

U.S. Center for SafeSport Board of Directors (“Board”)
December 8, 2023
Meeting Minutes
Time: 9:00am MST

In Attendance: April Holmes (Board Chair), Kevin Flaherty, Julie Novak, Connie Smotek, Kimberly Fields, Pam Wheeler, Autumn Ascano, Ju’Riese Colon, Elizabeth Calkins, Jorge Fernandez, Jessica Perrill, Heath Phillips.

Special Guests: USOPC
Sarah Hirshland- CEO, USOPC
Nicole Deal- SVP, Chief of Security and Athlete Services, USOPC

HRQ Inc.
Nick Grant- HRQ Inc.
Melissa LeLand- HRQ Inc.

US Center for SafeSport
Eric Williams- Deputy VP, Investigations
Hannah Hinton- VP, Organizational Development & Compliance
Martha Van Gelder- VP, Growth and Partnerships
Jane Hyeon- Senior Director Human Resources

Opening

Ms. Holmes opened the meeting and welcomed the group at 9:03am MST.

Ms. Holmes completed the roll call and reviewed the agenda for the day.

Quorum

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

Consent agenda items were presented to include August 2023 minutes and the CEO report.

A **motion** was made by Ms. Harned and seconded by Ms. Smotek to approve the consent agenda. The **motion** passed unanimously.

Discussion: CEO Update

Ms. Colon gave a high-level overview of the CEO report.

Action Items: Ms. Colon will update the Board once the Center is updated on the Olympic Committee report and additional hearings with Congress.

Discussion: Audit Committee Report

Mr. Cenedella discussed the proposal process to select audit firms and next steps for the 2024 audit.

Action Items: The Audit Committee will share the audit engagement letter prior to the next board meeting.

Ms. Wheeler joined the meeting at 9:44am MT.

Discussion: Finance Committee Report

Mr. Flaherty discussed the committee's intention to draft an investment policy to bring to the board later this year.

Mr. Fernandez gave a high-level overview of the quarterly financials, 2024 proposed budget, and presented an amended approval matrix to reflect recent organizational changes.

The Finance Committee presented the 2024 budget for vote. A **Motion** was made by Ms. Smotek and was seconded by Ms. Fields. **Motion** passed unanimously.

The Finance Committee presented the approval matrix, for vote. A **Motion** was made by Ms. Smotek and was seconded by Ms. Fields. **Motion** passed unanimously.

Action Items: The Finance Committee will update the board on the budget deficit and expense spending.

Ms. Novak joined the meeting at 10:01am MT.

Mr. Cenedella left the meeting at 10:18am MT.

Discussion: Nominating & Governance Committee Report

Ms. Colon presented the slate of new board candidates.

The Nominating & Governance Committee recommends the following candidates to the Board for the following positions beginning on January 1, 2024:

Matt Cenedella, Board Member Candidate

Scott Rochelle, Board Member Candidate

Julie Fabsik-Swarts, Board Member Candidate

Katy Spaulding, Athlete Board Member Candidate

A **Motion** was made by Ms. Fields and was seconded by Ms. Ascano. **Motion** passed unanimously.

Action Items: The committee will begin onboarding in January.

Discussion: Formation of New Committees

The Board discussed the formation of three new committees: Emeritus Board, Corporate Advisory Council, and DEIB (diversity, equity, inclusion and belonging).

Action Items: Nominating & Governance Committee will review and discuss committee structures and present options at the Q1 board meeting.

Discussion: Response and Resolution Process

Mr. Cenedella rejoined the meeting at 10:48am MT.
Ms. Van Gelder joined the meeting at 10:48am MT.
Mr. Eric Williams joined the meeting at 10:50am MT.

Mr. Williams reviewed the current Response & Resolution process.

Ms. Perrill discussed updates to the Response & Resolution process, including code revisions, structure, process and workflow.

Action Items: None

Mr. Eric Williams left the meeting at 12:06pm MT.

Discussion: Executive Session

Ms. Calkins left the meeting at 12:06pm MT.
Mr. Phillips left the meeting at 12:06pm MT.
Mr. Fernandez left the meeting at 12:06pm MT.

The Board entered executive session at 12:32pm MT.

Executive Session ended at 1:00pm MT.

Ms. Calkins rejoined the meeting at 1:00pm MT.
Mr. Phillips rejoined the meeting at 1:00pm MT.
Mr. Fernandez rejoined the meeting at 1:00pm MT.

Discussion: Employee Compensation Review with HRQ Inc.

Mr. Nick Grant and Ms. Melissa Leland joined the meeting at 1:00pm MT.
Ms. Jane Hyeon joined the meeting at 1:00pm MT.
Mr. Flaherty joined the meeting at 1:09pm MT.

Ms. Melissa Leland and Mr. Nick Grant gave an overview of the compensation review next steps.

Action Items: None

Mr. Nick Grant and Ms. Melissa Leland left the meeting at 1:32pm MT.
Ms. Jane Hyeon left the meeting at 1:32pm MT.

Discussion: Strategic Planning Discussion

Ms. Van Gelder joined the meeting at 1:32pm MT.

Ms. Colon gave a high-level review of the 2024-2026 strategic plan.

Action Items: Ms. Colon will send the Board links to Center social media accounts.

Special Guest: Sarah Hirshland, USOPC CEO

Ms. Sarah Hirshland and Ms. Nicole Deal joined the meeting at 1:58pm MT.
Ms. Novak joined the meeting at 2:03pm MT

Ms. Hirshland gave a high-level overview of the USOPC, the state of NGBs, preparation for the 2024 Summer Games, efforts to bring the 2034 Winter Games to Salt Lake City, Utah, and potential legislation relating to colleges and universities.

Action Items: None

Ms. Sarah Hirshland and Ms. Nicole Deal left the meeting at 2:34pm MT.

Meeting Adjourned at 3:02pm MT.