



MINUTES
USATT Board of Directors 2019 In-Person Meeting
October 5 – 6, 2019
Rockford, IL

Saturday, October 5– Meeting Room One

Chair Anne Cribbs called the meeting to order at 8:02

1. Roll Call and Administrative Matters

The following board members were in attendance:

Anne Cribbs (Chair), Ed Hogshead, Bruce Liu, Tara Profitt, Deepak Somarapu, (Carolyn Savini, Gary Schlager, Rajul Sheth, and Erica Wu via telephone).

Also attending:

Dennis Taylor (General Counsel), Virginia Sung (CEO), Carl Danner (Representative of USTTA Foundation), Mark Thompson (Secretary), Tammy Kuypers (Assistant Secretary), Sean O’Neill (Interim HP Director.)

On the phone was Dan Reynolds.

A quorum was established

Disclosure of Any Potential Conflicts of Interest. No conflicts noted.

Mr. Hogshead reviewed the work done on the Olympic Trials event in Rockford and noted the work has gone well. The city of Rockford has been very welcoming for the event.

Ms. Cribbs mentioned the board will leave for the venue around 1:45 p.m.

Financial Report

- Ms. Cribbs would like to work on building the budget in November and then when in Fort Worth we could approve the budget at the last meeting
- Mr. Taylor said that will be a first budget that would be on time in many years.
- Ms. Sung says USATT cannot count the current budget for this year.
- Ms. Cribbs says it is fair not to count the current budget that is in play.
- Ms. Sung said at the end of August is about a loss of \$150,000. The ability to generate revenue is better than last year where we lost about 210k. Once you pull out the World Veterans and the salary of Mr. Kaye, we are not that much off from the last year.



- Mr. Hogshead disagreed with the statement about last year's loss. He said 2018 was nearly break even.
- Mr. Somaparu asked did we make some money in WVC and also over all?
- Ms. Sung noted the loss for general business in 2018 was about \$130,000, the \$80,000 salary not included was Mr. Kaye and the loss did not go to WVC. We need to generate more revenue. Expenses are what can be reduced but some cannot because it generates revenue.
- Ms. Cribbs noted Mr. Kaye's salary is in the World Veteran's numbers but still made a profit.
- Ms. Sung said in 2018 ITTF supported the salary of COO.
- Ms. Cribbs says it may not be right place to add this, but the Board will look at having a contractor do one of the events. We would not need the staff to do all the event and we would like to know what that would look like. Richard Lee made a proposal for a five-year contract, but we would like to look at a one-year contract with him.
- Mr. Hogshead disagrees since we haven't yet heard strategies and priorities for our members yet. Mr. Lee's proposal favors Joola and they are looking for a counter offer. Joola's tournament director wants to retire, and they need to bring on someone else to rewrite the software, so they want a long-term contract.
- Ms. Sung asked how we can change the model and get more players and their event perspective?
- Ms. Sung said branding takes time. How do we build brands? Contracting out would be a short-term solution.
- Ms. Cribbs is working with Ms. Sung to see how it would work to contract out.
- Ms. Sung wants to give more credit to the people in the office.
- Ms. Sung thinks USATT needs to work better with Simply Complete.

Gary Schlager joined the call at 9:01 a.m.

- Mr. Somaparu has questions on the balance sheet regarding the \$40,000, and Accounts Receivable.
- Ms. Sung said most of the stuff on here is Joola in July exhibit A first page.
- Ms. Sung asked why there is nothing on WVC for \$40,000 and the open Accounts Receivable? Mostly North American Table Tennis and Joola balance.
- Ms. Cribbs says we are still waiting for the audit from 2018 and need the final report before adjustments and write off.



- Ms. Cribbs acknowledged the \$40,000 we are waiting for the payoff from Joola.
- Mr. Somaparu asked what are we doing for the over 90 days?
- Mr. Schlager noted the audit report doesn't reflect on receivables.
- Ms. Sung noted payables owed offsets with the Accounts Receivable so the \$40,000 pretty much averaged out.
- Mr. Danner said at the Nationals we had a loss.

Kagin Lee joined meeting at 9:08 a.m.

Mr Danner brought up reviewing the outline costs of staff and costs of the US Nationals.

- Ms. Sung says the deferred revenue went down a lot with the China Camp realized in August.
- Mr. Danner asked about the new deferred revenue?
- Ms. Sung said that is the US Open.
- Mr. Hogshead noted that equity is lowest ever and where is it in September? Where is the \$200,000 coming from that was discussed by Ms. Sung?
- Mr. Mauro on the phone stated September 30 the account is going to be up. USATT has incoming wires into the savings and ITTF sponsorship.
- Mr. Somaparu said two days back had specific amounts in. July and August are there and what is it as of today?
- Mr. Mauro said some of the deposits are not entered. Currently there is \$204,000 to update and the accounts will be updated by Monday.
- Mr. Somaparu asked Mr. Mauro to send the Board the updated accounts
- Mr. Hogshead asked shouldn't we pay the payables? We will lose relationships with our vendors being behind.
- Ms. Sung did say we have made arranged payments for the outdated amounts owed.
- Mr. Somaparu agrees we need to close out the payables and clean it up.
- Ms. Sung says we need to finalize the Westgate issue.
- Mr. Mauro said he was not part of the Westgate phone call to pay the past due bill. Mr. Kaye was in charge of clearing it off. He said that Katy Hanks from the hotel was involved.
- Mr. Mauro thought we were to reach out to Mr. Kaye.



- Ms. Sung asked Mr. Thompson to take over contacting the hotel.
- Mr. Thompson is willing to reach out to the hotel.
- Ms. Cribbs noted we need to leave this topic and go to the Lane McMillen phone call to go over the audit for 2018. The audit needs to be posted soon for everyone.
- Mr. Hogshead thinks maybe we need to adjust the budget if we don't have the funds.
- Mr. Somaparu asked about the yearend accruals?
- Mr. Mauro noted when working on the close for 2018 Mr. Roberts made the entry to account for the 2018 invoice and for ones we did not receive including the wall system and overage of hotel rooms, this needs to be adjusted over to AP and it is in the audit report from Mr. McMillen. USATT can then clean up entries relating to Joola and companies.
- Mr. Hogshead asked if the Digital Media agreement is not likely to be received from USOPC because of the changed definition of qualified hit. ITTF is giving us less per hit we are and not there yet. Ms. Sung confirmed.

