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USA Shooting Board of Directors Meeting Minutes

January 26, 2021

Zoom Video Conference Meeting

Board members present: Chad Whittenburg, Rick Marsh, Ana English, Jim Mitchell, Sarah Scherer, McKenna Geer, Sandra Uptagrafft, Lucas Kozeniesky, Vincent Hancock

Board members absent: Kim Rhode (votes previously submitted), David Meltzer

USA Shooting staff present: Matt Suggs, Sharee Waldron, Jay Waldron, Reya Kempley (Secretary)

USA Shooting staff absent: Kate Gest, Dan Durben, Alex Szablewski, Breanne Orey, Brent McPherson, Jason Turner (staff attendance not required)

- A. Meeting called to order at 10:01 AM MST: Chad Whittenburg.
- B. Jim made a motion to approve the December 29 minutes. Susan seconded. Passed 9-0.
- C. Coaches and Officials Independent Director Position: Rick Marsh
 - 1. Rick gave an overview of the nominating and voting process for the new Board members. There were few applicants for this seat.
 - 2. The Nominating and Governance Committee recommendation is Troy Bassham, with three alternates (Fran Jacobs, Jon Hammond, and Libby Callahan).
 - 3. Chad expressed his opinion that this person should have a good knowledge of USA Shooting and experience with officiating and coaching.
 - 4. Ana asked if Troy was a current coach and whether that was a requirement for this seat. Rick answered that Troy is a current coach and works for Mental Management, which works with several different sports for mental coaching.
 - 5. Sandra asked if any candidates were not included due their being NCAA coaches. Rick answered no, though a rule did come up for discussion. Jon Hammond was the only NCAA coach who applied. Matt said the USOPC opinion was NCAA coaches could participate, but NCAA compliance officers had different opinions. He has been a shooter for the British shooting federation and that may be a conflict of interest.
 - 6. Chad opened the floor for nominations. Lucas commented that Jon H. has been the greatest resource for NCAA shooting in the last decade, is dedicated to the USA shooting community, and influenced other college teams who have coaches trained by Jon. He added that Jon has influence with CRCA, so Jon could influence changes with NCAA to work with changes to new ISSF selection procedures.
 - 7. Rick nominated Troy and Sarah seconded. Chad called for a vote. Matt mentioned that Troy may bring ideas from other sports and knows him from the AMU. Matt also endorsed Jon as a very good candidate.
 - 8. Sandra asked a question about the nominating procedure. Jim asked Matt's recommendation regarding Troy vs. Jon. Matt said Troy is a friend of his, but Jon is also a good candidate and did not want to influence the Board. Each would bring different strengths and experiences. Rick agreed, further discussing each person and their merits.

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9. Ana asked about 1) the 3-1 dissenting vote in the Nom./Gov. Committee and 2) gaps in capability in the current board and which candidate would fill those gaps best.
 - a. Rick answered that 3 of 4 people ranked Troy as their top candidate and that was how the 3-1 vote came about. One person was firmly against Jon due to his British background, so he was dropped from the list. There were no actual dissenting votes against Troy.
 - b. Regarding #2, Ana said diverse sports experience would be valuable. Vincent asked if Jon wanted the position. Rick answered yes. Vincent added that Jon's Olympic-level coaching would be very beneficial and we should investigate Jon's level of participation in British shooting as well, adding that the independent position would also be an appropriate role for Troy. Sandra asked if Jon was a U.S. citizen and no one knew the answer.
10. Chad opened the floor to nominations. Chad made a motion that all four candidates are available for nominations. Chad expressed concern that Jon may have a conflict of interest with the British association and we don't know the extent of his association. Ana asked if we could postpone the vote until further information is gathered on this topic. Lucas sent a text to Jon in the hopes that that question could be answered during the meeting.

