



## MEETING MINUTES

### USA National Karate-do Federation Board of Directors Meeting November 11, 2022, 4:00pm Eastern time via Zoom

#### Board Members in Attendance

Elisa Au  
Rahul Bawa  
Michael Donadio  
Sasha Gerritson  
Pat Hickey  
Brian Mertel  
Matthew Ralph  
Brian Ramrup  
Tom Scott

**Call to Order** – Rahul Bawa called the meeting to order at 4:04pm Eastern Time (ET).

#### Declaration of Conflicts of Interest

- 1) Tom Scott declared a conflict due to his relationship with Brody Burns since Mr. Scott is Brody Burns' student. Mr. Scott voluntarily recused himself from any votes regarding Brody Burns.
- 2) Pat Hickey declared a conflict since he is the Chair of the USA Karate Federation which could be considered a competing organization to USANKF. Mr. Hickey stated that the USA Karate Federation has no interest in becoming the National Governing Body (NGB) for Karate in the US.
- 3) Brian Mertel declared a conflict since John DiPasquale and Phil Hampel were named in the USOPC Investigation Report & Findings.
- 4) Elisa Au declared a conflict since she was coached by Brody Burns while she was on the US National Team and at a WKF Premier League event.
- 5) Brian Ramrup declared a conflict since he is a friend of Tom Scott (due to Tom's declared conflict).

Motion to enter Closed Session made by Tom Scott; seconded by Brian Mertel.

Motion approved: Votes in favor = 8; Opposed = 0; Abstained = 0.

#### Closed Session

##### 1) September 4, 2022, Board Meeting Minutes

- a) The Board reviewed the September 4, 2022, Board meeting minutes and requested an amendment relating to Brian Mertel's conflict of interest declaration.
- b) Motion to Approve the minutes as amended made by Sasha Gerritson; Seconded by Brian Ramrup
- c) Motion approved: Votes in favor = 8; Opposed = 0; Abstained= 0

**2) September 4, 2022, Executive Session Board Meeting Minutes**

- a) Motion to Approve the minutes made by Brian Ramrup; Seconded by Brian Mertel
- b) Motion approved: Votes in favor = 8; Opposed = 0; Abstained= 0

**3) September 13, 2022, Board Meeting Minutes**

- a) The Board reviewed the September 13, 2022, Board meeting minutes and requested some changes to the minutes.
- b) Motion to update the minutes as amended and provide to the Board for review/update made by Pat Hickey; Seconded by Tom Scott.
- c) Motion approved: Votes in favor = 8; Opposed = 0; Abstained= 0

**4) September 13, 2022, Executive Session Board Meeting Minutes**

- a) Motion to Approve the minutes made by Brian Ramrup; Seconded by Tom Scott
- b) Motion approved: Votes in favor = 8; Opposed = 0; Abstained= 0

**5) Bi-weekly Board Meeting**

- a) The Board discussed the need for more regular Board meetings due to the current climate within USANKF.
- b) The Board agreed to have bi-weekly Board meetings every other Friday from 4:00pm – 5:30pm Eastern time.

**6) Organizational Discussion**

- a) The Organizational Structure Task Force provided an update of their efforts to date.
- b) The task force identified the following activities that need to be accomplished by USANKF staff:
  - i) Finance and Contracts
  - ii) Logistics (Event Operations)
  - iii) International Representation
  - iv) Sport activities
  - v) Administrative support
  - vi) Development and Fundraising
  - vii) Marketing and Communications
  - viii) Information Technology (IT)
  - ix) Compliance
- c) The Board requested the Chair contact Darren Meyers to determine if he is interested in serving as the Tournament Director for the 2023 Senior Team Trials.

**7) USOPC Investigation**

- a) The Board discussed the actions required by the USOPC 2021 Demand Letter and 2022 Investigation.
- b) The Chair shared a draft spreadsheet of the open action items with proposed due dates to request from the USOPC.

**8) Referee Committee Discussions**

- a) During the May 13, 2022, Board meeting, the Board approved a motion to approve the Referee Committees' Roles and Responsibilities document until November 1, 2022.

- b) The USOPC has requested the USANKF Board to evaluate the Referee Committee(s) structure by January 1, 2023.
- c) Pat Hickey volunteered to contact the 3 Referee Committee chairs to get feedback from them regarding the current Referee Committees structure and ask them to address the Board regarding this matter during a future Board meeting.
- d) As a result of the above, a motion to continue the current Referee Committees' Roles and Responsibilities until January 1, 2023, was made by Pat Hickey; Seconded by Brian Mertel.
- e) Motion approved: Votes in favor = 8; Opposed = 0; Abstained= 0

**9) Resolution to replace signers on ANB Bank account from Hampel and Sottile/Poloni**

- a) Motion to change the authorized signer for the ANB Checking account to Rahul Bawa made by Sasha Gerritson; seconded by Brian Ramrup.
- b) Motion approved: Votes in favor = 8; Opposed = 0; Abstained= 0

**10) Future Board Meetings – the Board agreed to the future Board meetings**

- a) November 18, 2022
- b) December 2, 2022 – to be held as an Open session for all members
- c) December 16, 2022

**11) Tabled Items – the following items on the agenda were not discussed and tabled for a future meeting**

- a) Upcoming Board Openings and Elections
  - i) Elected At-Large position
  - ii) At-Large position
  - iii) Independent positions (2)
  - iv) Athlete Representative
- b) Committee Discussions
  - i) Referee
  - ii) Ethics
  - iii) Nominating and Governance
  - iv) Selection
- c) International Representation
- d) CEO / Executive Director Search
- e) Schedule Strategic Planning Session
- f) Referee Code of Conduct

Motion to enter Executive Session by Brian Mertel; seconded by Brian Ramrup at 6:00pm ET.  
Motion approved: Votes in favor = 8; Opposed = 0; Abstained = 0.



### **Executive Session**

The Board discussed organizational and Board member performance during the Executive Session.

Matthew Ralph left the Board meeting at 6:30pm ET.

Motion to leave Executive Session by Brian Ramrup; seconded by Sasha Gerritson at 6:35pm ET.

Motion approved: Votes in favor = 7; Opposed = 0; Abstained = 0.

### **Adjourn Meeting**

Motion to adjourn meeting made by Brian Ramrup; seconded by Sasha Gerritson.

Motion approved: Votes in favor = 7; Opposed = 0; Abstained = 0

**Meeting adjourned at 6:40pm Eastern time.**