



**UNITED STATES CURLING ASSOCIATION
Board of Directors Meeting
Hilton Phoenix Airport – Saguaro Room
October 15, 2016
Phoenix, Arizona**

Approved February 7, 2017

Call to Order

Chairman Rich Lepping calls the meeting to order at 8:02am M.D.T.

1. The Chairman offers thanks to Kim Nawyn and the staff members for a successful Members' Assembly. Chairman Lepping then acknowledges guests and committee members in the room.
2. **Roll call**

Board Members

Present – Matt Gamboa, Jeff Hannon, Mark Hartman, Cyndee Johnson, Joel Leneker, Rich Lepping, Catharine Persinger, Doug Potter, Courtney Schmidt, Sean Silver, Chris Sjue, Scott Stevinson, Nick Wellen, Allison Pottinger, Bill Stopera, Jennifer Stannard.

Absent – Craig Brown, Doug Pottinger, Jessica Schultz, Hawley MacLean (present on phone), Beau Welling.

A quorum constitutes 11 members, 16 are physically present, we have a quorum.

Non-Board

Committee Members – Ron Kloth, Russ Lemcke, Leland Rich, Michael Shalhoub, Mark Swandby, Jon Wilson.

Staff/Non-Board Executives – Derek Brown, Michael Dellemann, Tom Doherty, Simone LaMarche, Gordon Maclean (Recording), Rick Patzke.

Guests – Alan Ashley, Regan Birr, Warren Hansen, Kelly Skinner, Amelia Young.

The Chair recognizes Mark Hartman (Wisconsin), Joel Leneker (Grand National), and Bill Stopera (AAC) as new Board members. Indicates that the new member orientation held the previous day was well received and indicates plans to offer it to all at the April meeting
3. **Appointment of parliamentarian**
The Chair appoints Jeff Hannon as Parliamentarian.
4. **Additions/changes to Agenda**
The Chair call for additions and/or changes to the Agenda, none are presented.
5. **Discussion/approval of Meeting Minutes**
 - A. Nick Wellen moves to accept the Minutes of the July 28, 2016 Board Meeting held via Conference call, Cyndee Johnson seconds. Minutes approved on a unanimous voice vote.
 - B. Acknowledgement of other committee minutes received not requiring action.
6. **Elections**
 - A. Chair of the Nominations Committee, Leland Rich, presents the nomination of Sean Silver to fill an empty Board-elected Director seat. Motion to accept the nomination recommendation by Cyndee Johnson, seconded by Jennifer Stannard.
 - B. Silver leaves the room for the following discussion.
 - C. Leland Rich reviews current situation with regards to Silver's status within the U. S. Curling Association (USCA) and why this nomination is in place. His move from Illinois to Michigan means that he is no longer the Illinois representative to the Board, yet he has

crucial institutional knowledge of the financial workings of the organization, which makes it critical for him to remain on the Board.

- D. Questions regarding his place as an “Independent” Director. Question regarding term limits. Comments regarding past perceived conflicts of interest and the potential for this to be an “interim” situation. Question regarding principle of adding this director position when board size is already a concern and runs counter to the governance model we are striving for.
- E. A call is made for a vote by ballot. Vote to approve that Sean Silver be appointed as a Board Elected Director for the remainder of his current term (one and one-half years) is in the affirmative.

Chair indicates that in the future, elections such as these be held at the end of the meeting rather than the beginning and requests that the “order of process” be reviewed for the future.

