



USA Shooting Board of Directors Meeting Minutes

December 4, 2020

BlueJeans Video Conference Meeting

Board members present: Chad Whittenburg, Rick Marsh, Rick Hawkins, Jim Henderson, Ana English, Susan Abbott, Jim Mitchell, David Meltzer, Keith Sanderson

Board member absent: none

USA Shooting staff present: Matt Suggs, Alex Szablewski, Breanne Orey, Brent McPherson, Jason Turner, Sharee Waldron, Kate Gest, Dan Durben, Jay Waldron, Reya Kempley (Secretary)

USA Shooting staff absent: none

A. Meeting called to order at 9:10 MST: Chad Whittenburg

1. Chad stated the budget would be presented hopefully Dec 16. He also thanked athletes and staff for persevering through a challenging year.

B. Matt Suggs discussed the recent success of rifle athletes Ginny Thrasher and Lucas Kozeniesky in Hungary and Poland, as well as Sagen Maddalena in the virtual match held in Poland. The future relationship with the Hungarian and Polish organizations is bright.

1. Lucas kindly thanked Reya for the travel arrangements.

C. Athlete Elections Updates: Matt Suggs

1. AAC (Athlete Advisory Council): Sarah Scherer (Vincent Hancock alternate)
2. Pistol: Sandra Uptagrafft (James Hall alternate)
3. Para: McKenna Geer (Nick Beach alternate)

D. USAS Bylaws on Board Composition: Matt Suggs

1. "Empowerment Act" is a result of the gymnastics scandal. It means USOPC can dissolve NGBs!
2. 1/3 of the Board must be composed of/elected by athletes; 20% from the 10 year list.
3. It also creates 10+ year list.
4. Athletes are counted as athletes only when *chosen by* athletes.
5. The AAC rep must be a director of the Board.
6. Matt recommended changes to Board composition including a larger Board of 12 with 4 10-year athletes effective Jan 1, 2021.
7. Ana asked if athlete reps understand they will be Board members. Chad said yes, as he hosted a meeting with them recently.
8. Matt stressed that we have to increase number of athletes on Board according to new law plus include the USOPC AAC on the Board.
9. Ana made motion to approve the bylaw change to Board composition. Rick M seconded.

Approved

- a. Discussion ensued on the status of other NGBs regarding these changes. Matt commented we are in the leading group coming into compliance. Rick M asked about 10 year/vs. 10 year+ for positions. Matt says bylaws give flexibility for athletes to choose. The law says 50% must be from a delegation event (Olympics/Pan Am Games) athletes.
 - b. Keith said that the discipline rep should also have a Board position since AAC position has so many responsibilities and it is difficult to represent all athletes.
 - c. Chad called for the vote. Passed 8-0.
10. Matt discussed committee changes, including “designated committees” vs. all other committees and athlete representation requirements for each.
- a. Designated committees must be at least 33% athletes, of whom at least 50% are from the 10 year list, and all are chosen by the USA Shooting (USAS) AAC.
 - b. Other committees are also at least 33% athletes but may be any distribution of the 10/10+ year lists. 50% must be para if the committee is for para team selection and shall be chosen by USAS AAC.
 - c. Matt gave recommendations on how to reconfigure committees. Keith said this was already decided by a previous AAC meeting, but Matt said the waiver process was not since that’s new. Matt recommends athlete vetting for committee seats.
 - d. An athlete review working group will review the changes. Matt said we should target our submission in Q2 2021.

E. USAS Bylaws Amendment/Review of AAC meeting: Keith Sanderson

1. Overview of these minutes:
https://www.usashooting.org/library/Board_of_Directors/Minutes/AAC_Minutes_2020.11.12.pdf
2. Recommendation from athlete meeting: voting athletes must have shot a USAS protected competition (selection match or national championship) in the last four years, though Keith prefers having only 10 year athletes.
3. Keith noted the recommendation that we no longer have a USAS Athlete of the Year because it excludes para athletes.
4. Chad said Sarah Scherer wants to hold one AAC meeting per quarter to gather athlete ideas regularly.
5. Keith said the focus of USAS should be medals for USA, not individual disciplines.

