

## BOARD OF DIRECTORS' MEETING MINUTES

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3rd Floor McLane Family Board Room

U.S. Ski & Snowboard Center of Excellence, 1 Victory Lane, Park City, UT

Wednesday, September 19, 2018; 11:30 a.m. - 1:30 p.m.; Via Teleconference

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### **U.S. Ski & Snowboard Board of Directors**

Chairman: Dexter Paine, New York, NY

Liz Arky, Washington, DC (Foundation)

Rosie Brennan, Anchorage, AK (Cross Country Athlete)

Tricia Byrnes, Aspen, CO (Snowboarding Athlete)

Bryan Fletcher, Steamboat Springs, CO (Jumping/Nordic Combined Athlete)

Kenneth Graham, Newtown Square, PA (Foundation)

Cami Thompson Graves, East Thetford, VT (Cross Country)

Lisa Kosglow, Hood River, OR (At-Large)

Darryl Landstrom, Minneapolis, MN (Alpine)

Martina Lussi, Lake Placid, NY (Jumping/Combined)

Andy McLane, Weston, MA (Foundation)

Heather McPhie, Salt Lake City, UT (Freestyle Athlete)

Warner Nickerson, Tilton, NH (Alpine Athlete)

Dylan Omlin, Truckee, CA (Snowboarding)

Eric Resnick, Vail, CO (Foundation)

Chris Seemann, Winter Park, CO (Freestyle) – absent

Tiger Shaw, Park City, UT (CEO)

Steve Strandberg, San Francisco, CA (Foundation)

Tom Wallisch, Park City, UT (Freeskiing Athlete)

Andy Wirth, Squaw Valley, CA (At-Large) – absent

Tom Yaps, New York, NY (Freeskiing)

TBD (At-Large)

TBD (Foundation)

### **Ex-Officio**

Kelly Pawlak, Lakewood, CO (National Ski Areas Association) – absent

Holly Brooks, Anchorage, AK (USOC Athletes' Advisory Council)

Bill Marolt, Paradise Valley, AZ (USOC) – absent

Nick Sargent, Park City, UT (SnowSports Industries America) – absent

Bill Shiebler, Park City, UT (Audit Chair) – absent

Hank Tauber, Park City, UT (FIS)

### 1. Chairman Calls the Board Meeting to Order: Dexter Paine

At 11:30 a.m. the chairman announced we would hold for another minute and then call the meeting to order.

### 2. Roll Call of Board Members & Establishment of Quorum: Alex Natt

Alex Natt called the roll and asked those in attendance to confirm their participation; he established that a quorum was present to conduct the meeting.

### 3. May 2018 Board Meeting Minutes' Ratification: Alex Natt

Natt reported that the meeting minutes had been distributed to the board and, if there were no changes, he requested a motion to approve the minutes.

- Motion to approve the meeting minutes as presented.  
M/S/C Darryl Landstrom/Martina Lussi, by acclamation

#### 4. Chairman's Comments: Dexter Paine

Paine reported that he and Shaw were in Colorado Springs for the USOC Olympic Assembly.

Goals for Today's Meeting – the highlight of the meeting will be the Nomination & Governance Committee discussion and he thanked the four candidates who entered the process; he met with all four of them, who then met with all of the members of the Committee. Any would have done a great job as chair of this organization. Kosglow and Resnick will walk through the process which has been very thorough and he thanked all of those involved over the last 60 days.

Major Event Calendar – everyone is aware of the 2019 FIS Snowboard, Freestyle and Freeski World Championships in Utah in early February. The Alpine Championships are in Are in mid-February and the Nordic Championships in Seefeld in late February. We will have a board meeting in Park City during Worlds and several will go on to Are and Seefeld. It's a big World Championship year and an important year for the athletes coming off last year's Olympics.

Paine congratulated all involved in getting a FIS Cross Country World Cup for Minneapolis in 2020. We were also working on an Alpine World Ski Championship bid for 2025. There continue to be discussions for a 2026 or 2030 Winter Games.

USOC Update – He noted that there is a new CEO, Sarah Hirshland, replacing Scott Blackmun. There is a new chair, Susanne Lyons, who will succeed Larry Probst, who steps down at the end of the year. CMO, Lisa Baird, will be leaving. So there are a lot of changes at the USOC.

Financial Update – as we enter the year, revenue continues to be challenging at the sponsor and donor levels. It will take a lot of hard work to hit our revenue projections.

#### 5. Chief Executive Officer's Report: Tiger Shaw

Shaw mentioned that the Cross Country World Cup in Minneapolis was due to the efforts of many people. He named those involved. It's been a process of getting onto and staying on the calendar over a number of years.

Shaw stated that he'd met that morning with Max Cobb, CEO of Biathlon, and Sarah Hirshland. They had a very full hour's conversation. Cobb chairs the National Governing Bodies' Council and Shaw served as Vice Chair. It was helpful to get in at the start of the Assembly. He appreciated her vision and determination and international and national focus. She has a lot going on and we are offering her help and guidance.

Luke Bodensteiner will prove an update in athletics and Brooke McAfee on Finance with comments from Dan Barnett and Trisha Worthington. The prep season has gone well with a few weather struggles. We've had our normal rate of injuries and will work through those with constant vigilance. Financially, we are in quite good shape. This time of year, post-Olympics, is tricky. The troubles with the USOC and slow renewals with the IOC have trickle down effects. Both teams have been working very hard. Our goals were set high and will keep the teams working for the remainder of the year to achieve. The MAE asks and pledges are going well.

#### **State of the Organization – Transparency, Culture and SafeSport**

From our many board meetings, especially at Congress, transparency is a major theme. McAfee and many others put a tremendous amount of work to get financial information into a format to teach people how we operate, where the money goes, and how decisions are made. We have a briefing sheet on every key number in revenue and expense in our organization. We have a detailed athlete funding sheet. There are updates to these as restricted fundraisers have been held recently, initiated by particular teams. He illustrated with the Benedict fundraiser in Vail.

We are working extensively to share this information that we have been producing on phone calls and in person with stakeholders, athletes, board members and many influencers, leaders locally and around the country, learning a lot about what isn't known and how gaps end up being misinformation. We've shared information with *Ski Racing* and will continue to do various communications and hold these meetings. He shared that there had been times when the entire management team was in front of athlete groups in the COE and also on teleconferences. Pushing the information out has a powerful impact on the act of transparency. There has been amazement at the amount and detail but all were thankful for this information sharing.

Administratively, we've held meetings for transparency on Financial 101. With our weekly admin/staff meeting we've been holding the same types of meetings on the way the organization is funded and on the expenses and how those determinations are made.

