



**UNITED STATES CURLING ASSOCIATION
Board of Directors Meeting
January 29, 2019
Teleconference**

FINAL – Approved May 10, 2019

Call to Order

Chair Courtney Schmidt calls the meeting to order at 12:01 pm C.S.T.

1. Roll call

Board Members

Present – Jeff Annis, Russ Brown, Jeff Hannon, Joel Leneker, Rich Lepping, Steven O’Keefe, Catharine Persinger, Doug Potter, Courtney Schmidt (Chair), Roger Smith, Scott Stevinson, Nick Wellen, Craig Brown, Dean Gemmell, Jessica Schultz, Bill Stopera, Jennifer Stannard, Hawley Maclean.

Absent – Matt Gamboa, Monica Walker.

Quorum – 18 Board members being present and ten being required, we have a quorum.

Non-Board

Committee Members – Debra Horn, Russ Lemcke, Leland Rich, Mark Swandby.

Staff/Non-Board Executives – Earle Conrad, Terry Davis, Gordon Maclean (Recording), Kim Nawyn, Rick Patzke (CEO), Ron Rossi, Shane Stein, Tom Violette.

Guests – None identified.

2. Appointment of Parliamentarian – The Chair appoints Jeff Hannon as Parliamentarian.

3. Additions/changes to Agenda - The Chair called for additions and/or changes to the Agenda, none are presented. Clarification, the Audit/Finance report will be heard as part of the Treasurers report.

4. Discussion and approval of Executive Meeting Minutes – There are three Executive Committee meeting minutes to approve, those are from meetings held on October 11, 2018, November 6, 2018, and November 15, 2018.

A. Hannon moves to accept all three sets of minutes, Stevinson seconds. No further discussion. Motion approved on unanimous voice vote.

5. Discussion and approval of Board Meeting Minutes – October 12, 2018

A. A question was raised as to whether or not the USCA CEO should be listed as a Board Member rather than staff. The USCA By-Laws Section 14.1 state that:

“USCA will have a Chief Executive Officer, who shall be the leader of management and vested with the authority to make decisions on behalf of management. The Chief Executive Officer will not be a voting director of the Board.”

Russ Lemke was scheduled to make a presentation but was not there. Potter moves to accept the minutes with the suggested changes, Wellen seconds. No further discussion. Motion approved on unanimous voice vote.

6. Reports to the Board

A. Chair (Schmidt, full report on file)

i. Director’s Survey - Wants to thank board members for taking time to visit the site for survey. Currently, only two directors have not started the survey and there is one partially completed survey.

- ii. President's Council – We have an ad-hoc council consisting of the state/regional member association presidents. Good first meeting consisting of discussions, get-to-know level conversations and information exchange. More meetings are scheduled.
 - iii. Governance 2.0 Committee – Looking into moving to a smaller board structure which should result in more effective oversight swift decision making and a more engaged leadership group.
 - iv. Growing the Sport Committee – Ad hoc committee started this past quarter, positive feedback on the U5 National's, blueprints on how to start a curling club, opportunities for getting more rocks into the community.
 - v. No discussion
- B. CEO (Patzke)
- i. Looking Ahead:
 - a. High Performance – Full report from Derek is on file. U.S. won Curling World Cup Men's event in Omaha, also won several WCT events, and had several significant Slam finishes. Chaska National Training Site agreement is in effect. It's a one-year deal for both Olympic and Paralympic program training. Provided two sets of stones for HPP to use at Chaska. The first draft of the Mixed-Doubles Olympic Team selection procedures for 2022 has been submitted to the USOC. Members of the Junior world's support staff was noted, including Ann Swisshelm (performance), Mike Gulenchyn (trainer) and Dr. Marissa Norman (sports psych). Paralympic did well in Finland events.
 - b. Revenue Development – New sponsor was just announced, Toyota Motor Company. This is a four-year commitment worth about \$500K over the four years, over 90% of that in cash. The agreement also includes budget relieving value-in-kind, including event transportation opportunities to engage with local dealerships. Other prospects ongoing, including Curling Night in America title sponsorship solicitations. YSC Marketing target list placed in Dropbox, looking for director application of that list in the marketplace. USOC Challenge Grant 2018 succeeded, \$20k receipt expected soon. Granite Society fundraising ongoing.
 - c. Growth & Development – Kim's report is on file.
 - Our first "Hit, Tap, Draw" competition (in collaboration with Curling Canada), designed for 6-13 year old's will take place at the Nationals in Kalamazoo.
 - Wheelchair clinics and Junior development camp coming up in Chaska in April.
 - Members' Assembly will take place in Milwaukee, October 10-13.
 - SafeSport- At the present time, all national governing bodies (NGBs) are working to implement the Minor Athlete Abuse Prevention Policies. These policies were written by the U.S. Center for SafeSport to help NGBs implement S.534, the "Protecting Young Victims from Sexual Abuse and Safe Sport Authorization Act of 2017," which was passed by Congress on February 14, 2018. The USCA has started the process. A revised policy was released last week. March 23 deadline for the "Training Component Implementation." June 23 "One-on-one Interaction Component Implementation" deadline. We are ahead of other NGBs in this matter. Pushing back the deadlines will give clubs more time to work on plans. During the summer a compliance checklist will go out to all clubs to help them get ready for next season. They will be asked to confirm whether they have implemented the policy as it relates to their club; are in the process of doing so; or have not yet begun. This will help us identify which clubs may need some help getting their policy implemented and practices in place before the start of the next curling season. Board members thank Kim for all of her work on this. A recommendation that funds and resources

