

UNITED STATES LUGE ASSOCIATION

Board of Directors
Teleconference
4:00PM Eastern Time
April 10, 2014

Members Present: Dwight Bell, Erin Warren, Paul Baribault, Adam Berlew, Mary Ann Deignan, Pete Gillwald, Jeff Stratton, Julia Clukey, Chris Mazdzer, Brian Martin

Staff Present: Jim Leahy, Amy Chapin

Guests Present: Gerry Tate (chair of Interim Nominating Committee)

Absent: Chris Welton

1. Call to Order: Gerry Tate welcomed all and called the meeting to order at 4:05PM

Gerry first welcomed all to the first meeting of the new board. He expressed his excitement and gave a brief overview of the quality of this newly assembled group. As the chair of the nominating committee he was very proud of the process and wished the board nothing but success in performing the task at hand.

Gerry then addressed the situation with Independent Director Chris Welton. Chris, in the last 48 hours, was appointed as the new CEO US Equestrian. Chris, by taking this job, creates a conflict of interest per USOC bylaws and prevents him from sitting on our board. He alerted the board that they will need to start the process of replacing his seat. Jim added that this is a great opportunity for Chris and that Chris has offered to provide us with some possible candidates. Jim stated that Chris has provided him with a candidate that may be interested and brings a similar skill set that Chris was bringing to the board. (global sponsorship and television experience)

2. CEO Update: Jim Leahy

- Jim highlighted that in the 6+ months since he has been with luge progress has been made.
- We have worked to build our relationship with the USOC and our own Foundation, which is moving in the right direction.
- Luge continues to enhance our relationship with our technical partners, Norton, Dow and Clarkson University, all working toward the games in 2018 for the best equipment possible for our athletes.
- In the previous 3 years luge had a total of 7 top five performance finishes, This year alone luge had 6 top five performances including Erin Hamlin's bronze medal in Sochi.
- We were able with the help of the Foundation and the USOC close a \$400k budget deficit this fiscal year. We were able to maintain programs and bridge the gap so that every opportunity was afforded our athletes for this past season. We need to increase our operating budget to avoid cutting critical programs for the upcoming fiscal year.

- Funding is critical – our proposed budget for next year will put us in a greater deficit. US Luge may be looking at a \$600k budget gap that will need to be met via additional sponsorship and fundraising. The boards goal should be to use that number as a barometer of the work that will need to be done. We have met with the USOC and will hear from them at some point in early June regarding the funding they will provide luge.
- We will work to develop a strategic plan for this Board to review at the annual meeting. The USOC has provided us a grant to work with TSE Consulting on this initiative. The plan will address ways better align ourselves with the Foundation as well as best address our sustainability as an NGB.
- Fundraising and Sponsorship Development are paramount as we move forward. Jim put a figure of \$600k on the table as a necessary goal.

3. Election of Officers: Gerry Tate

Gerry led the nomination for board officers. The position of officers via the bylaws needed to be filled from the general and independent members of the board.

President:

Dwight Bell nominated by Erin Warren, 2nd by Paul Baribault.

A voice election was conducted with all members present voting in favor of Dwight.

Secretary:

Mary Ann Deignan was nominated by Julia Clukey, 2nd by Erin Warren.

A voice election was conducted with all members present voting in favor of Mary Ann.

Treasurer:

Erin Warren was nominated by Chris Mazdzer, 2nd by Jeff Stratton.

A voice election was conducted with all members present voting in favor of Erin Warren.

Committees - Jim noted that there are 8 standing committees that need to be populated. There is some urgency for some of these such as: Nominating & Governance, National Team, Racing, Finance, and Audit. Additionally all Committees will require Athlete representation and the Athletes on the BOD should be gathering candidates for all.

Jeff Stratton asked if we can move ahead on choosing a Chair for the Nominating Committee. He stressed the importance of filling the open position created by Chris Welton submitting his resignation. A discussion from Jim stated that per the bylaws the Chair for this committee must come from one of two remaining Independent Directors. (Adam & Mary Ann)

Adam Berlew stated that he needed time to consider based on his work requirements. Gerry stated that the framework for selecting candidates was already in place and with board approval would engage the previous nominating committee (Gerry Tate, Scott Arnold, Svein Romstad and Megan Sweeney) to help facilitate the process. There was overwhelming support for this course of action. Mary Ann stated that given this level of support she would accept taking on the role of Chair of this committee.

Megan Sweeney was the athlete rep on the former nominating committee and Chris agreed that she would be a good fit. He stated that he will reach out and re-engage.

Motion to Approve Mary Ann Deignan as the Chair of the Nominating and Governance Committee made by Erin Warren, 2nd by Jeff Stratton. None Opposed – Motion carries

Next Meetings: Dwight, as newly elected President, discussed the need for an in person meeting of the full board. After an active discussion, all agreed to an in person meeting to be held in Park City on the May 30-31st weekend. Dwight also suggested a teleconference meeting in the near future to discuss committee appointments. Dwight will work with Jim to circulate information and date/time via a tele-conference call.

Pete Gillwald asked for a membership email be sent with information on the various Committee positions available. After a discussion it was determined that a clean and updated set of the new bylaws needs to be sent to each board member.

Annual Meeting – Dwight / Jim will work on developing a plan for the Annual meeting (Annual Assembly) in compliance with NYS laws and non-profit law. The bylaws call for meeting to be held the 3rd Saturday in August or a time to be determined by the BOD that is no later than 3 months after the close of the fiscal year. Since the fiscal year ends on June 30 it was determined the latest we could hold a meeting is September 30. That meeting is to be held in Lake Placid.

Dwight asked for any additional discussion. Hearing none he asked for a motion to adjourn.

Motion to adjourn at 5:06PM by Paul Baribault, 2nd by Erin Warren – Non Opposed.