



Member, United States
Olympic & Paralympic Committee

USA TEAM HANDBALL BOARD MEETING

Minutes of the May 7, 2020 Board Special Meeting Teleconference

Board Members Present:

Michael Wall -- Chair
David Buckman
Tracy Deforge
Sandra De La Riva Repede
Sarah Gascon
Patrick Jalabert
Dee Miller
Camille Nichols
JD Orr
David Thompson

USATH Staff Present:

Barry Siff—Chief Executive Officer
Emily Hewitt—Administrative Manager

Meeting was called to order at 4:00 p.m. MT by Chair, Michael Wall. Mr. Wall welcomed Sandra De La Riva Repede to her first Board meeting and noted that Emily Hewitt would join the meeting later.

Appointment of Chair of Audit & Compensation Committee. Mr. Wall informed the Board that Ms. De La Riva Repede had agreed to assume the role of Chair of the Audit & Compensation Committee, effective July 1, and thanked Ms. Nichols for her service in this role. Ms. Nichols offered to assist Ms. De La Riva Repede in transitioning to the role through the end of the second quarter.

Motion: Motion presented by Mr. Thompson (and it was seconded by Ms. Gascon) to ratify the appointment of Ms. De La Riva Repede to the role of Chair of the Audit and Compensation Committee, effective July 1, 2020. Approved by voice vote.

Audit & Compensation Committee Report

CEO Evaluation Tool. Mr. Wall introduced Ms. Nichols to describe the CEO evaluation system that the Audit & Compensation Committee had developed in collaboration with the USOPC 360 evaluation team. The USOPC partnered with Boardspan to develop a CEO 360 tool to allow NGB chairs, and their designated individuals, to easily assess CEO performance on some standard best practice leadership skill sets as well as specific key measurements or qualities that are customized to each NGB's needs. This tool, as adapted by the Audit & Compensation Committee for USATH, requires feedback (i) from the Board and the CEO's direct reports as to the CEO's leadership performance and (ii) from the Board as to specific USATH-related goals established for the CEO. The CEO is allowed to provide his or her feedback on the responses provided by the Board and the direct reports. The adoption of the tool is consistent with USATH's strategic plan to improve organizational development and would be launched November 1. A Board evaluation tool is

also intended to be adopted, subject to the recommendations of the Nominating & Governance Committee. The evaluation tool had been provided to Mr. Siff for his feedback prior to this meeting. A Board discussion ensued about the tool and Mr. Siff's comments.

Motion: Motion presented by Ms. Nichols (and it was seconded by Ms. Miller) to approve the adoption of the CEO evaluation tool. Approved by voice vote.

CEO Report

Quarterly budget review. Ms. Nichols opened a Board discussion as to the Q1 financial statements. She noted that the Audit & Compensation Committee had delivered a letter to the Board on April 13 offering its observations in response to the COVID-related postponement of the 2020 Olympics. Mr. Siff reviewed with the Board his April 16 response to this letter. The Board discussed with Mr. Siff financial measures that could be taken to conserve the organization's financial resources if no competition is allowed in 2020. Mr. Siff expressed confidence that the USOPC and the IHF would follow through with their 2020 funding commitments to USATH, notwithstanding the severe financial impacts on these organizations caused by the pandemic, and his concerns about sponsorship and fundraising opportunities. Mr. Siff committed to providing to the Board a revised 2020 budget and operating plan which address the Board's concerns and prioritizes the spending for the balance of 2020, assuming the continuation of the pandemic.

USATH Strategic Plan. The Board considered the revised strategic plan and comments received from Board members since the plan was reviewed at the Board retreat in October 2019. Mr. Siff and the Board discussed whether the COVID crisis necessitated any changes to the targeted outcomes for the near future. Mr. Siff offered to provide his suggestions as to any proposed changes.

Amendment to USATH Bylaws. Mr. Wall noted that the Board had approved on April 18 an amendment to the USATH Bylaws by which Article 10 thereof was deleted in its entirety and replaced with a new Article 10. He noted that further minor changes were required to be made to such amendment which changes were now presented to the Board for its approval.

Motion: Motion presented by Ms. Deforge (and it was seconded by Ms. Nichols) to approve an amendment to the USATH Bylaws by which Article 10 thereof was deleted in its entirety and replaced with a new Article 10. Approved by voice vote.

Status of Standing Committees. Mr. Wall reviewed with the Board the contents of his February 29 summary of the current composition of the USATH Standing Committees and the need to fill vacancies in the Nominating & Governance Committee and the Judicial Committee, including those vacancies that must be filled by the Athletes Advisory Council, after its formation in the coming months.

Athlete Safety. At this point in the meeting, Mr. Siff introduced Ms. Hewitt, USATH's Administrative Manager. Ms. Hewitt provided an overview of USATH's Athlete Safety Policy and the roles of the Center for SafeSport and the USOPC in safeguarding athlete safety. She also reviewed the process by which athletes may submit claims of harm to USATH. The Board asked questions of Ms. Hewitt, included the means by which athletes are made aware of the reporting process.

Adjournment.

Motion: Motion presented by Ms. Deforge (and it was seconded by Mr. Orr) to adjourn the meeting. Approved by voice vote. The meeting was so adjourned at 5:35 p.m. MT.

Michael J. Wall served as Secretary