

USA Archery
July 2019 Board of Directors
Meeting Minutes

Saturday and Sunday, July 20-21, 2019
Salt Lake City, UT

I. Welcome

Chair Julio Mazzoli opened the meeting at 8:11 a.m. M.T. on Saturday, July 20, 2019, welcomed Board members and congratulated Brady Ellison on his recent success at the World Championships and Tokyo Olympic test event.

II. Roll Call

The following USA Archery Board members were present: Chair Julio Mazzoli, Bruce Cull, Mike Cullumber, Dee Falks, Brady Ellison, Rob Kaufhold, Jennifer Rottenberg, John Stover and Reo Wilde. The following Board members were absent (excused): E.G. LeBre.

The following USA Archery Staff were present: CEO, Rod Menzer, Director of Finance & Operations, Cindy Clark and Chief of Sport Performance and Organizational Development, Mary Emmons and Director of Sponsorship and Donor Engagement, Geri Woessner.

III. Old Business-E-Vote Actions

A summary of year to date e-vote actions taken was sent to the Board members prior to the meeting. Each of these actions were approved via e-mail vote. These actions were:

- 1/30/19: 1) Outdoor World Cup Athlete Selection Procedures; 2) October 2018 Board Meeting Minutes and 3) January 22nd Board conference call minutes;
- 3/8/19: February 27 conference call minutes;
- 3/22/19: Financial Policy adjustment to USAA investments and accounts;
- 4/30/19: 1) Final U.S. Center for SafeSport Code and noteworthy revisions implemented by the Center on 4/15/19; 2) Final USAA Minor Athlete Abuse and Prevention Policies (MAAPP-NGB deadline to implement 6/23/19) and 3) revised USAA Code of Conduct;
- 5/16/19: Bylaws revisions to reflect: 1) SafeSport policies and the recently approved USAA Code of Conduct; 2) Board election related updates clarifying pre and post-election SafeSport screening requirements and incorporating the Compound Athlete Board seat term and staggered term resolution; 3) Establishment of fixed filing fees for grievances; 4) Addition of missing references to the Para Athlete Advisory Council; and 5) Corrections for miscellaneous work omissions and typos.

IV. CEO Review

- a) **Website Update-** CEO Menzer commented that overall website traffic is up and there has been positive feedback on the more modern and flexible feel of the new site.
- b) **Election Update-** A Nominating and Governance Committee (N&G C) report was sent to the Board members prior to the meeting. The N&G C is tasked to create a talent pool of candidates to further the organization. Discussion ensued regarding the decision of the N&G C, cleared by Chair Julio Mazzoli, to announce an extension of the deadline for

candidates for Board positions up for election to submit their candidacy materials. It was requested that a draft of the N&G C election procedures be brought to the next Board meeting. The results of the last USOC (now “USOPC”) Diversity and Inclusion Survey for USAA was reviewed to identify benchmarks set for the organization.

- c) ***Dashboard-*** CEO Menzer reported that key metrics of the organization are at an all-time high which includes individual and club memberships, coach memberships and event participation. Every 2019 event has had record attendance. As more State Championships are being conducted, they are feeding into USAA National events. YTD Marketing and social media numbers are also up. Half-way through the year followers already exceed 2018 numbers. Mr. Menzer also reviewed the athlete medal count and announced that Board member Brady Ellison was acknowledged with the USOPC Best of June Honors Award.
- d) ***Events Update-*** Mr. Menzer led the Board members through a review of the 2020 events master calendar. Discussion followed about the need to contact host organizations to look at schedule changes. There will be expansion of Indoor National events as regions are selling out. There was discussion about the bid process of USAT events and Trials for World events being held in the U.S. Mr. Menzer also announced that he is looking at options to establish a self-funded purse for USAT events. Each division would have its own purse with the amount dependent on who pays in.

