



UNITED STATES CURLING ASSOCIATION

Board Meeting

March 6, 2024
Via Teleconference

1. **Call to Order** - Meeting was called to order by the Chair at 8:35PM CT
2. **Conflicts of Interest** - No conflicts of interest were identified
3. **Roll Call - Present:** (Board): Bret Jackson (Chair), Colin Huffman (Vice-Chair). Jeff Annis, Brian Kopp, Roger Smith, Phil Shryock. (AAC): Luc Violette, Aileen Geving, Patrick McDonald, (Independent): Paul Wilson, (USWCA) Tracy Lawless. (Committees) Andie McDonald, Aileen Geving, Jennifer Stannard. (Staff): Dean Gemmell (CEO), Craig Perry (COO), Alexis Bonnanfuso (Treasurer) Dick Dawson (Secretary, recording). Not present: Alex Agre.

With 11 Directors of 6 required, a quorum was confirmed, meeting may proceed.

4. Consent Agenda

- a. Minutes of 2/7/2024 Board Meeting

With no objections, the minutes were approved unanimously.

5. Administrative clarification of non-profit status

Motion to approve amendment to the Articles of Incorporation clarifying USA Curling's non-profit status made by Jeff Annis, seconded by seconded by Colin Huffman.

Motion passes with unanimous assent.

6. GNCC Letter to the Board ([link](#))

- a. Overview of the letter sent to the Presidents of GNCC clubs to be adopted at their Annual Meeting in May
- b. Discussion on Items #3, #4, and #5

Bret Jackson - These are straight-forward and do not require any substantive changes or interpretations to Bylaws or Policies and Procedures. Discussion on each:

- i. Item #3, No financial relationship.
 - 1. No RRA has a financial relationship with USA Curling today, and there is no way this would change. Can pass a resolution to that effect.
 - 2. Item would be passed without reference to any specific RRA

- ii. Item #4, No fees collected for USA Curling playdowns
 - 1. Every competitor for USA Curling championships will have to be registered with USA Curling prior to competing with a Competitor Membership.
 - 2. Regardless of who collects the Regional playdown fees
 - 3. Exception us for U5 National Championship event
 - 4. Fees could be collected by USA Curling or the RRA
 - 5. Aileen Geving - Would this be forever? A: Whatever method USA Curling does to collect fees at the time would be in place. Would want this going forward
 - 6. Phil Shryock - Does this make it more difficult to manage or administer? A: There is an administrative layer put on top of this process and will need to be sorted.
 - 7. Colin Huffman: This process is harder to manage, and could be given as an option to other RRAs, but they might not do it
 - 8. Paul Wilson: Is this not an option that's already available? A: Not really, in some RRAs they've elected to do it this way, and it's simpler for the athletes
 - 9. Colin Huffman: There is no need for USA Curling to be involved in this.
 - 10. Bret Jackson - This would pass without any issue

- iii. Item #5: Member clubs and RRAs
 - 1. There is no policy in place to prevent this from happening today with the existing Bylaws
 - 2. RRAs have a great role to play, and are valuable
 - 3. Dean Gemmill - Suggests RRAs operate in geographies that are reasonable for competitors
 - 4. Bret Jackson - with the new voting method, the RRAs are less incented to have more clubs to generate more votes. It's still a single director
 - 5. Group discussion on clubs and RRAs and geographies
 - 6. Phil Shryock - there's distrust in the leadership of the GNCC that leads to this sort of letter and messaging. Colin Huffman agrees.
 - 7. Bret Jackson - should we allow Clubs to do what Clubs want to do? Would that be the established policy.

