



Approved May 16, 2015

UNITED STATES CURLING ASSOCIATION
Board of Directors Meeting
February 3, 2015
Teleconference

Call to Order

Chair Carlson calls the meeting to order at 6:34 p.m. CT

1. Roll call

Present- Dave Carlson, Dave Flippo, Jeff Hannon, Cyndee Johnson, Nick Kitinski, Rich Lepping, Jim Pleasants, Courtney Schmidt, Sean Silver, Chris Sjue, Nick Wellen, Craig Brown, Dean Gemmell, Allison Pottinger, Doug Pottinger, Jennifer Stannard.

Absent- Gwen Krailo-Lyons, Scott Stevinson.

With 16 present and 2 absent a quorum is present

Non-Board Present- Andy Anderson, Russ Lemcke, Tabitha Petersen, Leland Rich, Jessica Schultz, Beau Welling, Jon Wilson, Vic Huebner, Gordon Maclean (recording), Kim Nawyn, Rick Patzke, Sandy Robinson, Michelle Schleibaum, Matt Gamboa, Bret Jackson, Mike Liapis, Hawley MacLean, Loreen Makishima, Byron Sah.

2. Appointment of Parliamentarian

Dave Carlson appoints Andy Anderson parliamentarian.

3. Addition/changes to Agenda

4. Discussion and approval of Meeting Minutes

- A. Board of Directors Open Meeting October 2014- Rich Lepping moved to approve minutes, seconded by Jeff Hannon. There were no additions or changes. Motion carries unanimously on voice vote.
- B. Board of Directors Closed Meeting October 2014- Rich Lepping moved to approve minutes, seconded by Jennifer Stannard. There were no additions or changes. Motion carries unanimously on voice vote.
- C. Board of Directors Closed Meeting December 29, 2014- Jeff Hannon moved to approve minutes, seconded by Jennifer Stannard. There were no additions or changes. Motion carries unanimously on voice vote.

5. Discussion and approval of corporate resolution re: financial institution accounts/authorization to sign checks, do business on behalf of USCA (Patzke/Robinson)

- A. Board Motion Related to USCA Banking Arrangements with Chase Bank, Silver explains the details of the motion stating that this is a cleanup of our current situation rather than something new. Sean Silver summarized the details of the three parts of the motion.

Proposed motion placed before the Board by Sean Silver:

- i. *Rick Patzke to remain an authorized officer (authority to open and close accounts, and to add and remove signers) for the Chase banking relationship, per existing documentation and as previously approved. Rick Patzke shall have approval take the following actions:*
 - a. *Remove Jim Pleasants and Sean Silver as signatories on all USCA bank deposit accounts;*
 - b. *Add David Carlson and Vic Huebner as additional signatories on all USCA bank deposit accounts;*
 - c. *Add David Carlson as an additional authorized officer on the account as "acting President", as required by Chase Bank.*

5.A. (continued)

- ii. *Jim Pleasants shall be replaced with Rick Patzke as the authorized officer for the USCA credit card account and Gordon Maclean, as Secretary, shall be authorized to execute any resolution or related documentation which may be required.*
- iii. *Authorize Gordon Maclean, as Secretary, or such USCA Director which Chase may require, to execute any resolution or additional document which may be required to (1) provide that Rick Patzke and David Carlson shall be the authorized officers for the Line of Credit and (2) which may be necessary for any of the other changes approved above.*

B. Motion to adopt by Rich Lepping, seconded by Jennifer Stannard.

- i. Discussion- Question: When does this take effect and how long does it take to change if a change is needed? Answer- It will take effect when the documents are executed with Chase and signature card are completed, probably within a few weeks.

Motion carries unanimously on voice vote.

