

Minutes

Board of Directors Meeting
November 17-18, 2012
Park City, UT
5:00 pm MDT, 8:00 am MDT

A meeting of the Board of Directors (the “Board”) of the United States Bobsled and Skeleton Federation (“USBSF”) occurred on November 17 and 18, 2012. The Chair called the meeting to order at approximately 5:06 pm MDT on Nov. 17. The following members of the Board were present at the meeting’s commencement: John Rosen, John Donovan, Ted Offit, BJ Hybl, Pete Piechoski, Don Schaaf, Elana Meyers and Dave Nicholls. Curt Tomasevicz arrived at 5:20 pm. The above members constitute a quorum of the Board under Bylaws Section 6.17.

Participating in the meeting from the USBSF staff were Darrin Steele and Lisa Carlock. Colin Hilton and Marc Norman from the Utah Olympic Park were also present. Hilton and Norman left the meeting after the Utah Olympic Legacy Foundation Report.

The minutes were recorded by Lisa Carlock, Corporate Secretary.

1. Call to Order – Day 1

The chairman called the meeting to order at 5:06 pm MDT. He extended a thank you to the Utah Olympic Park for hosting a great World Cup event and commented on collaboration between USBSF and the Utah Olympic Legacy Foundation as being better than ever.

2. Management Review

a. Athlete/Coaching update

Darrin Steele reviewed the current national team composition noting the mix of veteran and rookie athletes and highlighting the fact that five of the current bobsled drivers came from the emerging elite program.

b. Technology update

A progress update on the bobsled technology program was provided by Steele. The announcement was made last Wed. regarding BMW building a new 2-man sled for USBSF. Fabrication has become a collaborative effort between Machintek, Debotech, and Aria. New sponsor Widia has also expressed interest in working with USBSF on runner technology while Bobby Rahal, USBSF Foundation Chair, will likely become involved in technology in some capacity moving forward.

Steele informed the board that a cease and desist letter was received from Bodyn regarding use of the “Night Train” which Bodyn recently trademarked. Ted Offit will investigate IP letters while Curt Tomasevicz and the other members of Team Night Train will reach out to Bodyn to ask them to reconsider the limitations they are seeking.



c. Foundation update

The Foundation Board project is entering phase two in which leads will be directed to and compiled by Steele who will then forward them to Bobby Rahal. Rahal will review to confirm that candidacy is reasonable and contact will be initiated either by Rahal or the director providing the lead. This will be determined on a candidate-by-candidate basis. Steele will review this process with Rahal. Candidates should be interested in actively promoting the sports and supporting them thru financial means.

d. Financial update

Steele informed the board of the USOC's Challenge Grant, which presents an opportunity for USBSF to receive a \$35,000 match from the USOC if the USBSF is able to generate the same in its fundraising efforts. Lisa Carlock will review the grant stipulations to confirm eligible fundraising activities and timeframe. Steele also informed the board that Wheelspinners, a group of political consultants who raise money for politicians, is interested in hosting a fundraising event for USBSF.

Lisa Carlock reviewed the current financial statements. Cash on hand at Nov 1 was \$300,000 and year-to-date income is \$150,000. The current large net income is due to timing of PPA expenses and will net to zero at year-end. The budget includes \$211,000 in new sponsorship generation and USBSF has several potential deals pending; however a significant amount of new sponsorship money is still needed. Also, the USBSF needs to provide the USBSF Trust with its disbursement request for 2012.

e. Quad budget framework

Steele provided the board with a list of initiatives in which the USBSF would like to invest in the next quad, given the availability of funds. Included are full funding for USA III, marketing assistant, sled technician and start coach positions, and coaching, equipment and travel support for the development program. These initiatives will total approximately \$505,000 per year.

Steele's philosophy for funding is to take care of the national team first and until USBSF can fully fund three teams with equipment, coaching and travel, it will be hard to put money any place else. Rosen noted that the philosophy for funding is a function of the board, and that the board is in agreement with Steele. Rosen did note, however, that additional discussion around this topic would be included in the March board meeting.

f. Audit report

Ted Offit reported to the board on the recently concluded audit of USBSF's 2011-12 fiscal year. The audit report provided a clean opinion by the auditors and Offit made a motion to approve the audited financials and 990. The motion was seconded and unanimously approved.

