

USA WEIGHTLIFTING BOARD OF DIRECTORS' MEETING
COLORADO SPRINGS, COLORADO
MARCH 27-29, 2009
Recorded by Laurie Lopez

Meeting called to order Friday, March 27 at 8:40 a.m. by Mark Cameron, Chairman.

BOD present: Regis Becker (RB), Mark Cameron (MCM), Mike Cayton (MCT), Rachel Hearn (RH), Leo Temoshenko (LT), Emmy Vargas (EV), Mike Wittmer (MW). Staff BOD present: Mike Gattone, Kara Yessie, Laurie Lopez. Orientation facilitator: Kae Rader. Jack Lano (JL) arrived 8:45. USOC staff arrived 9:00: Kelly Skinner, Director, Sports Partnerships; Kelley Fischer, Coordinator, Sports Partnerships; Eric Parthen, Director, NGB Development. Absent due to flight delays: Regis Becker, Megan Tornstrom Defourny, Ursula Papandrea.

High Performance report given by Mike Gattone, High Performance Director (Attachment B) followed by Q&A and much discussion re High Performance. It was determined that the HPP would be re-written by HPD with input from Coaching, Education & Programs Committee as working group, providing strong advisory role.

Regis Becker arrived.

10:35 – Eric Parthen, gave opening remarks and introduced Kae Rader, orientation facilitator (Attachment A).

12:30-1:30 - Break for lunch.

BOD present: Regis Becker (RB), Mark Cameron (MCM), Mike Cayton (MCT), Rachel Hearn (RH), Jack Lano (JL), Leo Temoshenko (LT), Emmy Vargas (EV), Mike Wittmer (MW). Staff BOD present: Laurie Lopez. Orientation facilitator: Kae Rader.

Orientation continues. Dragomir Cioroslan (DC) joined group.

Megan Tornstrom Defourny (MTD) arrived 2:00 P.M.

Kae asked DC to clarify his relationships with USOC, IWF and NGB's. DC reports that he has gone through rigorous Conflict of Interest evaluation process w/ USOC Ethics & Compliance and legal department re his ties. DC expressed his ultimate desire to see the field of play leveled for our athletes. USAW's success of its mission relies on having a voice and positions of leadership at the IF level.

Orientation concluded 4:55 p.m.; 10 minute break.

5:05 - Chairman called meeting to order. BOD present: Regis Becker (RB), Mark Cameron (MCM), Mike Cayton (MCT), Megan Tornstrom Defourny (MTD), Rachel Hearn (RH), Jack Lano (JL), Leo Temoshenko (LT), Emmy Vargas (EV), Mike Wittmer (MW). Staff: Laurie Lopez

Per Chairman, Roberts Rules of Order will be observed; custom rules to be minimized.

Bylaws review. Discussion re combining Coaching, Education & Program committee with Competition committee, as was intended by interim board. General consensus is that they should be kept separate due to amount of work involved. Coaching committee will continue to give input re qualifying procedures, totals. Conflict of interest may result if coaching and competition committee are combined.

Motion by RB, 2nd by MTD: To charge Coaching, Education & Program committee to create athlete qualifying totals for all events & international teams. Discussion: High Performance Plan referenced; suggestion that Mike Gattone be part of committee; this is noted against bylaws as Gattone is paid staff. DC suggested input from High Performance Director.

Revised motion by RB, 2nd by MTD: In as much as the High Performance Plan calls for the High Performance Director to evaluate the qualifying procedures for our athletes in coordination with our Coaching, Education & Program committee and to produce the qualifying standards for national and international competition, the High Performance Director shall coordinate with the Coaching, Education & Program committee. Passed unanimously.

Discussion and implementation of an ad hoc committee to submit Revisions of HP Plan to be chaired by RH until CEP Committee is elected. This committee to work with M. Gattone on revisions.

Motion by LT, 2nd RB: That ad hoc committee be formed to create selection criteria for international referees, which will be enhanced by High Performance Director in accordance w/ High Performance Plan and recommendations made to competition committee who will in turn make the nominations to the board. Discussion. DC cautioned that there is IWF criteria in place that must be considered, e.g. must have continual experience at national level in order to serve at international level. Passed unanimously.