6. Strategic planning (Carlson/Lemcke/Hannon/A. Pottinger/Silver)

A. Brief review of strategic areas/primary goals and initiatives, together with footnotes for the same

- i. Discussion regarding the January 13, 2015 revision to the December 17, 2014 version of the Draft Strategic Plan1/13/15.
 - a. Minor change to 3a, where the word "national" was added.
 - b. Minor change to 4a adding the phrase "best practices for club sustainability"
 - c. Jim Pleasants proposes an addition to Program Development. Goal "5d", *Continue to organize and promote championships to encourage social connections among curlers, promote ties to the USCA, and to give curlers a chance to test and improve themselves through national competition.*
 - d. Proposal Discussion:
 - Pleasants comments that the sanctioning and holding of championships is one of the primary purposes of the USCA and we should make that an expressed part of the Strategic Plan.
 - Questions regarding this proposal and how it related to the championships run by the High Performance program. Concern that this is not "Program Development" Answer: The intent is that this is focused more on the grassroots championships such as the Arena Championship, championships that we currently off that we want to strengthen and to promote those that we currently do not foresee.
 - Concern expressed wording should be clarified clarified that these are not related to championships that lead to world championships.
 - Concern expressed that the current document "championships driven" and need to highlight more areas recognizable to clubs as services that are provided to them.
 - Pleasants comments that this was primarily intended for grassroots, these are considerations to Members services and wouldn't mind add that to the language of the addition. Wants to make sure we acknowledge that championships are an important member services.

6.A. (continued)

- ii. Motion by Jim Pleasants to add the following item as modified, as item "5d" of the Strategic Plan, second by Jennifer Stannard
Continue to organize and promote grassroots championships and programs in addition to the HP focused championships to encourage social connections among curlers, promote ties to the USCA, and to give curlers a chance to test and improve themselves through national competition.

Motion carries unanimously on voice vote with Allison Pottinger abstaining.

- B. Motion by Jeff Hannon to approve the Strategic Plan as amended, second by Jim Pleasants.
 - i. Discussion: We were asked to submit our priorities, were those taken into account in the ordering of the items in the document being considered?
 Answer: The order as currently presented is not indicative of priority.
 - ii. At what point do the priorities become part of the plan? By adopting the draft as proposed the ordering is not part of the approval.
 - iii. Clarification from the Chair that this vote carries with it no implied priorities in the list of Plan items.

Motion carries unanimously on voice vote.

7. Standing Committee Reports

- A. Audit/Finance-
 - i. Silver reviewed his report to the board as filed. Pre-audits statements distributed to board. 2014 Audit should be done by end of month. The search for the new Accounting Manager continues, the initial search was not successful, a new batch of applications under review. The Treasurer Vic Huebner visited the offices in Stevens Point to gain a better perspective on the operations there. The loan to the Charlotte Curling Association is expected to close this month, committee will meet later this month after audit complete.
 - ii. Thanks to Dean Gemmel and Dave Flippo for efforts to get funding for webstreaming nationals. Gemmel thanks Russ Lemcke for his generous donation as part of that success.
 - iii. Fundraising successes have not been budget relieving so far. Fundraising efforts ahead of past but behind projected. But a gap of \$75,000 if targets are not met.
 - iv. Members dues is hopeful, GNCC fully reported with an 18% increase in membership dues. Existing staff have picked up extra tasks to fill gap without having Events Services position filled.
 - v. Sean noted an error in his report, on page 4, "Cash position of \$485,313 at 12/31/2014 versus \$340,663 at 12/31/2013" Highlighted date incorrectly listed in report as 2015.
 - vi. Sean indicated that we should start '16 budgeting process sooner rather than later and suggested we should be starting in March rather than June.
- B. Ethics- Chair notes that Ethics Chair Michael Shalhoub cannot make meeting. The committee is performing its function and has nothing new to report at this time beyond what is mentioned in his report on file.
- C. Nominating/Governance- Leland Rich reported that the committee has not met in a while, but will be coming out with a slate for Board-Elected nominees for May meeting. Considering a "Board Education" session for the May meeting, a self-assessment questionnaire for board members will be sent out shortly.
- D. Judicial- No report