The effort to change the culture throughout our organization has been underway for some time with a multi-pronged approach to enact this change. We are committed to pushing hard indefinitely to change attitudes and have people willing to be contributors to a high-performance organization and teams, whether management teams, sport teams, medical teams, the concepts are the same. A huge part is creating a safe environment in which all can exist. It's freedom from abuse and it's also emotional safety to express opinions and criticisms and that transcends the hierarchy within the team or organization. It's the best way for teams to improve by providing daily feedback, not a review at the end of the year, not a meeting at the end of a camp. He discussed the concrete steps being taken to provide this change for the athletes and within leadership, athlete meetings facilitated with coaches and some without. We have outside help from a consultant who has been working with our teams and team leadership and the management team. We are utilizing our own sport science team including a sport psychologist.

Shaw commented that Jesse Hunt joined us as Alpine Director in spring. He brought a set of opinions and directions and energy to the organization and is spending time with his coaches in a number of forums. This needs to be constantly reinforced, like a muscle, or you lose it.

Within the national teams we have been re-affirming and re-communicating what the goals and purpose are for the national teams. We are trying to move away from those who just want the uniform and are satisfied to enjoy the lifestyle – that is a catastrophic situation. It is absolutely clear that the purpose of our national teams is to win medals. We need to put people in the top 10 and before that, the top 20 and on from there. In the case of alpine, Hunt has been blunt about that. We hear a lot of 'you should' and 'you owe' but we can't be everything to everyone. We need to keep our eye on the goal. This sometime means refocusing down the pipeline and that is what we have been doing.

**SafeSport** – is top of mind. Safety from abuse and molestation has many aspects. In 2015, Scott Blackmun initiated the Center for SafeSport, an independent organization based in Denver. Their focus is insuring safe space for the athletes to compete; efforts include education, the reporting entity, conduct of inquiries, adjudication, and how to manage information across sports so that an offender cannot move between sports. Charlotte Miller is the SafeSport person for our organization.

We also have an Athlete Safety Committee which is focused on SafeSport as well as the general safety of athletes, overseeing what we are doing administratively in the SafeSport arena and athlete protection. We are communicating with the clubs. We have rewritten our guidelines to follow SafeSport regulations and the change in law regarding mandatory reporting. We have integrated our membership system with the SafeSport training as we require all coaches to take the training and will expand that as SafeSport develops more content that is appropriate for minors and athletes themselves as well as parents, etc. He discussed how the Center was funded by the NGBs and the USOC and fundraising.

## 6. Diversity and Inclusion Task Force Report: Ellen Adams

Ellen Adams introduced herself as the Club Development Manager, working in the Sport Education department; she has been leading the U.S. Ski & Snowboard's Diversity and Inclusion Task Force since its inception in July 2017. She was happy to report on what activities had taken place. We have been working toward identifying how to build the core principles of diversity and inclusion into our operations, as well as model those values as we advance our mission. We are starting with honest internal dialogue that encourages us to reflect, listen to each other, and learn from one another's experiences. Through this process, we look to partner organizations, including the USOC and FIS as to how they incorporate these principles while advancing their missions.

For some organizations, the moral imperative of equity may be enough to spur action. Others may be moved by data showing that diversity can boost the quality of decision-making and that a diverse workplace can encourage people to be more creative, more diligent, and more effective. Studies have also shown that a more diverse staff can foster enhanced innovation; and when board members, employees, coaches and others who shape the values and activities come from a wide array of backgrounds, they each bring unique perspectives that shape and influence how to advance our mission and solve problems in potentially more innovative ways.

The Diversity and Inclusion draft statement was read to the Board by Sheryl Barnes who also participated in the Diversity and Inclusion Task Force. (Addendum 1)

Adams said that adopting a statement is just the beginning of the work to be done. Our group is currently working on an action plan that encompasses goals in the following areas: Leadership and Governance / Marketing and Outreach / Athletics

Examples of Action Items in Leadership and Governance include: Review and enhance practices to garner maximum awareness for a diverse pool of applicant/hires. Provide educational opportunities including guest speakers. Engage with BOD/BOT in support of Diversity and Inclusion goals. Continue to foster a culture of transparency.

Examples of Action Items in Marketing and Outreach: Outreach to clubs. Add Diversity and Inclusion as an element of the club certification assessment process. Continue advocating for change at FIS and advance Diversity and Inclusion within sport governance.

Examples of Action Items in Athletics - Coaches (Sport and Physio): One of the first subjects discussed was the inequality and imbalance of representation of females in ski and snowboard coaching. That is a really big nut to crack. We now have an internal/ external task force launched focusing on gender balance in coaching and after a 12 month or more process, the group will report back as to what we can implement as steps to the recruitment, development and retention of more diverse coaches.

## 7. Financial Report: Brooke McAfee

Brooke McAfee explained that, in the board packet, the document that was mentioned by Shaw was included for reference. (Addendum 2) This has been the guide for the financial transparency meetings that have been conducted and very good feedback has been received on the work done in this area. The Finance Committee met last week and reviewed the year-to-date tracking against the overall budget and at this early point in the year we are on track to meet budget. Year-to-date revenues are a little behind last year in part due to the USOC \$6M grant. We have just received the agreement today and will receive all four payments from the USOC by April 15<sup>th</sup>. Marketing and Foundation are also slightly behind but are on track to meet the budget forecast.

Dan Barnett discussed the \$13.4M revenue goal. Shaw had alluded to the challenges but the good news is that they were not in interest level, not in the value of our offering or the sales process. It's more of a timing thing. One partner just concluded their deal with the IOC and are in a position now of closing with us for an eight-year deal with a right to go to 12. He discussed

other partners and their current status with seven renewals locked in this summer and others still in negotiation. There are two deals in the making that are the two highest deals in the history of the organization. There are a number of ongoing discussions that are at similar levels with new and prospective partners. He stated that the road map was set aggressively going forward and we were in a good position to constantly tweak the sales process and behind that to create value in our program by increasing our fan base and raising the profile of our athletes and concentrating on events that provide genuine value to our brand partners. Finally, we have been leveraging the incredible influence that our Board of Directors and Board of Trustees have in opening doors that get us in front of people. He thanked several of the board members who have helped to enable conversations with potential sponsors.

Trisha Worthington spoke to the \$10.1M goal. She shared that they had good momentum with all programs which are tracking slightly ahead year to date. There are 74 remaining gold passes. The New York Gala is at \$1.3M in pledges for the event on October 25. We need \$1.8M to hit our budget goal. We are starting to see good momentum around our principal giving proposals that Victoria Medford is presenting to donors. Challenges include the Champions Club with 10 more pledges to secure before fiscal year end. The final 25 gold passes also will be challenging.