V. 2018-2019 Financial Review

- a) ***2018 Audited Financials-*** Audit Committee Chair Julio Mazzoli reported that the Audit Committee met with independent auditor Jill Goodwin of Waugh and Goodwin. Mr. Menzer reported that the result of the audit was a very clean report. ***Motion was made to accept the 2018 audited financials; motion was seconded and passed with all in favor.***
- b) ***2018 Board member payments and budget reports-*** Ms. Clark reviewed the financial and budget reports beginning with the 2018 and YTD 2019 Board of Directors payments, the 2018 Profit and Loss Budget vs. Actual report. Budget variance notes and these reports were provided to the Board members prior to the meeting for review.
- c) ***2019 Year to Date reports-*** The 2019 Balance sheet and Profit & Loss statements compared to prior year through May 31, 2019 were provided along with variance notes to the Board members prior to the meeting. Ms. Clark reported that the \$3,043,103 ending liabilities and equity balance as of May 31, 2019 represented an increase of \$58,467 compared to May 2018. Board members were also provided with 1st and 2nd Quarter United States Olympic Endowment fund reports.
- d) ***Sales Tax update-*** Ms. Clark provided a progress report on the required state registrations to collect and pay taxes on USAA online sales. USAA contracted with a tax attorney to identify the states with which the organization has nexus and register in these states. Currently, USAA is registered in twelve states. A voluntary disclosure was filed in California and taxes will need to be filed for three prior years due to a physical presence with employees located in Chula Vista. USAA has also contracted with Tax Jar to provide a plugin for the ecommerce platform to enable the collection of appropriate tax due from customers and to file the required tax returns.
- e) ***Charitable Solicitations Registrations-*** Ms. Clark reported that USAA has contracted with Labrynth, the USOPC selected shared services provider for charitable solicitations registration services. Labrynth is in the process of registering USAA with those states which require registration for direct marketing efforts in their state.

VI. Executive Session

Mr. Menzer called the meeting into executive session at 11:00 a.m. M.T. for the Board members to attend a conflict of interest webinar presented by USOPC. Following the webinar and a lunch break, Mr. Menzer called the meeting back in session at 1:00 p.m. M.T.

VII. Sponsorships Update

Director of Sponsorships and Donor Engagement Geri Woessner provided a summary report of fundraising progress for 2019. Ms. Woessner reported that the direct mail campaign will begin mid-August and that exploration for a major donor program to support the 2020 Olympic and Paralympic teams is underway.

VIII. Executive Session

Chair Mazzoli called the meeting into executive session at 1:44 p.m. M.T. and called the meeting back into session at 1:55 p.m. M.T.

IX. Bylaws Updates

- a) ***Elections/Club Primary Contact Requirements***- Bylaws draft changes included the requirement that the club primary contact must be a member of USA Archery. ***Motion was made to approve the Bylaws change as written; Motion was seconded and passed.***
- b) ***Board Member Term Limits***- Proposed changes to the Bylaws affecting term limits for Board members was presented. After discussion the proposed changes were withdrawn.
- c) ***Standing Committee Requirements***- Proposed Bylaws changes added the requirement for Standing Committee members to complete and maintain SafeSport training and a current background screening. ***Motion was made to approve these changes as written; Motion was seconded and passed with all in favor.***

X. Board of Directors Composition

Mr. Menzer reported on the direction towards increasing the representation of independent directors and athletes on the USOPC and national governing body (“NGB”) boards, suggesting that consideration be given to expanding the USAA Board from ten members to thirteen to add two additional independent directors and one Para Athlete representative. The Board discussed the merits of this proposal.

XI. Policy Updates

- a) ***Olympic Selection Procedures-Mixed Team***- The proposed selection procedures was discussed and language was revised during the session. Motion was made to approve the revised procedures; Motion was seconded. Motion passed with 1 member opposed and 3 members abstained.
- b) ***Personal Coach Policy***- the proposed Para Athlete Assistant Policy was discussed as well as a Staff proposal to eliminate the personal coach policy.

XII. Executive Session

Chair Mazzoli moved the meeting into executive session at 4:27 p.m. M.T. and called the meeting back into session at 5:33 p.m. M.T.

XIII. Policy Updates, Cont.

- a) ***Personal Coach Policy, Cont.***- Following discussion, the proposal to eliminate the personal coach policy was tabled. ***Motion was made to put together a task force to review the Personal Coach Policy for international events and make the recommendation to either modify, keep as written or eliminate; Motion was seconded***

and passed with all in favor. The CEO will provide a list of the task force members. The Para Athlete Assistant policy will be sent to the Para Athlete Advisory Council for review.

