



**USA Shooting Board of Directors  
Meeting Minutes  
September 22, 2018**

1. Meeting Called to Order at 8:35 am Jeff Price, Chair
  
2. Roll Call
  - a. BOD In-Person Attendees: Jeff Price, Kristen Raskopf, Barbara Bridendolph, Keith Sanderson, Lisa Kelley, Tricia Downing
  - b. BOD Conference Call-Ins: Susan Abbott, Rick Hawkins
  - c. Special Guests: Staff members - Keith Enlow, Jessica Delos Reyes (Minutes), Penny Miller, Pete Carson, Alex Szablewski. Bob Aylward (phone), Kathy Gregory (phone) and Special counsel Brent Rychener also present.
  - d. Jeff Price notes that a quorum exists for this meeting.
  
3. CEO Report Keith Enlow, CEO
  - a. Team still in transition. Improvement visible in many areas and showing growth.
  - b. Working with athletes to gain trust. Meeting once a month with athletes.
  - c. Gained Midway USA's first award for a coaching program. Discussed Youth partners.
  - d. Olympic athlete selection process – almost complete.
  - e. Marketing/Fundraising - Events paying dividends for team and plan to continue in 2019.
  - f. Financials - On target to achieve our budget. Building 2019 budget now.
  - g. Audit is complete, committee is reviewing right now.
  
4. Nominating and Governance Committee Kristen Raskopf, Committee Chair
  - a. Keith Enlow thanks Kristen Raskopf for kicking it off and her and team's leadership.
    - i. 3 independent director spots needing to be filled.
    - ii. Committee looked to balance competencies of each candidate with the large number of very qualified candidates.
    - iii. BOD agrees to 2-year position for Paul Boyer's replacement.
    - iv. Nominating & Governance Committee recommends Scott Williams, David Meltzer and Rick Marsh for Independent positions to BOD.
    - v. Jeff Price calls for motion to accept slate of candidates. Sanderson seconds. No discussion. Approved unanimously.

- vi. BOD agrees to meet via phone on October 23 to complete officer selection process.
- b. Club Representative to the BOD
  - i. Nominating & Governance Committee recommends Chad Whittenburg, Diane Rice and Vladimir Chichkov for Club Representative to BOD.
  - ii. USA Shooting staff to administer election process through USAS clubs and seat the newly-elected Board representative during the October 23 ad-hoc BOD call.
- c. Judicial Committee
  - i. Kristen Raskopf states BOD needs to fill judicial committee consisting of five people appointed by BOD.

***Executive Session regarding pending legal matters began at 10:40 am. Executive session ends at 11:30 am.***

- ii. Three candidates presented by Committee include Jay Steven, Lester Greevy and Ana English.
  - iii. Jeff Price motions for acceptance of three candidates to the Judicial Committee. Keith Sanderson seconds. Passes unanimously.
  - d. ISSF Board Representative - Jeff Price motions for Susan Abbott to stay on as ISSF chair for additional four-year term. Kristen Raskopf seconds the motion. Passes unanimously.
5. 2017 Audit
- a. Jeff Price reports that info from auditors sent and BOD is responsible for acknowledging that it has been completed by audit firm. Allows staff to go forward regarding various state registration processes and recognizing that there are deficiencies.
  - b. Recommendation to CEO to continue to institute financial controls.
  - c. Need to appoint Chair of Audit Committee. BOD agrees to appoint at the October 23 ad-hoc BOD call.
  - d. Jeff Price motions to accept the audit from Law and Goodman. Barb Bridendoph seconds that motion. No discussion. Unanimously accepted.
6. Code of Conduct
- a. Jeff Price reports that Code of Conducts (COCs) have been updated for athletes, staff, and coaches in accordance with bylaws and Safe Sport policies.
  - b. Jeff Price motions for approval of all five Code of Conduct documents submitted and approved by the Ethics committee. Susan Abbott seconds motion. Lisa Kelley provides discussion relative to Keith Sanderson's concerns and inconsistencies in document titles. All approve except Sanderson who opposes but adds that he respects committee. Motion carries.
  - c. Jeff Price motions for BOD to send documents to ethics committee for final approvals after discrepancies are fixed across all areas. Keith Sanderson seconds that motion. Approved unanimously. Jeff Price notes that it will be on BOD agenda for October 23.

7. Staff Reports provided for Marketing/Sponsorship, Brand Recognition, Fundraising, Direct Mail, Merchandise, Membership, High Performance Plan, Olympic Selection, Coaching and Youth Development, Finance.
8. Coaching Staff Update Pete Carson, Director of Operations
  - a. NGB facing unique situation with current coaching staff. All disciplines faced with key staff resignation or changes.
  - b. Keith Sanderson notes that in order to attract top coaching talent and change the scope of these programs, that funding to pay coaches has to increase.
9. ISSF Elections
  - a. BOD needs to approve USA Shooting nominations for ISSF elections.
  - b. Jeff Price motions for USAS staff to deliver info to board members on candidates for ISSF board. Keith Sanderson seconds motion. Unanimously approved.
10. Financial Matters
  - a. BOD approval needed for Jeff Price to be signer on banking resolution to close bank accounts for consolidation including Vectra and First Bank and consolidate finances into a new Chase bank account.
  - b. Keith Sanderson motions for BOD to approve banking resolution. Kristen Raskopf seconds motion. No discussion and unanimously accepted.
11. BOD Matters
  - a. Kristen Raskopf accepts position as chair of Judicial Committee. States she needs to step away from role as BOD member. Will remain on BOD through October 23 ad-hoc meeting.
  - b. Jeff Price states he desires to resign as BOD Chair and assume ex-officio position on BOD and install next USAS BOD Chairperson and Vice Chairperson at the upcoming October 23 ad-hoc BOD meeting.
- 12. BOD enters second Executive Session regarding CEO Performance at 4:07. Executive session ends at 5:00 pm.**
- 13. Meeting adjourned by unanimous consent at 5:03 pm.**