7. **Report from the CEO, Rick Patzke:**

- A. Strategic Initiatives Report - Focus will be on high level strategic topics rather than items contained in the report which is on file in Dropbox. Per our Strategic Plan Vision statement: “The United States Curling Association is committed to the sustained growth of the sport through competitive excellence,” and “The mission of the USCA will be to enable the United States athletes to achieve sustained competitive excellence in Olympic, Pan American or Paralympic competition and to promote and grow the sport of curling in the United States.”
 - i. There are 21 specific initiatives detailed in our Strategic Plan and we work on most of them simultaneously, but each year try to emphasize certain specific items. Staff focus and achievements for the past year include:
 - a. Financial Stability
 - 1A Marketing Plan – Business development and sponsorship solicitation, packaging assets and programs in partnership with United States Olympic Committee (USOC.)
 - 1B Expanded Fundraising – Continued focus on the Continental Cup (important to many strategic areas), Hawaii charity event as a model for other locations, Corporate Executive Program, U18 and Junior event partnerships, looking to include an Amateur Curling National Championship as part of the “Road to PyeongChang” lead-up to the 2018 Olympic Winter Games.
 - b. High Performance
 - 2A Increase Competitive Opportunities – Efforts include the World Curling Tour, U18 and Junior event development, bringing the 2018 Men’s World Championship to the U.S.; developing “Targeted Donation” opportunities directed toward High Performance.
 - 2D Program Development – U18 and Junior Development, High Performance “Open Camp” and work on the “American Development Model.”
 - 2E Host International Events – Continental Cup, World Championships, Curling Night in America.
 - c. PR/Communications
 - 3A Expand Media Exposure – Constant focus on media continues to expand sponsorship opportunities.

- 3B Member Communications – Multiple channels, Tapas, GNCC celebration participation, producing a feature for Curling Night in America on the GNCC 150th Anniversary.
 - 3D HPP Communication – Multiple channels in this effort, continue to make the athletes more available to media and public. Proactive communications.
- d. Program Club Membership Development
- 4A Club-focused Best Practices – “Business of Curling” and “Members’ Assembly.”
 - 4B Assist Club Start-Up Efforts – Club Demo Kit, Arena to Dedicated Ice Committee.
 - 4D Grassroots Championships – Arena and Club championships, U18, pursuing “American Zone proposal” – club champions from U.S. and Canada or expand to all 6 zone member nations.
 - 4E Expand Diversity – Moving championships to nontraditional areas helping to increase curling exposure.
- e. Program Development
- 5A Program Relevance – Considering whether annual Members’ Assembly is necessary, potential to partner with Canada’s assembly.
 - 5B Youth Development Programs – U18 championship, Youth Olympic Games, sports education program expansion.
 - 5C Ongoing Program Evaluation – Members’ Assembly, sports education expansion.
- f. Summary – The focus for the upcoming season is on revenue development, 2018 Olympic qualification, communicating effectively and continual evaluation of programming.
- g. Question from board member regarding ongoing High Performance evaluation. Response – We have an internal evaluation including an in-depth, confidential athlete survey. An aggregate summary of this is provided to the Board. The other major evaluation is performance results which the U.S. Olympic Committee is also concerned with. USOC Chief of Sport Performance Alan Ashley commented that the USOC is looking for a true road map of where you want to go and whether you have the capability to accomplish that. USOC looks for buy in from the athletes and the coaches. Five pillars to performance – athletes, coaches, competition, training and leadership. In part, this is based on international standards (how are other medal-winning countries training and how can we match their programs?). Rick Patzke - we are still striving for unification around the program with the curling community.
- B. Year to Date Financial Overview (full summary in Dropbox):
- i. FY2016 budgeted for a \$20,000 surplus. Current projection is for a \$66,000 surplus with \$20,000 of that designated as restricted funds for this fiscal year. Therefore, we are about \$26,000 above the budgeted surplus.
 - ii. The FY2017 early outlook is fine.

