



USABA Board of Directors Meeting Minutes

Date: December 16, 2020

The meeting took place via video conference. Board members present for the meeting were Mark Ackermann, Gary Remensnyder, Eve Wright-Taylor, Jennifer Demby, Brian Eaton, Matt Simpson, Skye Arthur-Banning, Amy Wasson, Calahan Young, and David Cohen. USABA and USOPC staff present were Molly Quinn, Kevin Brousard and David Patterson (USOPC).

The meeting was called to order by Chair Mark Ackermann at 5:02 pm Mountain Time.

Motion made to approve the November 30th, 2020 board of directors meeting minutes. Motion seconded. Motion approved.

A request was made for any board members to disclose potential conflicts of interest as they related to the meeting agenda. No such conflicts were made known. All signed Conflict of Interest forms have been completed and submitted by the board.

USABA staff made their first presentation to the USOPC for the Paralympic Sport Organization application on December 15, 2020.

David Patterson from the USOPC conducted part two of his two-part presentation for board member on-boarding. David discussed how having a conflict of interest does not reflect poorly on a board member, and board members should never be afraid to raise their hand and notify the group of a possible conflict. Being conflicted is not a fault, it's a neutral statement. If a conflict arises and is disclosed, the next step is to discuss the matter and determine if recusal is appropriate. In a healthy team environment, individuals can call out potential conflicts that other team members may have. When conflict is a discussion, it can be healthy. When it is a win-loss situation, it can be unhealthy. Next, David reviewed the roles of the various board and independent committees. The general role of committees is to help the board function properly. Some of the standing committees include Ethics, Judicial, Nominating and Governance, and Audit and Finance. Several of these committees conduct governance work on behalf of the board. Board committees are doing governance work. Nominating and Governance Committee nominate, screen and vet candidates, and conduct elections. NGC may also help with governance reform and policy structure. Audit and Finance Committee reviews financial reporting, independent auditor selection and 990 form review. Compensation committee reviews and recommends compensation for CEO and reviews CEO performance. Ethics Committee may have to hold the board accountable, which is why there are no board members on the committee. Ethics Committee should have autonomy but be connected to the board. Judicial Committee executes grievances procedures, appoints panels, gives judicial advice to board, and reports back to the board on findings. The USABA AAC is the conduit for athletes and appoints athletes to board committees. The difference between a committee and a task force is that a task force is limited to a specific amount of time. Ethics and Judicial are independent committees, meaning they are part of the board but hold the board accountable. The board should speak publicly with one voice and should focus on moving mountains instead of molehills. Staff moves the molehills.



Duties of the committee include making a commitment, supporting the board, honoring confidentiality, acting ethically, and being respectful to each other.

Mark notified the board that he has appointed a Compensation Committee comprised of himself, Gary and Matt. They will be using the 360 evaluation process from USOPC. Matt provided an overview of the USOPC AAC, which has a representative from each Olympic and Paralympic sport as mandated by the Ted Stevens Act. USOPC AAC has constitutive powers, nominating and advising USOPC board on athlete representation. It serves as an advisory committee and voice of the athletes. USABA's AAC structure has yet to be determined, and specifications need to be added into the bylaws, including what powers and duties are outlined. Generally speaking, the USABA AAC is the athletes' voice and works separately from the goalball advisory group. USABA bylaws were passed in January 2020, and then the USOPC subsequently added the NGB AAC committee component in its October 2020 bylaws changes. There will be committee reports for quarterly meetings moving forward.

Gary provided the board with a financial report, including the final 2021 budget document which was sent to board members beforehand. Since the last iteration provided to the board, the 2021 budget bottom line and deficit have not changed significantly. USABA was awarded an unexpected \$32k USOPC stimulus check in December. Gary will work closely with Kevin to project cash flow on a monthly basis.

Molly provided the board with her CEO and staff report. USABA received \$23k in soccer grants in Q4 2020 for 2021 programming. Giving Tuesday fell short of the fundraising goal but did exceed 2019 figures. End of the year appeal has been mailed out and a major gift was received for \$20k. Good media outreach and awareness during Q3 and Q4, especially in October for disability awareness month. PSO presentations occurred the previous night, and USABA has received great feedback on the presentation. USABA presented on both goalball and blind soccer and was the first to present in this round of PSO hearings.

Board meeting schedule for 2021 was included in the packet sent to board beforehand. There are plans for an in-person board meeting in August, possibly in conjunction with an Anthem-USABA engagement event.

Mark thanked the board and staff for their work during this challenging year.

Motion to adjourn. Motion seconded. Motion approved. Meeting adjourned at 6:34 pm Mountain Time.