F. Board Election & New Member Updates: Rick M

1. Nominating/Governance Committee is dealing with three open Board seats: Matt Suggs’s seat, David Meltzer (reelection), and Rick Hawkins (he is vacating). The N/G committee evaluates candidates and recommends to either reelect or suggests other people from which to choose. The goal for this step is the January 2021 Board meeting.
2. Chad added that the intent is to seat new members, elect officers, etc. at the January meeting
3. Matt said that onboarding materials will be available before the end of the 2020 calendar year for new Board members.
4. Ana asked if there is a required deadline to evaluate new Board members before the vote to seat them. Matt and Chad said there is no specific date, but Ana suggested a best practice/level of notice.

G. USA Shooting Team Foundation Update: Jim Mitchell

1. December 9 is the first official Board meeting hosted by Ann Lee in Reno, NV.
2. Board members have diverse and excellent backgrounds with a track record of raising money and an interest in shooting sports.
3. Jim stressed the importance of a broad grassroots effort to collect more athletes and create a solid base for fundraising in difficult times, as well as increasing corporate sponsorship. He said there is interest from other organizations to be more involved with the Olympic movement.
4. Ana asked about timing of fundraising. Matt said the USAS travel schedule was given to the Foundation.
5. Chad mentioned that McKenna Geer and Ashley Carroll will be athletes at the meeting.
6. The press release announcing the Foundation has been delayed because it would generate significant interest and timing is important.

H. ISSF Updates: Susan Abbott

1. ISSF Executive Committee meeting will be December 12 via Zoom to vote on the skeet mixed team for 2024 games.
2. ISSF Administrative Council meeting will be December 13 via Zoom to elect committee members (Bob Aylward, Wanda Jewell, and Cathy Arnot are on our preferred list).
3. Mr. Bach will probably be reelected as IOC President; he is not a friend of the ISSF.
4. Susan gave an overview of the 2021 ISSF calendar.
5. Susan discussed her frustration with the ISSF ignoring ideas from the pistol committee.
6. Chad thanked Susan for her service to USA Shooting and ISSF. Kim Rhode will be taking the place of the ISSF rep on the USAS Board.

I. 2020 Current Financials: Ana English

1. Ana discussed faulty reporting in the past and an effort to improve financial reporting. 2020 has been an effort from the financial committee to provide stability and put processes in place.
2. 2018-2019 audits and amended 2018 and 2019 990s have been completed.
3. Transition to Altruic was difficult due to the status of General Ledger but has been completed.
4. USAS implemented automated tools such as Bill.com and Expensify.
5. Inventory reconciliations will now happen quarterly instead of annually or inconsistently.
6. Draft financial policies are in progress and are anticipated to be approved in Q1 2021.
7. 2021 Audit: Matt mentioned this is one of several USOPC audits and USAS has implemented platforms that provide added benefit and reduced costs.
8. Ana stressed the current financial status is much improved with transparency emphasized to the membership.
9. Jim M asked Ana if the accounting system is in order, as it is important to fundraising efforts. Ana expressed a high level of confidence with only immaterial minor issues in the balance sheet that date to many years prior.
10. Ana presented current financial highlights, including: greatly increased unrestricted cash and reduced AP since December 2019; restricted endowments have significant balances (mostly earmarked for juniors); income down 35% across all categories; expenses down 40%.

11. Balance Sheet

- a. Jim M asked whether the endowment money is regularly being used. Matt commented on current Olympians who benefited from them when they were juniors, though the current draw is not high, largely due to restrictions. Jim M asked if we should increase our draw and use it. Matt clarified that the Glassen Foundation specifically was earmarked to an event that did not happen in 2020, and other endowments have a low rate of allowed draw.

12. Income Statement

- a. ISSF funds from 2019 have been reserved to carry over into 2021. Competitions and membership income is down, merchandise income is stable, direct mail had a dip in April/May, but acquisitions of new donors has increased, which will help in 2021. Direct mail income is \$200k higher than this time in 2019. Audit expenses were high, but expenses are down overall.

13. 2020 Reforecast

- a. Financial committee made a motion to approve all financials through Oct 2020. Keith and Susan seconded. Passed 8-0.

14. Matt discussed USOPC funding. Any money we do not use this year will not be granted again in 2021.

- a. Keith asked for equity in direct athlete support (DAS) between Olympians and Paralympians. Matt supports that idea but is concerned that the impact will be late since the Paralympic team has not yet been selected. Chad pointed out that the para athletes are commonly featured for fundraising efforts, so they should receive equal funding. Keith made a motion for DAS equity starting from naming the Paralympic team in 2021 going forward. Jim H seconded. Passed 9-0.