The Marolt Athlete Endowment fund is \$23.4 in pledges, on a \$50M goal. The Bob Beattie travel fund is \$10.8M, the goal is \$20M; the elite coaching fund is \$8.4M, the goal is \$20M; the Borgen Swartz Fund is \$2.7M; the goal is \$5M; the Career Skills and Transition fund is \$1.5, the goal is \$5M. We have engaged a handful of athletes to help with the campaign; they are on the road with us. She named the athletes involved.

McAfee described other income areas such as membership, comp fees, endowment grant, NASTAR which are strong at this point. The other work we will be completing is the strategic plan. By the time of the next meeting, this plan should be ready for your review and comments.

Steve Strandberg thanked the athletes who had committed to the Marolt Athlete Endowment fund for their time and efforts.

#### 8. Athletic Update: Luke Bodensteiner

Bodensteiner reiterated that the culture had been a top effort for our teams since this spring. Shaw listed some activities and he wished to provide a little more detail. The financial transparency meetings have gone a long way toward setting up the activities and we are following up on the effort to create a strong culture across all teams. These have provided information and clarity to athletes and gone a long way toward building trust across the organization. He noted in a meeting he had with an athlete, it dispelled the notion that the organization was working against them. It showed that everyone in the organization was working on their behalf to help them be successful. We've done some sessions beyond the athlete population with other stakeholders and within the sport committees we need to get this information out further.

Paine said there would be brainstorming on next steps and forums of where to present, such as National Championships or other places with volunteers, athletes and parents within each of the sports. Shaw indicated that yesterday the entire freestyle team was in one room at the COE and we took follow up questions from the meeting so we need to take advantage of every opportunity where the athletes are gathered so that it's a little bit all the time, and not overwhelming.

Bodensteiner said that Webb had been helpful in the broad messaging and an article just appeared about this subject in *Ski Racing*, providing an opportunity for Shaw, himself and McAfee to discuss the subject. That article should be well received and aid in connecting with the larger community. Paine asked for that article to be disseminated to the board (Addendum 3). Shaw explained that Webb had been very pivotal with this process. It's been a team effort.

We've had essentially all of our teams go through a facilitated process, athletes and staff, facilitated by Alex Cohen, a USOC sport psychologist who works at the COE, spending the bulk of

his time with us. A process used by a handful of teams where, on an annual basis, the teams talk through what is important to them, how they want to operate together, what commitments they want to make to each other and how they want to be perceived. That process has elicited good dialogue among the teams and into a shared mission. Many of the themes that have come through are similar across teams. He discussed the graphical representation of what the teams highlighted as important to them that led to creating shared accountability across the teams.

Bodensteiner said that they held a first meeting of a military advisory group, one of whom was the recently-retired head of West Point Academy. It's an opportunity for us to learn from them. We shared some of the work that the teams had done and there was a comment that it looked a lot like the soldier's creed, something that the military all commit to and live by.

He shared that they had done a series of exit interviews this year with a good cross section of the team. An independent consultant interviewed a dozen recently-retired athletes across all sports and genders. A consultant was used so the athletes would be comfortable sharing thoughts on their experiences with the team. Some athletes had been with the team for 16 to 18 years, others only a few seasons. We've compiled that into a report which was shared with the Athletes' Council to be discussed in a future meeting. From there, we'll share with the board themes coming out of the exit interviews as well as plans to address areas identified as weaknesses.

With the Athletes' Council we created an athlete experience survey which has not yet been launched, scheduled for mid-October. This is a confidential survey to be used twice a year – at the end of the prep period and immediately following the close of competition season that is wide-ranging. We'll share that so you get a sense of the type of information we are asking athletes to share with us. The responses are anonymous. Again, this will be used to identify shortcomings or opportunities to improve.

He then discussed the ramping up of the data and analytics program. We have brought on a data analyst halftime. We are looking for better performance data aggregation, training, testing, competition results, etc. We have seen improvement to our team selection processes as a result. A lot of what we applied from the 2026 project is now being applied to other disciplines. We are working with the Athletes' Council and a number of athlete representatives on building better team selection processes, national team as well as selection to events such as World Championships, etc. We are in the process of rolling out the criteria prior to the season.

He wanted to discuss the coaches' education program whose depth and breadth of offerings was being increased and stated this was a crucial program for future performance, working in very close collaboration with our clubs across the country. Gar Trayner will head up the department and build toward a program where, a few years down the road, we can mandate coaches' certification amongst our membership. We need to build out the volume of courses and the reach across our 6,000 coach members. We are headed toward increasing the quality of coaching at all levels to ensure the athletes on the development side are well trained.

We recently wrapped up the 2018 Jr. World Championships, snowboarding and freeskiing taking place in August in New Zealand. Nordic, Alpine and Freestyle had been conducted before that. The junior athletes scored more Hodler Cup points than any other nation in the world. It was a big achievement for our team to do that, across all disciplines, and a great sign for the future.

Bodensteiner took a couple of questions on the data analytics and the opportunity to work with the USOC and the quality of the data. He replied no to extensive collaboration with the USOC as we were just starting to penetrate that and their staff is tapped out in that effort. In the future, we will be looking at the same data and working together to draw conclusions and deepen our understanding of each other's programs. On the data quality side, we have collected a lot of data in a lot of the right areas but, in some cases, it is very usable; in others, not. We are addressing that with a data aggregation platform. We have trustees such as Greg Boester adding assets into that area, but we are starting at a pretty basic level. There is no other ski or snowboard team far along

on this. We have an opportunity to create a competitive advantage eventually, but we are far from the quality you would find in professional sports.

Paine asked Bodensteiner about the teams' training going into the year. Bodensteiner replied that, after every Olympics, the athletes desire a bit more space for longer, but they've come back highly motivated starting in June and we've seen a lot of activity here in the Center. We are continuing to evolve our programs in alpine and the acrobatic sports and challenged the staff to think in new ways. We are well along on the alpine side of bringing our programs up to standard and understanding more about the physical demands of the sport and train for those. We are in a similar process on the acrobatic side. The conditioning has been very creative and different from what we've done in the past. On the on-snow side, everyone is satisfied although we had some challenges in Chile with weather. The teams have done a good job of leveraging the on-snow training that was available through our partner resorts such as Squaw, Mammoth and Mt Hood and soon, Deer Valley, maximizing what we can do at those facilities.

There was a question re a review after the Olympics. Bodensteiner affirmed that following each season we do a systematic evaluation in April during the Athletic Summit to set the programs up and build the plans for the coming season. There are reviews one on one with the athletes and then the teams and all is rolled up into our evaluation and planning process.

#### 9. FIS Update: Dexter Paine

Paine noted that, at the FIS Congress, we had a number of bylaw amendments we were pushing and were somewhat successful, but it is a long process at FIS. We were responsible for a Gender Equity Task Force and a Governance Task Force being put together. He served on both and continued to push a number of changes we proposed. We did get our first Cross Country World Cup in a long time. Keeping dates for Killington and Vail were achieved. We have the FIS fall meetings next week. There will be a large contingent in Zurich for three days of meetings. There is nothing on the agenda of the same priority as the Congress.