- be found to get Kim out to help explain the implications of SafeSport at the local and regional level and create a SafeSport committee for future actions that might arise regarding this. Response- we have asked the USOC for support to fund a staff person to cover SafeSport related issues. Clubs need help. FAQ will be going out.
- d. Operations – Tyler George working as a traveling ambassador for USA Curling at several clubs around the country. Charlotte event with Tyler was one example of great success, with more than 400 visitors and extensive media coverage, \$11K raised. USCA is providing financial support and expenses for Tyler’s work. Three more events with Tyler are scheduled so far. We have also committed funds for Tyler to work with non-HPP “bubble” teams. Curling Night in America appears to have NBC support at least through 2022. Looking to move programming back to Jan-March 2020 and 2021. Then October-December 2021 due to the 2022 Olympics. Curling World Cup hosting talks for next year underway.
- ii. FY19 Financial Outlook –
 - a. Budget is tracking close to our target.
 - b. Revenue negative variances – Continental Cup (should be close to breaking even instead of planned \$50K income).
 - c. Revenue positive variances – Curing Night in America \$15K, USOC Digital Media Agreement reached Tier 1 status resulting in an additional \$75K.
 - d. Question with what will be done with the DMA monies? We are not looking to add new expenses at this time. Monies will not be going to the HPP. Opportunity to communicate where these monies go.
 - iii. Currently two days from membership registration deadline - Membership dues look like a potential negative variance of about \$24K, projected membership 24,892.
- C. Secretary (Maclean, full report on file)
Interest being shown from a group in the Atlanta area to form a new “Southeast” region. Six member clubs will be in a situation of being one year delinquent and subject to removal from the USCA membership as of January 31.
- D. Treasurer (Rossi, full report on file)
- i. On track to meet budget goals for the year. Typically, we are over budget for the year at this point in the cycle. Member dues are starting to come in. Forty percent of USCA annual revenue arrives at or near the end of January to early February.
 - ii. Just had a meeting with our auditors, their report will be ready in three to four weeks. We do not anticipate any problems; however, we expect that there will be suggested changes in how we categorize value-in-kind as well as some “clean up.” We are also working on some financial policy and procedures updates, which should be ready for presentation at the May meeting.
 - iii. Ft. Wayne CC and the San Francisco Bay Area CC have applied for WCF loans for support of the construction of their facilities. The Audit and Finance Committee have reviewed the submissions and approved them for board consideration and support.
 - a. Rossi asks for a motion to approve Motion #1 (see Appendix D), Stevinson moves to approve Motion #1, Annis seconds. Comment on the importance of legal review by Conrad. Motion approved on a unanimous voice vote.
 - b. Ask for a motion to approve Motion #2 (see Appendix D), Stevinson moves approve Motion # 2, Potter seconds. No additional comments/questions. Motion approved on a unanimous voice vote.