- a. We are budgeted for a \$20,000 deficit for FY17; of that \$14,000 are considered “continuing expenses.” This budgeted deficit includes depreciation, so we are cash flow positive.
 - b. Risks are dues and new revenue streams, but the budget is very conservative with respect to new revenue streams.
 - c. Opportunities include additional fundraising outreach and events, sponsorship.
 - d. Reviewed sponsorship situation with “Curling Night in America.”
 - e. Revenue Development Committee looking at new revenue streams including “The Granite Society,” which is targeted toward raising funds for competitive programs.
- C. Revenue Development Committee, Hawley MacLean:
- i. Looking to find where revenue has come from in the past, as a baseline to compare against moving forward.
 - ii. Starting to formulate “The Granite Society” annual giving campaign and develop marketing materials for that.
 - iii. There is not a successful National Governing Body (NGB) that does not have a dedicated Revenue Development person on staff. Looking to share-hire a development person with 3 or 4 other NGBs. Interest in this concept from luge, biathlon and bobsled. Building databases would be first task; there is a lot of overlap in this process with other NGBs so it could be very cost effective.
- D. Arena Championship Committee recommendation, presented by Rick Patzke:
- i. Proposal to change geographic representation for Arena Championships (Full text in Appendix A). Per our By-Laws, Section 6.2.b, *“Any substantial re-organization of the States and Regions for purposes of competitions shall require approval by the Board of Directors so that policy considerations may be addressed.”*
 - a. Proposal from the Arena Championships Committee to alter the method that allocates teams to the Arena Championships. Some regions have very few arena facilities while others have many. Currently each region is guaranteed a berth. The proposal is to aggregate some regions to a single berth to free more slots for distribution to higher-density arena regions.
 - b. Current selection methodology is reviewed including pre-registration and “drawing.”
 - c. Question regarding fluidity of allocation into the future as the proportion of arena clubs in each region change over time.
 - d. By-laws consideration- Hannon state that per our By-Laws (Section 6.1.b) redistribution can only happen every four years. Referenced Section of By-Laws: *“The Board will take into consideration the growth of curling in non-traditional curling areas of the United States and other relevant circumstances in any future change in geographic division of applicable curling competition. The Board may effectuate change only once every four (4) years.”*) Creation of Mid-America region took place at Members’ Assembly in 2014. That action changed how regionally-based championships were allocated. This would require a wait until 2018 for change. Also, there is no formula in the proposal for the future.

- e. Rich Lepping- This proposal came up without much vetting to the regions, particularly those regions with many arena member clubs. This proposal goes opposite of our governance structure by lumping states/regions that may not have a reason to be consolidated. This may limit our opportunities later as arena clubs grow. This is not consistent with our current structure and takes away proportionality of the system. Maybe should have playdown and eliminate luck of draw entries. Would like to see this go back to the committee and better vetted and presented to the Board later.
- f. Proposal is sent back to committee for further consideration.
- E. Diversity & Inclusion Committee policy recommendations:
 - i. Updates to Transgender Policy as discussed at July meeting
 - a. Policy changes were made at our previous meeting. It had been requested that Board Members be allowed time to consider those changes. Motion to accept current proposal by Stannard, seconded by Silver.
 - b. Discussion:
 - Question of who could demand that an individual provides documentation at club level. Response, ALL curlers would need to provide documentation at national events, optional at club level but recommended practices.
 - Concern expressed that this is a policy that clubs cannot follow. It was noted that these changes came from transgendered athletes themselves
 - c. Policy as amended adopted on a unanimous voice vote.
 - ii. Review of Stick Delivery Policy for USCA Championship. Current policy has been reworked by the committee solely to clarify concerns expressed by the Board at July meeting.
 - a. Clarification that this policy applies only to the Club and Arena Championships, and the adoption the World Curling Federation (WCF) release point. Concern expressed that the committee did not take previous feedback into consideration when reworking this proposal.
 - b. Motion to accept proposal by Johnson, seconded by Hannon. Request for ballot vote.
 - c. Discussion –
 - Two aspects of the proposed policy (release point and groups). Feedback from states/regions reviewed. The issue of inclusion versus the issue of whether the use of the stick is “curling” was debated
 - Discussion on whether people have played under WCF stick rules and whether the potential for a stick event exists.
 - Importance to protect “purity” of the game, this is not the right time or right policy given the integrity of national events.
 - Question of “when” is the right time?
 - d. Motion rejected on a ballot vote.

