

USA VOLLEYBALL BOARD OF DIRECTORS

MINUTES (1)

January 27, 2018

Los Angeles, California

Saturday, January 27: 9:00 a.m. – 8:00 p.m.

I. CALL TO ORDER

- a. **Introduction of members (roll call) and Declaration of Quorum** **Kerry Klostermann**
- b. Present: Dombkowski, Donaghy, Fasbender, Haneef-Park, Mailhot, Okimura, Rasmussen, Reitinger, Rogers, Selznick, Shropshire
- c. Present by Phone: Stemm, Shoji
- d. Absent: Hughes, Reynaud, Ross
- e. Guests: Tracy Hughes, Tom Donaghy and June Sander (USAV staff), Dr. Julie Romias, Eve Rapp (attorney for Dr. Romias).
- f. **Board Directory** **Kerry Klostermann**
 - i. Mr. Klostermann passed around the Board directory for updating.
- g. **Introduction of Guests/Attendance** **Lori Okimura**
 - i. Ms. Okimura introduced Tracy Hughes

II. ANNOUNCEMENTS

- a. Ms. Okimura announced that June Sander is leaving USAV. She thanked June for all of her hard work for the Board and the organization, and presented her with a gift.
- b. Membership renewal - Board members will be contacted if they have not completed the renewal. Also, Ms. Okimura reminded that the Board members need to complete the new SafeSport module, even though we are already 100% SafeSport certified.
- c. 2018 is a World Championship for Para Volley (in Holland) and Indoor (Men in Italy and Bulgaria, Women in Japan). The 2019 Beach World Championships will be held in Japan.
- d. The October Board meeting this year will be moved to August to accommodate schedules.
- e. NORCECA is resuming meetings for selected commissions in 2018.
- f. FIVB has been holding its commission meetings since late December.

III. APPROVED MINUTES

- a. **October Meeting 2017.**
- b. **Motion #1, made by Reitinger and seconded by Rasmussen to approved the October, 2017 minutes, with minor changes recommended by Ms. Dombkowski, Mr. Reitinger and Ms. Mailhot. Approved unanimously.**

IV. APPROVAL OF AGENDA

- a. Mr. Rogers asked to move the athlete reports until after 1:00 pm. Ms. Okimura suggested moving athlete reports to after Bylaws and Governance.
- b. **Motion #2 to Amend Agenda, made by Rogers and second by Rasmussen. Approved unanimously.**

V. BOARD ADMINISTRATIVE OVERVIEW

- a. 2018 Meeting Schedule
 - i. *Date change for May 2018 meeting
 - a. This will now be held May 16 and 17 in Omaha, NE. There will be two working days of meetings. Ms. Okimura noted that there will likely not be time for a working AFB meeting.
 - ii. *Date change for Oct. 2018 meeting, TBD in Anaheim, Calif.
 - a. Ms. Okimura noted that the travel calendar for staff and the Chair will be packed in September and October due to the FIVB World Championships. Ms. Okimura noted that requests were sent out to the Board members for availability in August. She also noted the need and desire to hold the meeting in Anaheim, so she suggested that the October meeting be moved to August and be held in Anaheim. Of the dates sent around, August 11 did not work, so the decision is between August 18-19 and August 25-26. Mr. Davis noted that one or more of the national teams might be out of town on the 18-19 dates.
 - b. Ms. Okimura took a straw poll on these dates, and preferences were about the same for both. She noted that availability is about the same for both dates.
 - c. **Motion #3 that the fall meeting be held August 25-26, made by Reitinger, seconded by Dombkowski, approved with one (Selznick) opposed.**
 - iii. January 2019 meeting

