



**MEETING MINUTES**  
**USA National Karate-do Federation (USANKF)**  
**Board of Directors Meeting**  
**September 23, 2022, 3:00pm Eastern time via Zoom**

**Board Members in Attendance**

Elisa Au  
Rahul Bawa  
Michael Donadio  
Sasha Gerritson  
Pat Hickey  
Brian Mertel  
Matthew Ralph  
Brian Ramrup (joined at 3:55pm ET)  
Tom Scott

**USANKF Staff Present**

None

**Call to Order** – Rahul Bawa called the meeting to order at 3:05pm Eastern Time (ET).

**Declaration of Conflicts of Interest**

- 1) Elisa Au declared a conflict for the International Representation agenda item since she is on the WKF Athletes Commission and on the WKF LA28 Commission.
- 2) 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.
- 3) 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 NGB for Karate in the US.

Motion to enter Closed Session made by Sasha Gerritson and seconded by Brian Mertel at 3:10pm.

Motion approved: Votes in favor = 7; Opposed = 0; Abstained = 0. Brian Ramrup had not yet joined the meeting.

**Closed Session**

**1) Approval of Board meeting minutes**

- a) June 29, 2022, meeting
  - i) Motion to approve the June 29, 2022, Board meeting minutes as distributed prior to the meeting made by Pat Hickey and seconded by Elisa Au.
  - ii) Motion approved: Votes in favor = 7; Opposed = 0; Abstained = 0.

- b) June 29, 2022, Executive Session
  - i) Motion to approve the June 29, 2022, Board Executive Session minutes as distributed prior to the meeting made by Tom Scott and seconded by Brian Mertel.
  - ii) Motion approved: Votes in favor = 7; Opposed = 0; Abstained = 0.
- c) July 17, 2022, meeting
  - i) Motion to approve the July 17, 2022, Board meeting minutes as distributed prior to the meeting made by Sasha Gerritson and seconded by Mike Donadio.
  - ii) Motion approved: Votes in favor = 6; Opposed = 0; Abstained = 1 (by member not in attendance at the meeting).
- d) July 17, 2022, Executive Session
  - i) Motion to approve the July 17, 2022, Board Executive Session minutes as distributed prior to the meeting made by Mike Donadio and seconded by Pat Hickey.
  - ii) Motion approved: Votes in favor = 6; Opposed = 0; Abstained = 1 (by member not in attendance at the meeting).

## 2) Review and approval of 2022 Budget

- a) The Board reviewed and discussed the updated 2022 Budget along with the 2021 unaudited Financial Statements and the 2022 Q1-Q2 draft Financial Statement.
- b) Motion to approve the 2022 Budget as presented made by Brian Mertel and seconded by Pat Hickey.
- c) Motion approved: Votes in favor = 7; Opposed = 0; Abstained = 0.

## 3) Brian Ramrup joined the meeting at 3:55pm ET.

## 4) Distribution of USOPC Community Report

- a) The Board discussed whether to distribute the USOPC Community Report about the recent USOPC Investigation to all members.
- b) All Board members felt that transparency is very important.
- c) Motion to share the USOPC Community Report with a cover letter from the Board Chair made by Rahul Bawa and seconded by Matthew Ralph.
- d) Motion approved: Votes in favor = 8; Opposed = 0; Abstained = 0.

## 5) Committee Discussions – tabled until a future Board meeting.

## 6) International Representation – tabled until a future Board meeting.

## 7) CEO / Executive Director Search

- a) The Board had a good discussion about what we are looking for in terms of a CEO.
- b) The Board agreed that this is a good opportunity to evaluate the current staffing approach and model for the USANKF.
- c) The Board agreed to form a task force to investigate and recommend an organizational structure.
- d) The Task Force consists of the following Board members:
  - i) Rahul Bawa

- ii) Mike Donadio
- iii) Sasha Gerritson
- iv) Brian Ramrup

**8) Board Election for open At-Large position**

- a) The Board discussed the process to conduct the election for the open At-Large position and reviewed a draft election timeline.
- b) The Board discussed the option of changing the time required to be a member prior to the election from 60 days (as in the current Bylaws) to 30 days for this specific election.
- c) Motion made by Rahul Bawa and seconded by Elisa Au for the following:  
Change the requirement for time to be a member to be eligible to vote in the upcoming At-Large Board position election from 60 days to 30 days prior to the election. This change is being made for this election due to the Emergency created by the 2021 USOPC Demand Letter, the removal of the ASO Board position, the addition of the Elected At-Large Board position and the USOPC requirement to have the election completed by 12/31/22.
- d) Motion approved: Votes in favor = 8; Opposed = 0; Abstained = 0.

**9) Schedule Strategic Planning Session**

- a) The Board needs to finish the development of the USANKF Strategic Plan by 12/31/22 (as per the USOPC Demand Letter).
- b) The Board agreed to schedule future Board meetings for this purpose to ensure the plan is completed by 12/31/22.

**10) Referee Code of Conduct** – tabled until a future Board meeting.

**11) Matthew Ralph left the meeting at 5:15pm ET.**

Motion to leave Closed Session made by Brian Ramrup; seconded by Mike Donadio at 5:25pm ET.

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

**Adjourn Meeting**

Motion to adjourn meeting made by Brian Ramrup and seconded by Mike Donadio at 5:26pm ET.

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

**Meeting adjourned at 5:26pm Eastern time.**