8. USOC Sport Performance/Governance Update (Patzke)

- A. Guest presentation by Alan Ashley, Kelly Skinner and Rick Adams

- i. Alan Ashley- Summarized the events of the past few years for the USOC and a “good job and thank you” for producing an environment in the USCA where the high-performance competitors can succeed.
- ii. Kelly Skinner – The USOC can do much with and for an NGB, but it must be sustainable. The USOC sees “sustainability” in the current USCA program. Pleased with how people have been integrated into the system and what the athletes have done, including the pathways provided to non-HP athletes to challenge those within the system. It improves the entire system and raises the bar for all. Need to be strong moving forward. No NGB is perfect, but encourage continued improvement of operations and governance structure.
- iii. Questions/Comments –
 - a. Chair comments on improved relationship with USOC and financial rewards that accompany that. He notes the importance of Junior development, our last two teams aged out but have excellent replacements. Asked USOC what their views are on junior development spending. Reply- USOC goal is to take on the burden of investing in the top athletes, allowing you to then free resources to identify/develop the upcoming athletes.
 - b. Reviewed the analytics used for funding programs, whether Summer or Winter Games.
 - c. Reviewed progress toward a “Multi-year funding approach” – This is used with NGBs that meet business and field of play performance standards. Currently finalizing the “business standards” aspect of this concept. Probable roll-out after PyeongChang Olympics.
 - d. Review of Athlete Career and Education Program – USOC is looking for more partners like Dick’s Sporting Goods, which provides flexible employment opportunities for athletes. The USOC is looking to evolve those types of relationships.
 - e. Possibility of the U.S. hosting Olympic events in the future was discussed. USOC is highly focused on the Los Angeles submission for the 2024 Games. Ultimately, it is a political vote.

9. Standing Committee Reports

- A. **Audit/Finance report by Sean Silver:** (Full report in Dropbox)
 - i. Annual audit and USOC biennial audit
 - a. Our annual outside audit by our CPA firm starts next week. We should have preliminary results by next meeting. Using same firm to perform the audit as in the past. Will do a formal review and bid process for next year.
 - b. Biennial USOC audit that focuses on verifying that their resources are going where they should and where we have said that they would go. Feedback has been good so far, no major issues identified. We do not have the final report yet but when it comes in the committee will meet, review the findings and report to the Board.
 - ii. FY16 external audit process and timeline
 - a. Good results last year, some of those being forwarded into this year.
 - b. Timing of revenue is reason for current negative numbers, typical cash flow scenario.

- c. Cash position still very good; liquidity and cash flow is sound.
 - iii. Other items
 - a. Items of concern on last audit were typical of small organization, these are improving where possible with the delegation of some areas to staff; however, we are a small organization and some of the audit concerns are related to that fact and won't change due to limited staffing.
 - b. We do have a lot of loans on the books, so we are leveraging our resources (stones and facilities) but those are backed.
 - B. **Nominating/Governance report by Leland Rich:**
 - i. By-Laws
 - a. Working on a few By-Laws clean ups.
 - ii. Elections
 - a. Working on nominations for next meeting.
 - b. Looking for copy of personal biography from people including new Board members. Purpose of this is for the Media Guide, press releases and to create an organization database of in-house abilities.
 - C. **Human Resources report by Chris Sjue:** (deferred to Confidential Session)
 - D. **Ethics report by Michael Shalhoub:**
 - i. No formal report, no actions to report on.
 - ii. Refresher of Board Member responsibility regarding our "Code of Ethics and Fiduciary Responsibility," which is essentially "corporate compliance."
 - a. We have fiduciary responsibility to this organization, not to the regions, not to the athletes. Obligations originate from three sources of law; state law (we are incorporated under the laws of the state of Wisconsin), our by-laws and board expectations, and laid out in the "Code of Ethics," which everyone has signed.
 - b. We have a responsibility for: confidentiality of Board proceedings, group interests subordinate to USCA interests, as an NGB we operate in the public eye, honesty and fairness in all dealings, avoid appearance of impropriety.
 - c. By-laws has provisions for removal from Board.
 - d. Standard corporate principle, no policy can cover everything, do not use USCA position for personal gain. Nothing wrong with advocating for state/region but must act for the betterment of the USCA.
 - E. **Judicial report by Kent Beadle:** Nothing to report.
- 10. Other reports**
- A. **Secretary report by Gordon Maclean:** Report on file, nothing new to report.
 - B. **Treasurer report by Vic Huebner:** Covered already with Rick Patzke and Sean Silver's reports.
 - C. **World Curling Federation report by Mark Swandby, Leland Rich, Jennifer Stannard:**
 - i. Swandby-
 - Full report in Dropbox, will summarize. WCF Congress held in Stockholm in September. Member associations approved all broom/sweeping resolutions, giving WCF authority to set policy on these issues. WCF set a position on equipment use for recreational curling.

