
U.S. Ski & Snowboard Board of Directors' Meeting Minutes

Wednesday, November 11, 2020, 1:00 p.m. – 3:15 p.m. MST

Video Conference

Meeting Chairman: Kipp Nelson

Vice Chair: Eric Resnick

Board Members Present: Liz Arky, Frankki Bevins, Rosie Brennan (athlete), Alex Deibold (athlete), Bryan Fletcher (athlete), Kenneth Graham, Cami Thompson Graves, Darryl Landstrom, Martina Lussi, Andy McLane, Warner Nickerson (athlete), Dylan Omlin, Mike Page, Steve Shafran, Tiger Shaw, Steve Strandberg, Tom Wallisch (athlete), Heather McPhie Watanabe (athlete), and Tom Yaps.

Ex-Officio Board Members Present: Dexter Paine, Holly Brooks, Kelly Pawlak, Brian Leach, Hank Tauber, Nick Sargent, and Kikkan Randall (athlete, Board-member elect)

Board Members Excused: Lisa Kosglow and Bill Marolt

Management Team Present: Brooke McAfee, Sheryl Barnes, Trisha Worthington, Michael O'Connor, Charlotte Moats, Alison Pitt, and Jamie Nagle.

Additional Attendees: Sharka Fabian, Patty Frechette, Andrew Gauthier, Kyle Kilcomons, McKenzie St. Onge, Jackie, Ellen Adams, Hannah Kearney (athlete), Steven Perelman, Carlos Lamadrid, Amanda Black.

1. Chairman Calls the Meeting to Order

Mr. Nelson called the meeting to order at 1:05 p.m., mountain time.

2. Roll Call & Establishment of Quorum: Alison Pitt

Ms. Pitt made a roll call and noted that a quorum was present. Ms. Pitt requested that Directors declare conflicts concerning any item on the agenda at this time.

3. U.S. Ski & Snowboard Chairman's Report: Kipp Nelson

Mr. Nelson discussed the budget and the planning for the remainder of the year as well as going into the Olympic year. The impacts of COVID are being felt this year and might have an impact going forward if we have to cancel events this season.

Mr. Nelson briefly discussed the presentation that Ms. McAfee and her team will present on the digital taskforce.

The Chair thanked everyone for their efforts especially in light of the challenges that we are facing this season.

4. U.S. Ski & Snowboard September 16, 2020 Meeting Minutes' Approval: Alison Pitt

Mr. Leach moved, and Mr. Strandberg seconded the motion to approve the meeting minutes from September 16, 2020. There was no comment and the motion passed unanimously.

5. U.S. Ski & Snowboard Chief Executive Officer's Report: Gale H. "Tiger" Shaw

Mr. Shaw presented the state of the organization and the athletics outlook. He advised the Board that one-time COVID athlete stipend has been added into the current budget and will be dispersed to all athletes.

He reported that 200 athletes and staff were able to enter into Europe this fall for training and competitions. Infections rates in our athlete testing pools are low and camps and training have been safe through everyone's efforts to follow the protocol and testing. He added that despite all of the shutdowns throughout the world, pro-sports have been able to continue. Most pro-sports have extraordinary protocols compared to the general public which has allowed them to continue to compete.

The Jeff Shiffrin Resiliency Fund has nearly met its goal and the support of it has been amazing. Gold Passes have sold out. Mr. O'Connor and his marketing team are continuing to make good on marketing and branding benefits to our sponsors. Mr. Shaw mentioned the Events team and all of their efforts to move forward this season with events. Testing, isolation, and quarantine has been successful. Mr. Shaw thanked the efforts of Troy Taylor (High Performance Director) and Gillian Bower (Medical Director) for developing the strict protocol and educating all parties on it to ensure compliance.

Mr. Shaw report that a lot of progress has happened with DEI as well as improving our mental health resources and raising the awareness of it. An internal audit on DEI from an outside auditor has helped guide the direction needed to support youth and diversity in our programs across the country. Mr. Shaw mentioned the partnership with the National Brotherhood of Skiers and Henry Rivers. On November 23, there will be another presentation from Mr. Rivers.

Mr. Shaw mentioned all of the effort with the Austrian consulate for fall training was monumental considering the current COVID climate and thanked them for their assistance.

The cross-country team will travel to Finland in one week and this will be their first on-snow training together.

Snowboard, Freestyle, and Freeski Team had incredible, quality training both on snow as well as at the Utah Olympic Park. Most of the Freestyle Team is in Copper training.

