



MINUTES

USATT Board of Directors Special Purpose Teleconference Meeting

January 30, 2020

Dial-In Number: 888-289-4573 – Participant Code: 1572487

This is a Special Purpose Meeting convened for the special purpose of the candidates approved by the Nominating and Governance Committee to serve on the Interim Board.

1. Roll Call and Administrative Matters

The following board members were in attendance:

Tara Profitt and Niraj Oak

Also attending:

Stephen Hess (Counsel) and Virginia Sung (CEO)

2. Board of Directors Meeting

The Board of Directors met by telephone on January 30, 2020 to discuss the candidates approved by the Nominating and Governance Committee to serve on the Interim Board.

Both sitting directors participated and waived notice of the meeting. Following discussion, a motion was made and seconded to approve the three candidates recommended by the Nominating and Governance Committee. The motion passed unanimously. The Board also discussed the Nominating and Governance Committee's recommendation to amend the Bylaws to add a fourth Independent Director. No motion was made to approve or to reject the recommendation at this meeting.

Respectfully submitted,

Stephen Hess
Counsel