Natt mentioned that we were successful in having Hannah Kearney added to the FIS Council. She and a number of folks will be at the FIS Youth Seminar discussing the rollout of FIS Safeguarding (SafeSport analogous). We will work to make sure the FIS leads in this area and they are doing quite a good job in this space. Paine explained one of our proposals was to increase athlete representation at the Council from one to two athletes, one of each gender. Hannah Kearney is also on the Gender Equity Task Force.

Shaw said of importance on the Legal Committee is the review of the minutes of the Council actions to ensure the things that were passed and all the working groups that came out of those concessions and negotiations were moving forward. He added that there would now be a presidents' meeting in spring in the non-Congress years. There is no clarity on the decision-making process for those meetings so there is a lot to accomplish in Zurich.

Paine asked Calum Clark to address the board on the 2019 FIS Snowboard, Freestyle and Freeski World Championships in Utah, February 1-10. Clark said the new Olympic sports in Team Aerials and Freeski Big Air have been added to the program. This will be the largest world championships that have been run in the history of the FIS. We are conducting 15 finals competitions in 10 days over seven fields of play. We are looking forward to hosting the board to experience this. We continue to see really engaged resort partners in Park City, Deer Valley and Solitude. They are focused on delivering a great experience. The community remains engaged. Between the city of Park City, Summit County, and the Utah Sports Commission, there has been funding in excess of \$1.2M, showing their commitment to large sporting events in Utah. The focus of the team is to maintain the quality of the event, deliver what we have promised to deliver, but keep a cap on costs and not blowing out the scope of our operations.

10. Nomination & Governance Committee: Eric Resnick/ Lisa Kosglow

Paine again thanked the four who submitted themselves as candidates for the chair position, all of whom were great candidates.

Kosglow said the committee had a busy summer. She thanked the four candidates also, stating we were fortunate to have so many qualified and interested candidates. Resnick will discuss the chair process. You received numerous communications from us since May on the process and work we were doing. The committee members were thanked for their time and thoughtfulness over the many discussions. She asked Natt to begin with the Bylaw Amendment.

**Bylaw Amendment – Alex Natt**

At the May meeting, there was discussion about the perceived lack of clarity in how vacancies in the chairman's position would be handled. Historically there was a direct succession from vice chair to chair but that was changed so that there would never be an expectation of succession from vice chair to chair. We agreed there was enough lack of clarification to make the clarification in the bylaws so a modification is proposed to Article VI, 9. B (Addendum 4).

Mr. Strandberg asked the definition of vacated. Natt said it was to indicate a permanent abandonment of the officer per se, an inability to serve, vacated prior to its natural expiration, etc.

Natt confirmed the requisite 2/3 quorum for ratification of a bylaw, having 19 of 21 voting members on the call.

- Motion to ratify the bylaw amendment as presented.  
M/S/C Darryl Landstrom/Ken Graham, by acclamation

**Vice Chair Nomination – Lisa Kosglow**

With the clarification in the bylaws re how succession happens as requested by the board members completed, Kosglow noted the committee was appreciative of all the feedback it received since May and thanked Andy McLane and Nick Sargent for specific examples of best practices re succession and emergency plans. The emergency action plan is drafted and we are in a much better position in clarifying the leadership of the organization and what happens if there is an emergency. That said, the committee is unanimous in their recommendation of Eric Resnick as Vice Chair. He has put a tremendous amount of time and energy into the organization and his leadership is invaluable on the Nomination & Governance Committee and to a variety of other projects he's undertaken on behalf of the organization.

Shaw thanked Resnick for his passion and the commitment he has made to us over a number of years; it was a long laundry list. He has been a great mentor and dealt with all kinds of minutiae.

Natt said that his name was submitted for election to Vice Chair and was the recommendation of the Nomination & Governance Committee and we would take a vote on the Vice Chairmanship. The vote took place with no dissensions. Natt thanked Resnick for his efforts going forward.

**Steve Strandberg added to the Executive Committee**

Paine said that we needed to add Strandberg to the Executive Committee; this was at the chairman's discretion and the Executive Committee would now be comprised as follows: (Kosglow reconfirmed five voting members on Executive and two non-voting.)

Dexter Paine	Chair
Eric Resnick	Vice Chair
Tricia Byrnes	Athlete Representative
Steve Strandberg	Foundation Representative
Tom Yaps	Sport Committee Representative



Holly Brooks  
Tiger Shaw

Athlete Representative USOC AAC (non-voting)  
Chief Executive Officer (non-voting)

Natt said that the question was raised in another forum, but the board Chair and the Nomination & Governance Committee routinely review the membership in the different standing committees and rotate membership so we expose different members of the board to different leadership positions.

### **Chairmanship Transition and Timing – Eric Resnick**

Resnick welcomed Strandberg to the Executive Committee; he thanked everyone for their support on the Vice Chair position; he was excited to work with the new chair, Dexter Paine and Tiger Shaw and the rest of the board in that capacity.

For background, the goal was to have a very structured and transparent process for the benefit of the board and the organization and the candidates (Addendum 5). He thanked the candidates for their interest in serving. We were fortunate to have quality candidates. Out of this process, there will be more engagement from the candidates and that engagement is a real positive.

It's been a busy summer for the committee. We've had a number of conversations in the Nomination & Governance Committee, doubling as the Selection Committee. The document lays out an 11 step process leading to the next Congress when there will be a formal Chair transition. We are embarking on the fifth step of that process. We've had discussion on narrowing down the candidates and felt particularly strong about the two finalists as we emailed earlier in the month. The two final candidates are Kipp Nelson and Ken Graham. He discussed several aspects of the process from now until the next board meeting, encouraging the candidates to reach out individually to all the board members and other key constituents to discuss their backgrounds and vision for the role. We then ask the board members to share feedback with the committee.

At the same time, the Nomination & Governance Committee members will be re-interviewing them in detail and doing a background check using a process shared by the vast number of NGBs in the U.S. The committee will meet again on November 5<sup>th</sup> with a goal of reaching a consensus candidate and make that recommendation to the board on November 20<sup>th</sup>. The board will then have another opportunity between then and the February board meeting to interview the recommended candidate with the goal of a vote in February in Park City. That will provide time to plan for the formal transition at Congress in May. Resnick reminded the board that Bill Shiebler was still working with the committee on the selection.

Arky asked if the board voted on the two candidates. Resnick replied that the goal was to have the Nomination & Governance Committee recommend the candidate to put forward to the board in November, to get to a consensus candidate. Ultimately, the board will vote on the candidate in February. If anyone wanted to put forward another candidate that would be allowed as well. Approval is by simple majority of the voting board members.

