



USA Climbing: Board of Directors Meeting – 2/12/19 (via teleconference)

Board Members in Attendance:

Patti Rube, President	Dustin Skinner
Bruce Mitchell, Vice President	Jeff Pederson
Matt Roberts, Treasurer	Jesse Grupper
Avery Cook	Joel Litvin
Kyra Condie	

USA Climbing Staff and Others in Attendance:

Marc Norman, Chief Executive Officer  
John Muse, High Performance Director  
Kyle Jablon, Finance/HR Manager  
Sharlee Holland, Membership Services and SafeSport Manager  
Zachary Brinchi, Marketing/Communications Manager  
Greg Padovani, Chair of Nominating and Governance Committee (“NGC”)

The meeting commenced at 5:06 P.M. Mr. Brinchi acted as Secretary for the meeting. Ms. Rube presided.

I. Call To Order

- a) On motion duly made and seconded, the Board minutes from the meeting of January 16, 2019 were approved with Mr. Grupper not present at the time of the vote.
- b) Ms. Rube encouraged Board members to tune in to the live air and re-air dates of upcoming USA Climbing National Championship events on ESPN.
- c) Upcoming Meeting Dates
  - i) The upcoming in-person board meeting (originally scheduled for February 11, 2019) will take place on Sunday, March 10<sup>th</sup> in Alexandria, VA.
  - ii) Ms. Rube requested that the staff update the web site to reflect these changes in the Board’s meeting schedule.
- d) NGC Recommendations
  - i) On motions duly made and seconded, the Board approved the recommendations of the NGC that the following two committee appointments be made:

- (1) Jessi Haynes – Coaches Committee
- (2) Jessica Spote – Adaptive Climbing Committee
- ii) Mr. Padovani also updated the Board regarding current openings on the Adaptive Classification Task Force.
- e) Bylaw Amendments
  - i) Ms. Rube provided an overview of draft amendments to the USAC Bylaws as a result of comments from the USOC Compliance and from other Board and committee members. Ms. Rube requested that comments on the draft be provided to her by February 19, in anticipation that the amended Bylaws would be approved by the Board by no later than March 10<sup>th</sup>, 2019.
  - ii) Ms. Rube noted her expectation that the Bylaws would again be amended thereafter, including to anticipate the establishment of a USA Climbing Foundation .
  - iii) Ms. Rube responded to questions, including to confirm that the USOC expects the Bylaws to be updated from time to time, including to remain applicable to USAC’s evolving operations and to address changes in the policies and practices of the USOC.

## II. CEO Summary

- a) US Olympic Committee Compliance Audit
  - i) Mr. Norman provided an update on the ongoing USOC Compliance Audit for 2018 and the USOC’s recommendations for Bylaw amendments.
  - ii) Mr. Norman has also begun conversations with the USOC regarding the 2019 USOC Compliance Audit.
- b) Realignment Task Force (“RTF”)/ Competition Task Force (“CTF”)
  - i) Mr. Norman reminded the Board of prior discussions regarding the scope and timeline for the RTF’s work. He provided an overview of the draft of the Amended & Restated version of the RTF Charter. He also provided an overview of the purpose for creation of a new Task Force (the CTF) and how its mission would differ from that of the RTF. In response to questions from the Board, Mr. Norman confirmed that both task forces are advisory and will be making recommendations for approval by CEO and the Board. Mr. Norman’s current intention is that he and Mr. Muse will serve as staff liaisons to each of the RTF and CTF, including to facilitate coordination between the two task forces. The Board emphasized the importance of effective communication of the RTF’s and CTF’s recommendations with stakeholders and members and, and the importance of lead time for effective implementation.
- c) In response to suggestions from the Board, Mr. Norman agreed to circulate updated drafts of both Charters shortly with a request for any final comments.
- d) SafeSport Update

- i) Mr. Norman provided an overview report on USA Climbing's SafeSport program. Mr. Norman responded to questions from the Board, including to describe the recent patterns of the US Center for SafeSport (the "Center") in accepting or declining jurisdiction over SafeSport matters submitted by or in relation to NGBs, the current caseload of the Center, and anticipated changes to the Center's policies. Mr. Norman also described the work that Ms. Holland has been doing to update USAC's SafeSport policies for changes being put in place by the Center, and to further enhance USAC's internal reporting regarding pending and resolved SafeSport matters. Mr. Norman and Ms. Holland provided an overview of a draft amended SafeSport policy.
- e) ESPN Update
  - i) Mr. Norman updated the Board on the viewership statistics related to the ESPN 2 Broadcast of the USAC Combined Invitational.
  - ii) Mr. Norman also provided an update relating to commercial advertisements during the ESPN Broadcast.
- f) Arbitration and Section 9 Update
  - i) Mr. Norman provided a status update on an ongoing AAA arbitration matter involving USA Climbing
- g) Judicial Committee Procedures
  - i) Mr. Norman and Ms. Rube described updates to the Judicial Committee Procedures. The updated procedures will be posted to USA Climbing's web site.
- h) Office Lease / National Training Center
  - i) Mr. Norman updated the Board on office lease matters and the intended development of a National Training Center in Salt Lake City, Utah.
- i) Fundraising & Sponsorship Update
  - i) Mr. Norman provided an update regarding Sponsorship in the following categories:
    - (1) Automobile
    - (2) Autobelay Device
    - (3) Supplements
    - (4) Cold-brew coffee
    - (5) Insulated-bottle manufacturer
  - ii) Mr. Norman also provided a summary of conversations with USAC's current climbing wall manufacturer sponsorship.

### III. Financials / Audit Committee

- a) Mr. Jablon provided an update on December Financials

### IV. High Performance Summary

- a) Mr. Muse provided a summary of the current Overall Team Ranking
- b) Mr. Muse reported that the Athlete Agreement has been finalized.

- c) Mr. Muse highlighted that USADA will be on site following the Sport & Speed Open National Championships to give a presentation on anti-doping.

V. Operations Summary

- a) Mr. Muse provided an overview of current membership trends.
- b) Mr. Muse provided a recap of Bouldering Nationals in Bend, OR.
- c) Mr. Muse informed the Board that at least two separate inquiries had been received by USAC from parents noting that their competitor children had consistently been assigned the same or similar starting placement in the running order at championship events, thus prompting the parent to inquire whether the starting order randomization code within the USA Climbing scoring module is working properly. Mr. Muse reported that he has relayed the inquiries to the scoring module vendor and is seeking additional information on the software code.

VI. Miscellaneous

- a) Mr. Norman delivered an update on efforts to secure a date for a USOC-led Strategic Planning session for USAC.

Meeting adjourned at 7:00pm MST, and an Executive Session with only members of the Board of Directors immediately followed.