

USA Pentathlon Board Meeting September 27, 2008

Call to Order. President Alicia McConnell called the meeting to order at 8:25 am.

Board members present included: Alicia McConnell, Fred Hower, Elaine Cheri, Barry Matchett, Atif Siddiqi, Joach Saksen, Vaho Igorashivili. Absent board members included Rob Stull, Anita Allen, and Willie Sentenius. A quorum was present.

Bob Gambardella, Scott Novak and Allen Ashley from the USOC were also present.

USA Pentathlon Organizational Update

Incorporation Status. Director Cheri reported that USA Pentathlon is a corporation in good standing in Colorado.

501(c)(3) Status. Director Cheri reported that the application for non-profit status needs to be completed and filed with the IRS. She and Director Hower will complete the application and submit it as soon as possible

Bylaws. Chairwoman McConnell motioned to approve the bylaws appended herein as Attachment 1. Motion seconded by Director Siddiqi. Motion passed unanimously by voice vote. Proposed changes to bylaws will be considered at future board meetings.

Code of Ethics. Director Matchett motioned to approve the USA Pentathlon Code of Ethics, appended herein as Attachment 2. Motion seconded by Chairwoman McConnell. Motion passed unanimously by voice vote. All Board members need to sign a copy of the Code. All Board members present have signed Code of Ethics.

Insurance. Board of Directors needs Directors and Officers insurance. Director Matchett will research cost and report to board immediately.

Audit Committee – Chairwoman McConnell motioned to appoint an Audit Committee, chaired by Director Siddiqi, including as members Director Saksen and Director Hower. Motion seconded by Director Matchett. Motion passed unanimously by voice vote.

Judicial Committee – Discussion regarding the bylaw language which precludes a Board member from serving on the Judicial committee. Director Matchett will contact the USOC to seek counsel on the merits of both sides of this issue. Board will form Judicial committee upon receiving nominations. Goal is to form Judicial committee immediately. All Board members are encouraged to suggest potential members.

Finance and Budget – Discussion regarding the ability of USA Pentathlon to access funds held in the pentathlon foundation. Estimate of foundation balance is \$275,000. Recommendation by Bob Gambardella to Board was to submit a letter to the USOC, seeking half of the current balance in that account. Discussion on ability of USA

Pentathlon to receive entire amount currently in foundation so half could be used for operations immediately while half could be transferred to a simple interest-bearing account. Director Sadiqui noted that the foundation appeared to have lost 5% in value during first three quarters of 2008 in it's current account. Directors Hower and Siddiqi will draft letter and submit to USOC.

Membership – Directors Sacksen and Cheris reported that USA Pentathlon currently does not have any members. Discussion on need to enhance communications with the Pentathlon community.

Future Planning

2009 High Performance Plan

Directors Sacksen and Cheris excused themselves from this part of the Board deliberations due to real or perceived potential conflicts of interest. Extensive discussion occurred with Mr. Gambardella and Mr. Novak about the 2009 High Performance Plan (HPP) for Pentathlon. The current draft of the 2009 HPP is due to the USOC on October 15, 2008. The budgeted items in that draft are exclusively the costs of sending full teams of qualified athletes (four men, four women, two or three coaches) to all 2009 World Cups, the Senior, Junior and Youth World Championships and the World Cup Final.

Extensive discussion occurred regarding the ability of the Board to revise the 2009 HPP before the submission deadline to reprioritize several items necessary for the sport to succeed in 2009. Included in the items the Board discussed were high level training camps, coaching issues, athlete code of conduct enforcement, potential domestic competitions and the Olympic Training Center (OTC) resident training program.

Several Board members expressed a desire for the resident training program to continue at the OTC. Mr. Gambardella indicated the Board would need to establish reasonable performance standards for athletes and a training plan for resident athletes to continue the resident program including a coaching plan. The Board will undertake an evaluation of the entire resident program including performance standards, athlete – coach relations, and the budget implications of having a resident program vs. not having a resident program as it edits the 2009 HPP draft.

Mr. Gambardella indicated that the Board could have an extension until October 20, 2008, for submission of a revised 2009 HPP.

Director Siddiqi motioned that the Board seek a formal extension of the resident program to December 31, 2008. Director Matchett seconded. Motion passed 5-1-1.

Chairwoman McConnell motioned that the Board develop a job descriptions for Pentathlon staffing needs. Director Siddiqi seconded. Motion unanimously approved on voice vote.

Other Business

Chairwoman McConnell motioned that the official minutes be the only record of Board meetings. Director Saksen seconded. Motion unanimously approved on voice vote.

UIPM Briefing by John Helmick

Mr. Helmick provided an overview of the UIPM, its role regulating the sport, USA Pentathlon's interaction with it, and the importance of the annual UIPM Congress. Discussion regarding the attendance of board members and UIPM committee nominated non-board members to the 2008 Congress in Guatemala. Janusz Pecick is nominated for another term on the Technical Committee, Vaho Igorshvili is nominated for a seat on the Business Affairs Committee, and John Helmick is nominated for another term as Vice President.

Discussion on the importance of hosting a World Cup. UIPM can provide marketing and technical support for host country. Estimated cost of hosting a World Cup is \$100,000 without the horses or venue costs.

UIPM equipment deal with New Balance results in athletes receiving 20-30 pieces of equipment every couple of years.

2009 World Cup briefing

Director Saksen lead a discussion regarding UIPM awarding United States World Cup #2, currently scheduled for March 13-16, 2009. First choice, Atlanta, has withdrawn. Second choice, Palm Springs, is well along in planning. Room and board, horse rental, indoor venues for shooting and fencing and transportation costs are well understood. Director Saksen will provide to the Board a final set of projected costs at next Board meeting.

Director Matchett will contact Chicago 2016 to explore possibility of Chicago hosting World Cup #2 at lower cost.

NORCECA Youth A&B Competition in Cleveland

Discussion regarding upcoming (November 1, 2008) NORCECA Youth A&B competition. Director Saksen has worked to set up entire competition with local organizers. Expectation is more than 20 athletes will attend. Cost to USA Pentathlon is zero.

Chairwoman McConnell – resignation

At the direction of the USOC, Chairwoman McConnell will be resigning from her position. The Board strongly objects to this decision by the USOC and will seek to reverse it. The Board unanimously extended their deep appreciation for Ms. McConnell's hard work before and during the Board meeting.

Motion to Adjourn at 3:15 pm by Director Siddiqi. Director Matchett seconded. Motion approved unanimously by voice vote.