Paine encouraged the board to speak with the two candidates and provide the committee with your thoughts and recommendations on each of the candidates. Resnick encouraged the board to have the discussions with the job description at hand to evaluate each candidate. Paine said to read the information put forward by all the candidates. Resnick said that the committee would send out the two additional candidates' information to the board. Resnick said the two candidates were already reaching out to the board members. Be very candid with the committee in terms of your feedback. We appreciate your time in the process.

### **Ethics Committee – Tiger Shaw**

Shaw said as a follow up to what we've talked about before, the Ethics Committee was put into place to oversee the policies and procedures and conflicts involved in the organization decision-making positions and behavior of same. The Athlete Safety Subcommittee is focused primarily with SafeSport, a group that will keep a close eye with how we are complying with SafeSport.

Natt added that the Ethics Committee was a permanent standing committee of the board that sets the policy for the entirety of the organization and it has been moribund from the perspective of not receiving any ethics complaints. It was explained that fortunately there was not much for it to do historically. The Athlete Safety Subcommittee is a new subcommittee.

Natt explained that there was also a Judicial Committee, intended to provide the expeditious relief for members of the organization who feel aggrieved by the actions of those in authority in the organization. Historically, these have been athlete complaints of coaches or officials preventing them from starting in protected competition. The volume of those complaints declined in the last few years. Each sport within the organization has its own Judicial Committee. Those are the entities that have received some complaints and done investigations over the years. The national Judicial Committee, of which Carl Swenson is chair, has not acted on a matter of great import in a number of years. A lot of other NGBs have very active Ethics and Judicial Committees and that's not a great place to be.

Shaw took the opportunity to discuss what had been taking place at WADA USADA. WADA has been active in trying to resolve the Russian doping agency suspension. There were a number of items laid out that they must meet to regain recertification. Two items remain open one of which is Russia accepting the findings of the McLaren Report which says there was doping and collusion. There was a very weak letter issued and leadership all the way up has been denying this. The other is access to the data in the machines and the samples in the testing laboratory in Moscow which was locked down after they started to get into trouble and disallowed WADA access. In the meantime, the data from the machines was leaked and examined in detail and WADA is seeing samples. The problem is that there is a regulatory committee within WADA that has made a recommendation to the Executive board to reinstate/recertify Russia from the simple statement that we did it. WADA is willing to recertify Russia with simply a promise that they will do the things that they were mandated to do to be recertified. WADA is saying that, if they don't do them, we'll re-suspend them. The vote is tomorrow. Becky Scott from CAN resigned from the subcommittee based on this. They are going to recertify them without Russia complying. Paine said that the IOC wants Russia in and that is where a lot of the pressure is coming from.

#### 11. Compensation Committee Report: Dexter Paine

Paine reported that the committee met a number of times since May. The only item up for review is the CEO's 2018/19 goals. Shaw's goals were disseminated to the board in the meeting packet.

There was a goal regarding develop a strategy to reduce the athlete funding gap. Shaw said there were fundraisers that we enable and help facilitate such as the mogul one for \$100K. There is a pending announcement re a gift that has been pledged that will have an impact on the funding gap. This will be a combination of the Marolt Athlete Endowment fund, the Bob Beattie travel fund, and some subsidy through shifting budgets. At a subsequent board meeting we can go through the actions and the strategy in place. As part of next year's budget there is a plan to codify the strategy in place to reduce the gap.

McAfee noted that prior to budget process we were at a \$1.85M travel gap, which is now \$1.5M, a \$350K reduction.

Paine stated that a culture goal had been added to improve scores in the staff survey year-over-year and implement an athlete survey. That will be discussed at the May meeting.

#### 12. Next Board Meetings: Dexter Paine

- 🚩 November 20, 2018, 10:30 a.m. Mountain, Teleconference
- 🚩 February 3, 2019, 7:30 a.m. Mountain, Park City, In person
- 🚩 May 18, 2018, 7:30 a.m. Mountain, Park City, In person

### 13. Closing Comments & Motion to Adjourn: Dexter Paine

In his final remarks, Paine said he understood this was a long meeting but worthwhile in terms of what we had to get through. If you have additional questions or comments, don't hesitate to contact me or any of the management team. He reiterated his thanks to the Nomination & Governance Committee who had been incredibly active this summer and he appreciated all of their efforts.

Andy McLane asked to make one comment. He was concerned about using the term, fully funding the athletes, because the more that gets used, the greater the expectation becomes. He's seen all the great work that's been done in the analyses and I applaud them. In some sense, it's a goal line that will always keep moving – there's inflation, lots of disciplines, and when we reach this goal, someone will be saying why don't we reinstate the D team and fund them, or what about these three disciplines where we only have a couple of participants. There is no answer to this right now, but we need to use caution as we go broadly talking about this in the interest of transparency to make sure we don't have expectations that just can't be fulfilled over time.

Shaw replied that one of the things we struggled with was the question of whether we could reduce that gap to zero. That can't be in my goal set because we just don't know. If we commit to that and marketing or foundation fall short, how do we deal with that?

There was a comment that we can reduce the gap but not eliminate it. As important, was letting the athletes know exactly where this money is going.

Holly Brooks noted that she was on her way to Colorado Springs and looked forward to meeting with Shaw and Paine on some of the issues discussed today.

There being no further business, Paine asked for a motion to adjourn.

- Motion to adjourn the Board of Directors' Meeting.  
M/S/C Tiger Shaw/Andy McLane

Slc 9/26/18  
Legal review 10/8/18

## **Addendum 1 - Diversity & Inclusion Statement**

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U.S. Ski & Snowboard, the national and global leader in snow sports, is committed to fostering, cultivating and maintaining a culture of diversity and inclusion throughout its organization. U.S. Ski & Snowboard's vision is to make the United States of America the Best In The World in Olympic skiing and snowboarding. Our mission is to lead, encourage, and support athletes in achieving excellence by empowering national teams, clubs, coaches, parents, officials, volunteers and fans.

We are dedicated to organizational excellence. One of the keys to achieving excellence across an organization is creating an environment in which diversity is valued, equity is striven for and inclusion is embraced.

To that end, U.S. Ski & Snowboard adopts the following guiding principles:

- Nurture a diverse community rooted in mutual understanding and respect
- Educate constituents about the importance of a diverse community
- Support innovation in approaches to enhance access and retention of underrepresented groups

By formulating specific action plans based on these guiding principles, U.S. Ski & Snowboard will strive to lead nationally in our home country, the USA, and globally in all aspects of diversity and inclusion practices in the snow sports world.

**Addendum 2 – Financial 101**

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# U.S. SKI & SNOWBOARD

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## VISION

The vision of the U.S. Ski & Snowboard is to make the United States of America the best in the world in Olympic skiing and snowboarding.

