

U.S. Center for SafeSport Board of Directors (“Board”)
March 1, 2024
Meeting Minutes
Time: 9:00am MST

In Attendance: Chicka Elloy (Vice Chair), Kevin Flaherty, Scott Rochelle, Julie Swarts, Katy Spaulding, Pam Wheeler, Autumn Ascano, Pat Harned, Matt Cenedella, Ju’Riese Colon, Elizabeth Calkins, Jorge Fernandez, Jessica Perrill, Hannah Hinton, Martha Van Gelder, Heath Phillips.

Special Guests: NGBC Representatives
Pat Kelleher- Executive Director, USA Hockey
Sonja Keating- General Counsel & COO, US Equestrian

US Center for SafeSport
Gretchen Winter- Ethics Officer, USCSS

Opening

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

Discussion: CEO Update

Ms. Colon gave a high-level overview of the CEO report including the wrap up of the 2020-2023 strategic plan and the 2024-2026 plan kick off, recent media reports, Olympic commission report, and the prep for the Paris Olympic and Paralympic Games.

Action Items: Ms. Colon will distribute the Commission report to the board. Ms. Colon will let the board know of ways they can support the staff and help with morale.

Mr. Cenedella joined the meeting at 9:07am MT.
Ms. Wheeler joined the meeting at 9:12am MT.
Mr. Rochelle joined the meeting at 9:15am MT.

Quorum

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

Mr. Elloy completed the roll call, introduced the new members, and reviewed the agenda for the day.

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

A **motion** was made by Mr. Flaherty and seconded by Mr. Cenedella to approve the consent agenda. The **motion** passed unanimously.

Discussion: Finance Committee Report

Mr. Fernandez gave a high-level overview of the quarterly financials, 2023 fiscal year end, and the single audit wrap up as well as the upcoming financial audit.

Action Items: None

Discussion: Audit Committee Report

Mr. Fernandez discussed the single audit and financial audit.

Action Items: None

Discussion: Nominating & Governance Committee Report

Ms. Colon presented the slate of votes to renew terms of board members as well as reappointing committee members for another term.

The Nominating & Governance Committee recommended the following candidates to the Board for the following positions beginning on January 1, 2024, and ending on December 31, 2026:

Autumn Ascano, Board Member
Kimberly Fields, Board Member
April Holmes, Board Member

A **Motion** was made by Mr. Flaherty and was seconded by Mr. Cenedella. **Motion** passed unanimously.

The Nominating & Governance Committee recommended the following members to be appointed to the Audit Committee for a one-year term beginning on January 1, 2024, and ending on December 31, 2024:

Matt Cenedella, Audit Committee Chair
Pat Harned, Audit Committee Member
Autumn Ascano, Audit Committee Member
Katy Spaulding, Audit Committee Member

A **Motion** was made by Mr. Flaherty and was seconded by Ms. Julie Fabsik-Swarts. **Motion** passed unanimously.

The Nominating & Governance Committee recommended the following members to be appointed to the Finance Committee for a one-year term beginning on January 1, 2024, and ending on December 31, 2024:

Kevin Flaherty, Finance Committee Chair
Kimberly Fields, Finance Committee Member
Craig Bradley, Finance Committee Member
Julie Fabsik-Swarts, Finance Committee Member

A **Motion** was made by Ms. Fabsik-Swarts and was seconded by Ms. Spaulding. **Motion** passed unanimously.

The Nominating & Governance Committee recommended the following members to be appointed to the Nominating & Governance Committee for a one-year term beginning on January 1, 2024, and ending on December 31, 2024:

Chicka Elloy, Nominating & Governance Committee Chair
Scott Rochelle, Nominating & Governance Committee Member
Pam Wheeler, Nominating & Governance Committee Member
Shakira Henderson, Nominating & Governance Committee Member

A **Motion** was made by Ms. Ascano and was seconded by Ms. Fabsik-Swarts. **Motion** passed unanimously.

The Nominating & Governance Committee recommended the following members to be appointed to the Executive Committee for a one-year term beginning on January 1, 2024, and ending on December 31, 2024:

April Holmes, Board Chair/Athlete Director
Chicka Elloy, Board Vice Chair
Kevin Flaherty, Board Treasurer
Autumn Ascano, Board Secretary

A **Motion** was made by Mr. Rochelle and was seconded by Ms. Spaulding. **Motion** passed unanimously.

Ms. Colon discussed the current board committee terms and the proposed changes for the board to discuss.

Ms. Colon discussed the NGB Director roles and responsibilities.