Motion by MW, 2nd RB: To appoint Temoshenko for ad hoc committee as chair with four additional people to be identified by April 7th. Discussion re 20% athlete representation on all committees includes ad hocs. Passed unanimously.

Discussion re Judicial & Ethics committee. Nominations have been sent to office, forwarded to Chairman; closure for nominations is set for April 24th. Consensus is that 5 people be on ethics committee; noted that there is not much interest in judicial committee and there is difficulty with finding people. DC recommends having active athlete rep on this committee, rather than a retired elite athlete. Chairman asked the athlete directors to put the word out to elite athletes. Question re if someone can be on both Judicial and Ethics committees; DC sees it as conflict of interest. It was noted that a former board member can be on a committee. RB suggests getting input from ethics association and volunteered to inquire with his sources.

EV discussed proposal for formation of USAW Athlete's Advisory Council, which will replace Athlete's Congress and will function as the voice of the athletes. Meetings will be generally open and athlete directors will bring concerns to the board. Motion by RB, 2nd MW: The Board shall recognize Emmy Vargas as AAC Representative to board, according to section 6.6. Passed unanimously.

DC excused at 6:32 pm.

Motion by MW, 2nd by RB: That Laurie Lopez be approved as Corporate Secretary, with Kara Yessie assisting as needed. Passed unanimously.

Discussion re CEO search: Search Committee of Regis Becker, Artie Drechsler and George Greenway have submitted description and advertisement to the Board for consideration. Rachel Hearn added to Search Committee as Athlete Rep.

Break for dinner 6:41 to 7:57.

Discussion re CEO search tabled pending editing of job description and advertisement. Additional research will be done re CEO salaries.

(Executive Session.) MCM advised that Board voted Laurie Lopez to serve as interim CEO.

Discussion re marketing, fundraising & development.

Motion by MW, 2nd by RB: To accept addendum to WerkSan for USAW endorsement of exercise equipment for \$10,000 for 4 years. Motion withdrawn pending review of current WerkSan contract.

Session adjourned.

Meeting called to order Saturday, March 28, 8:00 a.m. by Mark Cameron, Chairman.

BOD present: Regis Becker (RB), Mark Cameron (MCM), Mike Cayton (MCT), Dragomir Cioroslan (DC), Rachel Hearn (RH), Jack Lano (JL), Ursula Papandrea (UP), Leo Temoshenko (LT), Emmy Vargas (EV), Mike Wittmer (MW). Staff:: Laurie Lopez (LL), Paul Fleschler (PF).

Paul Fleschler presented Resident Report for CSOTC, followed by Q&A. Board asked PF to work with M. Gattone and Board on establishing measurable Performance Objectives for OTC Resident Coach.

(See Attachments C and D for LSU-Shreveport and NMU reports, respectively.)

IWF Report by Dragomir Cioroslan: Anti-doping; upcoming IWF elections; Youth Olympic Games Qualification system.

Motion LT, 2nd by MW: DC to accept IWF Responsibilities as drafted by LT & MC. Discussion: DC agrees to Responsibilities with amendment to read “3 business days.” Tabled until later in day.

Budget Report by LL. RB to consult with Peter Roselli for evaluation and input on budget.

Review of Foundation account balances. MCT assigned to review Foundation records.

Discussion of Audit Committee and nominations for Audit Committee. Passed unanimously, Audit Committee Members: MCY (Chair), JL, RB, MTD, EV (Athlete’s Rep).

NMU Report by Emmy Vargas. A letter addressed to Jeff Kleinschmidt, Director of the USOEC, was drafted in support of the program at NMU as being integral to USAW’s High Performance Plan; letter was signed by all board members present.

Discussion continued re marketing.

Motion by RB, 2nd by RH: To form Marketing & Volunteer Development Committee of at least *three* members to explore sponsorship opportunities. Passed unanimously.

Motion by LT, 2nd by RB to accept RH offer to serve as chair. Passed unanimously.