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## MISSION

The mission of the U.S. Ski & Snowboard is to lead, encourage and support athletes in achieving excellence by empowering national teams, clubs, coaches, parents, officials, volunteers and fans.

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## VALUES

Integrity, Passion, Fun, Team, Community, Excellence, Grit, Safety

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## GOALS

Achieve athletic excellence  
Grow the visibility of our sports and brand through our athletes  
Engage, lead and grow our communities  
Cultivate organizational excellence  
Achieve financially sustainable growth

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### What is an Endowment?

The gift that keeps on giving. Permanently restricted donations (corpus) raised by our foundation, the earnings of which are drawn upon to support our annual budget.

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FY19 OPERATING BUDGET EXPENSE = \$35.8M

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### PROGRAM INVESTMENTS

Athletic Programs = \$28.7M, 80% of total  
Foundation and Marketing = \$3.6M, 10% of total  
Administration & Communications = \$3.5M, 10% of total

### ATHLETIC PROGRAMS, 80% OF TOTAL BUDGET

Elite Teams (A-D) = \$15.3M  
Domestic Programs = \$3.7M  
College and Travel Grants = \$450K  
**Subtotal Direct Athlete Investment = \$19.5M, 54% of total**  
Events = \$7.2M  
Training facilities and equipment = \$2.0M  
**Total Athletic Programs = \$28.7M, 80% of total**

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FY19 OPERATING BUDGET REVENUE = \$36.3M

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MARKETING = \$13.4M, 37%  
FOUNDATION = \$10.1M, 28%  
USOC GRANT = \$6M, 16%  
MEMBERSHIP & COMP FEES = \$4.5M, 12%  
ENDOWMENT GRANT = \$1.3M, 4%  
NASTAR = \$820K, 2%  
OTHER REVENUE = \$262K, 1%

The **marketing** department utilizes our domestic events as a major platform to sell corporate sponsorship

The **foundation** programs include major giving, gold passes, special events, direct mail and champion club hospitality programs

The **USOC** is our largest single partner

**Membership** includes athletic, coach, official, volunteer participation in our sport programs across the country

The **endowment grant** covers the cost of the training facility

**NASTAR** includes resort participation, regional & national's entry fees

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4/30/18 ENDOWMENT VALUE = \$42.5M

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MAE – Coaching = \$1.7M

MAE – Beattie travel fund = \$4.6M (pass through to athletes)

MAE – Education = \$870K (pass through to athletes)

MAE Career = \$117K

MAE Total = \$7.3M

Legacy Total = \$30.3M

Borgen Swartz Total = \$3.1M (pass through to athletes)

Board Designated Endowment = \$1.8M

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# U.S. SKI & SNOWBOARD

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## ALPINE

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Speed – Downhill, Super-G, Combined  
Tech – Slalom, Giant Slalom

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## FREESKIING & SNOWBOARDING

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Half Pipe  
Big Air  
Slopestyle  
Snowboard Cross

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## FREESTYLE

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Moguls & Aerials

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## CROSS COUNTRY

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Classic & Freestyle technique

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## VALUE IN KIND (VIK) SUPPORT PROVIDED TO ATHLETES - \$4.1M+

Training Center Partnerships = \$1M  
Medical and Physio Volunteers = \$1.5M  
EAHI Medical Health Insurance = \$600K  
Uniforms, Supplies & Equipment = \$1M+

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## ELITE TEAMS BUDGET = \$15.3M PREP (CAMPS) & COMPETITION COSTS, COACHING TRAINING/HILL SPACE, TRAVEL, TECHNICIANS

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ALPINE - \$6.2M, 41 athletes, \$151K per athlete

Drives 80% of our membership revenue

Genders are coached, travel, prepare & compete separately  
Multiple different levels of teams in different leagues (A/B/C/D)

High count of competition days across globe

Speed - large number of coaches required to cover venue

Tech – different locations and teams than speed

High cost of moving equipment

High cost of training due to lane or training space rental

FREESKIING & SNOWBOARDING - \$4.4M, 95 athletes,  
\$46K per athlete

Genders are coached, travel, prepare & compete together  
High amount of domestic competition

FREESTYLE - \$1.75M, 40 athletes, \$44K per athlete

Genders are coached, travel, prepare & compete together

One worldwide league

High amount of air travel, single comps out and back

Local training advantage – UOP, COE, Deer Valley

Aerials - few competitions in a year

CROSS COUNTRY - \$1.1M, 16 athletes, \$67K per athlete

Genders are coached, travel, prepare & compete together

One European league A + B team

In competition air travel relatively less than other teams

Ease of training space

SPORTS SCIENCE & MEDICINE - \$2.0M, 192 athletes supported  
\$10.4K per athlete

Coaches & medical staff many who travel with teams

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## ATHLETE TRAVEL COSTS

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WE FUND 86% - 100% OF TOTAL ATHLETE PROGRAM COSTS

THERE IS A TOTAL ATHLETE TRAVEL GAP OF \$2.5M

THIS IS REDUCED BY FUNDING SOURCES OF \$980K

LEAVING THE CURRENT TRAVEL GAP AT \$1.5M

THE MAE BEATTIE TRAVEL ENDOWMENT FUND WILL REDUCE THIS  
GAP IN HALF TO APPROXIMATELY \$700K

COMMITMENT TO REDUCING COSTS YEAR OVER YEAR

## **Addendum 3 – Ski Racing article - athlete funding & financial transparency**

Please find below the *Ski Racing* article about athlete funding and our financial transparency. If you have any questions about this or anything else related to communications, please do not hesitate to contact Tom Webb [tom.webb@usskiandsnowboard.org](mailto:tom.webb@usskiandsnowboard.org) or 435.647.2097 (office) or cell 1 435.602.9644.

Link to the full article: <https://www.skiracing.com/premium/the-method-behind-the-madness-of-u-s-ski-team-fees>:

September 19, 2018

The Method Behind the Madness of U.S. Ski Team Fees

By Sean Higgins - Senior Editor

If you were to take a poll of issues that get people the most riled up when it comes to ski racing in the United States, U.S. Ski Team fees would undoubtedly be close to, if not the top item on the list. Each off-season, the majority of national team athletes reach out to their respective communities and sponsors to raise the money necessary to be a full-fledged member of the U.S. Ski Team. Ranging from a few grand to tens of thousands of dollars, online donation pages, private fundraisers, personal gear sales and filling out applications for grants, are all methods used by athletes to scrape together these funds. The backlash this situation creates among the larger skiing community has been a thorn in U.S. Ski & Snowboard's side for years.

