

USA Climbing Board of Directors Meeting
Wednesday, June 21, 2023
5:00 p.m. (Virtual via Zoom)



Board Members in Attendance:

Kate Felsen Di Pietro, Chair
Meagan Martin, Vice Chair
Trace Harris, Treasurer
Laura Domoto

Sienna Kopf, Athlete
Connie Lightner
Chris Park
Jason Pill

Geoff Smith
Steve Struthers

USA Climbing Staff and Others in Attendance:

Marc Norman, Chief Executive Officer
Patti Rube, USAC Foundation
JoAnne Carilli-Stevenson*,
Nominating & Governance Chair
John Muse, VP of Sport

Caitlin Curry, Finance & Admin Director
Lisa Valiant, Chief of Staff
Ben Lowe, Marketing & Communications
Rebecca Ingraham, Education Manager
Wendy Vinhage, Development Director

All attendees virtual

The meeting commenced at 5:04 PM MDT. Kate Felsen Di Pietro presided. Lisa Valiant acted as Secretary.

- I. Call To Order and Board Business
 - a. Kate Felsen Di Pietro called the meeting to order.
 - b. *On motions duly made and seconded, the minutes from the April 19, 2023 Board meeting were approved.*
 - c. The board agreed to increase board meetings to 2-1/2 hours moving forward.
 - d. The annual Board Performance Survey will be available through the USOPC Governance Institute/Boardspan for three weeks, approximately June 26-July 16. An invitation will be sent to access the survey.
 - e. The board celebrated Marc's 50th birthday.
- II. Committee Updates
 - a. Nominating Committee
 - i. Candidates are being considered for the open board seat with an expectation to bring a recommendation to the August board meeting.
 - ii. Solicitation for the open DEI Committee positions will be upcoming.
 - b. Audit Committee
 - i. The Audit Committee has reviewed the consolidated FY22 Audited Financial Statements for USA Climbing and the Foundation, as well as 990s for both entities. No significant deficiencies or material weaknesses were reported. Minor adjustments were recorded to reflect new reporting standards.
 - ii. *On motions duly made and seconded, the board approved the FY22 USA Climbing and USA Climbing Foundation Audited Financials and FY22 990s as presented.*
 - c. Athlete Safety Committee

- i. The status of Safesport cases was reviewed.
 - ii. The committee charter is in review.
 - d. Governance Committee
 - i. The committee has circulated a draft charter to other committees with a goal for all committees to make any adjustments to their respective charters for approval in the August or October meeting.
 - ii. The committee is working to draft a board policy manual to be brought to the board for review and approval at the October meeting. Policy areas were reviewed.

III. CEO Update

- a. Required notifications to the Board were provided, noting no yellow or red cards.
- b. A Russia/Belarus participation update was provided.
- c. The current FY23 Performance Indicators dashboard is available in OnBoard.
- d. Athlete Performance
 - i. Mid-season team and individual athlete rankings were reviewed, noting this season's focus on Olympic qualifications. The Olympic qualification pathway was discussed.
- e. National Training Center Discussion
 - i. An update was provided on capital campaign options. Patti and Trace have offered to assist on vetting a selection.
 - ii. Three sites in the greater Salt Lake area were reviewed. All potential partners are motivated for the project to be an anchor to catalyze meaningful development. A matrix will be created to help identify the best option. An update on any proposals from the various interested entities will be provided at the next meeting.
- f. Membership
 - i. Current membership is over 16,000, anticipated to end over 18,000 for the year. Growth in the youth series was reviewed, noting 42,398 youth competition experiences overall, with thanks to Steve for calculating.
- g. Member Satisfaction
 - i. Member surveys are ongoing through September so data can be used for strategic planning going into FY24.
- h. The retail store is live with a soft launch, accessible via the USA Climbing website.
- i. Communications
 - i. Notable communications over the past quarter were reviewed and a communications plan draft is in progress.
 - ii. Website updates are in process. The board encouraged staff to capitalize on the upcoming Paris Games and to build trust and awareness in the USA Climbing brand. Sienna Kopf offered to support website efforts from a board/athlete perspective.
- j. Partnerships
 - i. Status of current and potential partnership negotiations was reviewed. Impacts of the challenging economic climate were discussed. Board members are encouraged to reach out to Marc with any leads and insights that might help drive partnership pitches.
- k. Broadcast
 - i. A potential broadcast partner was discussed.

I. FY23 Financial Update

- i. The USA Climbing accounting system was successfully migrated to QuickBooks online.
 - ii. The \$15M in state funding is expected to be available in July; options are being weighed of where to route those funds. The ethics committee will assess any potential conflicts of interest.
 - iii. FY24 budgeting will commence this summer.
 - iv. Cash balances were reviewed.
 - v. FY23 year-to-date financials were reviewed along with drivers of the notable negative variance to budget. Staff is focused on maintaining expenses and driving revenue opportunities for the last half of the year. Efficiencies with a future National Training Center were discussed, which will bring meaningful budget relief on event expenses.
 - vi. Staff is embarking on an internal FY23 budget reforecast exercise to identify opportunities for cost savings and revenue gains to manage YTD losses. Findings will be reviewed with the chair and vice chair on July 6, then staff will report back to the board.
- m. Board members offered compliments to staff and volunteers for the recent SLC World Cup and encouraged board members to make an effort to attend future events.

IV. Foundation

- a. The announcement of inaugural trustees was released with bios launched on the USA Climbing website.
- b. Having trustees on the Foundation board is critical to the USA Climbing budget. Board members were encouraged to make connections and send leads to Patti.
- c. The Foundation annual meeting will be held in person in Salt Lake City September 30-October 1, the weekend prior to the USA Climbing board meeting.

V. Adjournment – The meeting adjourned at 7:14 PM MDT.