- iv. References to meetings
 - a. Mr. Davis suggested that references to Board meetings no longer be based on months, but rather seasons or other more accurate terms.
 - b. Ms. Okimura noted that the dates of the meetings shouldn't need to be locked into certain months, particularly since schedules of events have changes significantly over the years. She noted that the needs of the corporation have changed, and the composition of the Board has changed. For example, late January is now a difficult time for people to attend.
 - c. Ms. Okimura asked the Board to start thinking about whether we should start to change the Board meeting calendar. An informal discussion was then held.
 - d. Mr. Selznick noted that schedules will get busier with more beach dates, NCAAs, so he thinks there will almost always be a conflict of some sort.
 - e. Mr. Rogers noted that there will need to be a meeting held around budget approval. Ms. Dombkowski noted that it would be ideal for the Board to approve the budget before the end of the calendar year.
 - f. Ms. Okimura noted that Denver is a good place for convenience and for keeping costs lower.
 - g. Mr. Klostermann asked the question of whether the Board felt the need to have three meetings in person and if one could be held electronically or by Skype. Mr. Rasmussen said he felt three meetings a year feels about right, and he also indicated that electronic meetings are not always effective. Ms. Dombkowski agreed, noting that she would like to have electronic meetings, but she expressed concern that they would work. Ms. Okimura added that electronic meetings often don't work well. Ms. Dombkowski also agreed that three in-person meetings per year is appropriate. Ms. Donaghy agreed that it is important to set the meeting dates well in advance, as people rely on those dates to attend or to even run for a position. Ms. Fasbender noted that the conducting of some business electronically between meetings is appropriate, has worked well and helps reduce the time needed at in-person meetings.
 - h. Ms. Okimura asked for input on whether we should shoot for meeting schedule changes in 2019. Ms. Dombkowski suggested that the Board have meetings in the first quarter, the second quarter, and in the second half of the year. Ms. Mailhot emphasized the importance of getting the dates fixed as soon as possible. Mr. Shropshire suggested that the Board could say which quarters the meetings should be held in, but with some flexibility built in. This would set forth the expectations of Board members.
 - i. Ms. Okimura agreed with Ms. Mailhot in that it would be helpful to set the January, 2019 meeting. Mr. Reitingner noted that the Bylaws already have flexibility built in, and to state that they must be quarterly and second half of year might actually reduce that flexibility.
 - j. **Motion #4 to hold the January, 2019 meeting on January 26-27, made by Rasmussen, seconded by Fasbender, approved unanimously.**

VI. SUMMARY OF BOARD RETREAT

Lori Okimura

- a. Ms. Okimura reported that the Board Retreat was held on January 26th, and it was devoted to Board succession, since as many as 12 Board seats could turn over.
- b. The goal was to create a framework for the next Board to start making some decisions and implementing changes. No hard, fast decisions were made.
- c. The group first reviewed the list of topics and narrowed the list to a smaller number of topics. Mr. Davis, Mr. Klostermann, and Ms. Stafford then joined to provide staff input.
- d. The first issue discussed was recruiting new members, the vetting process and the role of the Nominating Committee. Ms. Stafford agreed to look into best practices for other NGBs and their Nominating Committees. Ms. Okimura will follow up with Sam Wolinski of the Nominating Committee and will report back to staff and the Board.
- e. The group then discussed the standardization of the vetting and election/selection process. Ms. Okimura noted that there is a difference between election and selection, noting that some groups do not elect but rather select, and the vetting process may not be as thorough.
- f. The group then reviewed position descriptions for possible refreshing. Each Board member will be asked to review their own position descriptions for revisions and recommendations and report back to the May meeting.
- g. The group also wants to review the constituent groups that are selecting positions to ensure compliance with the law and our Bylaws, and to maintain best practices. Some decisions are being made by people who are not USAV members.
- h. Ms. Okimura noted that there is currently one open seat (Independent) and the coach seat is being reviewed.

