



Meeting Minutes

USA National Karate-do Federation Board of Directors Meeting September 1, 2021, 12:00 MDT – Schaumburg Convention Center

Attendance:

Rahul Bawa
John DiPasquale
Sasha Gerritson
Roger Jarrett
Doug Jepperson
Brian Mertel
Matthew Ralph
Brian Ramrup

Also present:

Phil Hampel
Elizabeth Sottile Poloni
Jessica Doriot – US Center for SafeSport

- **Call to Order**
 - Rahul Bawa called the meeting to order
- **Declaration of Conflicts of Interest**
 - Rahul Bawa and Matthew Ralph declared conflicts with the proposed bylaw change for the chair to be elected from the independent directors, which affects both of them.
- **Open Discussion with US Center for SafeSport**
 - Jessica Doriot (Compliance Development Manager) from the US Center for SafeSport attended the meeting to answer questions regarding SafeSport rules and changes as well as discussing sanctioning events
 - Jessica supports karate to work through any issues with the implementation of the SafeSport procedures and helps us to prepare for our audit.
 - The policies implemented are based on federal law and we are required to meet those requirements. We know there are issues with implementing the policies at the local level and local event level. There is a blueprint project ongoing at the US Center for SafeSport to help NGBs to find solutions to support local events when not all participants are members.



- 2022 MAAP will be in place for January, one of the major changes is that LAOs (member clubs) are required to comply with the MAAPP. Since not all involved in a club are USANKF members it is more difficult to track and maintain compliance.
- Individuals in member clubs do not need to be members of USANKF but they need to follow the policies in the MAAPP
- In member clubs – any person with authority over a minor or regular contact with a minor, must be SafeSport trained. (Everyone over the age of 18)
- If a participant who is not a member purchases the \$10 Club Participant membership, then they are able to take the course for free through USA Karate otherwise there is a \$25 fee for the training.
- For USA Karate members adult athlete (athlete member 18 or over must have SafeSport training. In the member club those with regular contact with minors are required to be trained. These individuals would be those in classes that have adults and minors in the same class.
- Mr. Jarrett raised concerns over the regular contact requirements and Jessica explained that initial push back occurred in other sports and was overcome with time. His concern is that these rules might make clubs reconsider their affiliation with USA Karate
- Jessica pointed out that if we limit this to just the most elite athletes, we miss protecting many people where abuse can occur. She cited that 1 in 8 children before the age of 18 suffer some form of sexual misconduct in their sports. Therefore, the policies were setup so that people would know how to identify grooming and to prevent situations where abuse can occur by limiting 1:1 contact. The emphasis on reporting is crucial since many instances go unreported.
- Mr. Jepperson raised the question of 16- and 17-year-olds teaching minors. The requirements are for adults, but Jessica recommends that the minors take the minor training with parental approval to raise awareness.
- There is a concern that this requirement will reduce the number of member clubs and that is currently occurring. We went from previously having 130 member clubs to 40 currently. Mr. Jarrett asked if the 40 clubs are complying. Mr. Hampel explained that we get the instructor and staff lists and the national office verifies their compliance. Mr. Jarrett asked how we know if the adults with regular contact are compliant. Mr. Hampel explained that we are assuming that the club is tracking that information. There is the potential that a club could be audited, and their compliance would need to be verified. The club audits are not currently planned but we should expect that over the next few years there will be a compliance validation.
- Mr. Hampel pointed out to the board that we only have 2 choices - eliminate member clubs or have the member clubs follow the SafeSport policies.
- Mr. DiPasquale raised that he doesn't think we need member clubs and doesn't think the average instructor has read and understands what they agreed to when they signed off to comply with the policies. He compared it to your phone agreement where no one reads the agreement, and everyone just clicks agree. In his opinion the clubs are actively participating by



sending students to our signature events. Would rather see us raise the fees rather than have member clubs.

