

**USA Climbing Board of Directors Meeting  
Wednesday, November 14, 2022  
Denver Marriott Westminster and via Zoom**



**Board Members in Attendance:**

Kate Felsen Di Pietro, President	Kyra Condie, Athlete	Jason Pill*
Avery Cook, Vice President	Sienna Kopf, Athlete	Dustin Skinner
Trace Harris, Treasurer	Constance Lightner*	Steve Struthers
Jesse Grupper, Athlete	Joel Litvin	
Alice Kao	Meagan Martin, Athlete	

**USA Climbing Staff and Others in Attendance:**

Marc Norman, Chief Executive Officer	Lisa Valiant, Chief of Staff
Patti Rube, USAC Foundation	Ben Lowe, Marketing & Communications
JoAnne Carilli-Stevenson, Nominating & Governance Chair	Zack DiCristino, Team PT & Medical Mgr
John Muse, VP of Sport	Rebecca Ingraham*, Education Manager
Caitlin Curry, Finance & Admin Director	Sharlee Strebel*, Membership & SafeSport Manager

*\*denotes virtual attendee*

The meeting commenced at 8:10 AM MST. Kate Felsen Di Pietro presided. Lisa Valiant acted as Secretary.

- I. Call To Order and President's Remarks
  - a. Kate Felsen Di Pietro called the meeting to order and provided opening remarks.
- II. OnBoard Tutorial
  - a. Lisa Valiant provided a tutorial for the OnBoard platform.
- III. Board Business
  - a. *On motions duly made and seconded, the minutes from the September 29, 2022 Board meeting were approved.*
  - b. *On motions duly made and seconded, Jesse Grupper was approved to continue as a Director on the USA Climbing Board in his second term.*
  - c. Regular Updates to the Board
    - i. John Muse updated the Board regarding red and yellow cards.
      - One spectator parent was issued a verbal warning for violation of 4.2.2 and 4.5.2(c)(h)(n) and asked to leave the venue. Spectators cannot be issued red/yellow cards, but the incident is being tracked.
      - A coach was issued a yellow card for violation of 4.5.2(n).
      - Discussion occurred regarding the solicitation of athletes to competing programs and the coaches code of conduct.
    - ii. John Muse reported three instances of Sport Discretion regarding the adjustment of a registration deadline, reduced session time, and the cancelation of a boulder for safety concerns.

- IV. Nominating & Governance Committee (NGC)
  - a. *On motions duly made and seconded, Corrine Cyr and Kevin Costanza were approved by the Board to serve on the Athlete Safety Committee:*
  - b. NGC is reviewing candidates to fill the two upcoming Board of Director openings.
  
- V. Foundation Update
  - a. Patti Rube and Marc Norman provided updates on the Transformation Grant Program, Friendraisers, committed Trustees and Trustee recognition rollout. Discussion occurred around athlete involvement and compensation for Friendraiser involvement, which may be reviewed with the AAC. Existing USA Climbing staff are handling Foundation work, led by Catherine Raney's vision.
  
- VI. Strategy Discussion
  - a. Marc Norman reviewed progress to date toward the 2024 USAC Strategic Plan in the three key areas of athlete development and well-being, membership engagement and events, and organizational excellence. FY23 Strategic Priorities in the three key areas were reviewed and the Board offered feedback. FY23 will focus on better delivery of what USAC is doing today rather than setting aggressive new targets.
  - b. Regarding an update to the website in 2023, it was recommended that Athlete Resources be highlighted more prominently and that athletes be included in the process.
  - c. Marc Norman provided an overview of work being done at the national and international levels with the USOPC and IFSC, respectively. This work positions USAC with some of the most respected and longstanding NGBs to influence best practices in the Movement, fairer allocation of USOPC resources, and the international evolution of sport climbing. USAC Board members and staff representing USAC in IFSC roles were highlighted. Board members shared observations on USAC's positive perception in the national and international spaces. Messaging this work and the trickle-down value to USAC membership was recommended.
  - d. Marc Norman noted the unique challenges of being a growing NGB in the \$5-10M category. At this stage, staff and stakeholder expectations are high, yet financial resources remain limited. Measured decisions are critical through this category and should be considered going into budget discussions and approval.
  
- VII. FY22 Financial Update
  - a. Caitlin Curry reviewed the need for the short year 990, which captured September through December 2021, as USAC shifted to a calendar fiscal year. The Audit Committee has reviewed the 990 and recommends approval.
  - b. *On motions duly made and seconded, the Short Year Form 990 was approved.*
  - c. Caitlin Curry and Trace Harris reviewed status of the Economic Injury Disaster Loan (EIDL) and payments that will commence in December. The Audit Committee recommends investing the loan principal in an interest-bearing account and paying the accrued interest from earnings. This should allow for a small annual net income.
  - d. Caitlin reviewed USAC's current cash position.
  - e. YTD financials and the forecast to finish were reviewed, noting the challenging budget year, revenue and expenses both ending well above budget, and an expected finish at approximately breakeven.

VIII. FY23 Budget

- a. Current status of the FY23 draft budget and approval timeline were reviewed. The Board prioritized supporting TGP obligations this year rather than setting aside any Foundation profit. Current and historical revenue and expense trends were reviewed along with major assumptions and notable changes for the FY23 budget by focus area.

IX. TEAM USA Athlete Commission Update

- a. Kyra Condie reported on the in-person Athlete Commission meeting. Highlights included review of USOPC quad budgeting cycle, the shift to Sport Benefit Statements, making Athlete resources more apparent, and updates by USADA and LA28. In-state tuition is now being offered to qualified athletes at all UC schools. Athlete commercial agreements were discussed.

X. Closed Session

- a. Topics included organizational structure, the status of SafeSport cases, non-U.S. citizen and gender inclusion policies.

XI. USOPC Governance Recommendations & Bylaws

- a. Joel Litvin reviewed the need to update the USAC Bylaws per recommendation of the USOPC. The Board will have the requisite 15-day review period prior to voting.

XII. Gym Value Brainstorm

- a. Alice Kao provided context from the gym owner perspective regarding the value of USAC gym memberships and circumstances surrounding hosting events. The Board brainstormed ideas to create value and build relationships with gyms, including surveys and other means.

XIII. The Board expressed their sincere thanks to Dustin Skinner and Avery Cook for their meaningful contributions to USA Climbing over their tenures.

XIV. Adjournment – The meeting adjourned at 4:38 PM MDT.