



**U.S. Biathlon Association, Annual Membership Meeting  
5:00 P.M. November 14<sup>th</sup>, 2012  
Meeting Minutes, Submitted by Art Stegen, Secretary**

**I. Call to Order**

Chairman, Larry Pugh called to order the Annual Membership Meeting of the U.S. Biathlon Association via teleconference on November 14<sup>th</sup>, 2012 at 5:00 P.M.

**II. Roll Call**

Members of the Board of Directors present for the teleconference were: Larry Pugh, Charles Kellogg, Bill Alford, Art Stegen, Jerry Baltzell, Walter Shepard, Roger Hartley and Bitsy Kelley. Brian Olsen, Phyllis Jalbert and Sarah Konrad were unavailable for the call. CEO/President Max Cobb and Legal Consul Ed Williams were also present for the conference. The members present represented a quorum.

**III. Agenda**

Pursuant to Section 519 of the New York Not-for-Profit Corporation Law, the agenda of the meeting was to present to the membership an annual report of the Directors to the membership.

**IV. Directors Report**

Chairman Larry Pugh welcomed the participants and asked for approval of the 2011 Annual membership meeting. A motion for approval of the minutes was approved.

The Directors Report was previously made available to the membership and posted on the USBA website. It included the Financial Report of the Association's Independent Auditors and listed the assets and liabilities of the USBA (including trust funds, if any) as of June 30, 2012; the end of the Association's 2011-2012 Fiscal Year as:

- a. Assets: \$ 521,748
- b. Liabilities: \$ 721,673

The revenue (or receipts) of the Association (both unrestricted and restricted to particular purposes during the 2011-2012 Fiscal year was \$ 2,514,185 and the expenses (or disbursements) of the Association, for both general and restricted purposes, during the 2011-2012 Fiscal year was \$ 2,367,242.

The number of members of the Association as of the date of record for the October 31, 2012 Annual Meeting was 738. This represented an increase of 48

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members from the end of the prior membership year of 2010-2011 (690). This is the fourth year of increasing membership. Additional efforts at increasing membership are on-going.

### **V. CEO/President's Report**

CEO/President Max Cobb reported that the U.S. Team was now in Sweden for the final preparations for the upcoming 2012-2013 World Cup season. The group included ten athletes with the final determination for those who will start in the first World Cup events to be decided following the first IBU Cup races. He indicated that top junior athletes, Sean Doherty and Tara Geraghty-Moats were included in the group.

He indicated that finances were on track and that he would provide a complete report at the next regular meeting of the Board of Directors. He had scheduled meetings with potential sponsors and said that the U.S. Biathlon Foundation had added two new members.

Max attended the USOC's Best Practices Conference with Ed Williams. Max Cobb was elected to serve as the Vice Chair of the council. Ed Williams added that the USOC values having Independent Directors on the NGB Board of Directors and sees the U.S. Biathlon Association as setting a standard.

Concerning the appointment of the Independent Auditor and authorization of the Secretary to take any required action there were 162 votes in favor of the appointment of the Independent Auditor and 150 votes in favor of the Secretary taking any required action. Both tallies met the required number of athlete representation.

Max pointed out that the Association is getting prepared for Board of Director election and changes in one year and current members should indicate their intentions for the next quadrennial.

### **VI. Adjournment**

With wishes for a successful season, the teleconference was ended at 5:23 P.M.