8. Reports to Board:

- A. Interim CEO (Patzke) Report on file, updates and corrections were noted:
 - i. Update-USOC Challenge Grant is incorrectly stated, STARTS in first quarter of 2015, that grant is on a calendar year basis.
 - ii. Chelsea Piers Event- Managers have extended timing for second payment and the commitment date to end of February.
 - a. Michelle Schleibaum indicated that if people were not comfortable making an appeal to individuals, to send the contact information to her and that she would approach those people.
 - b. She is also approaching people who have given in the past but not recently or this year.
 - c. Chelsea Piers Promotional material will be made available to event managers and other on request.
 - iii. Team selection process proposal for 2016 Continental Cup
 - a. Proposal on file. Rick Patzke proposes a committee to set up the process for determining who will represent the US at the 2016 Continental Cup. This committee will be composed of Derek Brown, Ann Swishhelm, Phil Drobnick, Doug Pottinger, and the USCA CEO or iCEO.
 - b. Brief discussion on whether a Board representative should be on the committee or whether a Board vote of support was appropriate. These were deemed to be contrary to the direction the Board should be moving as this is more of an operational concern and not a policy concern.
- B. World Curling Federation (Swandby/Rich/Stannard/Welling)
 - i. Leland Rich- Nothing to report.
 - ii. Jennifer Stannard- Marcello Mello, the WCF delegate from Curl Brazil, is looking to hold Open Houses in some major North American cities to help find Brazilian nationals who may potentially be skilled enough to join the Brazilian team at some future time. They will be at Nutmeg CC February 28, 2015.
- C. Athletes Advisory Council (Brunt/Gemmell)
 - i. Dean Gemmell- Maureen Clark has resigned from the Board, no replacement has been selected yet. Doug Pottinger was the only candidate who ran for the vacant USOC representative position and is now on the AAC and the USCA Board. Doug is an accomplished curler who is respected by his peers and will be a great addition to both the AAC and the USCA Board.
- D. USOC/USCA Representatives (Patzke/Zezel)
 - i. Doug Pottinger- Full report on file. He noted SafeSport will be looking for funding from NGB's in 2015.
 - ii. The Chair indicated our allocation was anticipated and was included in this year's budget.
- E. USWCA (Stannard)- No report, USWCA annual meeting next week (February 10-12)
- F. Chair (Carlson)- Will be attending USWCA meetings in Detroit, continues encouragement to get out to championships and to bonspiels meet constituents.
- G. Fundraising Report (Stannard/Schmidt)
 - i. Looking for 100% Board participation and at least at previous year's levels.
 - ii. New/increased donations will be eligible for USOC matching grant.

8. (continued)

- H. CEO Search Update
 - i. Prodigy Sports has collected approximately sixty names of individuals who have indicated preliminary interest from broad range of backgrounds including private entities, public non-profits, corporate development, marketing and promotion, and sports entities.
 - ii. Plan is to trim that list down to 8-10 in next couple weeks. These will be interviewed by the Task Force by the end of March.
 - iii. Final candidates (2 prime+1 alternate)who will meet Board, either at a special meeting or the May meeting.
 - iv. Closed meeting may be required for follow-up.
 - v. Questions: None

9. Old business: None

10. New business: None

11. Adjournment: Motion to adjourn Jennifer Stannard, seconded by Dave Flippo. Unanimous approval on a voice vote.

Next meeting date and location: Chair indicated Minneapolis area, May 13-15, 2015 (Secretary Notes that May 15-17, was probably the intended dates)

Submitted Committee Reports

25 January 2015

Subject: HR Committee Report

1. The HR Committee conducted a quarterly performance review of the CEO in late December. The CEO submitted a written report of actions and accomplishments of the quarter to the committee; and we responded with comments and recommendations via email. Going forward the committee is looking to develop the best procedure for these quarterly reviews. We envision future reviews to consist of a written report from the CEO followed up by a teleconference call review by the HR committee. This review will consist of a look at past performance as well as the focus for the next quarter. The intent is to meet our obligation to evaluate the CEO without making it an onerous event.

2. The committee is also reviewing the current benefits available to our CEO and staff. This information will be used to compare our benefits to other NGBs; and determine what changes might be appropriate.

Chris Sjue
Chair, HR Committee