3. Utah Olympic Legacy Foundation Report

Colin Hilton provided the board with an update on UOLF activities and initiatives. With a \$2,000,000 shortfall per year they are focused on revenue generation thru fundraising campaigns, growth of public activities and land lease options. They need to balance revenue generating initiatives that will allow operations to continue with those that fit what an



Olympic training site is intended for. They are currently pursuing the addition of sports medicine and performance services on site thru a private partner. Hilton noted that the UOLF would like a survey of housing needs to be disseminated to NGBs and also inquired about what USBSF felt was missing from the services they are providing.

4. Paralympic Update

John Rosen reported to the board on progress within the Paralympic bobsled movement. He noted that it is the most tangible initiative that supports the second part of the USBSF's mission statement to grow the sports of bobsled and skeleton within the United States. The US has been the leading proponent but it has now evolved to a point where the FIBT is becoming the center for the initiative with specific funds allocated to host four driving schools for disabled athletes this year. The FIBT Paralympic Committee presented a business plan to the IPC, which was approved, and is now working to meet certain thresholds required for certification. Rosen is the U.S. representative on the FIBT Paralympic Committee.

Rosen proposed the formation of a USBSF Paralympic Committee, in which he would assume chairmanship, in an effort to increase formalization of the board's and USBSF's involvement in the initiative. He would like to include in the committee Paralympians from other sport disciplines. Dave Nicholls similarly proposed formation of a Paralympic Committee but requested that the existing adaptive bobsled and skeleton club morph into the committee and he assume chairmanship. Committee goals would include participation in international committees for classification of athletes and development of equipment. The USBSF Paralympic Committee would have a zero budget and would only require an investment of committee members' and board members' time.

Discussion ensued regarding the proposed committee and committee composition and leadership. In lobbying for the chairmanship, Dave Nicholls made allegations against John Rosen of conflict of interest and unlawful activity stemming from his perception that FIBT criteria for the sports do not meet ADA law. The rest of the board did not find merit in Nicholls' claims and expressed their support and appreciation towards Rosen for the progress he has made with the Paralympic initiative.

The point was raised that the board had never formally voted on whether or not to actively pursue and promote the initiative and discussion turned to the benefits versus drawbacks of doing so. Athlete concerns centered on funding and resources and the potential for them to be diverted from the national team, as well as it being a drain on staff time. Rosen explained that if the USBSF stepped back from its pioneering role, progress would likely slow significantly.

In the interest of time and the need to address other topics, the discussion is suspended.

4. Marketing

Don Schaaf updated the board on recent marketing activities. Nine new sled wraps were designed for the 2012-13 season including one for the "Sliding to Sochi" campaign. A USBSF athlete-specific logo was designed for athletes to utilize in personal procurement of sponsorships and donations. Carlos Diggs is helping USBSF to sell sponsorship and several organizations have been pitched to recently. As well, the prospectus has been updated to "sell your brand," Share the Ride banners have been hung at the tracks, a donation handout and sponsorship fact sheet have been developed, and the first of 3-4 viral videos promoting the Sliding to Sochi campaign has been posted to the web.

Other initiatives to pursue in the short-term include brand realignment, an official name change to USA Bobsled/Skeleton, identification of a new apparel (for sales) provider, and enforcement of rules as noted in the athlete handbook regarding advertisement of athletes' personal sponsors on sleds and helmets.



5. Adjournment

The meeting was adjourned at 9:17 pm MDT.

1. Call to Order – Day 2

The chairman called the meeting to order at 8:00 am MDT. All board members were in attendance except for Dave Nicholls. Darrin Steele and Lisa Carlock were also present. The chairman reviewed the revised agenda.

2. Presentation of Awards

The chairman recognized board members who took their first comet rides at the UOP.

3. Vote of Confidence

Following allegations of impropriety against himself during the prior day's meeting, John Rosen asked the board to discuss the claims and conduct a vote of confidence for his role as chairman. BJ Hybl provided some background information to the board regarding conversations he had with Nicholls and the chair of the ethics committee. The ethics committee chair determined there was no conflict of interest however Nicholls did follow up with Hybl and Ted Offit with concerns over Rosen serving as a FIBT Paralympic committee member, USBSF chair, and having responsibilities to UOP as well as concerns about Rosen's endorsement of the new FIBT criteria for Paralympic bobsled which he views as in violation of ADA law.

