

USA Climbing Board of Directors Meeting
Wednesday, December 11, 2024
4:00 p.m. (Virtual via Zoom)



Board Members in Attendance:

Kate Felsen Di Pietro, Chair
Meagan Martin, Vice Chair
Trace Harris, Treasurer
Maureen Beck, Athlete
Kyra Condie, Athlete

Laura Domoto
Jesse Grupper, Athlete
Bret Johnston
Deana Labriola
Connie Lightner

Joey Molko
Jason Pill
Steve Struthers

USA Climbing Staff and Others in Attendance:

Marc Norman, President & CEO
Lisa Valiant, Chief of Staff, Secretary
Patti Rube, USAC Foundation
Avery Cook, Nominating Committee
Caitlin Curry, Finance & Admin Director

John Muse, VP of Sport
Patrick Bodnar, Marketing & Communications
Zack DiCristino, Medical Manager
Rebecca Ingraham, Education Manager
Trevor Clay, Elite Series Manager

All attendees virtual

The meeting commenced at 4:03 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.
 - b. *On motions duly made and seconded, minutes from the October 26-27, 2024 Board Meeting, held in-person in Salt Lake City, were unanimously approved.*
 - c. *The board affirmed that, on motion duly made and seconded, the FY23 USA Climbing and USA Climbing Foundation 990s were unanimously approved via electronic vote on November 14, 2024.*
 - d. It was noted that the USA Climbing Athletes' Commission approved Meagan Martin and Maureen Beck for retention as Athlete Directors on the Board (2025-2028) for their second terms; Kyra Condie to complete the final two years of a second term as Athlete Director following completion of her role as Team USA AC Representative, effective January 1, 2025-December 31, 2026, which fills the seat vacated by Siena Kopf; and Jesse Grupper for a second term as Athlete Director (retroactive 2022-2026), which was approved by the Board in 2022.
 - e. Avery Cook presented the Nominating Committee's recommendation for the vacant Independent Board Director seat. Discussion ensued. *On motion duly made and seconded, Brian McAndrews was unanimously approved as an independent director on the USA Climbing Board of Directors, filling a partial term ending December 31, 2026, and effective in 2025 upon completion of required compliance items.*
 - f. *On motion duly made and seconded, the Board unanimously approved the removal of athlete Matti Abbott from the Nominating Committee for non-participation.* It was noted that the USA Climbing Athletes' Commission was also notified and acknowledged the removal.
 - g. An update was provided on the current Team USA Athletes' Commission election and process.

- II. FY24 Financials & FY25 Budget
- a. FY24 year-to-date financials were reviewed, including any notable variances to budget. It was noted that the USA Climbing and USA Climbing Foundation 990s were filed, that the Audit Committee reviewed the FY25 budget and recommended approval by the Board, and that USA Climbing will commence its USOPC Certification Audit in Q1 2025. Cash balances were reviewed.
 - b. The FY25 proposed budget was presented. Increased support for paraclimbing was reviewed. Year-over-year changes, major assumptions, revenue and expense streams and trends, staffing, utilization of interest, and risk and opportunity areas were discussed. An update was provided on possible interim locations for the USA Climbing Training Center and offices prior to completion of the permanent National Training Center project.
 - c. *On motion duly made and seconded, the Board moved to closed session for further budget discussion.*
 - d. The Board returned from closed session.
 - e. *On motion duly made and seconded, the FY25 budget was unanimously approved with an amendment to include, at the discretion of the President & CEO and only if budget allows, two additional priorities of investing in additional USA Climbing Foundation support and retaining a refocused Education position.*
- III. Due to time constraints, all other agenda topics were continued to future meetings. An additional meeting will be considered before the end of the year.
- IV. The Board adjourned to closed session to discuss the process for the annual performance review of the President & CEO.

The meeting adjourned at 7:22 PM MDT.