2. Lane McMillen Audit Review

Lane McMillan joined the meeting by call at 9:33 a.m.

- Ms. Cribbs greeted Lane McMillan over the tele-conference phone.
- Walk through the audit and general summary by Lane.
- The Audit Draft was circulated and confidential. Includes audited financial statements and report, fiscal year 2018.
- Main document and table of contents review of the independent audit report.
- Outlined opening report.
- 2018 has not been consolidated.
- Mr. Danner says to tell him what you need from him regarding the USTTA Foundation.
- Mr. Danner also says we can do the work offline and talk about what is needed to consolidate the nonprofits.
- Mr. Hogshead and Ms. Cribbs don't want to consolidate. GAAP requires they be consolidated.
- Mr. Danner says they can provide supporting documents as needed to the board to make changes to consolidate. Bringing into USATT books and work required to add in



is a lot. We understand the issue and accept it as it is until the board decides on a change.

- Lane McMillan went over the all the numbers in the Financial Audit 2018. Accounting Standard Updates will cause some changes in the financial presentation and will see as we read through.
- Numbers reviewed in 2018 Audit, net assets with and without donor restrictions. WVC broken down for readers to analyze as a separate event.
- Mr. Danner asked a question for WVC in terms of payments and profit? Is all detail reflected in the numbers? Looks about a \$100,000 profit from the WVC to USATT and other vendors?
- Dan Reynolds wanted to speak over the tele-conference phone. 9:50 a.m.
- Ms. Cribbs doesn't believe rules allow for Mr. Reynolds to speak unless invited.
- Mr. Reynolds says the question is important
- Ms. Cribbs will allow 2 minutes, but Mr. Reynolds needs more time and will wait.
- Lane proceeds with reviewing the financials line by line.
- Pg. 7 adjustments results in net cash used and in timing of cash for the WVC event.
- Pg. 8 Notes year over years and new notes.
- Pg. 9 accounting standard changes, classifications changed.
- Pg. 10 standard disclosures and accounting policies.
- Pg. 11 continued as it relates to contributions and disclosures.
- Pg. 12 disclosure of membership revenue. Note b is new.
- Pg. 13 Required now available resource to the association. What is available to cover expenses of the association.
- Disclosures of activities with the USOPC etc. pg. 14
- Disclosure of activities with the board members.
- Whether all required disclosures being made. pg. 15 suggested revisions to clubs, associations etc. collaborations.
- Mr. Danner desires to disclose what is proper.
- Mr. Hogshead says we can use the disclosure 990 as it defines a quantitative level.



- Lane could use and search out options to be used. Lane can reword and use different terms for transparency. Note c will have further discussion and revision.
- Note D relationship to the foundation.
- Note G and H.
- Note I small entity mention existence.
- Note J magnitude of WVC impact on the associations cash projections.
- Note K discussion of WVC -further discussion if needed
- Mr. Hogshead asked why the note on contracts with Mr. Sheth is in the audit. If it is not necessary, let's remove it.
- Summary of the results of the WVC allocation of compensation and partner payments.
- Mr. Danner asked a question –would it make sense to briefly mention the allocation of staff cost to WVC.?
- Lane results do include allocations of staff costs.
- Mr. Danner would like notes to realize and elaborate on the phrase.
- Ms. Cribbs says there is a misunderstanding of lost money because of changes in amounts... revenue and expenses.
- Is there a way to expand information to show difference in amounts?
- Timeline for finishing the draft. Ms. Cribbs said we have a meeting in December but would like to have a special purpose meeting to approve before then.
- Mr. Somaparu wants to get the current old stuff cleared up, based on open expenses from WVC.
- Ms. Cribbs says the first step is office to find out what the Westgate hotel management for WVC is going to do.
- Draft of changes to be sent only to the Board.
- Lane McMillan asking about internal control questions, and he will send to Ms. Sung.
- Ms. Cribbs noted the end of time with Jeff Roberts from Lane and thanked him.
- Lane will wait to hear from the Board. Tomorrow the Board will cover financial questions around 8:00, first thing in morning.
- Mr. Hogshead would like to ask questions and review the finances.

10:32 a.m. meeting recessed.



10:43 meeting resumed.

3. Sensitivity Training

Intro to RAMP- Eric Brown found thru USOPC.

- Eric Brown is the speaker from RAMP. The center serves all ages.
- It is to understand rights and the goal to live in a barrier free society.
- He is from one of 22 centers “RAMP”.
- If you need more awareness and accessibility you can contact your State.
- Disability awareness and tools are key, and it creates better allies for the disability community.
- Can expand on the information in the presentation if requested.
- Everyone was asked about their initial experience with disabilities.
- Mr. Danner’s was through the table tennis player Mike Dempsey –strong player and dynamic, but minimal awareness when younger.
- Mr. Somaparu remembers elementary school and a student with polio.
- Ms. Savini discusses a quadriplegic boy whom her mother aided once a week as a mother’s helper when Ms. Savini was four or five years old. She also remembered a high school classmate who was in a wheelchair. Her first encounter working alongside a person with a disability was Tara Proffitt.
- Mr. Brown continued a discussion at the meeting on first awareness.
- Ms. Savini asks how one should handle unintentionally offending persons with disabilities.
- Mr. Brown discusses several options which include recognizing from the person’s reaction that an action caused offense and apologize.
- Ms. Savini asks what should one do if the person in question does not accept the apology and also refuses to speak with you?
- Mr. Brown states that is unfortunate.
- Mr. Brown shared engagement with community to make decisions will make a difference.



- Why practice disability etiquette? ADA is ignored though passed in 1990. We still don't live in an accessible community. One example is the sidewalks. ADA is civil rights to equal access.
- Mr. Brown asked is there is an accommodation policy written for an event? There needs to be full access for society. Disabled is the fastest growing minority. Be sensitive about physical contact—be mindful of interaction and be mindful of equipment. It is important to ask about the assistance needed. Don't make assumptions –people have different types of disability regardless of similarities. Think before you speak for example speak directly regardless of interpreter. Respect privacy. Understand that someone may be using a reasonable accommodation. Respond graciously to requests. Do you believe that people with disabilities still face discrimination and barriers today? It is important to have reasonable accommodation statement on event marketing. Plan at least 2 weeks before the event to accommodate disabilities. May need interpreters etc.

