



**USA National Karate-do Federation (USANKF)  
Board of Directors Meeting Agenda  
December 29, 2022, 10:00am Central time via Zoom**

**Board Members in Attendance**

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

**Others Present**

Stephen Hess, USA-NKF External Counsel

**Call to Order** – Elisa Au called the meeting to order at 10:04am CT.

**Waiver of Notice requirements** – By attending this meeting, all Directors waived the 5-day notice requirement for this Emergency meeting. The Emergency meeting was called by the Chair due to the urgency of the At-Large election timeline.

**Declaration of Conflicts of Interest** – none

Motion to enter Executive Session made by Tom Scott; seconded by Pat Hickey.  
Motion approved: Votes in favor = 6; Opposed = 0; Abstained = 1

**Executive Session**

The Board discussed the At-Large election rules and sections of the bylaws pertaining to elections. Stephen Hess answered questions pertaining to the rules and bylaws. The Board agreed to send further clarification to the Nominating and Governance Committee, extending the period of candidate review for the committee.

Motion to extend period of candidate review made by Matthew Ralph; seconded by Tom Scott.  
Motion approved: Votes in favor = 7; Opposed = 0; Abstained = 0

**Adjourn Meeting**

Motion to Adjourn meeting made by Pat Hickey; seconded by Tom Scott.  
Motion approved: Votes in favor = 7; Opposed = 0; Abstained = 0