- E. USOC Representatives Report (Patzke/Gemzell) – Full report on file
Next meeting is Feb. 20-22 in Chicago. This is a pivotal moment for the USOC, athletes pushing for a much bigger say in what is going on. Concern about the perception that the USOC needs to exert more control over NGBs, while some consider the USOC to be part of the problem.
- F. World Curling Federation (Swandby/Rich/Welling/Stannard) – Open meetings in Denmark at Women’s Worlds. Competitions committee met in Las Vegas during the Continental Cup, Olympic pre-qualifying event for Men’s and Women’s and a qualifying event for Mixed Doubles were discussed during that meeting, more details should emerge after the Denmark meeting. Discussion regarding communication concerns between WCF and WCF reps and athletes and between WCF and WCF reps and the Board. Athletes would like to have more openness in topics that will be discussed at WCF meetings to allow for input to representatives going into those meetings.
- G. Ad Hoc/Operational Committees
 - i. Revenue Development – Additional Granite Society items covered.
 - ii. Governance 2.0 (Lepping, report on file) – Committee has responded to two governance surveys from the USOC regarding our governance structure. We have added Debra Horn and Russ Lemcke to the committee. Smaller board size has been suggested (from 21 seats down to 13). By-law requirements for regions/states will remain the same and looking for a mechanism for multiple regions to send a single director. Looking for more standing committee accountability.
 - a. State/Regional Directors would be reallocated as follows: One each for GNCC, Minnesota, and Wisconsin. One shared director for each of the following groups of states/regions: Dakota Territory/Mid-America, Midwest/Great Lakes, Alaska/Washington/Mountain-Pacific. One USWCA director, three AAC directors, and three board elected directors. There would be a phase-in period through the next Olympics.
 - b. Looking for approval of this plan from the board at this meeting, followed by a Town Hall call with state/regions and club presidents and a set of suggestions to facilitate implementation at the state/regional level followed by final approval in May, and ratification at the Members Assembly in the fall.
 - c. Questions concerning populating standing committees and what the talent requirements will be for directors. One of the challenges for a “grassroots” board is helping the states/regions to identify talented individuals to bring forward to fill board seats. However, we cannot tell them who to bring up. Regions are struggling to find individuals willing to make the commitment to fill their board seat. USCA has been ahead of the curve compared to other USOC NGBs and is comparable to nations like Canada, Scotland, and Sweden, but want to make questions regarding shared directors, director talent, procedures, how will this effect meeting the USCA’s goal and getting the people needed to meet those goals.
 - d. Lepping requests motion in support and approval for this direction proposal. Potter moves, R. Brown seconds. Chair thanks the committee for their hard work. Motion approved with one director in opposition.
- 7. Reports to Board by Standing Committees
 - A. Nominating/Governance (Rich) – Slate of nominations will be presented at the spring meeting. Looking for board input regarding the current by-laws requiring that chair terms be non-consecutive and if that is something that needs to be changed.

- B. Human Resources (Smith) – Uploaded performance requirements and the CEO has tracked his activities. The CEO has either met his goals or is on track to meet his goals; no concerns in this regard are expressed.
- C. Athletes Advisory Council (Gemmell) – Nothing else to report.
- D. USWCA (Stannard) – Report on file. This will be Stannard’s last meeting as a director; the Chair thanks Jennifer for her years of service. Elizabeth Demers will be replacing Stannard in May.

8. Old Business- None

9. New Business –

- A. Lenneker questions whether there has been consideration of allocation of future monies and planning consideration for regional training centers (east and west coasts) to complement the national training center.
- B. Lepping indicates we need to determine what is the intent of Ron Kloth regarding his commitment to this organization and if necessary, ask for his resignation. Also feels we should find more monies to support Tyler George’s “ambassador” efforts; should consider larger cities for future World Cup sites and said the Men’s Canadian Tour teams have been selected.

10. Key Items of Agreement – SafeSport update, Toyota, Governance 2.0, approval of WCF loans for Ft. Wayne and San Francisco.