"When I first made the Development Team, it was 10 grand," says Ted Ligety. "Luckily, my parents could pay that and I ended up jumping straight to the World Cup but it still cost 10 grand and I think if it was much more than that, my Dad would have told me to go to college. If it was like it is now, there's zero chance I would have pursued that; I would have gone to college and try to make it to the point where I didn't have to pay."

What are these fees, really? How much are they and why are they necessary? Why do some athletes pay more than others? What exactly is this money going toward? All of these are valid questions which have resonated throughout the community that deserve straight answers.

U.S. Ski & Snowboard had undergone a rude awakening of sorts in the last nine months with [athlete-driven movements](#) and [vocal criticisms](#) of the organization capturing the minds of the community and leaving people with a bad taste in their mouth about the national governing body. The silver lining of all this turmoil has been athlete voices coming to the forefront of important issues like team culture and athlete-coach relationships like never before and the executive leadership at the Center of Excellence (COE) in Park City aiming to be the most transparent administration ever when it comes to hot-button issues like athlete funding.

Recently, the executive leadership at the COE sat down with Ski Racing Media (SRM) to discuss the financial picture of the current U.S. Ski Team and the vision for the future of funding the athletes on the teams of U.S. Ski and Snowboard.

"There have been a number of misperceptions that have been out there," says U.S. Ski & Snowboard Vice President of Athletics, Luke Bodensteiner. "One is that the athlete fee pays for things other than their own personal travel costs like coaching or the Center of Excellence or infrastructure and we've tried hard to help the athletes understand that this is really a portion of their personal travel."

According to Bodensteiner and U.S. Ski & Snowboard CEO, Tiger Shaw, the annual team fee that most national team athletes pay each year goes directly toward three things and three things only: flights, food, and a bed to sleep in on the road. The COE estimates that average travel costs per alpine athlete each year are in the neighborhood of \$30,000, which includes off-season travel to camps in Mt. Hood, Mammoth, Europe, the Southern Hemisphere, and elsewhere. In total, U.S. Ski & Snowboard covers



costs in excess of \$100,000 per athlete for the costs of coaching, training, servicemen, therapists, and other expenses throughout the season.

It is important to understand that the exact cost of travel for each athlete will be different and that those costs will change year to year as flights fluctuate in price, athletes attend more or fewer projects, and other variables that change the cost of lodging.

Shaw explains that the annual team fee originates from the portion of their travel costs that the team can't subsidize within their respective annual budgets.

"It's all about the travel costs of an athlete on a team," says Shaw "If you're A-Team, we pay it all. The costs are not necessarily higher or lower for an A-Teamer than a B or a C. Some of this cost is absorbed within the budgets and that gets us down to the portion of the travel costs that isn't subsidized by the team, it's what's left over that we can't fund."

Currently, U.S. Ski & Snowboard needs approximately \$1.6 million to pay for travel costs across all disciplines each year, according to Shaw.

Most people who have been around ski racing in the U.S. know how this works. The A-Team is fully funded with B-Team athletes and below footing a bill that increases at each level. D-Team athletes pay the highest team fees.

In an effort to be as transparent as possible, the COE has supplied SRM with the current funding structure of the alpine team for the 2018-19 season and the average cost breakdown for each athlete, man or woman, at each team level.

To view the document in full, please [click here](#).

**Document key:**

MALP, WALP – Men's Alpine, Women's Alpine

COSTS OBJECTIVE – 2018-19 Team fee for an athlete that made objective ski team criteria

COSTS DISCRETION – 2018-19 Team fee for an athlete that was named as a discretion pick

- High funding available – Average maximum available dollar amount of funding from internal sources that offset the annual team fee amount
- Base net cost – On average, what each athlete will actually pay if they take advantage of all of the internal funding available to them
- Counts objective – Number of objectively named athletes per team
- Counts discretion – Number of athletes named on discretion

According to the COE, the average out-of-pocket cost for an alpine athlete headed into this season went down by approximately 30 percent compared to the 2017-18 season.

Among all of those numbers are a few key take-aways. First, according to the document, although the A-Team is the only "fully funded" alpine team, the B-Team is in effect also a fully-funded team when the various internal funding sources are counted. In fact, on average, a B-Team athlete is actually slated to take home money at the end of the season to the tune of approximately \$7,500. Shaw says that he had to issue IRS 1099 tax forms for several B-Team athletes last season because of the money they were able to raise that was in excess of their team fee.

"It can definitely work out like that," says B-Teamer and 2018 Olympian, Ryan Cochran-Siegle. "For instance, this year I had rollover from last year's fundraiser and that was essentially the money that I 'made,' which I moved into this year's account."

The second take-away is the internal funding sources themselves, namely the Beattie Travel Fund. While other internal funding sources vary from athlete to athlete like the number of World Cup starts an athlete has inside of the top 45, affecting the amount of FIS travel money they earn, or how USOC grants are only available to Olympians, the Beattie Travel Fund is available for all named athletes at all team levels.

What is different this year, however, is how the COE is communicating these options to the athletes. Something they have fallen short on in the past and an oversight that, by their own admission, rests squarely on their shoulders.

“We kind of created our own perceptual issue here by sending out the invitation letters at the beginning of the year that say, ‘Hey, your travel costs are going to be this much,’ but what we hadn’t told them in the past was how that is going to be offset by these different sources,” admits Bodensteiner. “The number that sticks in your head is the big number in the invitation letter.”

Now, when an athlete is nominated to the U.S. Ski Team, an email is sent notifying them of their selection and lays out what will be provided to them as a national team athlete and what they owe, if anything, in a team fee. In past seasons, athletes were provided with a dollar amount and little or no information about what went into that fee, where the money gets spent, or what they can do to reduce the out-of-pocket cost.

“People had a really bitter taste about the funding thing and how it’s been done and communicated,” explains A-Team member Alice McKennis, who paid a team fee each of the last two seasons as a discretion pick to the team. “People felt really hurt by it and slighted by it just because the communication was really poor and it wasn’t explained to the athletes why they were paying this much. Talking with Luke about it and basically telling him that if they do share this information, of how much it actually costs, people aren’t going to be so bent out of shape over it because nobody had any comprehension or understanding of how much does it cost for a World Cup athlete with all their training and travel for this and that.”

This year, athletes were sent a large folder of information pertaining to the financials of U.S. Ski & Snowboard across all sports and ways they can help fund their seasons outside of the more traditional methods of independent fundraising.

“I think they’ve done a better job of providing that information and making it more clear and it’s made me feel a lot better about the whole situation because I paid \$15,000 a year for the last two years and I didn’t really know what it was for,” McKennis adds. “I sort of knew, but it’s nice when you get the numbers and realize it’s actually not as bad of a deal as you thought.”

The Beattie Travel Fund, as it turns out, will likely be the key to solving the issue of fully funding athletes at U.S. Ski & Snowboard once and for all. Set up as an endowment, the Beattie Fund issues need-based aid to athletes, similar to the aid many colleges and universities offer their students. Just like in college, the athletes themselves must apply for grants from the Beattie Fund.