- ii. Changed constitution to allow a process for the WCF Board or Executive Board to implement emergency/interim rule changes in future so that a situation like we had last year will not happen again. Process has checks/balances to roll back change if certain level of objection by the Congress is reached.
- iii. Topics for future (post-Olympic) discussion rule changes:
 - a. Split U21 into U18/U23; this seems to have opposition.
 - b. Mixed doubles rules may be modified to make more TV-friendly, thinking time per end rather than per game, rock placement, some of these will be trialed at Continental Cup.
 - c. Reducing the number of players in wheelchair curling, feeling there is too much inactivity.
 - d. Equipment certification process for all equipment at world level events.
 - e. Playoff system at Worlds and qualifying systems within Zones continued to be monitored; this may include expanding the field at the worlds.
 - f. WCF marketing agent (InFront) work on creating a “World Series of Curling” proposal. This (potentially) would involve three preliminary rounds and final “World Cup” for elite national teams. Opportunity for elite teams to get more/better competition and television exposure. Involves prize money and travel money (\$500,000/year for 4 years).
- D. **USWCA report by Jennifer Stannard:**
 - i. Full report in Dropbox. Governance restructure is in place. Appreciate support of USCA for circuit events. Scots Tour starts in a month.
- E. **Athletes Advisory Council report by Allison Pottinger:**
 - i. USOC representative vote is in the process. As a group, there has been discussion whether to maintain gender equality in our representation. Question being whether it is better to have two people who are “willing and engaged” in the process, or is gender equity more important if one individual is “reluctant.”
 - ii. Chair- We are working on how can we get more athletes to attend USCA Board meetings. We are looking at meeting schedule changes to accommodate athletes.
- 11. **Chairman of the Board report by Rich Lepping:**
 - A. **Ad Hoc Membership Committee report, Doug Potter:**
 - i. Committee established a list of ordered priorities:
 - a. host clubs (facilities that are not clubs in the traditional sense),
 - b. large clubs,
 - c. inconsistent reporting from clubs (subset-clubs),
 - d. clubs that have joined regions but are not in USCA,
 - e. clubs with limited seasons,
 - f. new clubs struggling to pay dues,
 - g. delay from time you become a member to time you start seeing benefits (administrative).
 - ii. Proposal to the Board from committee (see Appendix C) – Proposed: “That the United States Curling Association adopt a multi-tiered dues structure for new Member Clubs. Under this structure Clubs granted Provisional Membership status prior to January 31 of any USCA fiscal year (beginning with FY2016-17) and those Clubs in the first USCA fiscal year after being voted into Full Membership will pay 1/3 of the total for each dues category. The following

USCA fiscal year these clubs will pay 2/3 of the total for each dues category. Full dues will be required thereafter.” – *as modified by the Secretary per discussion below.*

- iii. Motion to accept proposal by Potter, seconded by Persinger. Amendment by Wellen, seconded by Potter to insert “USCA” in front of the word “fiscal” wherever that word appears in the proposal. Wellen withdraws friendly motion. The Secretary is tasked with rewording the proposal to specifically address the points regarding the intent that the “fiscal year” mentioned in the text is the USCA fiscal year and removing the word “their.” Motion passes on a unanimous voice vote.
- iv. The number one item from our meeting (above) was that of “host organizations that are not curling clubs.” Creation of options for changes looking forward include a base fee for the organization with optional individual membership in USCA. We anticipate that there might be a membership drop because of this type of action.
- v. Support shown for direction that the committee is going. Membership committee undertaking the first real discussion on reorganizing the USCA. Prioritization presented by Membership committee is important; please send feedback from your areas on these matters.