b) Code of Conduct- Proposed Code of Conduct changes, including the updated USA Archery Conflict of Interest Policy and accompanying Conflict of Interest Disclosure Statement, as well as changes to the USA Archery Anti-Doping Drugs and Alcohol Policy and Whistleblower Policy, were presented. *Motion was made to adopt the updated Conflict of Interest Policy and Conflict of Interest Disclosure Statement, but to table the remaining proposed Code of Conduct changes pending further review; Motion was seconded and passed.*¹

c) Code of Ethics- The proposed changes to the current code of ethics were to update the policy by removing outdated references to NAA and to update references to USOPC and correct capitalization for SafeSport. **Motion was made to approve with updates; Motion was seconded and passed.**

d) Employee Handbook- Proposed changes to the employee handbook incorporated required sick leave accruals and accrual caps for California employees and adjusted language for the use of paid benefits during an employee's resignation notice timeframe. *Motion was made to approve the handbook changes: motion was seconded and passed.*

e) Financial Policy- Proposed changes to the financial policy incorporated the investment vehicles approved earlier via e-mail vote, updated the budget policy to include monthly budgeting and added procedures for review of direct deposit payments. Other miscellaneous corrections to department and position title references were also proposed. *Motion was made to approve the policy updates; motion was seconded and passed with all in favor.*

XIV. Adjournment of Meeting

Chair Mazzoli adjourned the meeting for the day at 6:40 p.m.

XV. Meeting Called to Order

Mr. Mazzoli called the Board meeting back to order at 8:18 a.m. M.T. on Sunday, July 21, 2019.

XVI. Fall meeting

Chair Mazzoli led the Board members through a discussion of possible dates for the Fall 2019 meeting. *Motion was made to hold the meeting on December 7th and 8th in Salt Lake City; motion was seconded and passed with all in favor.*

XVII. Committee Summary Review

a) Ethics Committee- An e-mail from Committee Chair Eric Howard endorsing continuing member Alan Halfenger's service for a third term through 2020. *Motion was made to continue Alan's service for a third term; motion was seconded and passed with all in favor.*

¹ The Board subsequently approved the complete proposed Code of Conduct Policies, further updated to reflect references to the new "United States Olympic & Paralympic Committee name and "USPOC" acronym, via an email vote effective August 12, 2019. Updated USAA Paralympic Trials Selection Procedures, resolving a scheduling conflict between the Final Qualifying Tournament for the 2020 Paralympic Games and the third stage of the U.S. Paralympic Trials, were also approved via the same email vote.

- b) **Board of Justice-** The Board noted that several members will term out at the end of 2019. Board members will need to get recommendations. Mr. Ellison reached out to Mr. Stanwood regarding his willingness to serve.
- c) **Collegiate Committee-** A Collegiate report was provided as an update to the Board.
- d) **JOAD Committee-** The JOAD Committee report was provided for Board review. The Board noted that the Committee Summary needed updating to match the current roster posted on the USAA website. Discussion was held about the future role of the JOAD Committee as the function has changed to an advisory role. ***Motion was made to change the titles of the JOAD Committee and Collegiate Committee to Task Forces to distinguish them from the USA Archery Standing Committees; motion was seconded and passed with all in favor.***
- e) **National Archery Association Foundation-** The Board noted that four members on the Foundation Board will expire at the end of 2019. Ms. Clark will check with the Foundation for 2020 Board changes.

XVIII. SafeSport and Background Screening Update

- a) **SafeSport Presentation-** Ms. Emmons provided a copy of a postcard which will be provided to members who attend the in-person SafeSport presentations. The presentation includes information about the U.S. Center for SafeSport and its role to serve as the independent national SafeSport organization. The SafeSport Code is available for review on the USA Archery website, as is the USA Archery Minor Athlete Abuse and Prevention Policy (MAAPP). As a result of the update to the SafeSport Code and the adoption of the MAAPP, USA Archery has an updated Code of Conduct and has updated USA Archery Club and State Association Terms and Conditions. The presentation also reviewed updates to required U.S. Center for SafeSport training. In addition to the ninety-minute initial core training, a refresher course must be completed on an annual basis. The U.S. Center for SafeSport has additionally created all new free online parent SafeSport training and toolkits for parents, youth athletes and resources for coaches, which has been communicated to all members. A review of the reporting process and requirements was also provided. Ms. Emmons reported that the USOPC will be mandating a new Responsible Sport Organization Background Screen Policy by end of year and further updates to USA Archery's policy will be required at that time.
- b) **USA Archery 1st Quarter Data Report-** The U.S. Center for SafeSport 1st Quarter Data report for USA Archery was provided for Board review which included data within the U.S. Center for SafeSport's response and resolution office for USA Archery.