- i. Board chair succession was discussed and will be discussed by the Board in Executive Session.
- j. Board operations - Mr. Klostermann forwarded the Revised Board Policy and Procedures Manual to the ShareFile. A request was made to make the Board orientation manual available electronically.
- k. This is fairly complicated due to corporate reorganization Ms. Okimura reported that the group was not able to make a lot of headway on the Assembly structure review. There should be additional review of the governing bodies selecting Board members, the requirements for assemblies and ratification of assembly decisions. Mr. Reiting mentioned that the AAC and Coaches have been discussed in governance. The AAC will develop its own rules and procedures, and there has been some discussion of whether there is a need for a coaches assembly.
- l. The group discussed staff roles interacting with the Board, which will be discussed in Executive Session.
- m. There was some discussion in the Retreat about Board Disciplinary items. Some issues discussed included attendance at meetings versus participation (Ms. Okimura noted that communication is important when missing a meeting), the full Board should be responsible for monitoring, attendance must be in person (participation doesn't count towards attendance), and revisions proposed to make full board members for action to remove a board member if necessary. Mr. Rogers asked about attendance for athletes. Ms. Okimura reported that athletes are different because of their schedules. Mr. Rogers noted that athletes no longer competing should be held to a higher standard.
- n. The group addressed conflicts of interest. Cases of COI will move forward to the staff attorney. Also, non-disclosure statements should be reviewed and whether other committees should sign them, as well.
- o. Disclosure of proprietary or sensitive information was discussed. Members of the Board were reminded of their duties to keep confidential and proprietary information confidential.
- p. There was a lengthy discussion about Board fiduciary responsibilities. What those duties mean. Mr. Davis indicated that this is a big issue for him, noting that Board members have a duty to the corporation and not just their membership group. He cited an example that the RVAA includes a loyalty requirement that a Board member representing the RVA should always vote as the RVA deems and not as the individual believes is best for the Corporation. Ms. Stafford will review the D&O insurance policy to determine why the Board Chair had to retain private counsel at her own expense during a disciplinary hearing process not involving the Chair.
- q. Finally, the group discussed other topics such as (i) what type of Board should we be (Operational, Strategic, Consulting/Advisory), (ii) affiliated member organizations (legal requirements were reviewed, and a motion will be coming forth from the Board to remove affiliates from the Bylaws), and (iii) changes to the Board meeting schedule.
- r. The next steps include: (i) complete reports on positions and descriptions by May, (ii) identify need for working groups, (iii) gather feedback from other groups, (iv) follow up on these items at future Board meetings, and (v) identify action items that are needed.

VII. CEO REPORT

Jamie Davis

- a. Beach Olympic Trials - Mr. Davis reported that a task force met in the Fall and determined that there would not be a Trials. The group did agree that the best format would be to use FIVB points but to give more weight to events that occur starting January 1, 2020. The athletes were all in favor of this approach. Also, although we will not be doing a Trials, the group wanted to find a way to gain exposure, such as through an exhibition where we invite the top three teams from elsewhere around the world to participate with the U.S. teams. Mr. Rogers thanked Mr. Davis for working through this and reported that the athletes are happy with this resolution. Mr. Davis reported that he spoke with the USOC about this and they are fine with this. He also discussed this with Peter Diamond of NBC.
- b. Beach Discipline - USAV has developed a new position of Director of Coaching - Beach National Teams, who will work with beach coaches to make sure coaches are using the same standards, etc. The USOC will fund this position for the next four years. Interviews will start the week of February 5th. Mr. Davis emphasized that it is important to get this position right and to get the right person for the position.
- c. USA National Beach Tour and Rankings - Mr. Davis sat down with the Regions and all agreed that there should not be two different tours and ranking systems between USAV and the Regions. The parties have created the USA National Beach Tour, and the first event is happening today in Manhattan Beach. Grassroots events will be run by the Regions, and teams will earn bids to the Junior National Championships and (adult) National Championships. There are 15 Beach National Qualifiers (with the possibility of additional events being added) across the country. There will be three divisions at the

Championships - Nationals, Regional Division and Open Division. While these events are operated by USAV, we have host agreement partnerships with the Regions, so this is a collaborative effort. At some of the events, there will be High Performance Qualifiers. Mr. Davis thanked Mr. Reitingger for his help in making this happen.