Discussion re extension of USAW’s 501(c)(3) status to LWCs under IRS code “Group Exemption” and to require unincorporated LWCs to receive rebates as reimbursement of expense. LL aware of a few LWCs interested in group exemption and will poll LWCs for additional interest.

Break for training and dinner, 5:30-7:30. BOD present: Regis Becker (RB), Mark Cameron (MCM), Mike Cayton (MCT), Dragomir Cioroslan (DC), Rachel Hearn (RH), Ursula Papandrea (UP), Leo Temoshenko (LT), Emmy Vargas (EV), Mike Wittmer (MW). Staff: Laurie Lopez (LL). JL out of room, returned 7:40.

Motion by LT, 2nd by MCT: To accept DC's proposed amendment to IWF Responsibilities for DC's representation of USAW at IWF level. Passed unanimously.

Discussion re Annual Assembly: to be held in accordance with the Bylaws; best time for meeting; proposal that Annual Meeting be held at 6:30 am on Saturday of the National Championships. All agreed.

Discussion re National Events: combined events, multiple years for same event, Competition Committee to serve in advisory role, requirement should be imposed that meet be no more than one hour from major airport. BOD will poll members for input.

Discussion ensued re Youth World Championships based on addendum to WerkSan sponsorship for \$10,000 per year plus additional \$10,000 for 2009, restricted to youth programs.

Motion by RB, 2nd by Papandrea: To accept WerkSan Sponsorship at \$10,000 to support Youth World Championships. Discussion: RH proposed that we should take the time to review other sponsor/firms or offers that would be interested in the USAW endorsement, with the potential that the USAW name would gain wider exposure *and* additional funding could be identified for the quad; RH was concerned that Board was acting hastily by signing without further review. In favor: MCM, UP, MTD, MCT, MW, LT, EV, JL, RB. Opposed: RH.

Discussion re contacting YWC athletes/coaches within next 24 hours to determine interest.

Motion by RB, 2nd Papandrea: To empower Interim CEO as legal signatory for corporation in order to enter into agreements with advisement of the BOD. Passed unanimously.

Adjourned 9:30 P.M.

Meeting called to order Sunday, March 29, 2009, 8:10 A.M.

BOD present: Regis Becker (RB), Mark Cameron (MCM), Mike Cayton (MCT), Rachel Hearn (RH), Jack Lano (JL), Ursula Papandrea (UP), Leo Temoshenko (LT), Megan Tornstrom DeFourny (MTD), Emmy Vargas (EV), Mike Wittmer (MW). Staff present: Laurie Lopez (LL).

Discussion continued re importance of sending full teams to Youth World Championships in order to qualify 2 slots for YOG in 2010. Motion by RB, 2nd by MW: To send as many athletes as possible with the \$20,000 from WerkSan, and other such funds as may be identified. In favor: UP, MW, RH, RB. Against: LT, MTD, EV. Abstain: MC, JL.

Discussion re staff for YWC: suggested head men's and head women's at minimum.

Return to discussion re national event bids: members polled by board members were against combining meets.

Motion by EV, 2nd MW: To award bids for 2010 Collegiates, Juniors and Nationals at 2009 Nationals, requests for bid to go out as soon as possible; Competition Committee will review format for future bids. Passed unanimously.

Bids submitted will be posted on USAW website for membership to review prior to vote at Annual Meeting.

Motion by MTD, 2nd RB: Beginning with bid for 2010 National School Age Championships, to be awarded at the 2009 National School Age Championships, the national meets are to be awarded at previous years' event. Passed unanimously.

Discussion re Ethics Committee: Suggestion that chairman of Ethics Committee serve as Ethics Officer. MTD will serve as liaison between Board and Ethics Committee.

Various issues discussed:

- BOD minutes will reference discussion and voting record will be public, with exception of action taken during Executive Session;
- Chain of command between board and staff is Board Chair and CEO;
- RB will work on format for evaluations.
- Values and guiding principles are to be clearly established with consequences;
- Codes of Conduct, policies, Conflict of Interest policy to be reviewed;
- Coaching selection criteria.

