



**Board of Directors | Regular Meeting | January 6, 2025
Meeting Minutes**

(NOTE: These meeting minutes were approved by the USAW Board of Directors on January 27, 2025 in an action taken without a meeting pursuant to Section 6.20 of the USAW bylaws.)

Location: Held Remotely via Zoom.

Present: Meredith Alwine, Mike Choi, Andy Coggins, Mario Dispenza, Elizabeth Grossman, Tayler Harris, Adam Kleinfeld, John McGovern, Sara Soto, Joe Triolo, Sean Waxman.

Staff Present: Matt Sicchio (CEO).

Guests: Steve Smith (BryanCave LeightonPaisner), David Patterson (U.S. Olympic & Paralympic Committee).

1. **Call to Order.** In the absence of Chair or Vice Chair, and informed by the guidance of David Patterson, MS called the meeting to order at 5:04pm MT and noted that he will guide the meeting agenda until a Chair is elected (which is the first order of business). The following items comprise the meeting agenda: (a) Election of a Chair and Vice Chair (with the assistance of Steve Smith); (b) board training conducted by David Patterson.
2. **Declarations of Conflicts of Interest.** In light of the meeting agenda, the following declarations were made:
 - a. Mario Dispenza: None.
 - b. Joe Triolo: None.
 - c. Meredith Alwine: None.
 - d. Sara Soto: None.
 - e. Andy Coggins: None.
 - f. Michael Choi: currently serving as General Secretary for the UMWF.
 - g. Elizabeth Grossman: None.
 - h. Tayler Harris: None.
 - i. John McGovern: None.
 - j. Adam Kleinfeld: None.
 - k. Sean Waxman: None.
3. **Chair Election.**
 - a. MS introduced Steve Smith, who served as counsel to ensure we follow appropriate election procedures. Steve will independently confirm results of voting.
 - b. MS described process: nominations, opportunity for nominees to share brief statement, nominees will leave the Zoom session, remaining board will have an opportunity to discuss, nominees will be invited back into the Zoom session, voting will then be conducted by secret

ballot – by email sent to both MS and Steve Smith, Steve Smith confirmed that nominees may vote, Steve Smith will confirm vote tally and announce results.

- c. Steve Smith announced that Michael Choi was elected to serve as Chair. MC then chaired the meeting from this point forward.

4. **Vice Chair Election.**

- a. MC guided this election process, following the same procedures as the Chair election.
- b. Steve Smith announced that Tayler Harris was elected to serve as Vice Chair. Steve Smith then departed the meeting.

5. **Board Training.** David Patterson led a board training focused on the elements of successful sport governance. Specific topics of presentation and discussion included (but were not limited to) director duties (care, loyalty, obedience), board responsibilities, best practices for managing conflicts of interest, effective policy governance, the importance of the board speaking with one voice, and the distinctions between governance and operations.

6. **Miscellaneous Business.**

- a. MS shared that the headquarters team will produce an official announcement of the election of MC and TH to their respective leadership positions, and asked that members of the board embargo this information until after the public announcement is released by USAW.
- b. MS shared that Morgan McCullough won the second Elite Athlete Director election and has accepted that role, after this election was delayed multiple times for a lack of nominees. MS thanked athlete members of the board for their support in encouraging Morgan to run for election and accept the role. JM shared that he and other members of the AAC had recently spoken with Morgan to answer his questions and help him understand the commitment.
- c. MS shared an update on scheduled board meeting dates, with a proposal to host an in-person meeting in Atlanta in conjunction with Masters Nationals. More details to come.

7. **Adjournment.** MC moved to adjourn the meeting. Seconded by JM. Motion carried and the meeting adjourned at 7:07pm MT.