

MINUTES
UNITED STATES CENTER FOR SAFESPORT
June 22, 2018

Opening of Meeting

1. The meeting of the Board of Directors of the United States Center for SafeSport (USCSS) was opened on Friday, June 22, 2018 at 9:00 a.m. MDT. Notice of the meeting was duly given pursuant to USSS Bylaws. The meeting was held virtually by video conference.

Board Members Present

2. The following Board members were present on Friday, June 22, 2018: Frank Marshall, Chair, Megan Ryther, Secretary, Julie Novak, Connie Smotek, Jessica Herrera-Flanigan, and Regis Becker.
3. Also in attendance for the meeting were USSS employees Shellie Pfohl (Chief Executive Officer), Malia Arrington (Chief Operating Officer), Allyson Anthony (Administrative Specialist), David (Director of Finance, Human Resources, and Office Infrastructure), Katie Hanna (Director of Education and Outreach), and Scott Lewis (Acting Chief of Response and Resolution). Jon Fish (Chair of the Audit Committee) and Dan Hill (President, Hill Impact) were also present for portions of the meeting.

Quorum

4. Attending Board members constituted a quorum of the Board under USSS Bylaws.

Approval of March 2018 Minutes

5. A motion was made and seconded to approve the Board minutes for the March 2018 meeting. The motion passed unanimously.

Chief Executive Officer Report

6. Shellie Pfohl reviewed the growth of response and resolution as well as education and outreach.
7. Ms. Pfohl expressed that internal policies and procedures will continue to be reviewed as the organization grows.
8. Ms. Pfohl informed the Board that the information technology audit will soon commence.
9. Ms. Pfohl updated the Board on USSS government relations matters.
10. Ms. Pfohl expressed that USSS is working to diversify funding, noting foundations, grants, and individual giving.
11. Ms. Pfohl introduced Scott Lewis to Board as Acting Chief of Response and Resolution.

12. Mr. Lewis shared his experience in sexual assault and abuse response and prevention including in Title IX.
13. Mr. Lewis left the meeting at 9:51 a.m.

Education and Outreach Report

14. Katie Hanna reviewed statistics from the SafeSport Learning Management System, including completion data, growth from 2017, and prospective peak months.
15. Ms. Hanna informed the Board of the fee-for-service training system launch and recent educational partnerships.
16. Ms. Hanna also noted the release of a free parent toolkit and free parent training available to the public.
17. Ms. Hanna discussed climate survey pilots in progress, the creation of a youth advisory board, and a Champions program.
18. Ms. Hanna explained the revisions to education and training policies and expected effective dates.

Chief Operating Officer Report

19. Malia Arrington reviewed anticipated modifications to policies and procedures based on feedback during USCSS's first operational year.
20. Ms. Arrington presented the response and resolution data, noting USCSS has received over one thousand reports.
21. Ms. Arrington explained the different categories of reports, trends, and closure statistics.

Public Relations Report

22. Dan Hill presented media inquiry numbers for the second quarter of 2018.
23. Mr. Hill explained the processes Hill Impact employs upon receipt of media requests.

Nominating and Governance Report

24. Dan Hill, Katie Hanna, Malia Arrington, and David Barnett left the meeting.
25. Jessica Herrera-Flanigan discussed the bylaw and charter revisions to align content and election processes.
26. Ms. Smotek mentioned that the bylaws do not yet reflect the addition of a standing audit committee.
27. A motion was made and seconded to approve the changes to the bylaws and charters upon minor revisions. The motion passed unanimously.

28. Lou De Baca is the committee recommendation for outside Nominating and Governance Committee member, and Dr. Angelo Giardino was recommended as Board member liaison for the Fundraising Advisory Committee.
29. A **motion** was made and seconded to approve committee nomination and recommendations as presented. The motion passed unanimously.
30. The Board entered Executive Session.
31. After meeting in Executive Session, the Board reconvened in regular session.
32. Immediately following Executive Session, the Board concluded a potential conflict of interest discussed during Executive Session is not a concern to USCSS.

Compensation Committee Report

33. David Barnett rejoined the meeting.
34. Regis Becker stated that as part of the compensation program, USCSS leadership is able to utilize other forms of variable pay in addition to performance bonuses, which could include spot bonuses and team incentives as appropriate and in keeping within budget.
35. The Committee discussed key performance indicators and performance review documentation.
36. Mr. Becker recommended addressing succession planning in keeping with best practices. The Compensation Committee will work to create a succession plan.

Finance Committee

37. Mr. Barnett presented the year to date financials, statement of financial position, and statement of activities.
38. A **motion** was made and seconded to accept the May 2018 year to date financials. The motion passed unanimously.
39. Ms. Pfohl presented the 2018 revised budget proposal to the Board, including staffing plan, office space additions, and donor restricted grants.
40. A **motion** was made and seconded to approve the 2018 revised budget as presented. The motion passed unanimously.
41. The Board discussed a minor change to the dates of the September meeting of the USCSS Board of Directors.


Audit Committee Report

42. Jon Fish joined the meeting.
43. Mr. Fish mentioned discussions with the auditors reflecting positive feedback on the audit process with USCSS management.

44. Mr. Fish reviewed the 2017 Audited Financials with the Board.
45. Ann Hinkins and Scott Flansburg, EKS&H auditors, joined the meeting to discuss the audit process and report.
46. A **motion** was made and seconded to accept the Audit Committee Report and 2017 Audited Financial Statements. The motion passed unanimously.

Adjournment

47. The meeting adjourned at 12:45 p.m. MDT on Friday, June 22, 2018.



Megan Ryther
Secretary

Approved by the USCSS Board on September 14, 2018.