REGULAR BOARD MEETING MINUTES – 09 January 2014

PRESENT:

Devin JOHNSON – Chair
John HOLLOWAY
Lynda LAURIN
Russell AHN
Seth WILSON
Luciano MEDINA
Ian HARDMAN

Ron SOUTHWICK
Stephen LAMBDIN
Beth PINCKNEY
Don REYNOLDS
John ENSMINGER
Dean EKEREN
Shailesh BETTADAPUR

1. Meeting was called to order at 2:05 pm Mountain Time. CEO Harris called the roll. A quorum was established with seven (12) of the current fourteen (14) members present. Two members were en route and on the phone call.

2. Old Business
a. Approval of December Minutes. Minutes were approved unanimously.
b. Team Trials Update (CEO Harris). CEO Harris gave status report.
c. High Performance Update (CEO Harris). CEO Harris gave status update.
d. Dan Department Update (CEO Harris). CEO Harris gave status update.
e. SafeSport Update (CEO Harris). CEO Harris gave status update, and discussion ensued.
f. WTF Global Membership System Update (CEO Harris). CEO Harris distributed the one-page comparison report generated by WTF regarding the GMS. After discussion and a question and answer session, any decision was postponed pending further review.
g. Complaints Update (Attorney Hess). Attorney Hess noted that there are three outstanding complaints that will be addressed as soon as the Ethics Committee Chair and Judicial Chair are confirmed. He also answered directors’ questions on these matters.
h. Election of BOD Chair. Current Chair Johnson indicated his willingness to resign if someone else wanted to be Chair, or to leave the room during discussion of this topic. The other directors indicated he need not do so, and after discussion Independent Director Devin Johnson was elected by unanimous vote of the Board.
i. Audit Committee Population: Shaila Bettadapur, Chair; John Ensminger, Devin Johnson, Don Reynolds, Lynda Laurin
j. Governance Committee Population: Don Reynolds, Chair; Beth Pinckney, Shailesh Bettadapur, Ron Southwick, John Holloway
k. Nominating Committee Population: Dean Ekeren, Chair; John Holloway, Lynda Laurin, Mark West, one additional member to be named
l. Ethics Committee Population: Patrick Hurley, Chair; Don Parker appointed Hearing Panel Chair
m. Judicial Committee Population: Patrick Hurley appointed as Interim Committee Chair
n. Non-Standing Committee-Strategic Plan Committee Population: Ian Hardman, Chair; Seth Wilson, Russell Ahn, Ron Southwick, John Ensminger
o. 2013 Annual Financials (Sheila Walker). 2013 Annual Financials were accepted unanimously following brief discussion.
p. Financial Policy Information (Sheila Walker). Ms. Walker provided financial policy information to the BOD. Financial Policies and Procedures will be submitted to the Audit Committee for its review.
q. 2014 Annual Budget (Sheila Walker). After review and discussion the 2014 the BOD accepted proposed Annual Budget, subject to monthly/quarterly review by the Audit Committee.

3. New Business
   a. National Events Update (CEO Harris). CEO Harris gave a brief report of upcoming National Events and proposed events.
   b. National Competition League Proposal (CEO Harris). CEO Harris gave a brief report of the proposed NCL and National Points System as a means of selecting future National Team Members. Discussion ensued. No action was necessary.
   c. Meeting Frequency discussion. Future BOD meetings will take place telephonically at 5:00 pm, Mountain Time, on the 3rd Monday in February, March and April 2014.

4. Executive Session (at approximately 5:00 pm the Board went into executive session without public participation and with Mr. Harris leaving the meeting).
   a. After discussion, the BOD conducted a vote to reconfirm Mr. Bruce Harris as CEO. Vote was unanimous.
   b. A committee was formed to address CEO Compensation and salary, CEO evaluation process: identification of past performance markers, process for evaluation of future goals and objectives.

There being no further business, at approximately 5:40 pm, upon motion duly made and seconded, the meeting was adjourned.

Submitted:

Bruce C.K.W. Harris
CEO,
USA Taekwondo