Access to things difficult if not impossible. Barriers exist. Attitude barriers exist.

- Mr. Brown offered language tips. Person First language though not always able to use if deaf or autism interaction.
- Where you start depends on the person. Be aware of identity language. Never use outdated words.
- As a community moving away from terms that are negative. Take time to learn more.
- Ms. Cribbs thanked all for their efforts and especially Eric Brown for coming in to speak.

Meeting recessed at 12:06 p.m.

Noon – Working lunch meeting resumed at 12:15
DT SO BL DS TP VS AC CS

4. High Performance Update and Para High Performance Update

- Mr. O'Neill gave an HP update and is completely aware of getting things done and more efficiently. Euro airline tickets bought with euros allows younger players to travel alone.
- Mr. O'Neill wants to make the board aware of players traveling younger then allowed in US in the past. For the WCC HP had the players meet in Chicago and go on with chaperones and is fine but there will be other times where they travel alone.



- Mr. O’Neill has SafeSport concerns for kids traveling alone and there should be a general policy for this.
- Mr. Bitzigeio mainly purchased tickets for the minors with euros. USATT needs a policy going forward for unattended minors about travel
- Mr. O’Neill says a minor travel waiver needs to be signed and the default is to not allow minors to travel alone. There are a lot of kids in Europe and there is traveling for those minors.
- Mr. O’Neill is looking at 2020 and the big picture of spending HP dollars and how to reduce risks.
- The HPD position is more than one-person job and could be a three-person job, full time
- Mr. O’Neill is being a commentator at this Olympic Trials to save money with the airline and ITTF reimbursement.
- Chinese event wanted diversity. Mr. Danner says there are ITTF rules of citizenship. Three here are not on the National team but participating and will get to be on the National team and can go to China. Most ranking players don’t necessarily pay in though they pay \$250 to participate in camps. 25k can be generated for USATT and Mr. O’Neill asked how is this used?
- Mr. Danner says some tournaments, camps cost more and some make money -surplus in one might to a deficit in another. The short answer is any surplus should stay in the program.
- Mr. O’Neill asked do I have board support to finish the year through December?
- Mr. Somaparu say we need to follow thru on what we have set for the budget and asked what is your plan for next year?
- Mr. Danner thinks Mr. O’Neill can put the basic structure in place and then see where it goes. Put together what USATT thinks is required and what makes money and what doesn’t. Most important baseline is the expectation of what USATT needs to give to the HP. What is the approved budget?
- We are funding world events not sponsoring players.
- Mr. Somaparu asked what is the plan for next year?
- Mr. Danner shared we will know the number of Olympic athletes in 24 hours. USATT will contribute.
- Mr. Danner says policy and spending are entwined. A National team member pays significantly reduced amount. Free World Events makes sense but has consequences.



Minor travel expenses, players on own and parents' responsibility for the National Team.

- If USATT is responsible for example Pan Am, we should watch out for this.
- Mr. Danner notes there is a hybrid option of HP helps organize if parents cover extra costs.
- Mr. Liu notes we have players in Germany -6th league. Shouldn't we focus on domestic players more?
- Mr. O'Neill believes we start off in US and then off to other events in Europe.
- Mr. Thompson stated the minor athlete abuse prevention policy is clear written acknowledgement by the parent is the way to protect the organization. Written policies are the best options with minors traveling.
- Mr Thompson agrees USATT should err on the side of caution for our players.
- Mr. O'Neill thinks we have robust HP team! Let's beat the Canadians and be very sensitive USATT does not gets surprised with extra costs.
- Mr. Taylor says USATT buys airline tickets etc. for players other and family at times, with costs to be reimbursed. Creates more work.
- Mr. O'Neill thinks we cannot do player vouchers to be used at different events. Tryouts for teams should have value enough.
- Mr. Danner says HPC need to inform people upfront if USATT has to pay, and we expect them to pay in advance for that program.

Mr. O'Neill left the meeting at 12:59

Mr. Danner says making the team squad will expand but will not be as big. Honor the player for Westchester. Each playing tournament goes to two who make the national team instead of 4.

- Not to bulk the team out too much. Want players to play more against each other before making a team.
- Committee will publish procedures considering adopting new selection procedures.
- Ms. Cribbs –what is the timeline of publication?
- Mr. Danner to send out a request to get the proposal.
- Mr. Danner thought Mr. Taylor wrote some more things we thought we were going to do and need to know more.



- Ms. Cribbs agrees we should understand those procedures. We were promised an update on the letter of concern last week and we did not receive it.

Ms. Cribbs noted the time is 1:10 p.m. so everyone should get ready to leave for the Olympic Trials. 1:15 p.m. the meeting recessed. Depart for North American Olympic Qualification Team Match (US v Canada) at the BMO Harris Bank Center, Rockford, Illinois



Sunday, October 6, 2018 – Meeting Room One

The meeting resumed at 8:04 a.m.

The following board members were in attendance:

Anne Cribbs (Chair), Ed Hogshead, Bruce Liu, Tara Profitt, Deepak Samarapu, (Carolyn Savini, Gary Schlager, Rajul Sheth, and Erica Wu on phone.)

Also attending:

Dennis Taylor (General Counsel), Virginia Sung (CEO) Carl Danner (Representative of USTTA Foundation), Mark Thompson (Secretary) and Tammy Kuypers (Assistant Secretary),

A quorum was established.

5. Strategic Priorities Tactical Implementation Plan

- Several plans over the years were not implemented and Mr. Schlager and Ms. Cribbs thought it would be good to have. Due to changes and waiting everything has not been completed and the board wants to see what we can do.
- Ms. Sung has talked with USOPC along with Mr. Thompson and set up a plan to have a staff invited meeting.
- Ms. Sung says there is an implementation session at the USOPC in two weeks to work on a plan for USATT.
- Ms. Cribbs says the board will not attend.
- Ms. Sung is looking at what are the resources we do have and what can we do maximize profit next year.
- Mr. Schlager asked do we have the list of top three from the Strategic Planning meeting.
- Ms. Cribbs expects that USATT start with the list from the planning meeting.

