

USAT Board Meeting Minutes

Location	Date	Time	Format
UNC Charlotte Marriott & Conf Center, Charlotte, NC	April 27, 2024	8:30 AM EST	In-Person

In Attendance

Board Members Present		
Joel Rosinbum	Chair	Present
Henry Brandon	Vice Chair	Present
Yvonne Spencer	Secretary	Present
William Huffman	Treasurer	Present
Gabriela Gallegos	Director	Present
Leslie Knibb	Director	Present
Laura Oliphant	Director	Present
Keri Serota	Director	Present
Felix Stellmaszek	Director	Present via remote
Scott Sternberg	Director	Present
Katie Zaferes	Director	Present via Remote
Dylan Sorenson	Director	Not Present
Others Present		
Victoria Brumfield	CEO	Present
Camellia Noriega	Associate General Counsel	Present via Remote
Damilola Sule	Staff Attorney	Present
Trevor Sullivan	Executive Assistant	Not Present
Alec Hewett	High Performance, Sr	Present

1. Call to Order/ Roll Call

Joel Rosinbum called the meeting to order at 8:35 AM. At that time, a quorum was confirmed.

2. Chairperson's Opening Remarks

Joel Rosinbum welcomed everyone to the meeting and set the agenda for the day. He also requested approval of the minutes.

Joel Rosinbum reviewed the requirement to disclose any potential conflict of interest that any board member has with any of the items on the agenda and asked if anyone had

anything to disclose. There were no potential conflicts of interest disclosed by any member.

- **Approval of Minutes:**

MOTION	Laura Oliphant	Keri Serota	
To approve the minutes of the 1/29/24, 2/2/24, 2/7/24 board meetings as submitted.			
CARRIED			

3. CEO Report – Victoria Brumfield

Victoria Brumfield provided an update and overview on USAT’s financial performance, organizational culture, value propositions, technical roadmap, events, membership, and long-term strategy through 2028. Alec Hewett provided an update on the USAT High Performance team.

The Board considered organizational risks and potential updates to the USAT Gender Inclusion Policy.

4. Treasurer’s Report: William Huffman provided an interim financial update.

5. Legal, Compliance and Governance – Damilola Sule

Leslie Knibb, Joel Rosinbum, and Damilola Sule provided updates on the work of the two working groups that were created during the January 29, 2024 board meeting. The working groups recommended revisions be made to USAT Bylaws and USAT Committee SOP.

The Board discussed the Independent Director selection process and Board Officer election process.

Keri Serota provided an update on the Board Governance Project.

6. Predictive Index Modeling – Guest Speaker - Heather Kissack

USAT Human Resources Consultant Heather Kissack introduced the Board to The Predictive Index, an assessment that measures a person’s cognitive abilities and personality traits. Board members were presented with their individual profiles. These profiles were merged to assess the Board’s overall team type.

7. Board Ideation Workshop – Guest Speaker - Kelly Stone

Consultant Kelly Stone and Alec Hewett presented an overview of objectives of refreshing USAT’s strategy.

8. Executive Session- Joel Rosinbum

MOTION	Gabriela Gallegos	Henry Brandon	
To go into executive session.			
CARRIED			

MOTION	Gabriela Gallegos	Scott Sternberg	
To come out of executive session.			
CARRIED			

9. Board Meeting After-Action

The Board discussed the format of future meetings.

10. Executive Session- Joel Rosinbum/Camellia Noriega

MOTION	Gabriela Gallegos	Henry Brandon	
To go into executive session.			
CARRIED			

Katie Zaferes recused herself from a portion of this session due to a conflict of interest.

MOTION	Gabriela Gallegos	Henry Brandon	
To come out of executive session.			
CARRIED			

11. Adjournment

MOTION	Scott	William	
To adjourn the meeting.			
CARRIED			

The meeting adjourned at 5:30 PM EST.