- Mr. Jarrett raised that club owners want to be able to be associated to the brand through the association with the NGB. We need to have member clubs to have that ability to make the association.
- Jessica explained that the SafeSport code and MAAPP has set forth requirements and those requirements are not going to change. The board can decide if we want to allow member clubs. All sanctioned events through USA Karate will need to follow the rules set forth by the US Center for SafeSport
- USA Karate does not have the option to not follow the rules.
- Clubs are not required to be member clubs for their members to participate in the Signature Events.
- Mr. DiPasquale reiterated that we need to make sure that the club owners understand what they are agreeing to. We are going to discuss this in the general assembly.
- To sanction local events, we would need to be sure that all non-member referees and coaches are compliant with SafeSport training. Member referee and coaches would be required to be compliant with SafeSport Training and Background checks. The 18 and over non-member athletes would not meet the condition of regular contact.
- Facilities were discussed and the concern over how you control the spaces you don't own. There are provisions within the policies to address the facilities.
- Mr. Jarrett asked about the possibility to differentiate between a member club and the dojo they train in. Mr. Hampel explained that there is no ability to have a club within a club. This goes along with Jessica's earlier point that the intent is to broadly protect minor athletes not just elite athletes.
- There is a good intention behind the policies. It's difficult to implement and we understand that, and the blueprint project is trying to find solutions for these issues.
- There is a belief that there is a significant marketing advantage to be able to say your club follows the policies to keep athletes safe. There has also been some indication that from a risk management perspective, insurance providers are looking at these policies and considering whether they should be required for coverage or if they are implemented can it impact the rate structure.
- Mr. Bawa recommended we defer this conversation about what to do with the club members until the new board is in place. In the time being, each club needs to make the personal decision on whether they would like to be a member club.
- Jessica recommends that the board members take the LAO administrative training.
- We will need to create additional communications to the members around the compliance and available trainings from the US Center for SafeSport.
- Brian Ramrup suggested we survey the clubs to understand their viewpoint on the value of being a member club.



- **Approval of Board Minutes from July 19, 2021**
 - Motion to approve made by Sasha Gerritson; Seconded by Mathew Ralph
 - All voted to approve.

- **Approval of Board Minutes from August 4, 2021**
 - Brian Mertel abstained since he was not at the meeting.
 - Motion to approve made by Brian Ramrup; Seconded by Mathew Ralph
 - 7 approved Brian Mertel abstained

- **Q1 2021 Financials Approval**
 - Motion to approve made by Brian Mertel; Seconded by Roger Jarrett
 - All voted to approve

- **Q2 2021 Financial Approval**
 - Mr. Bawa pointed out that our cash position has been decreasing but we are still in a solid position. He recognized that we would not be here today had the previous board and staff not been saving money in case we lost an event.
 - COVID will cost us at least \$500-600K.
 - Mr. Hampel explained that in 2018 we were leveling out the reserve fund and the 2019 Nationals were much more successful than we planned and added additional funds to the reserve.
 - After losing the 2020 events we knew we needed the best possible opportunity to generate revenue and deferred Spokane Nationals to 2022, instead of 2021 and moved 2021 to Chicago in hopes of having another large event.
 - Motion to approve made by Matthew Ralph; Seconded by Roger Jarrett
 - 7 members voted to approve; Brian Ramrup Abstained

- **Rahul Bawa has moved the session to a closed meeting and board members approved**

- **Temporary modification for this election to reduce the eligibility to vote from 60 days to 30 days. 60 days is required by the bylaws.**
 - Bylaws state you need to be a USANKF Member for 60 days prior to the end of the election to vote. Since its Sept 1, 60 days out would be today. Since there haven't been many members prior to Nationals, reducing the requirement to 30 days for just this election allows more people to become members and be allowed to vote.
 - The USOPC Athlete Representation Working Group is determining the events that make up the 10-year athletes grouping. Currently, 10-year Athletes are those athletes that competed in the World Championships, Pan American Games, and Olympics in the past 10 years. We requested that the working group also include the PKF Championships and the 2nd Stage Team Trial Athletes to expand the pool



- USA-NKF AAC agreed with this representation and made recommendations on the committee representation that we follow the USOPC guideline for 33% Athlete participation except for Medical, Referee Operations and Technical which would remain at 20%.
 - We met with the USOPC Athlete Representation Working Group and are waiting on their determination.
 - USA-NKF's goal is to expand the number of Athletes that will be eligible to participate, and vote based on increasing the eligibility events.
 - Motion to approve this temporary measure made by Brian Ramrup;
Seconded by Matthew Ralph
 - All voted to approve.
- **Discuss proposed Bylaw modification to require that the chair of the board be elected from the independent directors to align with USOPC Best Practices.**

Current Version:

Section 7.2. Election/Selection.

The Board of Directors shall elect from among the directors of the Board, by majority vote, a presiding officer or Chair, to be known as President. The Affiliate Member Director shall not be eligible to be the Chair of the Board of Directors. The election shall be held at the first meeting of the Board on odd numbered years. The newly elected President shall take office immediately.

