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U.S. Center for SafeSport Board of Directors ("Board") May 31, 2024 Meeting Minutes Time: 9:03am MST

In Attendance: April Holmes (Chair), Chicka Elloy (Vice Chair), Scott Rochelle, Julie Fabsik-Swarts, Katy Spaulding, Pam Wheeler, Autumn Ascano, Matt Cenedella, Craig Bradley (Virtual), Kimberly Fields (Virtual), Ju'Riese Colon, Elizabeth Calkins, Jorge Fernandez, Jessica Perrill, Hannah Hinton, Martha Van Gelder, Heath Phillips, Monica Rivera, Hilary Nemchik.

Special Guests:

SAAT Representatives Lauren Kuntz (Virtual) Lynn Nelson

<u>Team USA Athletes Commission Representatives</u> Elizabeth Ramsey Mark Ladwig

Bank of America Misti Sangani

Opening

Ms. Holmes opened the meeting and welcomed the group at 9:04am MST.

Quorum

Attending Board Members constituted a quorum of the Board under U.S. Center for SafeSport bylaws.

Ms. Holmes completed the roll call, introduced the new members, and reviewed the agenda for the day.

Consent agenda items were presented to include March 2024 minutes and the CEO report.

A **motion** was made by Mr. Rochelle and seconded by Ms. Spaulding to approve the consent agenda. The **motion** passed unanimously.

Discussion: CEO Update

Ms. Colon gave a high-level overview of the CEO report, survivor engagement, response & resolution changes, local legislation and congressional hearings, culture and climate survey, and prep for the Olympic and Paralympic Games.

Action Items: Ms. Colon will send updates on the strategic plan progress throughout the year.

Special Guest: SAAT Representatives



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Ms. Lynn Nelson, Ms. Katy Spaulding and Ms. Lauren Kuntz shared their experiences as athletes, survivors and how SAAT is working with the Center to help athletes work together.

Action Items: None

Special Guest: Team USA Athletes Commission

Ms. Ramsey and Mr. Ladwig joined the meeting at 10:05am MT.

Ms. Elizabeth Ramsey gave a high-level overview of the Team USA Athletes Commission including an organizational overview, SafeSport feedback and partnership moving forward.

Action Items: SafeSport will setup a follow-up meeting with the AC on a regular basis moving forward.

Ms. Ramsey and Mr. Ladwig left the meeting at 10:51am MT. Ms. Kuntz and Ms. Nelson left the meeting at 10:51am MT.

Special Guest: Bank of America

Ms. Misti Sangani joined the meeting at 11:04am MT

Ms. Misti Sangani gave a high-level overview of the board giving and philanthropic initiatives as well as financial stability goals.

Action Items: None

Ms. Misti Sangani left the meeting at 11:33am MT

Discussion: Audit Committee Report

Mr. Cenedella discussed the single audit and the financial audit completed by Plante Moran.

A **Motion** was made to accept the audit findings as specified in the Plante Moran audit opinion letter by Ms. Wheeler and was seconded by Ms. Fabsik-Swarts. **Motion** passed unanimously.

Action Items: None

Discussion: Finance Committee Report

Mr. Fernandez gave a high-level overview of the quarterly financials, the office lease, and the completed financial audit by Plante Moran.

A **Motion** was made by Ms. Ascano to approve moving \$2M from the operating reserves account to the Board reserves account, which was seconded by Mr. Cenedella. **Motion** passed unanimously.



Action Items: None

Ms. Van Gelder left the meeting at 11:45pm MT.

Discussion: Nominating & Governance Committee Report

Mr. Elloy reviewed the members who are resigning from the board and changing positions. Mr. Kevin Flaherty resigned as of May 16, 2024, and Ms. Pat Harned resigned as of April 25, 2024. Ms. Autumn Ascano is stepping down as the Board secretary as of May 31, 2024.

A **Motion** was made by Mr. Elloy to nominate and elect Mr. Cenedella as treasurer for the remainder of the departing treasurer's term, ending January 1, 2025, and was seconded by Ms. Wheeler. **Motion** passed unanimously.

Mr. Bradley left the meeting at 12:00p MT.

A **Motion** was made by Mr. Elloy to nominate and approve Mr. Rochelle as Secretary to serve the remainder of the departing secretary's term, ending January 1, 2025, and was seconded by Ms. Spaulding . **Motion** passed unanimously.

Action Items: Board members will help with recruiting for the 4 open slots on the board.

Discussion: Response & Resolution Updates

Ms. Perrill provided an overview of the process changes and feedback received thus far from NGBs, athletes, and the public implemented by the Center's Response & Resolution team.

Action Items: None

Discussion: Staff Meet and Greet

Ms. Holmes introduced the Board and met with staff in attendance.

Action Items: None

Ms. Calkins left the meeting at 1:33pm MT. Mr. Phillips left the meeting at 1:33pm MT. Mr. Fernandez left the meeting at 1:33pm MT. Ms. Hinton left the meeting at 1:33pm MT. Ms. Perrill left the meeting at 1:33pm MT. Ms. Colon left the meeting at 1:33pm MT.

Discussion: Executive Session



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The Board entered executive session at 2:00pm MT.

Executive Session ended at 3:12 pm MT.

Action Items: None