- d. Volleyball Nations League - This is kicking off in 2018. The women will be playing in Lincoln, Nebraska in May against Turkey, Poland and Italy. In June, the men will be playing at Hoffman Estates, Illinois against Poland, Iran and Serbia. Ms. Okimura asked if we have a contingency in case there is a problem with visas or other concerns. Mr. Davis indicated that Carla Hall is tracking this. Ms. Okimura also asked about increased budget costs for security; Mr. Davis indicated that this is a responsibility of the host organizing committee. He further indicated that USAV's arrangements for the events are much better, so losses will be cut from approximately \$700,000 per event to approximately \$150,000 per event, which is better but still not where we want to be.
- e. NORCECA Men's U-21 Continental Championships - USAV was assigned to host this event, which is normally a big financial drain. The Olympic Training Center was not available. Mr. Davis was able to make a deal with the Mexican Federation, where we gave them \$150,000 to host the event, which represents an estimated savings of about \$325,000, which was not approved by NORCECA, but we then did a similar deal with NORCECA (paying \$155,000), and the event will now be held in Nicaragua.
- f. Indoor Junior Events. We are seeing a high demand now, citing some examples. This will be the last year at Disney; starting in 2019 this will be owned by USAV. The Junior Girls National Championships filled very quickly (3-6 minutes), with record waiting lists.
- g. USA Volleyball Shop - launched on October 25th. Total sales were about \$58,000. This was considered to be very strong sales in just over two months. Most sales were from USAV-branded, non-adidas apparel. We received a royalty on these sales, plus a consumer product royalty, plus an additional royalty that is coming from adidas. These royalties are significantly higher than in 2016. Mr. Selznick asked if adidas is producing a beach line of merchandise; Mr. Davis responded that adidas has been slow in developing a commercial line of merchandise in this area. Mr. Reitingger asked what the marketplace reaction would be if there was a "USAV uniform." Mr. Selznick responded that, a top would be well received; shorts tend to be a more personal choice item and there would probably be some resistance.
- h. Membership Numbers. As of January 17, we have 321,000 total members, which is up 3.5% above the same time last year. Mr. Davis noted for reference that the 2016/17 membership year concluded at 1.9% growth over the previous year. Member Management System. We had a rough holiday with our systems. The problems this year were different than those in the past. Webpoint had a lot of problems, which is not acceptable, and we are working to make sure this does not happen again. USAV is dedicated to fixing this. An RFP was launched in August for a new member management system. Nine people (5 staff and 4 regional) comprised the joint task force to evaluate bids. There are now four companies that are finalists. All finalists came into the offices and made presentations. The working group is going to make a recommendation by the end of February. Our agreement with Webpoint ends in August, 2019. USA Volleyball staff started this process now so as not to be in a hard place to transition if we ultimately decide not to use Webpoint. Ms. Donaghy asked if the people on the committee are tech savvy; Mr. Davis indicated that there are tech people on the committee, including USAV's IT expert.
- i. Member Club Logo - We have the Member Club logo program ongoing. This was very important to the Regions. So far, we have 21 Club contracts in place. Ms. Okimura asked if a Club can sign up at any point in the season and if this is renewable. Mr. Davis responded that a Club can sign up any time, and the contract will remain in place as long as the Club remains in good standing. Ms. Donaghy reported that some clubs in her Region felt the contract was too restrictive. Mr. Davis explained that the contract simply states where and how clubs can use the logo and that there is no charge to the clubs for the use. The need for the agreement is to insure USAV remains in compliance with its adidas obligations.
- j. DNI and Region Incentive Grant Program. Each year, 10 grants of \$10,000 given to Regions each year. Mr. Davis required the grants to have a focus, which this year was diversity and inclusion. The applications are in, and Regions will do a presentation at the May meeting. USAV is also working on a partnership with RISE.
- k. Coaching Education - Mr. Davis reminded the Board that there was a coaching education task force coming out of the Fall meeting to determine what USAV's coaching education program should be. This is an