11. Next Meeting Date and Location: May 10-11, Colorado Springs, CO

12. Meeting Adjourns - Stevinson moves to adjourn, Stannard seconds, meeting adjourns at 1:51 p.m. CT.

Appendices

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Appendix A

**USCA Executive Committee Meeting
October 11, 2018
Holiday Inn Express
Latham, N.Y.**

Present: Scott Stevinson, Bill Stopera, Jeff Hannon, Courtney Schmidt.

Absent: Catharine Persinger

Also attending: Rick Patzke, CEO

1. Call to order: By Courtney Schmidt – 8:30 p.m.
2. Reviewed Board Meeting agenda items.
3. SafeSport update/discussion: The current U.S. Center for SafeSport polices and USOC requirements were discussed, along with implications for not only the USCA but also all members and clubs. More information would be provided at the Members' Assembly.
4. Prize money distribution from the Curling World Cup: Patzke noted that the WCF has elected to pay any prize money won by competing athletes at the new Curling World Cup would be paid directly to the athletes' member nation organization, and it is up to the organization to choose what to do with that money. The USCA will be funding the transportation, uniforms and other participation costs for the athletes (utilizing USOC funding). Patzke recommended that all prize money earned by the athletes be distributed to those athletes who earned it, net of certain athlete costs limited to things like the inclusion of athlete sponsor logos on team uniforms (not transportation or other participation costs). **Motion by Stopera, second by Hannon**, to approve this recommendation. Motion approved 4-0.
5. Delivery stick use in championship events: Schmidt and Patzke said they have been contacted again by curlers asking the USCA to allow the use of the delivery stick in certain USCA championship events (other than wheelchair curling) not leading to World Championships/Olympics/international competitions, particularly the Club and Arena Nationals. Discussion centered around previous Diversity and Inclusion recommendations which were ultimately not accepted by the Board. Questions arose about whether the USCA is eliminating opportunities for people who have a legitimate need to use a delivery stick in order to participate. Stevinson suggested surveying the regions about this topic before bringing it back to the Board, and Schmidt mentioned this would also be a great topic for her to address in the new forum she is planning to start with state/region presidents.
6. Other items:

Stopera suggested that we do more communication to all member clubs to make sure they are aware of the new 5-rock rule as adopted by the WCF and subsequently USCA. It was noted that there will be coverage of this in the Members' Assembly and also the U.S. Curling News and other communication channels.

There was a brief discussion about the Deloitte NGB report, as shared with the Board.

Stopera also initiated a discussion about having greater athlete/AAC input to the WCF representatives and USCA leadership involved in voting on competitive items and rules of play at the WCF General Assembly.
7. Adjournment: Meeting adjourned at 9:47 p.m.

Appendix B

USCA Executive Committee Meeting November 6, 2018 By Teleconference

Present: Bill Stopera, Jeff Hannon, Catharine Persinger, Courtney Schmidt.

Absent: Scott Stevinson

Also attending: Rick Patzke, CEO

1. Call to order: By Courtney Schmidt – 2:05 p.m.
2. The single agenda topic was discussion of a recommendation from Patzke to consider a collaborative marketing project with the World Curling Federation (WCF), specifically around proposals from YSC Sports Marketing.

Patzke summarized the opportunity, including what the WCF's proposed agreement would look like and the various options available to contract with YSC for sponsorship sales services.

Hannon asked how the unbudgeted expenses might impact not only this fiscal year but the next one, and ultimately the quad budget given our plans to rebuild the surplus expended in the last Olympic year.

Stopera asked for an explanation of Nielsen Media Research data provided in relation to the value of sponsorships within the Curling Night in America property and programming. Stopera asked Patzke to do further research on YSC, including getting case studies from them on how they have helped other niche sport clients succeed, and to also speak with some of those clients.

Patzke was also directed to clarify with the WCF what it's expectations would be in the collaborative agreement, specifically for sharing of costs and revenue.

The committee voiced general support for the concept, with a preference for a one-year agreement with YSC vs. a shorter term.

3. Meeting adjourned at 2:41 p.m.

Appendix C

USCA Executive Committee Meeting November 15, 2018 By Teleconference

Present: Jeff Hannon, Catharine Persinger, Scott Stevinson, Courtney Schmidt.