XIX. Collegiate Archery Update

Ms. Emmons provided a Collegiate Archery presentation showing that USA Archery currently includes 101 Collegiate Archery Programs (21 Varsity) and 1,365 collegiate members. USA Archery and the United States Collegiate Archery Association completed its merger in March 2019. All current team and individual memberships were transferred to USA Archery. Through the creation of an Executive Task Force and additional members added to the Collegiate Archery Program Committee, USA Archery continues to work through items related to this transition. In October 2019, the U.S. National 3D Collegiate Championships will be held in partnership with Archery Shooters Association (ASA). New for 2019, Regional 3D Collegiate Championships bids were sent out. Regional Outdoor Collegiate Championships will be on two-year bid cycles, beginning with 2020 and 2021. Other 2019 program updates and requirements for compound archers and format changes for the 2020 National Outdoor Collegiate Championships were provided. Updates for the

new 2020 Collegiate Indoor Final to be held in March 2020 in Louisville, KY were also provided.

XX. Executive Session

Mr. Mazzoli called the meeting into Executive Session at 10:08 a.m., Mountain. The meeting was called back into session at 10:15 a.m., Mountain.

XXI. High Performance and Program Updates

- a) ***Connecticut State Association Dissolution-*** Ms. Emmons reported that the CT State Association voted to dissolve the CT State Association and to transfer association equipment and funds to the Nutmeg Games who will store the equipment and provide USA Archery with access to the equipment. ***Motion was made to accept the proposal to convert CT from a State Association agreement to a state coordinator model; motion was seconded and passed.*** Discussion followed about the USA Archery state coordinator model and the possibility of recruiting state volunteers for the states in which USA Archery does not yet currently have the funding for state coordinator contracts.
- b) ***Olympic and Paralympic Qualification Systems-*** The qualification systems and events were reviewed for the 2020 Tokyo Olympic and Paralympic games. Progress in earning Olympic and Paralympic individual slots was reviewed. Olympic and Paralympic prep camps are planned to ready athletes for competition in Tokyo. Discussion was held about what the teams need to optimize performance. Information was provided about the Team USA advance site visit to Tokyo. New events to be held at the Olympics include Archery's mixed team event.
- c) ***International Event Bonus Program-*** In 2019 USA Archery initiated a bonus program to supplement the USOPC program for athletes medaling in certain international events.
- d) ***RED Program Update-*** The RED Program is hosted in 6 regions with 24 athletes per region. Plans are to hold two camps per year in each region, with a more elite national camp to be held annually. The program will expand to include compound in 2020.
- e) ***Athlete Development Model-*** Ms. Emmons led the Board through a presentation detailing the USA Archery Athlete Development Model. Key principals creating the foundation of the model include: 1) age appropriate training and competition; 2) multi-sport participation; 3) quality coaching at all age levels; 4) fun and engaging learning environments and 5) focus on development over results. USA Archery staff believe that these key principles will lead to reduced burnout, reduced injuries, increase coordination, improved learning and greater long-term success.

XXII. JOAD and Collegiate Task Force Update

Motion was made to amend the earlier motion for title changes of the JOAD and Collegiate Committees from Task Force to that of JOAD Advisory Council and Collegiate Archery Program Council; Motion was seconded and passed.

XXIII. Global Policy Update

Motion was made to globally search other policies to search and replace the outdated "USOC" acronym with "USOPC" to reflect the new "United States Olympic & Paralympic Committee" name; motion was seconded and passed with all in favor.

XIII. USOPC Update/Ted Stevens Act

Chair Mazzoli provided an overview regarding efforts by various USOPC and NGB

committees to draft proposed updates to the Ted Stevens Act. The focus of the proposals indicate a movement for greater emphasis on NGB governance and increasing the voice of athletes.

XXIV. New Business

Discussion was held regarding ways to increase live feed opportunities at USA Archery events.

XXV. Executive Session

Mr. Menzer called for the meeting to go to Executive Session at 12:11 p.m. MT. The meeting was called back to order at 12:53 p.m. Mountain

XXVI. New Business/Open Discussion Continued

Discussion regarding the benefits of holding trials at the same location of U.S. hosted International events was held.

XXVII. Adjournment of Meeting

Mr. Mazzoli adjourned the meeting at 1:00 p.m. M.T.

Minutes were approved by the Board of Directors on October 8, 2019