ongoing conversation. Mr. Davis' philosophy is that, in the U.S., we need to have the best coaching education available to all levels of coaching. The task force generally agrees. The task force is working through whether USAV should get involved in areas of coaching that are already well served. Ms. Okimura stated that she feels beach is underrepresented on this task force, and that she hears that information provided through the beach program is different from what coaches are being taught elsewhere. Mr. Davis indicated that he would raise these questions with Ms. Reynaud, the Chair of the task force. Mr. Reitingger stated that he feels the biggest obstacle to growing the beach discipline at the grassroots level is the lack of quality coaching education. Mr. Selznick expressed a concern that the beach program is simply taking those who are available.

- l. Officials - Before Mr. Davis arrived, USAV had a development strategy to have an Officials Department that would make decisions in-house instead of relying solely on independent contractors and commissions. Mr. Davis felt that, despite the Department being developed, things were status quo from before and that all decisions were still being made externally. Not enough changes were made in 2017. Paul Albright has resigned to move to the Midwest; his last day in the office will be January 31st. USAV's goal is to reconstitute the program, to shrink the number of commissions and make them advisory bodies, reduce the number of independent contractors working for USAV in this area. The same thing is happening with the Rules of the Game commission. It is under review in the hopes of reducing the size to a more manageable level.
- m. Portable Net Systems - In 2016 the Board approved the purchase of 60 portable systems to get rid of the water barrel systems, and because it would be a favorable cost savings. Unfortunately, it has not materialized financially, as the reduction in costs is much less than expected (largely due to unanticipated shipping costs), although there is a \$9,000 annual savings,. Mr. Davis proposed not purchasing any new systems this year, as we are renting the portable systems more and more as opposed to shipping our systems to the events.
- n. 2018 Mantra - The theme for staff this year is "Disrupt or Be Disrupted." There are others out there doing business differently, and USAV needs to adjust. We need to be Disrupters, Not be Disrupted. The Board and staff all agree that USAV is good on implementation and execution, but not high enough on innovation. Part of this is not being afraid to express new ideas, even if crazy. USAV will be encouraging people to come up with new ideas. USAV will also embrace failure as a learning tool. To succeed, we must reject limits. Mr. Davis then gave a few examples of where USAV has begun to disrupt. Opportunity = Problem + Solution. Mr. Davis hosted a lunch where 22 staff came in and identified opportunities. The staff also was challenged to clearly define the customer, then assess the scale of the opportunity. Staff came up with a list of items. Mr. Davis is soon getting together with Torrance, Anaheim and Edmund staffs to do the same, and then will create a master list, and then will form SWAT teams to focus on the top priorities. Ms. Mailhot thanked Mr. Davis for introducing this program, as this is something that the Board has been looking to for a number of years. Ms. Okimura asked if Mr. Davis has encountered resistance to this. Mr. Klostermann answered that, he suspects that if there is resistance, Mr. Davis will likely find different people. Mr. Davis responded that, if USAV is not disrupting in the next year to 18 months, then he will not be happy. Ms. Dombkowski asked how Mr. Davis would measure success for this. Mr. Davis responded that, depending on what each task force is assigned with, we will have to come up with measurable milestones for that task force; there is not a one-size-fits-all approach.

o.

VIII. ATHLETE REPORTS

- a. Beach Athlete report Todd Rogers/April Ross
 - i. Olympic selection update
 - ii. Mr. Rogers reported that much of his report was touched on by Jamie. There was a tournament in The Netherlands where April Ross and Lauren Fendrick won gold. The AVP and FIVB schedules are out, with a 5-star event in Ft. Lauderdale from February 27 - March 4.
- b. Indoor Athlete report Tayyiba Haneef-Park/Kawika Shoji
 - i. Mr. Shoji reported that most of the guys are overseas, including 9 in Italy. The biggest thing he has been doing with the guys has been communicating with the players about their experience with the national team and how USAV can improve it. A lot of what Ms. Haneef-Park discussed apply to the guys. A lot of the guys are interested in an injury policy. Players who play overseas get a guaranteed contract even if they are injured; national team players are worried that, if they get