D. Independent Seats: Rick Marsh

1. Rick said Dan Genter and Randal Garrett on the Foundation board are top candidates. Both have fundraising and business experience. There was a 3-1 vote from the Nom./Gov. Committee, as with coach seat. The reasoning was related to the Strategic Plan and the goal of fully funding full-time athletes within this quad, which needs significant amounts of money and fundraising as a priority. The single no vote came from a concern that being on the Foundation board disqualifies that person as an independent member of the USAS board. Others on the committee did not believe it was a conflict due to the Foundation being under the auspices of USAS.
2. Jim discussed the conflict of interest issue: both the Foundation and Board are directed toward the same goal, so he did not foresee an issue, but he also suggested a limit on the number of people who could serve on both boards simultaneously, to prevent a voting block. For example, no more than three Foundation members allowed on the USAS Board.
3. Jim provided background on Dan and Randal, highly endorsing each.
 - a. Dan was the first person Jim asked about becoming involved with the Foundation and is very wealthy. He has already set up a large fundraising event in L.A. for USAS. Dan is very pro-American and pro-shooting sports. He leads the California Highway Patrol Foundation, which is now a \$55 million endowment. Jim expressed concern about Dan's specific knowledge of Olympic shooting, but concise meetings will help.
 - b. Randal is a successful businessman with great interest in shooting sports. He is retired and will be very active. He plans to build a shooting facility in Texas that could be valuable for USAS.
4. Ana supported Jim's suggestion for a bylaws edit limiting members from both Boards. Ana liked Dan's professional sports experience, which ties to Strategic Plan goals, and his investment/fundraising experience, which USAS Board doesn't have. Randal's private equity/outside industry experience also broadens the capability of the USAS Board.

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5. Jim and Matt discussed that despite Dan being busy, he has already set up a fundraiser, and Randal is very interested—both his children also shoot.
6. Rick nominated Dan and Randal to fill two open independent seats and Jim seconded. Sandra asked whether there was anything in the bylaws prohibiting a potential conflict of interest with being on both boards and Matt said there was not. Vote passed 9-0. Chad expressed excitement that these two will be joining the Board and would have given up his seat if needed to get one of them on the Board.
7. Vinny asked about adding Jim's suggestion to the USAS bylaws. Chad tasked the Nom./Gov. Committee to create an amendment to this effect and present it at the next meeting. Matt added that Dan serves at the pleasure of the USAS Board, which could pull him off the Foundation if they wanted to.

E. Return to Coaches and Officials Director seat discussion

1. Jon is not US Citizen but has Green card. Chad doesn't believe that has any bearing. Jon retired from British shooting in 2015-2016 and has never coached for them. Chad opened the floor to discussion and votes for all four candidates.
2. Vincent asked if anyone on the Board pays for services of any of the candidates which would be a conflict of interest. Chad said that someone can have a conflict of interest as long as that person states the conflict and declares he or she is voting his/her conscience (per the state of Tennessee). Rick said that Troy coached his daughter for 10 years and still does, and Rick does pay for these services. Rick stated that he acknowledged the conflict and is voting his conscience.
3. Sarah asked what the language is around the Coaches and Officials seat and what the intention is for the position. Matt read the related section of the bylaws and explained that the definition has been edited to be more open and not exclude USAS-Certified coaches.
4. Chad reiterated the candidates: Troy Bassham, Fran Jacobs, Libby Callahan, and Jon Hammond. The vote was 6-3 Troy-Jon. Sandra mentioned that Jon was not listed as candidate for vote on the email, so Kim did not know she could vote for him. Thus Kim's vote was listed as abstention, but the outcome was still the same.
5. Chad discussed a plan of creating more committees and including Jon in those.