Ms. Savini joined the call 8:16 a.m.

- Mr. Schlager talked about the USOPC and strategic plan and commented that we have been talking about this plan for a year and have continuing concern regarding the HQ staff using about 50% of its time/year running tournaments (and incurring losses on some). With a small HQ staff it is very difficult to free up enough time to execute the Strategic Plan if we are constantly struggling for staff time. There is an imputed “cost” to using 50% of our year (in staff hours) running two tournaments. Even a break even or small profit with these tournaments is a net loss if we can’t execute our strategic



priorities which could lead to growing membership, fundraising, improving technology, resources to clubs and value to members, etc. Many of the strategic priorities can lead (and should lead) to revenue growth and this revenue growth can be recurring. With the right outsourcing, contractors and strategic partners, the US Nationals and US Open tournaments can still be “branded” as USATT events with outsourcing initiatives not visible to our members, but USATT can benefit from hundreds of hours (or more) of additional time available to address and implement the strategic initiatives. At the present time much of our year is spent running these two tournaments due our small staff. As revenue grows so can staff – and at some future date we can revisit running all logistics directly.

- Ms. Cribbs thinks it is possible for RFP to go out for one of the vendors to run one of the tournaments.
- Mr. Somaparuru say we should look at the US Open this year and figure out what is best.
- Mr. Hogshead thinks the biggest problem is staff working on the tournament. USATT spending too much time on small number of people at tournament.
- Ms. Cribbs says issue can be brought up at the implementation meeting. Proponent of planning the US Open 18 months out.
- Ms. Sung says every year USATT needs to get a lease at a new venue. It will help to get a longer contract in one place.
- Mr. Hogshead said that we should look at the model NCTTA uses as it is successful. They use different venues around the country and continue to receive sponsorships.
- Ms. Sung thinks our setting needs to change from a convention center to a more user friendly, cost effective venue. We also need to be engaging more people and local volunteers.
- Ms. Cribbs says to give the event to vendor –still says USATT but we don’t have to do all the work.
- Mr. Hogshead and Mr. Schlager say we cannot afford to lose money at one more tournament.
- Ms. Cribbs would like a model of the Houston World Champs.
- Mr. Sheth thinks if we can get more entries 700-800 entries would make a difference. add more people like 2016. Back to original where we had more people.
- Mr. Taylor says USATT has already outsourced the US Open before. We have always done the Nationals ourselves.
- Mr. Hogshead says tournament operations model of Joola works, but we should consider proposals from other tournament operators.



- Mr. Danner noted a significant effort was made in Grand Rapids.
- Ms. Cribbs message here is the Board is interested in looking at a different model for future and follow up on getting our tournaments posted sooner. There is concern about losing money and losing staff away from time spent on financials.

Mr. Taylor to give updates on compliance next.

6. Governance and Compliance - Dennis Taylor

Proposed Bylaw Amendments and suggested revisions for Bylaw
Amendments Discussed
Proposed Policy: Conflict of Interest

- Mr. Taylor shared USOPC Compliance Checklist Final Report came back from USOPC. Governing and Finance audit took place in May. Must have the response letter back. Lane McMillan internal audit for 2018. Letter of concern received from the USOPC. Management responded and waiting for a response back.
- Ms. Cribbs says the Board is waiting for results for review and it should be soon.
- Mr. Taylor says the good news is everything is compliant in the SafeSport audit.
- Mr. Thompson posted Code of Conduct on the website regarding membership. Ensure there is an opt in for the Code of membership in process. This needs to be done by August 1.
- Ms. Cribbs said it is possible to have this on the agenda for the next board meeting to follow up on completion.
- Mr. Liu says we should start with adding a button for Code of Conduct on the website soon.
- Tournament pass should have Code of Conduct on it.
- Ms. Cribbs and Board are to move on to next Bylaw.
- Audit committee defined by just doing an Audit.
- Mr. Somaparu noted a few things and agrees with all the work done on the committees.
- 4- Mr. Danner has concerns about due process comments.
- Mr. Somaparu says this is a breach of confidentiality and wants reference regarding this.
- Mr. Schlager says we have worked on all of this. Bylaw 7.13 reference for this removal of board member 5. removal of members.



- Mr. Somaparu if someone has complaint what is the communication channel after this? Do we have a route to go?
- Mr. Somaparu says if things that happen in Executive Session how can anyone discuss outside of the Board Members?
- Mr. Schlager says stuff in Executive Sessions was regarding SafeSport violation, Staff had left,
- Suggestions of discussion in Executive Session involves all kinds.
- Mr. Somaparu has a good point of what is discussed in Executive Session and now how would someone in the meeting go and speak to anyone.
- Mr. Somaparu suggests a paragraph between b & c in essence a safe harbor to discuss things from there.
- If there is a violation during an Executive Session, then that should be allowed to be discussed.
- Mr. Schlager stated after Executive Session there should be guard rails and information does not end up on social media.
- Mr. Somaparu agrees we just need to figure out a path.
- Mr. Taylor thinks we need to take a month to work on and be thoughtful.
- Ms. Cribbs thinks the solution would be to work on with Mr. Somaparu and then Mr. Taylor, Ms. Profitt and Mr. Schlager for the wording.
- Mr. Liu asked what is so important that we need to change laws.
- Mr. Schlager says everything has been leaked.
- Mr. Hogshead believes there are leaks everywhere.
- Mr. Liu is not aware of the leaks.
- Mr. Schlager can't point to specifics being in Michigan.
- Ms. Cribbs says we continually have leaks from the Executive Sessions. The Executive Sessions are to have frank conversation about matters and complete things in open sessions.
- She points to review and provide input and make recommendations for part five.
- Mr. Somaparu part 6 suggesting having the right support team with outside help.
- Ms. Cribbs to summarize-delete five-seven, and Mr. Somaparu wants to remove since we don't need the extra stuff.