“This is why we’re trying to do this with an endowment,” Shaw says. “We’re trying to permanently cover the gap. That means going all over the country, sitting down, and asking people for a million dollars, or five million dollars.”

Typically, an endowment must be roughly 20-times larger than the amount taken out each year in order to be self-sustaining. Currently, Shaw and his staff have a goal of raising \$20 million for the fund. As it stands now, there is approximately \$4.6 million in the bank.

In the long run, the Beattie Fund will be a way for the COE to cover that \$1.6 million without going out and finding that amount each year it is necessary. The catch is that it means asking for more money up front from donors and sponsors in the short term.

“The [U.S. Ski & Snowboard] Foundation goes out and raises a significant sum of money which takes an awful lot of time and energy, that money sits in the bank and is administered like an investment fund and is overseen by a completely independent team of people and then it pays out a certain sum of money every year,” explains U.S. Ski & Snowboard Communications Director, Tom Webb. “The time and effort that goes into raising that big pot of money means that we don’t then have to go replicate that year after year. It’s a very useful financial tool.”

“Do we want to get that team fee to zero?” adds Shaw. “Yeah, you’re damn right. We’re trying and there’s a plan to get there but that’s where we are now.”

For the foreseeable future however, team fees are here to stay until Shaw and his team are able to hit their funding goal for the Beattie Fund.

*Editor’s Note: Stay tuned for more coverage on the issue of athlete funding, including more athlete perspective and the organizations that have cropped up to help address the issue.*

## Addendum 4 – Bylaw Amendment

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### ARTICLE VI Government and Operation

9. The Board shall elect, from among its voting members, a Chairman and a Vice Chair, each of whose terms of office shall be four years. The election and duties of the Chairman, Vice Chair shall be as set forth below:

(a) The Chairman is the highest elective position in the NGB. The responsibilities of the Chairman shall be to preside at all meetings of the Board. The Chairman shall be a full voting member of the Board, and also be an *ex-officio* member of all committees. The term of the office of Chairman shall be four years, which shall be timed so that every other term commences at the first annual meeting of members following the most recent Olympic Winter Games. The Chairman may only serve two consecutive four (4) year terms as Chairman. Election of a member to the office of Chairman shall extend the ability of that member to serve on the Board for longer than is permitted pursuant to Article VI(A)(3)(a). The Chairman will not be eligible to receive any honorary awards of the NGB during his/her tenure and until one year after his/her replacement by his/her successor. Any director may nominate any other director for direct election to the office of Chairman. At the time he/she takes office, the Chairman shall vacate his/her former seat on the Board and shall occupy only the seat of the Chairman. His/her former seat shall be deemed vacated and shall be filled in accordance with the procedures set forth in these bylaws for filling mid-term vacancies.

(b) The Vice Chair shall discharge the duties and obligations of the Chairman in his/her absence ~~or in case of his or her inability to serve~~. The Vice Chair shall be elected by the Board from among its current members every four years at the annual meeting of members, and at a time prior to the consideration of nominations of new members to the Board. Election of the Vice Chair shall be timed such that every other term of the Vice Chair shall commence at the first annual meeting of members following the most recent Olympic Winter Games. Any director may nominate any other director for the position of Vice Chair. The Vice Chair shall be seated and empowered from the time of his/her election until his/her successor is duly elected.

(c) ~~Should the Chairman's position be vacated prior to the natural expiration of her/his term, the Executive Committee shall be empowered to meet as soon as practicable to select an interim Chair who will guide the NGB until such time as the Board can elect a replacement Chair. In no event shall the interim Chair so designated serve past the next regularly-scheduled Congress meeting unless she/he is elected to be the permanent replacement or if the Board determines in its discretion to extend her/his term as interim Chair by majority vote.~~

Ratified September 19, 2018  
Effective November 3, 2018

## **Addendum 5 – Chairmanship Succession**

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### Timelines

1. [July 31](#) – Reconfirm interested candidates for Chairperson – Ken Graham, Darryl Landstrom, Kipp Nelson and Andy Wirth
2. [Aug 1 - Sept 4](#) – Initial screening interviews completed by co-chairs
3. [Sept 5](#) – Nomination and Governance Meeting – Selection Committee meets to narrow candidates to two finalists
4. [Sept 19](#) – Board Meeting – Update on finalists and process provided at Board meeting
5. [Sept 20 - Oct 31](#) – Formal interviews between each Selection Committee member and each candidate; informal discussions between candidates and board members encouraged with feedback provided to the Selection Committee
6. [Nov 5](#) – Nomination and Governance Meeting – Selection Committee meeting to review formal interviews and determine if there is a consensus candidate to recommend to the Board
7. [Nov 20](#) – Board Meeting Update on process and recommended candidate (if possible) to Board
8. [Nov 21 - Jan 31](#) – (If Selection Committee has recommended a candidate) formal interviews by all interested Board members with the recommended candidate
9. [Feb 3](#) – Board Meeting – Potential vote on recommended candidate at the Board Meeting in Park City during World Championships for freestyle/freeskiing/snowboarding
10. [Feb 4 - May 15](#) – Transition planning among incoming Chair, Vice Chair, Dexter Paine and Tiger Shaw
11. [May 15-19, 2019](#) – Congress and Board Meeting – Target date for formal transition

### Job description

Term: 4 Years; Time Commitment: Approximately 250-300 hours a year (excluding FIS commitments)

#### Responsibilities

- Weekly: Discussions with CEO regarding his team and organization  
Serve as sounding board for CEO on timely issues  
Communication Strategy for issues with athletes, Board, employees, FIS, USOC and Trustees
- Monthly: Calls with Foundation President and CEO
- Quarterly: Board Meetings – Organize agenda, prepare and lead meetings  
Nomination and Governance Committee meetings  
Review and provide feedback on YTD performance and budget with CFO and CEO
- Annually: Set annual CEO goals and bonus targets and review CEO performance  
Annual Congress in Park City – 3 days in May  
Attend Alpine, SB, FS, and FK and Nordic World Championships – 14 days every other year  
Attend XC, DV Freestyle and X-Games – 2-3 Days  
Attend Birds of Prey WC Race – 2 Days  
USOC Assembly – 2 days in Fall

Attend FIS Spring Meeting – 3 days in May  
USOC funding strategy and interaction with USOC  
NY Ski Ball attendance – 1 Day  
Optimal – FIS Fall meetings in Zurich

Periodic: Olympic Winter Games attendance – 2 weeks  
Work on World Championship Committees, bids and strategy  
CEO and Senior Team member searches if/when necessary

On Call: Available at all times to provide feedback on issues concerning safety, athlete performance, health and management.