Absent: Bill Stopera

Also attending: Rick Patzke, CEO

1. Call to order: By Courtney Schmidt – 4:02 p.m.
2. Sole agenda item: Further discussion on YSC Marketing Agency proposal as presented at Nov. 6 meeting.

Patzke summarized follow-up conversations with the WCF regarding their potential support for a marketing agency collaboration, and the additional YSC information sent to the committee in advance of this meeting. This included case studies of other YSC clients, and feedback from conversations with some of those clients.

The committee reviewed the various contract options, which included 12-month agreements with different lower/higher retainer amounts and higher/lower commissions on sales, as well as a shorter-term agreement. The consensus opinion was that a 12-month term with lower commission rates would be preferred, if we were going to go forward.

Several committee members stated that while this is a risk with no guarantee of a payoff, it is a strategic approach we should consider taking to try to bring more revenue to the USCA to provide future budget relief given the four-year revenue goals of the USCA. The risk is lessened with the WCF support, and the fact that revenue will only be shared after sponsorship fulfillment costs are covered by any revenue generated. This would include costs such as event production and operations.

Motion by Stevinson, second by Hannon that we enter into an agreement with YSC Sports Marketing for sponsorship sales services for a 12-month term with a retainer of \$4,250/month and a 15% commission on sales. Approved, 4-0.

There was some further discussion about communicating this to the Board of Directors in advance of the next Board meeting, and also to the USCA membership.

3. Adjourned – 4:42 p.m.

Appendix D

**USCA Finance and Audit Committee Meeting
8a Alaska/11a Central – January 23, 2019
Via Teleconference**

Minutes

1. Call to order. Meeting called to order by Chair Persinger at 8:03a
 - A. Committee members in attendance: Catharine Persinger, Scott Stevinson, Russ Brown, Rich Lepping
 - B. Other board members in attendance: Courtney Schmidt
 - C. Staff in attendance: Ron Rossi, Controller; Rick Patzke, CEO
2. WCF facility loans
 - A. Discussed two proposed motions (attached, on page 2) for presentation to the board at the January 29, 2019 teleconference.
 - i. Rich Lepping made a motion to move resolutions to the full board and recommend approval
 - ii. Scott Stevinson seconded
 - iii. Motion unanimously approved
 - B. Discussed potential future work to make funds easier to obtain to support club development
 - C. Reviewed status of existing loan to Charlotte Curling Club
3. Meeting adjourned 8:45a Alaska time.

2 Proposed Motions for Approval by the USCA BOD:

Motion #1

Motion to support up to a \$200,000 loan from the USCA to the Ft Wayne Curling Club (the “Club”) funded by a loan in an equal amount from the WCF to the USCA with repayment terms as provided in the WCF Loan Program, subject to the following:

- a. Final business and project plans satisfactory to the Executive Committee
- b. A pledge of collateral satisfactory to the Executive Committee and the USCA’s outside legal counsel consisting of either cash, bank CDs or bank money market funds (collectively “Cash”)
- c. Loan and collateral pledge documents satisfactory to the Executive Committee and the USCA’s legal counsel
- d. Value of the Cash collateral to be a minimum of 105% of the amount of the loan at all times
- e. Final approval of the project and loan by the WCF
- f. All USCA out of pocket expenses, including legal fees, to be paid by the Club
- g. Other terms and conditions typical for transactions of this type

Motion #2

Motion to support up to a \$200,000 loan from the USCA to the San Francisco Bay Area Curling Club (the “Club”) funded by a loan in an equal amount from the WCF to the USCA with repayment terms as provided in the WCF Loan Program, subject to the following:

- a. Final business and project plans satisfactory to the Executive Committee
- b. A pledge of collateral satisfactory to the Executive Committee and the USCA’s outside legal counsel consisting of either cash, bank CDs or bank money market funds (collectively “Cash”)
- c. Loan and collateral pledge documents satisfactory to the Executive Committee and the USCA’s legal counsel
- d. Value of the Cash collateral to be a minimum of 105% of the amount of the loan at all times
- e. Final approval of the project and loan by the WCF
- f. All USCA out of pocket expenses, including legal fees, to be paid by the Club
- g. Other terms and conditions typical for transactions of this type