Opening World Cups in Sölden were amazing. Mr. Shaw reported that Paula Moltzen and Nina O'Brien did extremely well, after a 10th and 15th place finishes. Ted Ligety, Tommy Ford and River Radamus had great runs too and commented that even though the teams didn't have their South American training tour due to the pandemic, our performance is great.

Mr. Shaw closed by advising that with the pandemic, this is not the time to drop our guard, as the stakes are high and the risk to interruptions are exponential.

Mr. Nelson thanked Mr. Shaw for his comments.

6. Financial Report: Brooke McAfee

Ms. McAfee reviewed the organization's financial report advising the Board the \$2.5M in PPP funding has not been assumed into the budget due to the impending confirmation from the Utah SBA for the forgiveness of the loan. This is tied to \$1.6M in revenue reduction and \$900K increase in expenses. Ms. McAfee discussed the changes in the forecast from Q1 and Q2.

For the Foundation Department, cancellations of Champions Club events as well as less in-person donor engagements have had to be re-adapted into more creative outlets. There has been a decrease in broadcast revenue due to event cancellation and membership is slightly lower this year. Additionally, we have experienced a reduction in coaches' education because we have decreased on-snow training opportunities due to COVID.

Ms. McAfee reported that travel expenses for testing as well as separate lodging has increased which will foreshadow the increases in the forecasted budget for expenses of team travel for the Games.

Mr. Nelson commented that the athlete stipend that is forecasted in the budget cannot be guaranteed because of the unknown impacts on budget and expenses.

a. Commercial Update: Michael O’Conor

Mr. O’Conor summarized the marketing renewals as well as the new partners (Addaday, Rack Attack, Intense Cycles). We are doing everything that we can to protect revenue by offering other goods and services to sponsors.

b. Foundation Update: Trisha Worthington

Ms. Worthington reported that the Gold Medal Gala (being held next Thursday) will help reach the financial goals. This year the gala will be virtual and will provide an opportunity for donors to engage with the athletes in a unique way. Ms. Worthington closed by stating that the Jeff Shiffrin Resiliency Fund goal has been nearly met.

c. Membership Update: Sheryl Barnes

Ms. Barnes discussed the extension of the deadline for membership and that in the past few weeks, many members renewed bringing the numbers close to the projected amount. 6,500 members have completed the introduction to Avalanche course that was developed in partnership with the BRASS Foundation and UAC. Additionally, members are completing SafeSport training.

7. Digital Taskforce – Content Collective Report: Brooke McAfee/Andrew Gauthier/Kyle Kilcomons

Mr. Nelson mentioned that part of the athlete project was to increase our digital marketing and improve our engagement. Mr. Nelson and Ms. McAfee thanked the Digital Taskforce for their input.

Mr. Gauthier presented our digital strategy and the four overarching goals across three strategic pillars including to: (1) engage, grow, and retain our audience, (2) monetize our audience/increase our commercial value/increase digital fundraising revenue, and (3) measure our impact/implement and leverage the right measurement tools and data.

There was discussion between Mr. Leach, Ms. McAfee, and Mr. Nelson on tools to measure progress and addressed adjustments that might need to be made.

Mr. Kilcomons presented the Content Collective platform. It is a streamlined influenced management system to create a network effect for growth and value. It will create a new incremental revenue source for athletes and our organization with the goal to build athlete, organization, and partner brand value. There was discussion among the board on the new platform and the messaging and transparency to the athletes.

8. Nomination & Governance Committee Report: Steve Strandberg/Lisa Kosglow

Mr. Strandberg reported on four items:

- 1) Board Structure: not proposing bylaws changes at this time. We have until the end of the next calendar year to implement. We need to increase athlete representation to 33%. It is being proposed to increase the number of members on the Board from 23 to 24 with 8 athlete representatives. The AAC must vote on all athlete representative positions. [USOPC rep voting member]
- 2) Expanding the Definition of Eligible Athletes: this is an area where we need to define elite protected competition. The AAC needs to drive the process and the definition.

- 3) Sport Committee Bylaws: should they have operating guidelines or separate bylaws.
- 4) USOPC AAC Election Process: Mr. Nickerson provided an update on the election, which is currently ongoing. There are three male and three female candidates. Whoever gets the most seats, gets the sport seats. Whoever gets the most votes of the other gender gets the alternate seat. Mr. Nickerson thanked Ms. Brooks for her service, which is ending.

9. SafeSport, Avalanche & Security Update: Alison Pitt

Ms. Pitt reported that there is no active litigation and no change to the athlete grievance filed in August.