Board Chair- current: 2 years;	options: no change or
Board members- current: 3 years?	
Officers- 1 year;	options: 2 years or
Committees- 1 year;	options: 2 years or 3 years
Committee chair- 2 years;	options: no change or

Term limits for board members- 3 terms
Bylaws state that the board appoints all the officer positions.

Action Items: The Board will revisit this and then vote on changing the bylaws if the motion passes. Should we change the process of nominating officers internally? This will help with succession

planning. JC and Heath can discuss the process of nominating and turn over for the board to discuss. Matt would like to discuss the process of changing the bylaws? Are chairs elected by the board and does the chair approve of these or is there a vote...maybe a call for nominations.

Special Guest: NGBC

Ms. Hannah Hinton joined at 9:59am MT.

Ms. Wheeler left the meeting at 10:00am MT.

Mr. Pat Kelleher joined the meeting at 10:00am MT

Ms. Sonja Keating joined the meeting at 10:05am MT

Mr. Kelleher and Ms. Keating introduced themselves and gave a high-level overview of the NGB counsel and the NGB working group. They also discussed the following issues outlined in a letter sent by the NGB Council to April Holmes regarding working together better with the NGBs and the Center:

The role of the Center's NGB directors, and if the NGB directors might consider joining NGB Council quarterly calls to discuss any issues.

Administrative closures are a concern of the NGBs and they would like to have more information regarding the number of administrative closures and the reason such cases end up in that category.

Ms. Harned joined the meeting at 10:17am MT.

The Center's apparent lack of communication with parties in Center investigations, particularly when investigations take a long time to complete.

The Center's expansive scope of jurisdiction, including no statute of limitations, and how that impacts the Center's caseload. NGBs think that emotional and physical abuse or criminal disposition cases could be handled by the NGBs, which would lighten the caseload of the Center and allow those resources to be used for sexual misconduct cases.

The need for Congressional legislation, specifically as it relates to funding the Center, and how NGBs and the Center can further improve collaboration in abuse prevention activities.

Mr. Pat Kelleher left the meeting at 10:31am MT

Ms. Sonja Keating left the meeting at 10:31am MT

***Action Items:** Ms. Colon will distribute the letter that was sent in December to the Board so all new members can review. Mr. Kelleher will send invites for upcoming NGBC meetings for the Center to join and engage with the group.*

Ms. Wheeler rejoined the meeting at 10:58am MT.

Discussion: 2023 NGB Audit Findings

Mr. Cenedella left the meeting at 11:15am MT.
Ms. Harned left the meeting at 11:15am MT.
Ms. Harned joined the meeting at 11:42am MT.

Ms. Hinton presented the 2023 NGB audit findings to the board along with an overview of the types of audits and the cycles the team conducts.

Action Items: None

Discussion: Response and Resolution Updates

Ms. Perrill discussed updates to the Response & Resolution process and organizational changes to support the process moving forward.

Action Items: Ms. Calkins will set up a meeting for new members to review the R&R process with Ms. Perrill and the team.

Discussion: Fundraising Update

Ms. Martha Van Gelder joined the meeting at 12:01pm MT.
Mr. Rochelle left the meeting at 12:05pm MT.

Ms. Van Gelder gave the Board an update on the fundraising initiatives, focus areas and next steps.

Action Items: None

Discussion: Executive Session and CEO Review

Ms. Calkins left the meeting at 12:25pm MT.
Mr. Phillips left the meeting at 12:25pm MT.
Mr. Fernandez left the meeting at 12:25pm MT.
Ms. Hinton left the meeting at 12:25pm MT.
Ms. Van Gelder left the meeting at 12:25pm MT.
Ms. Perrill left the meeting at 12:25pm MT.
Ms. Colon left the meeting at 12:27pm MT.

The Board entered executive session at 12:25pm MT.

Executive Session ended at 1:17pm MT.

Ms. Colon rejoined the meeting at 1:18pm MT.
Ms. Calkins rejoined the meeting at 1:18pm MT.
Mr. Phillips rejoined the meeting at 1:18pm MT.
Mr. Fernandez rejoined the meeting at 1:18pm MT.
Ms. Perrill rejoined the meeting at 1:18pm MT.

Special Guest: Ethics Officer Annual Report

Ms. Gretchen Winter joined the meeting at 1:19pm MT.

Mr. Elloy left the meeting at 1:20pm MT.

Mr. Rochelle rejoined the meeting at 1:22pm MT.

Mr. Elloy rejoined the meeting at 1:27pm MT.

Ms. Winter gave a high-level review of the 2023 Ethics office annual report.

Ms. Winter left the meeting at 1:35pm MT.

Action Items: None

A Motion to adjourn the meeting was made by Ms. Harned and was seconded by Ms. Spaulding
Meeting Adjourned at 1:37pm MT.