Nicholls' informal charge of an ethics violation was dismissed and the board expressed their full support for Rosen.

4. Vote on Continuation of Paralympic Leadership Role by USBSF

John Rosen presented the board with two options regarding the USBSF's role in the Paralympic initiative – to maintain its lead role or wait for the FIBT to formally define the sport before further pursuing. He explained that without the USBSF at the forefront of the movement the initiative may not continue to progress at its current pace, though the FIBT does describe it as an official investigative project and has given enough to allow the initiative to continue to try to achieve Paralympic certification. Rosen confirmed that the US is the only nation that currently licenses disabled athletes and noted for consideration that if the board chooses the latter option, USBSF may need to suspend licensing disabled athletes until the sport is officially defined by the FIBT. If USBSF does not license disabled athletes, they will not be allowed to slide at UOP.

A motion is duly made and seconded for USBSF to continue to support the Paralympic movement at its current level of involvement with John Rosen to chair an exploratory USBSF Paralympic committee with no commitment of financial or staff resources. The motion is seconded and unanimously approved.



5. Scheduling for Next Board Meeting

The next board meeting is scheduled for March 1-2, 2013 in Chicago. Anticipated starting time for the meeting will be mid-morning on Friday and business will be wrapped up on Saturday afternoon to allow for Saturday evening departures.

6. Nominating and Governance

As chair of the nominating and governance committee, BJ Hybl informed the board of recent interviews conducted to fill one currently open at-large position in addition to five new independent director positions to be added in June pending approval of a bylaws change. Five candidates were presented for consideration by the board and discussion ensued.

A vote was conducted to determine who would be named to the board immediately to fill the at-large position. Jennifer Donnelly Bowen was named to the USBSF board, and Duane Bailey and Hal Pittman will be invited to the March meeting as observers in anticipation of naming them to the board in June.

7. Retired Athlete Career Development

Darrin Steele presented to the board findings of a USOC committee survey on athlete career development. The top reasons why athletes retire are a feeling that the time is right, financial, and age. One-fourth of athletes are extremely or very concerned about life after competition and a lot would have retired sooner if they knew what they were going to do. Athletes viewed job placement assistance as one of the most valuable programs and felt life skills programs would offer similar benefit.

The USOC is holding a meeting Nov 19-20 on next steps. The committee will present for consideration whether NGBs should establish career and education positions, put career and education support into their annual high performance plans, or request NGBs to assess the education status of their incoming rookie athletes. As well, should NGBs attend periodic USOC seminars on career/education and be trained in career/education planning, periodically promote career/education resources to athletes and parents, or notify the USOC when athletes retire so the USOC can offer counseling on resources available. Steele explained that only 30% of USOC resources are being utilized.

The USBSF needs to investigate what it should be doing to support athlete career development. This will be a standing agenda topic for the next few board meetings.

8. Review of Meeting including Action Items

Board members provided feedback on positive and negative aspects of the meeting. Action items from the meeting were reviewed for all participants and include;

Steele	Review Foundation board candidacy process with Rahal Disbursement request to USBSF Trust Review athlete sponsor advertisement policy and determine how to enforce
Schaaf	Identify new apparel provider Propose official USBSF name change



Offit	Investigate IP issues regarding Night Train trademark Submit proposed bylaws amendment for addition of new director positions Consolidate all bylaws amendments to date
Carlock	Review stipulations of USOC Challenge Grant as they pertain to board donations
Hybl	Identify two more director candidates for the June meeting Explore establishing Foundation as a LLC
Piechoski	Follow-up with Nicholls
Tomasevicz	Contact Bodyn regarding Night Train trademark issue Email FIBT AAC reps regarding support of Paralympic program Define new athlete rep director position for June meeting
Rosen	Committee reassignments

9. Adjournment

The meeting was adjourned at 10:54 am MDT.

This document constitutes a true and correct copy of the minutes of the meeting of the Board of Directors of the United States Bobsled and Skeleton Federation.

Lisa Carlock

Lisa Carlock
Corporate Secretary

Dec 25, 2012
Date