- Mr. Schlager says the turnaround is 6 months later and we did do our right coverage. Been involved since May and how do we balance the two situations. Passive or have crisis?
- Mr. Schlager says what if tomorrow Ms. Sung wants to hire etc..... yes, we can water it down.
- Mr. Schlager #8 add in Board or Chair should have the authority to make the decisions.
- Mr. Taylor stated what Mr. Somaparu says is no member of the USATT board has the right to participate in the day to day operations of staff.
- Mr. Schlager says same with executive sample insert “notwithstanding anything containing in the: accept as otherwise Bylaws would prevail over.
- Mr. Liu shared this is an advisory role and we need to be careful to not over expand. We need to be cautious with changing the Bylaws. We cannot jump in and handle the day to day operations.
- Ms. Cribbs thinks this is a good discussion.
- Mr. Liu says we need to strike very significantly checks and balances.
- Ms. Savini speaking to number 6 didn’t have a CEO and then onboarding so to give a 12-month process to allow them to take the role and then allow them to sink or swim.
- Ms. Cribbs says same as with the last Bylaw and asked Mr. Somaparu if he wants to work to change the wording? Mr. Schlager thinks good point that was to get around the Bylaw. Any addition to the Bylaws is a standalone.
- Ms. Cribbs reminded all we are asking the USOPC to help us with the Bylaws and changes whole scale.

Ms. Cribbs shared Lane invited people to send emails to her and Ms. Sung with concerns for review.

Mr. Hogshead asked all at the meeting if the Rockford hotel was good, and everyone says yes.

Ms. Cribbs called all back to order.

7. Motion to remove Carlyne Savini from the Board.

- Ms. Cribbs asked board when it was discussed on the phone?
- Ms. Cribbs set up sensitivity training and asked for legal advice. All happy with the training.



- Mr. Taylor said the charge and evidence was put in front of everyone. Ms. Profitt should talk.
- Ms. Profitt to explain her reasoning. Ms. Profitt read from her notes “Thank you everyone for taking part in the sensitivity training and she heard from Eric Brown last night. He hopes the training was a step in the right direction towards more awareness. The whole situation has been a roller coaster of emotions for me. I have never been called out by anyone quite like with Carolyne. I will move on and accept her apology on my own terms and when I am ready to do so”. I am not looking for sympathy with the tears, it’s just very upsetting to me. I’m doing my best to move on from it. I’m pretty sure I don’t have the votes to remove Carolyne but I do feel we need to put forth this motion just because it was made in August. I do hope that any further discussions on this topic are brief because it is upsetting. I’m ready to move on and let’s put this motion to bed. I will talk to Carolyne when I am ready.
- Ms. Cribbs asked if Ms. Savini wants to add anything to any comments or any discussion.
- Ms. Savini considering the context of the Motion and the reason for the Motion – Ms. Profitt made the Motion because she was offended by a private email I sent to her regarding her service on various committees. She felt it was discriminatory. The EGC reviewed those claims and found them not to be discriminatory. (Subsequently the Arnet Fox Report also stated the email communication was not discriminatory.)
- Mr. Taylor called point of order. Executive Session for 2 minutes? No, it was agreed will stay in regular session.
- Mr. Somaparu asked can the motion be withdrawn? Can take it back?
- Mr. Hogshead thinks the clarification needs to be dealt with.
- Mr. Somaparu asked if we can go to executive session?
- Ms. Cribbs just thinks we get on with things in regular session and vote.
- Mr. Taylor to speak.
- Two motions relevant from the early September meeting
- One is to remove Ms. Savini from the Board for cause.
- Motion two moved to table motion one until October in-person board meeting detail.
- A bit of history from Mr. Taylor. Ms. Profitt filed a complaint with the Ethics and Grievance committee. There was one more complaint was filed in regard to Carolyne.
- Mr. Thompson will make a determination on whether there are sufficient grounds to send the complaint forward to the Ethics and Grievance committee.



- Mr. Taylor going back to the complaint Ms. Profitt filed -yes the Ethics and Grievance committee reviewed and it did not meet their standard. They dismissed the item without prejudice. This does allow Ms. Profitt to reform and reword on the same facts. Ms. Profitt did refile and it was with the Ethics and Grievance committee as in active when they resigned. Ms. Savini is right for wrong reason. There was the refiled complaint and another complaint still active. They were returned to the complainants on hold waiting to be refiled when there is a new Ethics and Grievance committee.
- Mr. Liu knows once have worked on the committee that Mr. Taylor is correct but need to be technically followed. Waiting for refile with new committee since mass resignation on EGC, 9/16.
- Mr. Reynolds asked to address the board, and Ms. Cribbs chose not to allow.
- Ms. Cribbs asked Ms. Savini for comment.
- Ms. Savini has a few comments. She was not aware of the issue Mr. Taylor just brought up. It has been difficult to come to common ground with Ms. Profitt since she is not talking to Ms. Savini at all. Talking is the first step of understanding each other's perspective. She would like to understand and ask the question "Is this more about getting her off the board because Ms. Profitt doesn't want her on the board?" The original communication was between two board members and included Ms. Cribbs on the email. It was not shared with anyone else by Ms. Savini. Ms. Savini would say things differently and meant nothing discriminatory by the email. Ms. Savini would have either resent or not sent any comment at all. The sensitivity training was productive and insightful on things she had never considered before. Mr. Brown talked about other people's perspective and how things are said may be interpreted differently. What Ms. Savini wants to know is, does she want to get rid of her, because Ms. Savini has different perspectives on board business than Ms. Profitt and other Board members? Has Ms. Savini offended Ms. Profitt in the past unknowingly? How can we as Board members be productive if there is a refusal to speak with each other or understanding each other's perspectives.
- Ms. Cribbs wants to speak to this and the comments. First to admit she considered the email a frank and honest email from one member to another. Also, appreciate the sensitivity. Ms. Cribbs tried to put all together and have the training. Something hurtful happened but everyone is trying to work together through and to move on. Able and Para can work together to move on and have the best for table tennis at heart. Best thing now is to vote.

Motion one was from September.

- Mr. Somaparu brought up yesterday's training. We learned a lot of awareness and it was a big help.
- The training will help us all to be better and avoid the same kind of mistakes.