The Chief Executive Officer shall select a Secretary, and an Assistant Secretary, if needed. The Secretary, and Assistant Secretary, if any, shall be an employee of USA-NKF. The Board shall approve any Secretary or Assistant Secretary. The Secretary and Assistant Secretary, if any, shall not be a director of the Board and shall not have a vote on the Board.

Effective 1/1/2021 the election of the Board Chairman shall be separate from the position of President the first paragraph of Section 7.2 will be replaced with:

The Board of Directors shall elect from among the directors of the Board, by majority vote, a presiding officer or Chair. The Affiliate Member Director shall not be eligible to be the Chair of the Board of Directors. The election shall be held at the first meeting of the Board on election years. The newly elected Chair shall take office immediately.

Proposed version:

Section 7.2. Election/Selection.

The Board of Directors shall elect from among the independent directors of the Board, by majority vote, a presiding officer or Chair. The election



shall be held at the first meeting of the Board on election years. The newly elected Chair shall take office immediately.

The Chief Executive Officer shall select a Secretary, and an Assistant Secretary, if needed. The Secretary, and Assistant Secretary, if any, shall be an employee of USA-NKF. The Board shall approve any Secretary or Assistant Secretary. The Secretary and Assistant Secretary, if any, shall not be a director of the Board and shall not have a vote on the Board.

- As a best practice the Board Chair should come from the Independent Directors, which will remove the perceived conflict due to being involved in the sport.
 - The USOPC has stated that most perceived conflicts come from being involved in the Sport.
 - The USOPC is not mandating this but recommends this as a best practice. USA-NKF would like to choose this direction as a best practice by adding it to the Bylaws
 - The initial Bylaws for the Board came from the transition from the USOPC, which reflects the Ted Stevens Act. Adding the 33% Athlete representation on the Board makes the Board big very quickly.
 - USOPC does not dictate the number on the Board, just the percentage representation and classes.
 - USA-NKF acknowledges the importance for Board Members to understand the sport and its members, but we do need to be compliant with the USOPC who oversees. We need to make sure that they support our Board.
 - 3 Athlete, 3 Independent, 1 Affiliate, 1 ASO and 1 At Large is the new recommended positions
 - Motion to begin the review period made by John DiPasquale; Seconded by Doug Jepperson
 - 5 voted in favor to start the review period while 3 abstained
- **Discuss proposed Bylaw change to support 33% athlete representation on committees**

Current:

Section 8.2. Number.

Membership on standing committees typically shall not exceed five (5) individuals and shall only exceed five (5) individuals if necessary and appropriate and if approved by a majority of the Board of Directors.

Proposed:

Section 8.2. Number.



Membership on standing committees typically shall not exceed six (6) individuals and shall only exceed six (6) individuals if necessary and appropriate and if approved by a majority of the Board of Directors.

- If we don't make the minimum committee size bigger, than we cannot meet the 33% Athlete requirement without reducing the non-athlete members.
- Motion to begin the review period made by Brian Ramrup; Seconded by Matthew Ralph
- All voted in favor to start the review period
- **Change in Athlete Representation on the Referee Operations Committee**
 - Brian Ramrup is no longer stepping down from his role on the Referee Operations Committee – no change
- **Update on Demand Letter Progress**
 - We will add additional training around the Code of Conduct and Whistleblower after the new board is in place
 - Audit will be late October/November
- **Olympics Update**
 - All Tier 1 Athletes Qualified for the Olympics which is rare.
 - We were able to get 3 coaches' credentials (with one transferrable) so each Athlete was able to select their own coach.
 - Ariel Torres earned a Bronze Medal
 - Sakura Kokumai was in the Bronze Medal match and took 5th place.
 - Tom Scott missed the semifinals by 1 point in the last 3 seconds of his final match.
 - Everyone performed well and the USOPC was satisfied
- **Nationals Update**
 - We're here! We have over 1,000 registrations, which is what we expected. We are down about 30% from our average participation, which is pretty good due to COVID and the date change
 - Reminder that Board Members are not allowed on the floor. VIP Seating has been added in the middle of the bleachers.
 - The tatami managers will also be responsible to prevent any congregating near the tatami.
- **General Assembly Update**
 - Assembly meeting is tonight at 8pm
 - During the meeting, Mr. Bawa will discuss governance updates, election update, demand letter, SafeSport for member clubs and events, Olympic Update, financials, and athlete support.
- **New Business**
 - none

