



**BOARD OF DIRECTORS MEETING**  
**Meeting Minutes**  
**March 11, 2017 | Colorado Springs, Colorado**

**1. Call to order**

- 1.1. A meeting of the USA Shooting Board of Directors was held at U.S. Olympic Complex on March 11, 2017 at 8:00 a.m.
- 1.2. Attendees included Rick Hawkins, Keith Sanderson, Paul Boyer, Collin Wietfeldt, Jeff Price, Barb Bridendolph, Tricia Downing, Kristen Raskopf, Susan Abbott and Lisa Kelley.
- 1.3. Board Members not in attendance included Jim Henderson. Proxy was assigned to Tricia Downing.

**2. USOC Welcome**

- 2.1. Scott Blackmun (CEO, USOC) welcomed new board. Intro about USOC: history, Safe Sport, doping, Olympic Channel and sponsors.

**3. Election of Officers (including Secretary)**

- 3.1. Kevin Neuendorf nominated to continue as Secretary. APPROVED.
  - 3.2. Chair will have two-year term. Non-voting member of committees.
  - 3.3. Motion for temporary Chair made. Discussed and withdrawn.
  - 3.4. Call for nominations once again. Paul Boyer and Jeff Price nominated.
    - 3.4.1. Price and Boyer share experience on BODs.
  - 3.5. Call for vote – vote is tied. Boyer withdraws nomination and moves to elect Price. Keith Sanderson abstains from voting. Price voted on by Abbott, Boyer, Bridendolph, Hawkins, Kelley, Raskopf, Downing. 1 Abstention (Keith Sanderson). APPROVED.
4. Paul Boyer put forth as nominee for Vice Chair. Boyer voted on by Abbott, Price, Bridendolph, Hawkins, Kelley, Raskopf, Downing. 1 Abstention (Keith Sanderson) APPROVED.
  5. Rick Hawkins nominated as Treasurer for two-year term. Hawkins voted on by Abbott, Boyer, Bridendolph, Price, Kelley, Raskopf, Downing. 1 Abstention (Keith Sanderson). APPROVED.

## **6. Legal Orientation – Tom James**

- 6.1. Overview of Directors
- 6.2. Sarbanes-Oxley Act Discussion
- 6.3. Internal Revenue Code – 501c3 status

## **7. USA Shooting Overview/Structure – Dave Johnson**

- 7.1. High Performance (Everything dedicated toward podium) and Operations (Fundraising, Development, NGB Governance).
- 7.2. Overview of staff structure/introduction of staff and roles.
- 7.3. Questions about coaching model – evaluation of coaching model. Contracting coaches. Consistency is key. Director to provide structure and stability. Having more oversight by National Team coach.
- 7.4. Recommendation to put forth an ad-hoc committee on coaching. DELAYED. Need to evaluate greater strategic initiatives before establishing committees.

## **8. Old Business**

- 8.1. October 5, 2016 Minutes: Legal opportunity to not approve the minutes, newly constituted. Approval of the minutes pending an answer from Tom James as to whether the new board has authority to not approve a prior BOD's minutes.
- 8.2. Safe Sport Bylaw Update: USAS will comply and follow the process of the Safe Sport Bylaw amendment. APPROVED.
- 8.3. Annual Bylaw Review: Best practices, good idea. Directed to CEO.
- 8.4. Motion to Move to Executive Session. DELAYED to hear Johnson's overview on Development.
- 8.5. USAS Development: USOC Funding went down from \$1.3M to \$1M in 2017. Reason for lower funding is loss of two potentially strong medal events on Olympic program and leadership issues. One pillar of funding is HPP driven.
  - 8.5.1. Sponsor relationships: \$900K in 2016. Strong industry sport VIK/cobranding.
  - 8.5.2. Revenue opportunities: Affiliated organizations, new focus on grants since Fall 2016, reinvigorated effort in major gifts, growth in merchandise program over last three years.
  - 8.5.3. Special event fundraisers: 2012-16: Net \$400K. Sponsorship and sport outreach is key. Events being planned for 2017: St. Louis and Maryland. 2018: Houston, Missouri & potentially Dallas.
  - 8.5.4. Discussion directed CEO to quantify programs, risk assessment and tie into organizational goals. CEO was directed to clarify and quantify development goals.
- 8.6. Paralympic Relationship Update: USAS committed to run through 2017. Budget needs over \$250K, over \$200K now but \$100K is VA grants. Aggressive development underway. Activate ad hoc committee.

## **9. LUNCH FOLLOWED BY EXECUTIVE SESSION**

## **10. New Business – Dave Johnson, Staff**

- 10.1. Committee Organization Discussion: Five standing committees discussed. Directors had significant reservations about bylaw descriptions of committees. CEO directed to lead rewrite. Conference call meeting recommended at first opportunity with legal present.
- 10.2. Advisory Council: Lengthy discussion of who should constitute membership and optimal composition. Currently USAMU, but discussion of potential addition of NRA, NSSF, CMP, Talo, SSSF, MidwayUSA Foundation, CTCs and more. Chair and USAS BOD seat elected by council.
- 10.3. Audit Committee – interpretation sought relative to committee structure.
- 10.4. Conflict of Interest statements distributed.
- 10.5. Team Performance Updates – Kevin Neuendorf
- 10.6. Funding Guidelines Presented – Dave Johnson
  - 10.6.1. In bylaws, related to USOC Charter and Ted Stevens Act.
  - 10.6.2. Laws/charters/bylaws do not require funding all events, only a selection process. USAS cannot fund every event.
  - 10.6.3. Coaches plan to not fund World Cup in Azerbaijan: Operations for it are difficult, allocation of funds. Basic discussion of funding priorities and how they are presented followed.
  - 10.6.4. Recommended Ad Hoc committee to address “Protected Events” and funding to protect athletes serving on board from conflicts of interest.
- 10.7. Legal Counsel Status: Frustration with current counsel was expressed. Need more clarity, bylaws were poorly written, circular language in bylaws frustrating. Staff noted that the Bylaw version of March 2016 was the product of two adversarial parties working under USOC panel guidance.

## **11. Future Meetings**

- 11.1. Quarterly in person meetings will be scheduled at least for a year; additional telephone conference meetings will be scheduled as needed in near term for Bylaw adjustments.

## **12. Closing**

- 12.1. Requesting copy of slides, High Performance Plans (HPP).
- 12.2. To staff: We run a business. Pressure and pushing to succeed.
- 12.3. Budget: Expect to see two months of actual, rest of the year budget. Currently unknown and struggling on budgets.

## **13. Meeting adjourned at 5:33 p.m.**

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Secretary

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Date of Approval