

U.S. Center for SafeSport Board of Directors (“Board”)

August 21, 2020

Meeting Minutes

Time: 9:03am MST

In Attendance: Frank Marshall (Board Chair), Regis Becker, Angelo Giardino, Jessica Herrera-Flanigan, Julie Novak, Megan Ryther, Connie Smotek, Pat Harned, Reuben Jones, Autumn Ascano, Ju’Riese Colon, Jen Cope, Katie Hannah, Ryan Lipes, Jon Fish, Heather O’Brien

Outside Guests: Joe Zonies (Zonies Law LLC)

Opening

Mr. Marshall opened the meeting and welcomed the group at 9:04am MST.

Ms. Colon completed roll call and welcomed Ms. Heather O’Brien and briefed the Board on her background.

Ms. Colon presented and reviewed the agenda for the day.

Consent agenda items were presented to include May 2020 minutes and CEO report.

A **motion** was made by Ms. Herrera-Flanigan and seconded by Ms. Ryther to approve the consent agenda. The motion passed unanimously.

Quorum

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

Discussion: COVID-19 Update

Ms. Colon shared COVID-19 impact and planning, including reduction in reports, training impact, travel restrictions, audit impact, financial implications, and staffing plans. Ms. Colon also shared that the new remote work environment was successful and discussed long-term space needs.

Action Items: None

Discussion: Legislative Update

Ms. Hanna reviewed the passing of Senate Bill 2330 as it moves onto the house. Ms. Hanna discussed hurdles and next steps in moving the bill forward.

Action Items: None

Discussion: Climate Survey and Athlete Engagement

Ms. Hanna discussed the climate survey, that will be released in October, which is a survey of adult athletes to gather data on perceptions of climate in their sport, institutional responses to abuse and misconduct and experiences related to abuse in sport. Secondary purposes are to identify multiyear climate measurement approach across the movement, utilize data to guide action and future education, initiatives and collaboration and reissue the survey.

Action Items: None

Discussion: Sarah Hirshland, CEO United States Olympic and Paralympic Committee (“USOPC”)

Ms. Hirshland joined the meeting.

Ms. Hirshland discussed the USOPC’s commitment to the Center and recent changes to the USOPC leadership structure, including the Athlete Services Team.

Ms. Hirshland discussed USOPC initiatives that have been developed to support athlete well-being and mental health. Ms. Hirshland also gave a high-level overview of how COVID-19 has impacted athletes, the games, and the Olympic Movement.

Ms. Hirshland shared her opinions regarding areas in which the Center could improve, including athlete engagement and resolution times. She also outlined three areas of focus for the USOPC moving forward including education and prevention, resources for NGB’s, and stronger communications.

Ms. Hirshland left the meeting.

Ms. Hanna left the meeting.

Discussion: Finance Committee

Mr. Jones (Chair) provided a recap of the Finance Committee meeting.

Mr. Jones reviewed financials, operating funds, and the 2020 budget.

Ms. Cope reviewed the Q2 financial update, 2020 projections, the operating reserve policy, the Center's Statement of Financial Position, and the three-year financial forecast.

Ms. Cope shared the results of the recent cyber security assessment and plan moving forward.

Action Items: None

Discussion: Audit Committee

Mr. Fish (Audit Committee Chair) joined the meeting.

Mr. Fish reviewed the 990-tax form and procedures for approving prior to filing.

A **motion** was made by Mr. Becker and seconded by Mr. Jones to approve the 990. Motion passed unanimously.

Mr. Fish detailed the Statement of Financial Position, including assets, receivables, net assets, and importance of reviewing and planning for potential collectability issues.

Action Items: None

Mr. Fish left the meeting.

Mr. Lipes joined the meeting.

Discussion: Nominating and Governance Committee

Ms. Herrera-Flanigan (Chair) discussed vacant board positions and next steps to select and approve new members. Ms. Herrera-Flanigan also discussed board committee assignments and the importance of all members serving on at least one committee.

A **motion** was made by Mr. Becker and seconded by Ms. Smotek to remove Ms. Herrera-Flannigan from the Audit Committee. Motion passed unanimously.

A **motion** was made by Mr. Jones and seconded by Ms. Ryther to remove Mr. Verret from the Nominating and Governance Committee. Motion passed unanimously.

The Board discussed Board giving requirements for the year.

Action Item: The Committee will begin interviews of potential candidates for open Board positions.

Discussion: Compensation Committee

Ms. Calkins, Ms. O'Brien, Ms. Cope and Mr. Lipes left the meeting.

Mr. Becker (Compensation Committee Chair) discussed CEO performance review, annual review process, and compensation review.

Action Item: Ms. Colon will work to identify a company to conduct CEO compensation review, with the intention of presenting findings before the next board meeting.

Discussion: Space Plan

Ms. Calkins, Ms. O'Brien, Ms. Cope and Mr. Lipes joined the meeting.

Ms. Cope discussed the space plan recommendations, planning, progress, and next steps.

Action Items: Ms. Cope will share the updated space plan recommendations at the December Board meeting.

Discussion: Strategic Planning

Ms. Colon discussed the strategic plan for 2021-2023 and key actions to continue to support the organizational growth.

Ms. Cope and Ms. Calkins left the meeting.

Action Item: Ms. Colon will share updated strategic planning document with the Board, update the targets and provide an updated version for review in time for delivery by end of day, August 31, 2020, as per the MSA, along with the 3-year forecast.

Executive Session

Board entered executive session at 3:15 PM MST.

A **motion** was made by Mr. Becker and seconded by Mr. Jones to adjourn the meeting. Motion passed unanimously.

Meeting Adjourned at 3:45 PM MST.