

USA Climbing Board of Directors Meeting
Wednesday, August 23, 2023
5:00 p.m. (Virtual via Zoom)



Board Members in Attendance:

Kate Felsen Di Pietro, Chair	Jesse Grupper, Athlete	Jason Pill
Meagan Martin, Vice Chair	Alice Kao	Geoff Smith
Trace Harris, Treasurer	Sienna Kopf, Athlete	Steve Struthers
Kyra Condie, Athlete	Connie Lightner	(Deana Labriola)
Laura Domoto	Chris Park	

USA Climbing Staff and Others in Attendance:

Marc Norman, Chief Executive Officer	Wendy Vinhage, Development Director
JoAnne Carilli-Stevenson*, Nominating & Governance Chair	Trevor Clay
John Muse, VP of Sport	Meg Coyne
Caitlin Curry, Finance & Admin Director	Zack DiCristino, Medical Manager
Lisa Valiant, Chief of Staff	Sharlee Strebel, SafeSport & Membership Manager
Ben Lowe, Marketing & Communications	Steve Brown, Millcreek Consulting
Rebecca Ingraham, Education Manager	Brent Tippets, VCBO Architecture

All attendees virtual

The meeting commenced at 5:03 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 and reflected on World Championships in Bern.
 - b. *On motions duly made and seconded, the minutes of the June 21, 2023 Board meeting were approved.*
- II. Committee Updates
 - a. Nominating Committee
 - i. The Nominating Committee reviewed and recommended Deana Labriola for appointment to the USA Climbing Board of Directors.
 - ii. *On motions duly made and seconded, Deana Labriola was approved as a member of the USA Climbing Board of Directors.*
 - iii. DEI solicitations are in process.
 - b. Governance Committee
 - i. The committee is continuing work on a draft board policy manual to be brought to the board for review and approval at the October meeting.
 - ii. The committee is gathering and reviewing draft charters from all board committees for review and approval at the October meeting.
 - c. Athlete Safety Committee
 - i. The status of Safesport cases was reviewed.

- d. Audit & Compensation Committee
 - i. The committee completed updates to USA Climbing's fiscal policy and procedures.
 - ii. After a thorough review of options, the committee selected Raymond James to house and advise on the state funding allocation.
 - iii. Jacey Skinner from Ballard Spahr is advising on use of state funds and language within the State of Utah agreement.
 - iv. Safe and flexible operating cash management strategies are in review.
 - v. An updated budget forecast was reviewed and circulated.
 - vi. *On motions duly made and seconded, the contents of the USA Climbing Fiscal Policy were approved, noting flexibility in the general structure for consistency across all policies. Deana Labriola abstained as a newly appointed Director who has not seen the policy.*

III. FY23 Financial Update

- a. \$14.5M was received from the State of Utah, noting \$500,000 held by the state until completion. Funds were deposited with Raymond James.
- b. USA Climbing has implemented a new A/P system. Invoices and expense reports can now be submitted to accounting@usacimbing.org.
- c. Cash balances were reviewed. This period is consistently the lowest cash flow of the year.
- d. FY23 year-to-date financials were reviewed along with drivers of the budget variances. Financials were also compared to the budget reforecast.
- e. It was noted that the USAC Foundation is actively looking for additional trustees.

IV. CEO Update

- a. With Ben Lowe's move to Alabama, USAC is initiating recruitment for a new Marketing and Communications Director. Ben will continue to assist through the transition. Gratitude was expressed to Ben for his contribution to USA Climbing through his tenure.
- b. Partnerships – Status of current and potential partnership negotiations and categories was reviewed. Through recommendation of board member Chris Park, USA Climbing is working with consultant Martin Kim for strategy recommendations, partnership collateral updates, and lead-generation support. Board members are encouraged to reach out to Marc with any leads. The full financial commitment from The North Face was triggered with Olympic qualifications secured in Bern.
- c. Membership – Current membership is over 18,000 for the year.
- d. Required notifications to the Board were provided, noting none.
- e. Sport
 - i. Youth – A Youth National Championships recap was provided, noting high praise of the format and location. Youth World Championships is in progress in Seoul.
 - ii. World Cup/Paraclimbing World Cup season updates were provided, noting current team rankings and medal counts. Status of Paraclimbing inclusion for LA28 is expected by the end of the year.
 - iii. World Championship results were reviewed, noting Olympic-qualified athletes Emma Hunt and Colin Duffy.

- iv. USA Climbing's progress toward its 2024 Paris Olympic Games goal was reviewed.
- v. Mo Beck has announced her retirement from competition; she was recognized and congratulated for her meaningful career and contributions to the sport.
- vi. Policies
 - Progress on the National Team Eligibility Policy (formerly "Non-U.S. Citizen Policy") was reviewed, noting the board directive to treat non-U.S. citizen's as similar to U.S. citizens as possible.
 - Progress on the Transgender Athlete Participation Policy (formerly "Gender Inclusion Policy") was reviewed, noting the board directive for a more conditional process for a transgender athlete's participation at levels considered International Track but with no conditions placed on levels considered Non-International Track. It was noted that the USA Climbing policy is more restrictive than the current IFSC policy and anticipates future changes to the IFSC policy.

Kate Felsen Di Pietro summarized the extensive work over the past year on this topic including frequent Medical Committee and DEI Committee Meetings, regular Board meeting discussions, polling of the Board, the Board's September 2022 Special Meeting for Medical and DEI presentations, and review of extensive medical and DEI resources on the topic. She encouraged the Board to remain well-informed of the latest science.

- With implications to the rulebook, an electronic vote for these two policies may be presented to the Board prior to the next meeting.
- f. National Training Center Discussion
- i. National Training Center project priorities were reviewed along with a historical timeline to date. National Training Center documents will be provided in OnBoard after the meeting.
 - ii. The overall project timeline was reviewed noting inflection points for future board review and noting the timeline fundraising activity.
 - iii. Initial research toward a capital campaign was reviewed which will begin with a feasibility study to inform how the project moves forward. Financing options are simultaneously in review. Site selection was noted as a critical next step to moving the project and capital campaign forward. Funding opportunities will include fundraising, sponsorships, naming rights, and other sources. Future expense efficiencies primarily related to hosting events will also help offset costs.
 - iv. A draft business model will be brought to a future meeting with consideration of the varying priorities at play.
 - v. Discussion occurred regarding the appropriate process to formally express Board support of the project and enable staff to move the project forward within the newly approved fiscal policy.

On motions duly made and seconded, the Board approved USA Climbing staff to pursue planning activities and expenditures for the National Training Center, in accordance with the agreement with the State of Utah Pass Through Funding Agreement dated 8/2/2023.

V. Adjournment – The meeting adjourned at 7:43 PM MDT.

APPROVED