- Restated motion.

MOTION 1. MOVED to remove to Carolyn Savini from the Board of Directors for discriminatory comments.

Movant: Tara Profitt

Second: Bruce Liu

Ed Hogshead no, Bruce Liu yes, Rajul Sheth yes, Gary Schlager no, Deepak Somaparu no, Tara Profitt yes, Anne Cribbs no, and Erica Wu no. Carolyn Savini does not vote due to conflict of interest.

Number of votes 5 no and 3 yes.
Motion failed

Slides that were from the sensitivity training will be sent out.

Bylaw proposal number 3 discussed.

- Mr. Thompson thinks the Bylaw 10.7 needs to have terms changed.
- Mr. Taylor says this is consistent with direction of the USOPC Bylaws that already grant we can and to rules –no problem. Words changed for new Motion.

ACTION 1. A Bylaw Proposal Refinement Task Force consisting of Bruce Liu (Chair), Gary Schlager, Deepak Somarapu, Dennis Taylor, and Tara Profitt is created to review Bylaw Proposal #3 (confidentiality of Executive Sessions).

Approved without objection.

ACTION 2. A Bylaw Proposal Refinement Task Force consisting of Deepak Somarapu (Chair), Ed Hogshead, Gary Schlager, Dennis Taylor, and Tara Profitt is created to review Bylaw Proposal #4 (Audit and Finance Committee).

Approved without objection.

8. Potential Removal of Board Member Rajul Sheth

- Electronic file starts on page 90 of the 100 pages of exhibits supporting Mr. Sheth's removal from the board.



- Ms. Cribbs says the Board has not ever voted to remove a member until the last and current discussion. Believes everyone is involved in USATT for the good of the sport and athletes. Have a great respect for Mr. Sheth and ICC, thought his participation would be good for board. Dismayed about donation online for the suit against USATT and also Bruce was not a part of the board at the time. Mr. Sheth is not only a board member but a Dad, and Club member.
- Ms. Cribbs asked if others want to add anything.
- Mr. Hogshead says donating to an attorney suing is a negative activity against the Board and the organization. We have had training on conflicts of interest, confidentiality and ethics. He is a director of a club. His son is on the National team and he wants to participate in discussions on the team selection process.
- Ms. Profitt does not agree to removal.
- Mr. Taylor stated notices went out.
- Mr. Hogshead says we did not have a motion which Mr. Taylor agreed with. So why did Mr. Taylor send out notices?
- Mr. Liu says the 100 pages of exhibits supporting the removal of Mr. Sheth were just sent to the board right before the meeting. We need time to discuss this Motion before the vote is taken. Need time before we work on this.
- Ms. Cribbs stated the issue is we can't hear each other. Want to make sure all are heard. Discuss today then have time to review the notes and then set up vote.
- Mr. Schlager is here inclined to move set up a special purpose meeting put it off a week.
- Mr. Sheth says the 14th is better and so he can prepare and review all.
- Ms. Savini is traveling and will be on a plane on the 14th.
- Mr. Somaparu will be traveling.
- Ms. Cribbs says 8:00 a.m. Tuesday morning should work. Figuring out will and organize call.

9. Status of Committees

- Ethics & Grievance Committee all resigned except Steve Hopkins.
- HPC on August 12 two athletes resigned. Mr. O'Neill resigned and there is not really need for a replacement. Ms. Profitt has appointed Khoa Nguyen as athlete rep.



- Jr. committee has no changes. Linda Leaf has resigned and it is significant to replace on the Nominating and Governance committee.
- Tournament committee JR resigned from committee Jim butler is now athlete rep
- USOPC call with Ms. Cribbs, Mr. Taylor, Ms. Sung , Onye, Ms. Parker and Bridget. We weren't sure of process of refilling and announce we have these positions open and to post and also ask for people. Sent the description that is in our Bylaws to Onye and waiting for their approval but, consider approved until told by Mr. Taylor
- Mr. Taylor says independence comes into play for committees.
- Mr. Taylor to read paragraphs on rules for who can hold governance position.
- Mr. Somaparu asked is there a reason Linda Leaf left?
- Ms. Cribbs asked her yesterday and she may be convinced to come back at some point
- Mr. Hogshead said she was ready to leave and wanted a break.
- Mr. Liu will need to review.
- Mr. Taylor notes Mr. Liu is bringing up Bylaw section 9.15.
- Mr Taylor doesn't want to get into undefined terms. Are committees considered governance or staff? Not staff, so are they governance?
- HPC has governing activities.
- Ms. Profitt asked about Athlete Reps.
- Mr. Hogshead says the Board spends a lot of time talking about the Bylaws and need to get it done.
- Mr. Schlager agrees.
- Ms. Cribbs says Bylaws need help and Mr. Thompson and Ms. Sung have identified USOPC funds and help to get them straightened out so it will fit with the strategic implementation.

Ms. Savini left the call at 10:47 a.m.

- Ms. Cribbs wants to review the committees. We had set up requests to get reports on the committees and go over them.
- Ms. Profitt asked whether there is a restriction to serve as an athlete on the board and EGC.
- Only Nomination and Governance Committee has restriction on being on both.



- Ms. Cribbs thinks by not expanding the athlete rep. it severely restricts Ms. Profitt in finding athletes but we should wait for USOPC to put their standards in place. Wait on it and know it is coming. Mr. Danner has a lot of information on this.
- Mr. Danner says we have the narrowest possible definition of athletes under the Bylaws. USOPC puts in some restrictions of age. Gold athletes are limited, and it is stated. We need to take a look at all Bylaws with the USOPC.
- Mr. Taylor says the USOPC just wants to change those that affects direct athletes.
- Ms. Cribbs feels history is important and asked Ms. Profitt if she could go through athletes to see how we could increase our athlete pool so we can prepare for USOPC changes.
- Mr. Hogshead says we added changes to the Bylaws already and don't need more motions.

10:56 recess.

Mr. Schlager off and Ms. Savini left the call.

Back in session at 11:18

MOTION 2. MOVED to Amend Section 10.7 of the USATT Bylaws so as to add an additional Paragraph (a) to read as follows:

Prior to the conduct of any proceedings under this Article, the Respondent shall be given fair notice, including written charges as asserted in the Complaint, and an opportunity to prepare and present a defense in accordance with hearing procedures that reflect due process.