Recap of Committees as currently in bylaws:

- Nominating and Governance
- Judicial
- Compensation and Evaluation (will serve as Finance Committee)
- Ethics
- Audit
- Coaching, Education and Programs
- Competition

Motion by MTD, 2nd RB: To continue to recognize LWC structure as currently set up, with the exception that there will no longer be designated LWC representation at the annual meeting. Passed unanimously.

Motion by MTD, 2nd MW: To allow local non-competing meets in separate LWCs from which national event is taking place, to be held on same dates as national events, with the exception of the National Championships, and with the expectation that all neighboring LWCs will cooperate. Passed unanimously.

Motion by MW, 2nd EV: To request that USOC amend stipend to \$1,000 per month for the top male and top female, who achieve 100% or greater of the qualifying total; if 100% is not achieved they will receive \$500. Also, regardless of percentage obtained, \$500 per month for the 2-8 men and 2-7 women for July-December 2009. Passed unanimously.

Motion by EV, 2nd MTD: To request from USOC amendment of EAHI criteria from 6 men & 4 women to 5 men & 5 women. Passed unanimously.

Discussion re various items:

- Lifting at Pan Am Championships, not to conflict with Nationals.
- Determination of which current Board members are 2 yr. or 4 yr. terms to be decided in Jan. 2011 before next elections.
- Background checks will be required every two years for registered coaches, event staff, personal coaches accompanying teams as unofficial delegates, paid coaching staff and CEO.
- LL committed to completing USAW Policy Manual, to be e-mailed to Board in two weeks.

- LL introduced Jennifer Roy Award, endowed by Norval Morgan as possible source of expanded non-restricted revenue.
- It was suggested that Board members review website and make recommendations to staff for improvements;
- It was suggested that staff create a link on front page of website for “finding a club in my area”;
- Discussion re *WEIGHTLIFTING, USA* as on-line publication.

Review of Priorities/Action Items:

- Committee selection
- USOC funding
- CEO selection
- Foundation
- Re-write of High Performance Plan
- Fundraising

Review of interim committee actions:

- Coaching selection and education review
- Qualifying totals
- Fundraising

Bylaws issues identified:

- 6.6 b. i. Conflicts with 10.7
- changing coaching level from 4 regional to 2 lower level coaches
- Improve/clarify definition of “Independent”

Meeting adjourned 10:56 a.m.

Attachment A

USA Weightlifting Board Orientation
U.S. Olympic Training Center, Colorado Springs, CO
March 27, 2009
9:00 a.m. to 5:00 p.m.

Orientation Purpose: To gain a shared understanding of governance best practices to apply to USA Weightlifting's policies and operations.

9:00 a.m. – 9:20 a.m.	Overview and Introductions (20 Min)
9:20 a.m. – 9:30 a.m.	Beijing Highlights (10 Min)
9:30 a.m. – 9:40 a.m.	Request for additional agenda topics (10 Min)
9:40 a.m. – 9:55 a.m.	BREAK (15 Min)
9:55 a.m. – 11:00 a.m.	Ten Basic Responsibilities of Nonprofit Boards (65 Min)
11:00 a.m. – 11:30 a.m.	Legal Considerations (30 Min) <ul style="list-style-type: none">• Ethics and conflicts of interest• Conflict of interest activity• Sarbanes Oxley impact on NGBs
11:30 a.m. – 12:15 p.m.	Board “Best Practices” Self Quiz and discussion (45 Min)
12:15 p.m. – 1:15 p.m.	LUNCH (60 Min)
1:15 p.m. – 2:30 p.m.	Board and Staff Responsibilities w/Self Quiz (75 Min)
2:30 p.m. – 3:00 p.m.	Fundraising (30 Min)
3:00 p.m. – 3:15 p.m.	BREAK (15 Min)
3:15 p.m. – 4:15 p.m.	Planning (60 Min)
4:15 p.m. – 4:45 p.m.	Exploratory Interviews (30 Min)
4:45 p.m. – 4:55 p.m.	Closing Comments/ Next Steps (10 Min)
4:55 p.m. – 5:00 p.m.	Evaluation (5 Min)
Adjourn	