injured playing for USAV and get injured, they could lose their contract and are not getting compensated. He suggested perhaps extending a salary for an entire year if injured. The Volleyball Nations competition is running 5 matches for three weekends in a row, with one week off and then the finals, so a lot of guys are concerned about injuries. Ms. Okimura asked if the Club contracts have a provision that covers loss of USAV salary if they are injured while playing for the club. Mr. Rasmussen asked about the possibility of short term disability. Mr. Klostermann looked into it but it was either not available or very expensive. Mr. Rogers reported that he had looked into it and it was very expensive, if even available. Mr. Klostermann offered to look into this again. Ms. Okimura asked if we could look into a strategic partnership; Mr. Davis suggested we look into this with the USOC to gain greater numbers. Mr. Klostermann clarified that if someone gets injured during a season playing for the US, then he or she is paid until the end of the season. Mr. Shoji reported that he discussed this with the head athletic trainer; he said that over the last 4 years, there were only 2-3 athletes this would apply to.

- ii. Ms. Haneef-Park reported that most of the women are overseas playing, or are rehabbing. She looked back on the last year, and asked if there has been progress on keeping track of athletes who are overseas. She also discussed the NVA. She also brought up travel issues and asked if there were any updates, particularly for the men. Mr. Davis reported that he needs to follow up on the security issue. On the Pro League, the NVA threw USAV for a bit of a loop as it came out of nowhere. Mr. Davis has been working with an investor, who was surprised by the NVA, as well, but seems to be in a good place. On the airlines, Mr. Davis reported that USAV usually books group fares because you can book in advance but you don't have to assign names. Our goal is to have a team delegate check everyone in 24 hours in advance, but this is not always easy, depending on the airlines. There is a minimum of 10, which makes it hard to use two smaller groups. USAV has been paying the premium for emergency rows, bulk heads and aisle seats, economy plus, etc. Mr. Rogers indicated that you can go into the reservation in advance, put in a name and choose seats, and then you have one chance to change the names. Mr. Shoji encouraged staff to communicate with the travel agencies because they do not necessarily understand the needs of the USAV athlete groups.

c. Sitting Athlete report

Brent Rasmussen

- i. Mr. Rasmussen reported that housing issues are still an issue in Oklahoma. There is no official policy on who gets to room where. There could be fair housing issues. Athletes want there to be standards to qualify.
- ii. Athletes feel that staff in Oklahoma need more assistance. They feel Greg is an excellent coach; he does have a lot of jobs to do.
- iii. He also reported that the athletes could really use an athletes' commission.
- iv. Mr. Rasmussen thanked Mr. Fasbender for allowing a sitting demonstration at the NCAA Championships.
- v. Finally, Mr. Rasmussen raised a question of how he can find a way to have more opportunity to speak directly face-to-face with the athletes. Mr. Reitingger suggested that USAV should create a budget for athletes to meet with their constituents.

d. USOC AAC report (3)

Chris Seilkop

- i. Ms. Okimura reported that the USOC AAC has not met since our last meeting.
- ii. USAV AAC ad hoc committee written report (4)
 - a. Mr. Reitingger reported that this was discussed at the Governance Committee meeting, and there is some back and forth with Katie Holloway as to structure. He also noted that Diversity and Inclusion and AAC should perhaps be considered Standing Committees.