F. Board Officer Elections: Chad Whittenburg

1. Chad discussed the two options: vote on officers now or wait for the three new Board members to join and include them in the vote. No one was against proceeding, so Chad said he was willing to continue to serve as Chairman, which is restricted to two 2-year terms.
2. Chad asked for nominations. The current Treasurer is Ana and Chad nominated her to continue. Jim seconded. Chad clarified an athlete can serve as an officer. Vote 8-0 (Ana abstained). Chad praised Ana's work in the past two years.
3. Vice-Chair is currently Rick and he was willing to continue. Chad called for nominations. Having none, the vote was 8-0 (Rick abstained).
4. Chad asked Rick to conduct the vote for Chairman. Rick said Chad is willing to continue and called for nominations. Having none, the vote was 8-0 (Chad abstained). Rick thanked Chad for his service. Chad thanked everyone for their confidence in him and expressed hope in Matt, the Strategic Plan, and the USAS staff in general.

G. Staff Updates: Matt Suggs

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1. The OPTC has been reopened.
2. A former NDT member is offering access to Regeneron antibody treatment to the Olympic team.
3. Matt discussed the World Cup schedule and travel restrictions regarding testing and quarantines upon return from foreign country. Matt expressed concern about the potential disruption to our schedule and mentioned that many international competitions have already been canceled.
4. Matt discussed the insurance/reinsurance market and liability insurance tightening.
5. Team selection contingency planning is needed (for example, returning from Korea and immediately going to rifle selection and an additional para match in case one of their qualifying matches is canceled later in the year).
6. US Performance Center in North Carolina meeting: architecture, construction, and civil engineering proceeding in a positive direction. Nine other sports have entered or plan to enter into agreements, including boxing and volleyball.
7. Foundation activities: L.A. Fundraiser February 6, bank account setup, Olympic Experience with Corey Cogdell and a K-80 auction through Rick Island Auction, and a potential Ann Lee firearm auction.
8. Wall Street Journal article coming out soon focused on the Hillsdale relationship.

H. Board Schedule Discussion: Matt Suggs

1. Monthly meetings are no longer needed and current technology makes a five-day notice feasible.
2. Planned meetings are spring (virtual), summer, and fall, plus a December meeting to discuss the budget.
3. Chad said the bylaws require two meetings per year and he wants to do four per year, with in-person meetings coinciding with a competition.
4. Jim asked to host a meeting in L.A. as a combined Foundation and USAS Board meeting and he could also host a shooting event at his range. He also mentioned that the first Foundation Board meeting was successful, and the Foundation members were impressed with USAS. He mentioned an intention to make inroads with NRA and their magazines. Jim is working with Buddy on this project and working with Bass Pro on other opportunities.
5. Chad asked Matt to have Kate write a press release on results of this meeting.

I. General Discussion

1. McKenna asked about the status of selecting a para coach as we are now in the Paralympic year. Matt said there have not been many applicants and the position has a reputation of complaints from athletes, but there are three candidates being interviewed. Matt said the new coach may not go to the Paralympics, but instead Will Anti and Armando Ayala may travel due to their experience with USOPC delegation events and upcoming World Cups. The focus is the Lima World Cup with quota opportunities and an additional match to allow five more opportunities for scores and selection for Paralympic Team and NT/NDT. Chad reinforced the importance that the new coach brings in assistants to help with the learning curve of para shooting.
2. Chad departed the meeting due to another appointment at 11:57 AM MST.
3. Sarah asked how board members could reliably expect to be present at meetings with only five days' notice. Matt explained the intention to change to a five-day notice was to speed up meetings when necessary, but earlier notice will be given when appropriate.

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and possible. Matt said athletes would be allowed to attend virtually if conflicts arise due to competitions, quarantine, etc.

4. Matt mentioned that the Bunker Club agreed to fund the Junior World Championship team \$100k out of their endowment. This is a big step, as they have never given money to national team events before. This means this trip will be fully funded.
5. Matt said the annual attestation of conflict of interest will be distributed via DocuSign. Information on board training for new members will arrive via email.
6. Jim said we could send out the announcement about the new Foundation at this time. Matt suggested we tie it in with information about the February 6 L.A. fundraiser.

J. Meeting adjourned 12:06 PM MST by Matt.