15. New Opportunities: Matt discussed Hillsdale College range improvements for shotgun, upcoming ranges for rifle/pistol, and housing with a very beneficial agreement for USAS usage. He also mentioned the Performance Center in Kannapolis, NC and that as CEO he cannot enter into a multi-year agreement without Board approval. Chad asked the Board if that would be approved.

- a. Ana asked what commitment USAS would have. Matt listed these:
 - i. Designation as a regional training center. There is no specific requirement to move staff there, though he may want rifle/pistol coaches and athletes to move (he has serious concerns about the future of the Colorado Springs OPTC).
 - ii. Costs would be property tax and utilities for offices—no rent.
 - iii. Participation once per quarter in local community activities.
 - iv. Giving up marketing rights—we can't advertise our sponsors there.
 - v. They provide sports science support and reduced tuition to NC education system.
- b. Matt stated that one NGB has already signed, while four or five are considering. There are more favorable terms if we are one of the first to sign.
- c. Rick M made the point that signing this agreement would give us two facilities and is not a decision to move at this time. He said that we have an escape clause for six months, meaning we can review in detail. Matt added clauses to the contract stating if they fail to live up to terms, USAS gets any payments refunded. He said it's a safe agreement to sign and gives us time to review details such as the range design. Matt emphasized the need for an "ejection seat" if the USOPC decides to sell the training center in Colorado.

Approved

- d. Ana made the point that rifle/pistol need more facilities, so this would provide for that, which also ties into the Strategic Plan.
- e. Chad made a motion to allow Matt to enter into the agreement with the Performance Center in NC. Seconded by Susan. Passed 8-0 (Keith absent).

16. Matt stated that most of the Cares Act/PPP Loan will be forgiven.

J. 2021 ISSF/WSPS Calendars: Sharee Waldron

1. Overview of ISSF and WSPS events, with some postponements and cancellations expected due to the pandemic. Upcoming events for WSPS include quota opportunities. The calendar is packed, which can present challenges for scheduling our national events.

K. 2021 USAS Calendar: Sharee Waldron

1. Backup locations and dates are being planned for all events due to current uncertainty. There are tentative plans with Hillsdale College for rifle/pistol and shotgun Junior Olympics, which could mean reduced costs for attendees. Matt commented that Hillsdale can provide low-cost housing in their dorms to have juniors and parents in the same suite.

L. 2021 Board Calendar: Chad Whittenburg

1. Chad presented planned dates for upcoming meetings. The goal for 2021 is four major meetings, including two in-person meetings, and two video meetings per quarter. This includes an in-person Board meeting at Hillsdale in early July.

M. 2021 Budget: Matt Suggs

1. All items are tied to Strategic Plan bullet points.
 - a. Athlete success and retention: funding for National Team to events, training camps, and DAS
 - b. Strategic partnerships and alliances: improve the viability and profitability of competitions (examples of Winter Airgun held at CMP or Junior Olympics at Hillsdale College). Matt pointed out that the OPTC charges day use fees which increase costs for events held there. Also, the current USAS staff is lean and limited.
 - c. Organizational excellence: Matt described USAS as lean but compliant. He said we haven't done both before at the same time.
2. The budget includes funding for competitive teams at World Cups and Grand Prix events, pistol DAS, international junior events, two new staff for 2021, including combining the competitions/membership role.
3. The financial plan will be finalized by the third week of December. Matt discussed a goal of building revenue, holding profitable events, and increasing the financial stability of the organization.

N. Special Presentations

1. Chad thanked Susan, Rick H, Jim H, and Keith for their service to USA Shooting, especially during a difficult time.

O. Adjourn

1. Keith asked that the Board discuss USAS incentives for Olympic/Paralympic team medals and a choice for the Olympic team leader.

Approved

- a. Chad asked Keith to propose a number for the incentives. Keith said the AAC voted on it earlier in the year and Ana had reviewed it. The amount is contingent upon how many medals we earn in Tokyo.
2. Keith emphasized the importance of an Olympic training camp for team building that could also be used as a fundraiser.
3. Chad mentioned the idea of opening up the team leader to an athlete vote. Matt suggested it could be someone who fills more than one role on the team, if we are limited to staff size. Keith suggested the idea of auctioning off the role of team leader for a million dollars. Chad said the discussion would continue with Matt and Sharee.
4. Chad made a motion to adjourn 12:56 pm MST. Approved 9-0. Chad invited the new athlete representatives to attend the following executive session.