



**USA BOXING BOARD OF DIRECTORS
EMAIL VOTE MEETING MINUTES
April 5, 2019**

On April 5, 2019, an email MOTION was made (Lee) and seconded to approve the attached Ambassador Program Resolution that directs the executive staff to work with Mr. Awesome to document his out-of-pocket expenses and to attempt to agree with Mr. Awesome what he should be paid (subject to Board approval) or, failing that, to report to us what information has been collected.

There were nine votes in favor (Lee, Hoffmann, Silvas, Trombetta, Wulkan, Colon, Brown, Buller, and Butler), one exemption (Awesome) and three abstains from failure to respond (Haliburton, Crews and Ceballo). The MOTION passed.

**USA BOXING, INC.
ACTION WITHOUT A MEETING
USA Boxing Bylaws, Inc.**

**RESOLUTION CONCERNING THE AMBASSADOR PROGRAM
AND REIMBURSEMENT OF CAM AWESOME'S EXPENSES**

WHEREAS USA Boxing previously approved the Ambassador Program under which Mr. Cam Awesome was to be reimbursed an amount not to exceed \$50,000 for out-of-pocket expenses that he incurred providing services under the program, and

WHEREAS questions have been raised concerning the constitution and implementation of the program, and

WHEREAS Mr. Awesome has requested reimbursement of \$50,000 in out-of-pocket expenses, and

WHEREAS the Board has received legal advice concerning the Ambassador Program and has considered its options with respect to Mr. Awesome's request, and

WHEREAS the Board has decided that it is in USA Boxing's best interests to attempt to resolve this matter amicably,

NOW THEREFORE, BE IT RESOLVED:

1. That the Board direct the executive staff of USA Boxing to work with Mr. Awesome to document to the extent reasonably possible Mr. Awesome's activities with respect to the Ambassador Program and expenses he incurred in connection therewith, and

2. That the Board direct that Mr. Awesome be given the opportunity to document his expenses and activities by providing information including but not limited to documents concerning (a) expenses Mr. Awesome actually incurred; (b) services that he provided under the Ambassador Program – and specifically the extent to which his activities were directed to benefit USA Boxing and its programs rather than other interests; (c) the extent to which Mr. Awesome received compensation or expense reimbursement from third parties (for example, program sponsors); (d) what notice, if any, Mr. Awesome provided to USA Boxing staff prior to each such engagement; (e) what follow-up Mr. Awesome provided to USAB staff after any such engagement; and (f) a copy of any contract or agreement that Mr. Awesome entered into with any speaking venue or organization for which he is seeking some reimbursement, and

3. That the Board direct that upon receipt of information from Mr. Awesome, the executive staff, through its Director of Finance, attempt to reach a proposed agreement with

Mr. Awesome concerning the amount he should be reimbursed for recommendation to the Board for approval, which agreement would not bind either USA Boxing nor Mr. Awesome until approved by the Board; and

4. That the Board direct that if no such proposed agreement is reached, that the executive staff report to the Board concerning the information it collected and its recommendation concerning reimbursement.

THIS RESOLUTION shall be effective when approved in compliance with USA Boxing Bylaws Section 6.22 and Colo. Rev. Stat. § 7-128-202.