Movant: Carlyne Savini

Second: Ed Hogshead

Motion passed by voice vote, 7-0-0

EH, TP, BL, RS, CS, DS -all in favor

MOTION 3. MOVED to delete Section 10.12 of the USATT Bylaws and insert a revised Section 10.12 to read as follows:

Any party may appeal a decision of the Board made under Section 10.11 for a final ruling under binding arbitration in accordance with the Commercial Rules of the American Arbitration Association.

Movant: Deepak Somaparu

Second: Tara Profitt

Motion passed by voice vote, unanimous

DS EH, RS, EW, TP and AC



Ms. Cribbs noted it passed.

Mr. Hogshead asked about the summary on the Chinese team visit.

- Ms. Sung says vouchers create issues for our players and USATT. We have asked Altruic to help clean those up.
- Ms. Sung says 2018 is where there are so many issues with items recorded. Old expenses and old numbers, and many 2018 expenses were moved to 2019. Not available to see old numbers. Even 2019 beginning balance is wrong.

Mr. Sheth has joined the conference.

- Mr. Hogshead is the only board member currently with access to QuickBooks as a member of the Audit Committee.
- Ms. Sung stated Altruic doesn't want to work with the beginning numbers until the audit is done.
- Ms. Cribbs says what the board is requesting is the notes changed.
- Mr. Somaparu noticed audit draft is not the same as our quick books.
- Mr. Schlager reminded everyone that the Clifton Larsen project to re-do the USATT chart of accounts and restructure Quick Books was designed to retroactively begin January 1, 2019 (flipped a switch) and was not designed (due to cost and time) to go back to 2018 as this would involve reviewing and reclassifying thousands of historical entries (from 2018) which is beyond the scope of the project as approved by the Board in early 2019 and as per the Clifton Larsen executed contract. For 2018 USATT will rely on the year end audit (as we have done in the past) and then take those year-end balances for use as a starting point balance(s) for 2019.
- The hotel we have possession of the money and hope to complete without owning.
- Ms. Sung asked why are there changes? Where is supporting documents that supports all the changes?
- Where are the supporting documents for 100K in losses?
- Mr. Somaparu notes biggest concern is to finish the audit, but the numbers in quickbooks not the same as the audit numbers.
- Mr. Somaparu QuickBooks numbers should be based on what the audit says. It is a single adjustment.
- Mr. Schlager says USATT lost \$30k in 2018 and that WVC is being reconciled in the 2018 year-end audit. To date, no fraud has been found for the WVC tournament per the auditor. Mr. Kaye should receive an apology.
- Ms. Sung talked to Joola regarding the expenses.



- Mr. Somaparu agrees there is becoming major issue with expenses. Do we have a plan for Richard Lee or other vendor for tournaments? What is plan and timeline to get answers?
- Ms. Cribbs would have another call with Mr. Kaye, Office, David Sakai and Danny.
- Ms. Cribbs says we have a list and we have a deadline, so hopefully this can get done soon.
- Ms. Cribbs says the big issue was food poisoning for Para and US Nationals.

Mr. Schlager signed off 11:46

- Mr. Hogshead from the big picture down says we have no money. Blunt and brutal decisions must be made. We created a climate where we can't accept a \$500,000 donation. He would suggest a change in staff because of high priced staff. We need to look at all finances and hard decisions.
- Mr. Hogshead said that we must take responsibility for where we are now financially. USATT cannot afford three high-priced staff members, the CEO, the COO, and the High-Performance Director. We do not have the money.
- Ms. Sung said we have \$250,000 in the bank.
- Mr. Hogshead said that is not our money. It belongs to the people we owe. We need to pay them. Mr. Hogshead further commented that USATT must take greater care in spending money on travel and other expenses. We must conduct due diligence to determine if travel by an employee is needed or not.
- Suggested ways to make a profit in the meeting in Colorado, but USATT has not done that.
- Mr. Danner mentions liquidity, which is what Ms. Sung addressed. That means, do we have the cash to pay our obligations as they happen to come due?
- Mr. Danner says that solvency is the more important issue, whether we have enough assets to cover our liabilities or are headed for a financial crisis.
- Mr. Danner says without WVC, basic operations lost a lot in 2018. The trend is down and needs to be addressed.
- Mr. Danner feels we need plans right now to address these key financial concerns. If the adverse trends continue, we will have fewer and fewer options to deal with them as things get worse.
- Mr. Liu asked after 5 months what was the status that changed?
- Mr. Liu says the \$500,000 will not change anything and would not lower our HP budget over 2 years.



- Ms. Cribbs is requesting forecast for the end of the month.
- Ms. Sung will put one together.
- Mr. Liu asked how are we going to operate tournaments?
- Ms. Sung says we have a \$50,000 sponsor already and \$20,000 coming.
- Ms. Sung placed the total number of sponsors in the Open budget.
- Ms. Cribbs will discuss at the next finance working group meeting.
- Ms. Cribbs asked if any more burning financial questions?
- Mr. Hogshead talked regarding Mr. Kaye and the WVC, and he created a climate that moved US Table Tennis forward. Now we are going backwards

10. Para Update -report

Suggestions on para program based on Daniel Rutenberg's report. Embrace more children to play.

11. Discussion on Selection Criteria for USA National Team for World Events

HPC committee report and information from Carl Danner.

- Conference call and emails are ready to publish decisions after review.
- Discussed what to do next year. Wait to make decisions on players
- Not only one way to make the national team. If the team is too large and not exclusive we can't do enough for them.
- HP formalizing committee to select National players for team.
- Notion of who can go to the competitions and it is hard to get players depending on their schedules. Even important competitions hard to get people available.
- Change format to make it harder for people to enroll in tournaments so it is selective.
- Ms. Cribbs asked new requirements to go out when?
- Mr. Danner says all was discussed, and he has prepared a full draft to committee. He should have it out next week.
- Mr. Liu is concerned about how world class choices are made, and world champ is discretionary. HPC put forth questions to make changes.
- Mr. Liu says what if Mr. Danner wrote a proposal to do less of a role as discretionary?



