



USA Climbing: Board of Directors Meeting – 10/28/20

Board Members in Attendance:

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| Bruce Mitchell, President | Kate Felsen Di Pietro |
| Avery Cook, Vice President (joined at 5:20pm MT) | Dustin Skinner |
| Matt Roberts, Treasurer | Jesse Grupper |
| Joel Litvin | Kyra Condie (joined at 5:16pm MT) |
| | Constance "Connie" Lightner |

USA Climbing Staff and Others in Attendance:

Marc Norman, Chief Executive Officer
John Muse, VP of Sport
Kelly Feilke, VP of Marketing, Communication, & Development
Zachary Brinchi, Marketing/Communications Manager
Sharlee Holland, Membership Services & SafeSport Manager
Caitlin Curry, Finance and Administration Director
Bree Robles, Event Manger
Meg Coyne, National Teams Manager
Mason Sorey, National Events Manager
Zack DiCristino, Medical Manager
Charles Lamb, Chair, Nominating and Governance Committee ("NGC")

The meeting commenced at 5:06pm MT. Mr. Brinchi acted as Secretary for the meeting. Mr. Mitchell presided.

- I. Call To Order and Initial Business
 - a) On motions duly made and seconded, the Board approved the minutes from the regular Board Meeting on August 26th, 2020.
 - b) Mr. Mitchell thanked the Board for the quick feedback on the proposed amendments to the USA Climbing Bylaws.
 - c) On motions duly made and seconded, the Board ratified the following actions taken via electronic votes:
 - i) Approval of Amended and Restated Bylaws
 - ii) Approval of Rulebook Addendum A pertaining to the Virtual Qualifying Series and COVID-19
 - iii) Approval of the Audit Committee, Ethics Committee, Judicial Committee, and the Risk Management Charters

- iv) Ratification of the Nominating and Governance Committee (“NGC”) Recommendations:
 - (1) Marcia Cohen and Phil Holbert, effective December 1st, 2020, to fill the vacancies on the Judicial Committee left by Charlie Lamb and Tab Stephens whose terms expire December 1st, 2020.
 - (2) David Landman, effective February 1, 2021, to fill vacancies left by Dan Rube whose term expires February 1, 2021.
 - v) Mr. Mitchell and Mr. Norman provided an overview of the Board expansion process. Mr. Mitchell expressed a desire to have the new Board members onboard by the end of the year. Mr. Mitchell encouraged the other members of the Board to share their ideas on ways to improve and shape the future of the Board and the organization.
 - vi) Mr. Norman shared additional insight into the increase of athlete representation now required on the Board under the Moran/Blumenthal Bill. discussion ensued around this topic.
 - vii) Mr. Lamb encouraged Ms. Condie and Mr. Grupper to share, with their fellow athletes, the importance of participating in athlete elections for Committee and Task Force positions and Athlete positions on the Board.
 - viii) Further discussion ensued on athlete representation on the Board.
- II. CEO Update
- a) Mr. Norman welcomed Caitlin Curry, the new Finance and Administration Director who is replacing Kyle Jablon, who resigned from the organization in July 2020.
 - b) Mr. Norman provided a summary of the FY20 Audit.
 - c) Mr. Norman shared an update on the FY21 Financials.
- III. Sport Update
- a) Mr. Muse updated the Board on the launch of the KAYA Virtual Youth Qualification Series.
- IV. Marketing / Communication / Development Update
- a) Mr. Feilke provided an update on the current portfolio of sponsors and the search for new endemic and non-endemic partners.
 - b) Mr. Feilke provided an update on the search for a website agency to develop a new USA Climbing website.
- V. Membership Update
- a) Mr. Norman provided update on current membership trends.
- VI. Closed / Executive Session

The meeting adjourned at 7:03 PM.