



USABA Board of Directors Meeting Minutes

Date: October 29, 2020

Present: Board members present were Mark Ackermann, Gary Remensnyder, Skye Arthur-banning, Brian Eaton, David Cohen, Eve Wright-Taylor, Jennifer Demby, Amy Wasson, Matt Simpson, Calahan Young. Nominating and Governance Committee members present were Tracie Foster, Tyler Merren and Paul Ponchilla. USABA staff present were Molly Quinn and Kevin Brousard.

The meeting was called to order by NGC chair Tracie Foster at 5:05 pm Mountain Time.

Motion made to approve the October 15th, 2020 board minutes. Motion seconded. Motion approved.

During the board transition period, it has come to light that the bylaws have several areas in need of amendments. Tracie recommended that a bylaws review committee be established, and that the current NGC will support the committee in their review efforts.

CEO Molly Quinn began her agenda by informing the group that USOPC staff member David Patterson will be present on the next board meeting call to provide board and bylaw recommendations. If board members have questions for David, they can submit them in advance to Molly. For the bylaw review committee, David recommended that the committee composition includes 2 athletes (one board member, one non-board member), one former board member, one NGC member, one board member with a law degree, one stakeholder/constituent representative (board member or non-board member) and one staff representative (likely Kevin).

Molly discussed that a notable upcoming change in the USOPC and USABA bylaws will be increasing the athlete representation on the board and its committees from 20% athlete representation to 33% athlete representation by December of 2021. There are several options to achieve that requirement by the December 2021 deadline and to also ensure gender equity in the athlete representatives. A recommended option is adding 2 additional athlete representatives to the current board, bringing the board total to 12 members with 4 athlete representatives, and therefore achieving the new 33% athlete representation criteria. A follow up question was asked clarifying when the new athlete representatives would have to be seated, and Molly clarified that the new requirement must be met by December 2021. One bylaw revision for the bylaw review committee to review is removing the in-person voting language for the athlete representatives and updating the language on term limits for athlete representatives.

The group discussed whether or not athlete representatives had to be goalball athletes or from other sports which USABA offers. Matt clarified that the athlete representatives must be goalball players due to USABA's current USOPC organizational status. Molly overviewed the lengthy timeline for USABA to potentially become the Paralympic Sport Organization for blind soccer, and how that determination may alter the sport played by athlete representatives in the future. Gary alluded to past board members being from non-goalball sports, and Matt clarified that the goalball-specific representatives was a recent change to the USOPC and USABA bylaws.

Molly provided the board with a brief overview of organizational compliance. USABA participates in annual audits from the US Center for SafeSport for safety, the USOPC for high performance funding allocation, finances and governance, and a third-party financial audit as a non-profit requirement.

Tracie will provide board members with documents outlining their responsibilities as a board member. These include supporting and evaluating the CEO, strategic planning with staff, assisting to strengthen programs and



services, ensuring legal and ethical integrity, enhancing the organization's public standing, securing financial resources, protecting assets and providing financial oversight, and building a competent board. There have been past struggles with board governance, including the process for identifying and vetting candidates, understanding the skillset needed for the board, and the onboarding process for new board members. There was a question regarding the existence of board self-evaluation and CEO evaluation forms. Mark offered to share documents from his past board and CEO experience for these topics. Molly has a strategic plan which will be used for CEO evaluation.

Tracie provided the board details of the term lengths for the new board. The two athlete representatives have term lengths set by the USOPC Athlete Advisory Committee. Of the remaining 8 board members, four will serve 2-year terms and four will serve 4-year terms. Board members who will serve 2-year terms are Gary, Skye, Amy, and Brian. Board members that will serve 4-year terms are Mark, David, Jennifer, and Eve. The bylaws review committee needs to look into adding language regarding term limits and length.

Molly reviewed the different modules and boarding items being sent to the board. modules. Board members have received or will be receiving access to the USOPC module, board hub, Conflict of interest policy and SafeSport training.

The board composition will include 4 officer and no executive committee. The four officers will be Chair, Vice Chair, Secretary and Treasurer. The details of the election of officers needs to be added and updated in the bylaws by the bylaws review committee.

Tracie announced the list of nominees for each of the 4 officers. Mark Ackermann was the sole nominee for the Chair position. Sky Arthur-banning was the sole nominee for the Vice Chair position. Gary Remensnyder was the sole nominee for the Treasurer position. Amy Wasson was the sole nominee for the Secretary position. Each nominee provided a brief statement on why they would be the best candidate for their respective positions.

A question arose regarding the term length for officers as it relates to the respective term lengths of 2 or 4 years for the individual officers. Another question arose regarding the replacement procedures if officers stepped down or were no longer able to serve. The bylaws currently say that officer terms are for 4 years, but that does not align with officers who have 2-year term lengths. This will need to be reviewed by the bylaw review committee.

With one individual nominated for each of the 4 officer positions, a motion was made to approve all nominees for their respective positions. Motion seconded. Motion approved. With the passing of the motion, Mark Ackermann will serve as Chair, Skye Arthur-banning as Vice Chair, Gary Remensnyder as Treasurer and Amy Wasson as Secretary.

Molly informed the board that Executive Director Mark Lucas will be concluding his employment with the organization at the end of October and that the leadership transition is going well. Mark Lucas will write a note to the USABA community which will be included in the November 12th newsletter. The USABA Breakfast with Champions event will take place on October 30th for a virtual audience, and the event's title sponsor is Anthem. The event revenue has already exceeded the 2019 total.

As part of the leadership transition, Mark Lucas is being removed from various USABA business accounts. Motion is made to remove Mark Lucas as an authorized account user for USABA's Great Western Bank account and all other USABA business accounts. Motion seconded. Motion approved.



Meeting adjourned at 6:20 pm Mountain Time.