- Mr Danner says if you did not involve judgement in overall selection procedure, we would not have won the gold medals in the Pan Am. Mr. Bitzigeio did a reasonable job. It is a continuous balance.
- Ms. Profitt asked about keeping more information out there for people to see.
- Mr. Danner is open to making changes to the HPC, but the HP director runs the program. Ms. Cribbs and Ms. Sung should also be a part of it
- Mr. Sheth asked about old procedures before Mr. Bitzigeio was hired. If wants to use camps or tournaments they could review and use points system. Someone will know whether they qualify by points. Can we come up with a more transparent way for players and then to select specific player for points. After January HP came up with their own plan. If they don't play or win they will know they don't qualify. One issue now is the selection for the year. Can't think it will solve long term problem. Been going on since January. It is important to resolve and there is to much back and forth
- Mr. Danner is taking this all very seriously.
- Mr. Somaparu asked a question to Mr. Danner who at this point says the committee has a been beginning and a middle year. There is communication with the players and a good number of members continuing to do well and no need to drop players.
- There are three spots for Olympics for this year.
- Ms. Sung asked if we will change things.
- Mr. Danner responded there are no plans to change procedures.

12. SafeSport Report- by Mark Thompson

- SafeSport elements need to be incorporated in the policy we have now.
- Concern with doing this. Wednesday the US Center for SafeSport issued another version for the policy and they are reviewing so we want to have it combined but they changed the map so we need to change also. USATT needs to wait for definitive change before we change anything.
- The cost that we may have to pay for the SafeSport is part of the discussion. Numbers are being discussed for costs.
- Mr. Danner has questions about SafeSport and Volunteers.
Mr. Taylor shared Congress has discussed having it go farther to the Clubs which is hard to manage at the club level.
- Mr. Somaparu asked if we have process in place for compliance?



- Mr Thompson says we are half way to automating the process –waiting on technology but we have people in place best as we can. New twists from initial phase of training.
- Refresher course training annually, background every two years
- Mr. Somaparu says we need to keep eye on this and the coaches.
- Ms. Cribbs wants more in Chinese language because they can't follow the directions.
- Ms. Cribbs will send a request letter to those in charge.
- Mr. Danner asked if we could interpret, and we can't.

13. Discussion on US Open

- Ms. Sung says we must break even or make money.
- No place to spend money for players and we need to create ways to make money at the US Open.
- Operations side is Mr. Thompson responsibility.
- Small or big sponsor pitches being made.
- Partner with Omni pong-and improve the quality at the event without costing more money
- Early bird deadline in October.
- Marketing weekly for the Open.
- Working on the marketing in the clubs and other platforms.
- Mr. Liu asked if USATT on top of social media?
- Mr. Thompson says Para players and numbers can add consistency in controlling cost. Big community of help in the Fort Worth area.
- Mr. Thompson mentioned a great meeting with Kagin Lee for leadership and experience.
- New sponsor from India - STAG.
- Everyone is taking matters seriously and will work to get the US Open done well.
- Mr. Thompson will need dates for the next in-person board meeting. General assembly Wednesday, Dec. 18 and the Finals are on Friday. There will be a poll sent out for the time for the in-person board meeting in December.



- Mr. Somaparu is not confident in Omnipong and wants to hear what the team thinks? Need confidence in Omnipong.
- Ms. Cribbs asked is there a plan for back up?
- Ms. Sung says Kagin Lee is a back up

14. 2021 World Championships Update

- Ms. Sung is impressed with the procedures and how they are doing it. Mentality and focus on what to work on. USATT is trying to facilitate and support in any way we can.
- Ms. Cribbs says there is a half year before to plan for support with officials and providing volunteers.
- There needs to be thinking about the US Open to be put before World Champs. How can this transform the sport for us?.
- Ms. Cribbs added there are four partners in the venture with ITTF and USATT incredibly excited about it. ITTF has a lot of staff working on the visit. Steve's assistant at Joola 5 people for 5 days and is transformative for table tennis. Houston sports partner and USOPC, Dragomir also there.
- Goal is to help get all the international players to attend. There is a plan in the works for our players
- Ms. Cribbs wanted to state again that we are not taking a risk in this, the costs will be covered by money from the ITTF.
- Convention center really nice and also will move to the Toyota Center, where the Houston Rockets play.
- Big events held at the center. All in process and incredible facilities. Comfortable with the process and the full contract.
- Ms. Cribbs say our biggest role is to be excited about the World Champs coming to Houston and share that.
- Ms. Sung will be reaching out to the communities for our players.

15. Approval of Minutes -Board Meeting June 10, 2019

We do have a quorum.

On the phone is Rajul Sheth and Erica Wu. Present is Anne Cribbs, Bruce Liu, Tara Profitt



and Deepak Somaparu.

Exhibit N in board book. There was no issue but wanted to add more language leading up to the history.

MOTION 4. MOVED to approve the June 10, 2019 Minutes, as submitted.

Movant: Tara Profitt

Second: Bruce Liu

Deepak Somaparu abstained. Rajul Sheth abstained. Tara Profitt, Anne Cribbs, Erica Wu and Bruce Liu yes.

Motion passed by voice vote, 4-2-0

Mr. Taylor stated anyone not on board in the meeting needs to drop off call.

Went into Executive Session at 1:29

No notes taken in executive session.

1:55 out of Executive Session.

Ms. Cribbs acknowledged the difficulties and challenges worked thru this weekend.

It was an exciting weekend for the athletes.

Special Purpose meeting in a week. Conflict of interest meeting to come.

Ms. Cribbs wants to thank everyone for your attention and willingness to delve into difficult discussions.

End of meeting 1:58

FUTURE BOARD TELECONFERENCES AND MEETINGS

Monday, October 28 – 7 pm (Eastern) – Conflict of Interest Training (MANDATORY Teleconference)

Monday, November 18 – 7 pm (Eastern) – Board Meeting Teleconference

Saturday – Sunday, December 14 – 15 – In Person Board Meeting (2019 No. Three – Fort Worth, Texas)

Respectfully submitted,

Tammy Kuypers

USATT Assistant Secretary