Ms. Pitt summarized the open cases with the Center and the NGB and reviewed the aging report of the open cases. Additionally, Ms. Pitt described the disciplinary measures taken in the last quarter. The Center has not notified the organization if it will proceed with an onsite audit this season, but the planned competitions were provided to the Center. The MAAPP revisions and timeline for implementation were discussed. Finally, Ms. Pitt mentioned the membership Avalanche training course developed with the BRASS Foundation and the Utah Avalanched Center and that 6,500 members have completed it.

10. Diversity, Equity and Inclusion Update: Ellen Adams

Ms. Adams discussed the internal audit and the efforts to address and increase diversity among our team. We are engaging our staff and will be presenting observations and recommendations by the end of the year. Additionally, the NSAA is partnering with us on a Gold Pass program to offer opportunities to those who have been underrepresented in snow sports.

A second DEI panel discussion will be held this month to discuss what facilitated their success and what barriers they encountered. In the area of gender balance, we hosted the first women's seminar that had attendance of over 300 coaches. Lastly, we are working with the USOPC to create a more open and diverse community within our sports.

11. ACE Update: Mackenzie St. Onge

Ms. St. Onge discussed the ACE Mission Statement and the efforts to provide efficient and easy services, grants, and opportunities for our athletes. Ms. St. Onge summarized the Athlete Development Literacy model and the player development as well as personal development aspects that ACE seeks to address.

Ms. St. Onge reported that fall tuition reimbursement is up. With COVID, there has been an increase in athlete education and education support since there was added flexibility with more classes moving online. Additionally, 31 athletes reach out for career support and 23 participate in internships.

There was discussion among the Board and questions about the partnership with Westminster. Ms. St. Onge reported that many of our athletes are engaged at the University of Utah because of its programs and the resources (in-state tuition, flexibility with our athletes, funding). Finally, the Board discussed options for internships and broadening the talent for the athletes.

12. FIS Report: Dexter Paine

Mr. Paine provided the FIS update. At the fall meeting, the Secretary-General was removed for her position. The current President has agreed to serve through the Congress, which is currently scheduled to be held in the Spring.

The good news is the first event held at Solden was held and the COVID protocols were implemented and only a few people had to be isolated and could not join the event. The remaining competitions for November and December are still scheduled and plan to move forward.

FIS is working with Infront (the European broadcaster) on potential changes to the fees for the world championships.

13. USOPC Report: Dexter Paine/Tiger Shaw

Mr. Paine noted that Mr. Shaw retired as the vice chairman of the NGBC a few weeks ago and thanked Mr. Shaw for his engagement in the role. Mr. Shaw reported on the AMP (Athlete Marketing Platform) program being implemented by the USOPC to place athletes in direct contact with the USOPC's Olympic sponsors. The program is launching and going into the pilot stage. The program could potentially have an impact on NGB revenue. The program was vetted through a few athletes and agents. It is a marketplace clearing house for athlete name, image, and likeness. The athletes will be able to choose the activities and partners that they are willing to work with. There is a lot of discussion between the USOPC and the NGBs on the program.

Ms. Randall reported on the update from the IOC on the Tokyo Games and the safety protocols to help make the games happen as well as potential budget constraints. The IOC is testing several scenarios and there is confidence that the Games may be held next year. This postponement might reshape the protocols of other Games going forward. Finally, Ms. Randall reported on the USOPC's leadership in anti-doping and being more assertive for pressing for clean sport.

14. Future U.S. Ski & Snowboard Board of Directors' Meeting Dates: Kipp Nelson

Mr. Nelson discussed the future Board meeting dates.

Spring Board Meeting Videoconference: March 17, 2021 at 1:00 p.m. Mountain

Annual Meeting: May 22, 2021 at 8:30 a.m. Mountain

15. Floor Open for Member Comments/Questions

Mr. Nelson asked if there were any questions. There were no questions.

Mr. Nelson thanked Board members and employees for their work and focus.

16. Closing Comments & Motion to Adjourn to Executive Session: Kipp Nelson

Mr. Leach moved, and Mr. Strandberg seconded the motion to adjourn the open session of the meeting. The motion passed.

Mr. Leach moved and Mr. Landstrom seconded the motion to move the meeting to the Executive session. The motion passed.

At 3:34 p.m., the Board went into an Executive Session.

Respectfully submitted.

/s/ Alison Pitt
Alison Pitt, Secretary of Meeting