nominees were selected by the committee to be inducted during the 2020-2021 season though the ceremony will be postponed until next year.

## 12. Action Step Review

Mr. Bergbauer reviewed the list of action items from the prior meeting and addressed items still outstanding. He then reviewed the list created during today's meeting and assigned owners and deadlines for each. He will distribute the list by email.

## 13. Adjournment

In closing, Mr. Bergbauer expressed his opinion that USABS has turned a corner in the right direction, which is especially noteworthy amidst COVID-19. He feels very positive about how USABS is addressing athlete health and safety, and the board will continue to support the forward momentum.

The meeting was adjourned at 2:57 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

January 23, 2021

Date