B. State of the USCA overview, Rich Lepping:

- i. Strategic direction of the organization needs to have a lot more thought put into assessing how we are to proceed.
- ii. Board governance and structure:
 - a. We need to make Board members are more aware of what their responsibilities are. We need to be a better source of communication. When the Chair and CEO are in a state/region, the director(s) should be with them. It emphasizes the relationship between the Director/Chair/CEO.
 - b. When there is a request for items of need (SafeSport) we cannot have a two-month lag in response time.
 - c. Give/Get policy – There is an obligation on board members to provide help in revenue development.
- iii. Prioritization presented by Membership committee is important, please send feedback from your areas on these matters. “Brand value” proposition of the USCA is critical. There is a consistent set of concerns expressed from the states/regions; “need to communicate better,” “what do I get for my money?” and “is the organization really big?”
 - a. Our Board size is high for an organization of this size. Maybe regions need to reduce Board members,
 - b. Members assembly; is it best use of resources to have entire staff at a Members’ Assembly where 1/3 of the attendees are Board members?
 - c. Athlete’s representation is valuable and need to be accommodated,
 - d. Need to be more strategic on our dealings with WCF and USOC,
 - e. Value propositions go away if we are not productive. If we lose value in HPP will we gain it back with dues? Not likely,
 - f. Are WCF representatives communicating enough strategically?
 - g. We need sponsors. To get sponsors we need athletes on the podium.

- h. Non-dues paying clubs resolution from chairman. Board needs to be unapologetic regarding dues; need to be more aggressive in dealing with clubs that gain USCA value without paying dues. There are 22 non-USCA member clubs that belong to a state/region.
 - iv. Chair reads Resolution into the record with request for support. (See Appendix D1)
 - a. Discussion on specific aspects of the resolution. Several suggested word changes were made.
 - b. Extended discussion regarding the HP athletes practicing and competing at these clubs. It was noted that the wording states “will be asked to step down” which does not violate the Ted Stevens Amateur Sports Act. Removal involves entirely different process.
 - c. Sponsorships would complicate the issue. Arena championships at non-member facility arena brought up.
 - d. Discussion regarding the joint activities between Four Seasons and non-member clubs with regards to contractual aspects with USCA and resolution enforcement.
 - e. Motion by Silver to accept the resolution as amended by Silver, seconded by Potter.
 - f. Sjue calls the vote. Motion passes on a unanimous voice vote.
- 12. Open Board action items**
 - A. None.
- 13. Unfinished business**
 - A. None.
- 14. New business**
 - A. Ad hoc History Committee established (to be Chaired by Wellen). There is concern that we have no library or historical records in a convenient form.
 - B. Request from Chair for staff to develop a media kit for Olympics.
 - C. GNCC thanks the USCA for 150th anniversary support. Money will be used for sports education and small grants to clubs to help celebrate the event.
- 15. Key items of agreement**
 - A. Transgender policy, Stick policy, Non-Member club resolution.
 - B. Town Hall Call scheduled for 10/27, 7PM CT.
- 16. Next meeting date(s):**
 - A. February 7, 2017, Noon CT (teleconference).
 - B. April 21-22, 2017 (in Minneapolis).
 - C. June, 2017 TBD (teleconference).
- 17. Open Session Adjourns 12:25pm M.D.T.**
- 18. Meeting goes confidential session for a report from the HR committee, all non-voting directors are asked to leave.**