

USA Climbing Board of Directors Meeting
Wednesday, December 14, 2022
5:00 p.m. (Virtual via Zoom)



Board Members in Attendance:

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

USA Climbing Staff and Others in Attendance:

Marc Norman, Chief Executive Officer	Lisa Valiant, Chief of Staff
Patti Rube, USAC Foundation	Trevor Clay, Events
JoAnne Carilli-Stevenson, Nominating & Governance Chair	Ben Lowe, Marketing & Communications
John Muse, VP of Sport	Rebecca Ingraham, Education
Caitlin Curry, Finance & Administration	Sharlee Strelbel, Membership & SafeSport

All attendees virtual

The meeting commenced at 5:05 PM MST. Kate Felsen Di Pietro presided. Lisa Valiant served as Secretary.

- I. Call To Order and President's Remarks
 - a. In their last meeting as Board Directors, the Board recognized Avery Cook, Brett Rodgers, and Dustin Skinner for their service.
 - b. It was announced that Joel Litvin would also be stepping down from the Board. Gratitude was expressed for his guidance, dedication, and valued six-year service to USA Climbing.
- II. Board Business
 - a. *On motions duly made and seconded, the minutes from the November 14, 2022 Board meeting were approved.*
 - b. *Meagan Martin was confirmed as Vice Chair of the USA Climbing Board, effective January 1, 2023.*
- III. Governance & Bylaws
 - a. The Bylaws Working Group – Joel Litvin, Avery Cook, Alice Kao, JoAnne Carilli-Stevenson, and Staff – were thanked for their work. Special thanks were expressed to USOPC's David Patterson for his guidance.
 - b. Minor additional edits to the Bylaws were discussed. The timeline for Bylaws approval was reviewed; the Board will have a 15-day review period prior to voting, which will take place in OnBoard from December 27th-29th.
 - c. The Board was asked to consider any Board Committees of interest and let Marc, Kate, and Lisa know.

- d. JoAnne Carilli-Stevenson reviewed the timeline and status of the new board director interviews. Depending on progress, an electronic vote may be called prior to the next Board meeting.
- IV. Regular Updates to the Board
 - a. John Muse reported one instance of Sport Discretion for a reduced session time due to registration size.
- V. National Training Center
 - a. A \$12.5-15M Request for Appropriations (RFA) is being submitted to the Utah State Legislature for presentation in the upcoming legislative session in January.
- VI. The IFSC decision for the 2027 World Championships was postponed, which allows USA Climbing time to explore hosting.
- VII. Partnership revenue over time was reviewed in comparison to the upcoming FY23 budget year. Status of partnership contracts was discussed.
- VIII. Membership. To date this season, overall membership is up 12% year-over-year.
- IX. FY22 Financial Update
 - a. EIDL payments have started.
 - b. We are approaching FY22 year end with a healthy cash position.
 - c. Revenues and Expenses are forecasted to finish in a positive position, above budget at approximately \$6.7M.
- X. FY23 Budget
 - a. Notable budget changes since the November 15 meeting were reviewed including Economic Council support, registration fee increases, reduced foundation assumptions, and team travel expense adjustments. Discussion ensued.
 - b. Year-over-year changes by budget category were reviewed.
 - c. The Audit Committee recommended approval of the FY23 budget, noting the need for continued diligence as USA Climbing progresses through this current high-growth stage to ensure a sustainable future.
 - d. *On motions duly made and seconded, the FY23 motion was approved.*
- XI. Closed Session
 - a. Topics included the status of SafeSport cases, non-U.S. citizen and gender inclusion policies, and staffing changes.
- XII. The next meeting is scheduled for January 25, 2023 at 5:00 p.m. MST, to be held virtually.