- c. Items #1 and #2:

Initial thoughts and discussion

- i. Bret Jackson -
 - 1. All comments and direction in this area are to apply to all RRAs, and not specifically to the GNCC

2. The direction is to create policy for all RRAs
3. There is a Board direction

ii. Group discussion

1. Do they think they should be broadly applicable, or specific to one region?
 - a. Paul Wilson - this is a Board and Bylaws for all curlers, it is not to be customized for specific regions.
 - b. Unanimous consensus on the Board that control stays with USA Curling, and all decisions must apply to all RRAs
 - c. Roger Smith - object to any motion or action for one RRA and not all of them
 - d. Bret Jackson - actions should be across all constituents and groups, not to just one

d. Discussion of Items #1 and #2

i. Item #1: Rejoining into the open Board position "immediately"

1. Bret Jackson -
 - a. A seat is open on the Board in hopes that the GNCC would take that seat when they chose to return.
 - b. Seat would revert to GNCC should they wish to return, and an invitation was sent to take it
 - c. At-Large members met and agreed to have that seat remain vacant
 - d. GNCC's request to appoint immediately a Director, but that nomination needs to be filled using existing process. The Nomination and Governance Committee would review that nomination as they would with any Director nominated. The Board would have to elect them to the Board.
 - e. Each Board member must fill in Conflict of Interest and Ethics Statements, this person would have to do that as well
 - f. Process must be managed using processes that are in place already, documented in Bylaws
2. Group Discussion
 - a. Aileen Geving - It's a dangerous process to allow any RRA Director without passing through the existing process
 - b. Jeff Annis - Must be able to go through the same process as anyone else to protect the integrity of the Board
 - c. Colin Hufman - The person must be responsible to USA Curling, and has to be vetted accordingly
 - d. Response is likely that the immediate appointment is that the GNCC can appoint anyone they would like, but that person is still a "nomination" to the Board. That person is subject to the Nomination and Governance process in place

- e. Aileen Geving - appoint vs electing vs nomination are very different thing
- f. Electing a Board Director is defined in the Bylaws

3. Position

- a. Bret Jackson - Do we all agree to stay with USA Curling Bylaws and Policies to elect a Director to the Board, and communicate that to the GNCC as such?
- b. Posed to the Directors and all were in agreement was that the GNCC is free to elect and nominate their Director to the Board which will be subject to the Nomination Process in the USA Curling Bylaws

ii. Item #2: Grant the GNCC to immediately replace their Director at their decision

1. Bret Jackson -

- a. In a vacant Director slot, Wisconsin law states that a Director elected by a group may only be removed by the Members of that group. ([Wisconsin State Law, Subchapter VII, 181.0801](#))
- b. Wisconsin law prevents the GNCC from firing a Director on the USA Curling Board
- c. They want the ability to fire and replace their Director at their whim and for any reason

2. Group Discussion

- a. Paul Wilson - USA Curling would grant the GNCC the right to immediately recall and replace a representative - that's not what the USA Curling Board of Directors is all about.
- b. Colin Huffman - GNCC or any RRA cannot remove a Director from the Board at their whim
- c. Bret Jackson - needs due process and reason for removing a Director
- d. New Director would have to be nominated and pass through the Nomination and Governance process (Section 7.6.a)

3. Options discussed

- a. Adding a clause in Bylaws for recall with cause (i.e., financial impropriety, SafeSport issue) by the RRA
- b. Proposed - Election of a Director to the Board by the RRA is a method that could be used, recalling a Director based on their reason. Reviewed and rejected by the Board. (Change to 7.6.a from nominations to elections)
- c. Change the body who elects Board members

4. Position

- a. Bret Jackson - Do we all agree that we should not make a change to USA Curling Bylaws in response to this letter?
 - i. Unanimous agreement on the matter

- e. Next steps to consider
 - i. A draft note in response to the GNCC letter is being formed
 - ii. Note will likely be sent to GNCC leadership, and maybe to club representatives (to whom the letter was addressed)
 - iii. Consider holding Town Hall with interested parties

7. CEO Report

- a. Pre-meeting content was sent out and reviewed by CEO
 - i. Brian Kopp - Questions on archivists, has someone

8. Chair Report

- a. April meeting
 - i. Travel plans to team managing that event
 - ii. Slight change to schedule - one meeting Saturday primarily
- b. Sarah Hirschland - USOPC Chair
 - i. How will we be using this time best to inform her on curling
 - ii. Presentation is critical

9. Adjourn - Motion to adjourn meeting accepted at 9:30 PM CT