IX. BYLAWS & GOVERNANCE

a. Board Policy Updates

- i. Ms. Okimura asked who is checking current registration and Safe Sport registration for committee chairs and members, or commissions, etc.

b. Bylaw Revisions – Action Required

- i. Results of electronic votes since Oct meeting. Kerry Klostermann
 - a. During the period between meetings, the Board of Directors took those actions set forth in the attached listing.
- ii. Non-disclosure agreements for Board-level committees Jamie Davis/Rachael Stafford

- a. Mr. Klostermann asked if committees other than E&E and AFB should be signing the NDA. Ms. Okimura suggested that the Nominating Committee should sign an NDA.
- c. Governance Committee Report Andy Reitingner / Donna Donaghy
 - i. Committee report & motions.
 - a. Ms. Fasbender noted that here is a reference in the Bylaws to changing Bylaw 6.03.A requiring the May meeting to be held in conjunction with a USAV National Team event, and she suggested that USAV remove this to provide more flexibility.
 - b. **Motion #5 to waive the 30 day notice period for Bylaws and Operating Code, made by Reitingner, seconded by Fasbender, approved unanimously.**
 - c. **Motion #6 to remove "USA Volleyball Championships" from Bylaw 6.03(A), made by Fasbender, seconded by Reitingner, approved unanimously**
 - d. Mr. Reitingner reported that 7.02 in the Operating Code should be amended. **Motion #7 to amend Section 7.02 of the Operating Code as follows. (Recommended by committee). Approved unanimously.**
 - (1) **USA Volleyball Championship Events. There shall be USA Volleyball Championship Events. The Board of Directors shall establish entry fees for USA Championship events no later than the Annual Meeting (in the previous calendar year.) Entry fees shall be stated in the Pre-Tournament information.**
 - e. **Motion #8 to amend Section 6.05(A) of Bylaws to strike the word "voting" and add the word "present." Recommended by Committee. Approved unanimously.**
 - f. **Motion #9 to eliminate affiliated organizations from the Bylaws, made by Reitingner, seconded by Donaghy. Approved unanimously.**
 - g. **Motion #10 to rename the Paralympic commission to the Sitting commission, made by Reitingner, seconded by Rasmussen. Approved unanimously.**
 - h. **Motion #11 to amend Section 6.06 of the Bylaws to eliminate (i), combine (ii) and (iii) to make the only requirement two consecutive absences from meetings or three total absences in three years, and to leave decision to Board made by Reitingner, seconded by Selznick. Approved unanimously.**
 - i. Mr. Davis discussed the duties of a USAV director, particularly the duty of loyalty, and how that may conflict with a directive in the RVA manual to always be loyal to the Regions when serving on the USAV Board.
 - j.
- d. Nominating Committee Written Report (5) Samantha Wolinski
 - i. Ms. Okimura reported that the Nominating Committee may or may not need to be reconstituted. She promised to get back to the Board after speaking with Sam Wolinski. She noted that there are two outstanding elections and six Board positions that are up for election in 2018.
 - ii. **Motion #12 to ratify the recommendation of Cecile Reynaud to serve as the Coach Director for the remainder of her term, ending in 2021, made by Reitingner, seconded by Donaghy. Approved unanimously.**
- e. Diversity & Inclusion Committee Report Ken Shropshire
 - i. Mr. Shropshire reported that the committee has had two meetings so far, with one coming up. The committee discussed the purpose of the committee, and the general idea is diversity in the broadest sense across the organization. The committee is also focusing on what USAV can do to be leaders in this field. The committee had a representative from RISE talk about the work they have done, particularly on training. The committee also discussed the possibility of having sponsors of the diversity initiative. Ms. Okimura noted that the issue of transgender issues has worked its way up to the FIVB level, and is being considered by FIVB now.
- f. Assembly Reports
 - i. Administrative Council Written Report delivered (6) Chris Clauss
 - a. Ms. Mailhot noted that the Administrative Council is charged with making decisions on disputes between certain groups. She noted that there is some confusion as to who is on it and what it does. Mr. Davis will evaluate the role of this Council in his suggestions for restructuring.
 - ii. Beach Assembly Chris Brown
 - a. No report
 - iii. Junior Assembly Andy Reitingner

