



USA Field Hockey  
Board of Directors Meeting Agenda  
ESPN Wide World of Sports  
Champion Stadium – Suite C

**Present February 13, 2011**

Jim Johnson, Chair  
Billie Ahluwalia  
Jennifer Averill  
Heather Lewis  
Martha Jordan  
Pamela Stuper  
Carla Tagliente  
Kate Kinnear  
Rene Zelkin

**BOD on phone**

Betti Tiner

**Not Present**

Pat Cota – playing in IWC / Poland  
Lisa Wilkins

**Guest**

Mike Millay - Disney  
Mike Price - ESIX Insurance

**Staff**

Steve Locke – Executive Director  
Laura Darling – Strategic Partnerships / Interim secretary  
Simon Hoskins – Director of Marketing / Branding  
Janet Paden – Director of Finance (on phone for Finance report only)

**Sunday, February 13**

8:00 AM – 5:30 PM

1. Call to Order – 8:00 AM
2. Roll call
3. Changes in the agenda order were made to accommodate the schedules of our guests.

4. Insurance presentation - Mike Price, ESIX \*See attached presentation
5. Chairman of the Board Report – Jim Johnson
  - A. Jim Johnson distributed to the Board a proposed Board of Director’s New Board Member Orientation program and requested feedback from the BOD by the end of next week. He also suggested the BOD receive Governance Series by Board Source for Nonprofit Boards as part of the overall board orientation program.
  - B. Jim Johnson suggested it was time to update the bylaws.
  - C. Jim suggested the next BOD meeting included old and new members to help ease the transition.
6. Visit and tour of **Disney complex** by Mike Millay. Mike presented the BOD with an overview of the Disney complex.

#### **7. Ethics Committee Report**

- A. Simon Gray joined the meeting telephonically to give his Ethics Committee Report
- B. Motion:** BOD to move into Executive session for Simon Gray’s report. **All in Favor**
- C. Motion:** To leave Executive session at 10:39AM. **All in Favor**
- D. Ralf Heuser joined the open meeting by phone
- E. **Motion:** General recommendations of the Ethics committee on page 13 of the Ethics Committee report are to be entered into the public record and the BOD will consider those recommendations into account. The recommendations will also be included into our governance discussion when amending bylaws. **All in Favor**
- F. Ethics Committee General Recommendations – excerpts from Page 13 of committee report.
  1. Use and proper implementations by USFHA of an accounting system that allows individual event funding and expenditure to be identified and differentiated (already implemented).
  2. A review of protocols used by USFHA for obtaining grant funding from USFHF and USMFHF, and a strengthening of such protocols to require a detailed and itemized breakdown of grant funding.

3. Implementation of financial oversight and management procedures requiring USFHA to regularly report to USFHF and/or USMFHF on ongoing expenditure of grant monies.
4. The protocols should also require USFHA to provide a detailed, final financial audit of all event where USFHF or USMFHF grant funding is used: this audit should show total funding by source and total expenditures by detailed line item as budgeted, as well as how grant monies were used.
5. The make-up of the USFHF Board should be reviewed in conjunction with any review of the applicable By-Laws concerning 'overlapping' Board members. From an ethical and financial control viewpoint, the number of independent (non USFHA Board) Directors could be increased or the number of USFHA Board Members be reduced, so that USFHA Board Members do not dominate the USFHF Board.

G. **Motion:** With respect to specific recommendation made, the ethic committee found no evidence of, fraud, malfeasance, and misappropriation of funds. **All in Favor**

H. **Motion:** We asked the Executive Director to review the records with respect to the reimbursement of the JR Men World Cup players, and that whatever amounts were promised to those players, as were recorded in the minutes of the FHF, be paid to the players, assuming they have not already been paid. **All in Favor. One Abstention**

I. **Motion:** Move to instruct the Executive Director to obtain legal tax advice with respect to required IRS filings, to update the forms and any requested information from BOD and ask the Executive Director to review prior filings for conformity to requirements and correct such filing, if advised by legal counsel to do so. **All in Favor**

J. For the record, Heather Lewis is not an employee of White Mountain Sports.

8. Executive Director Report – Steve Locke \*see attachment

### **Motion to adjourn for Lunch**

9. Committee Reports

A. Nomination and voting on new BOD members

i. Alva Serrette joined meeting by phone and gave the committee report.

\*see report.

- ii. Jim Johnson relinquished the Chair as he was a candidate for a Board position. Martha Jordan took over the Chair duties during the election time period.

**Motion:** To ratify the Independent and At Large candidates. **All in Favor**

- Ratified as Independent Directors:
  - Anthony Gulotta (with financial expertise)
  - Tej Singh
- Ratified as At-Large Candidates:
  - Billie Ahluwalia
  - Jacqueline Scally
  - James “Jim” Johnson
  - Joseph Gote
  - Laura Lee
  - Randall Sundeen

**Motion:** To add Heather Lewis as a candidate for an At Large Board seat.

**Passed; 2 Abstained**

- iii. For the record: Balloting is secret.
- iv. Winning the At Large Board seats are Heather Lewis , Billy Ahluwalia and Jim Johnson
- v. Jim Johnson resumed the chair position following the elections.

B. Development Committee Report – Betti Tiner

NO Report

C. Finance and Audit – Billie Ahluwalia

- i. Approval of Auditors

**Motion:** To appoint STOCKMEN KAST RYAN as the auditors for next year. **All in Favor.**

- ii. Finance report – Janet Paden, CFO

\*see reports

- iii. It was requested the unaudited Financials be posted quarterly on the web and the audited financial at year end.

10. Marketing and Communications report – Simon Hoskins, Director of Sponsorship and Marketing

\*see attached report

11. Technical Director report – Terry Walsh, Technical Director \*see attached report

- A. Jen Averill commented on a need for more transparency with regard to coach and venue selection of High Performance programs along with where we invest money into High Performance.

12. Old Business - No Old Business

13. New Business

- A. Future meeting date will be **May 21, 2011** and held in conjunction with the Women's National Championship. The new board orientation will be during the May 21<sup>st</sup> meeting.
- B. **City of VA Beach** – Time frame is approaching to replace the turf in Virginia Beach. The board has requested staff to explore the continued relationship at Virginia Beach with the potential to lower the level of financial commitment.
- C. **Motion:** To adjourn the BOD meeting: **All in Favor**

Adjournment: 3:00 PM