- a. Mr. Reitinger reported that there has not been a meeting. A new Vice Chair has been elected and a new chair will be elected at the next meeting in May.
 - iv. Officials Assembly Sue Mailhot
 - a. Ms. Mailhot stated her opinion that having a new officials staff member who gathers reports from committees and consultants will be helpful.
 - v. RVA Assembly Donaghy / Hughes / Stemm
 - a. Ms. Donaghy reported that there are still issues with SafeSport and getting people certified. Some tournament operators received waivers from the US Center for Safe Sport. Ms. Okimura reported that individuals were not able to access the USOC's platform to be certified. Ms. Stafford noted that the Center has made some improvements so the problems are now fewer.
 - g. Beach & Indoor High Performance (NCAA) Update Kristin Fasbender
 - i. Ms. Fasbender reported that this year's championship was in Kansas City with record attendance. Next year, the challenge review system will be required for first and second rounds of regionals. The sitting demonstration was very well received. The beach championships will be in Gulf Shores for the next five years, and the NCAA has entered into a five-year agreement with ESPN. Next year the women's championship will be in Minneapolis; ticket sales are way ahead of 2017. Ms. Okimura asked if Gulf Shores is likely to be like the College Baseball World Series as the permanent site for the event. Ms. Fasbender indicated that we do not have enough information now to know.

X. NEW BUSINESS

Dr. Julie (Bremner) Romias joined the meeting. She was the first person to come forward in 1995 alleging sexual misconduct by Rick Butler. She thanked the Board for allowing her to speak, and she thanked USAV for banning Mr. Butler for life. She then discussed her experiences with Mr. Butler when she was a teenager. The Board and Ms. Romias discussed ways to strengthen the Safe Sport program.

a.

XI. EXECUTIVE SESSION **Participants to be confirmed.*

- a. **Motion #13 to go into ES, Reitinger/Fasbender, approved unanimously.**
- b. **Motion#14 to recess Executive Session Fasbender/Reitinger, approved unanimously**
- c. **Motion #15 to go back into Executive Session, made by Reitinger, seconded by Donaghy.**
- d. **Motion #16 to come out of Executive Session, made by Reitinger, seconded by Rasmussen, approved unanimously.**
- e. Corporate Ethics & Eligibility Report (Rachael Stafford for Jon Lee)
 - i. Committee written report (8)
- f. Legal Review (Steve Smith, Rachael Stafford)
- g. Audit, Finance & Budget Review (Ashley Dombkowski, Jamie Davis)
- h. Personnel Committee Report – CEO Evaluation (Brent Rasmussen)
 - i. CEO Evaluation Report (Bernie MacLean *by phone)
- i. Board chair succession report (Lori Okimura)

*Staff invited to attend: Jamie Davis, Kerry Klostermann, Rachael Stafford, Bernie MacLean

XII. ADJOURNMENT

- a. **Motion #17 to adjourn, made by Reitinger seconded by Rasmussen. Approved unanimously.**



Board of Directors

Actions between Meetings
October 14, 2017 to January 28, 2018

Date: November 15, 2017

Motion: To approve new members of a special hearing committee under the Corporate Ethics & Eligibility Committee, under protective order. There were 3 members put forth for consideration and approved by the Board as follows:

Vote Results: YES - 15
NO - 0
ABSTAIN - 0
NO RESPONSE - 1

MOTION PASSES

Date: December 12, 2017

Motion: To approve the election of Mr. Andy Reitingger to the USA Volleyball Foundation Board of Directors.

Vote Results: YES - 12
NO - 0
ABSTAIN - 1
NO RESPONSE - 3

MOTION PASSES

Date: December 17, 2017

MOTION: To approve the USA Volleyball 2018 budget as presented by staff and recommended for approval by the Audit, Finance and Budget Committee.

Vote Results: YES - 15
NO - 0
ABSTAIN -
NO RESPONSE - 1

MOTION PASSES

Date: January 19, 2018

MOTION: To approve the May Annual Meeting to be held May 16-17 in Lincoln, Nebraska in conjunction with the FIVB Women's Volleyball Nations League event.

Vote Results: YES - 11
NO - 2
ABSTAIN -
NO RESPONSE - 3

MOTION PASSES
