

USAT Board Meeting Minutes

Location	Date	Time	Format
Zoom	June 24, 2024	5:00 PM MT	Virtual

In Attendance

Board Members Present		
Joel Rosinbum	Chair	Present
Henry Brandon	Vice Chair	Present
Yvonne Spencer	Secretary	Present at 5:10pm
William Huffman	Treasurer	Present
Gabriela Gallegos	Director	Present at 5:17pm
Leslie Knibb	Director	Present
Laura Oliphant	Director	Present
Keri Serota	Director	Present
Felix Stellmaszek	Director	Present at 5:10pm
Scott Sternberg	Director	Present
Katie Zaferes	Director	Present
Dylan Sorenson	Director	Present
Others Present		
Victoria Brumfield	CEO	Present
Camellia Noriega	Associate General Counsel	Present
Damilola Sule	Staff Attorney	Present

1. Call to Order/ Roll Call. Meeting called to order at 5:02 PM on June 24, 2024. At that time, a quorum was confirmed.

2. Chairperson’s Opening Remarks and Agenda (Joel Rosinbum): Joel welcomed everyone to the meeting and set the meeting's agenda. He also asked for disclosure of any potential conflict of interest that any board member has with any of the items on the agenda. There were no potential conflicts of interest disclosed.

3. CEO Informational Update (Vic Brumfield): Vic Brumfield provided a summary of the financial forecast of the organization and the organization’s priorities.

4. Growth & Technology (Krista Prescott and Darren Jacoby). Krista Prescott, USAT Chief Marketing and Growth Officer, and Darren Jacoby, USAT Senior Director of Constituent Growth and Retention, provided an update on the organization’s membership and value proposition and presented a phased approach to enable organizational growth and investment in technology

5. High Performance (HP) Informational Update (Scott Schnitzspahn). Scott Schintzpahn, USAT HP General Manager, provided the HP Support and Racing Progression pyramid. He also shared the 2024 HP Investment Strategy which will primarily focus on this year's games. The 2025 strategy will focus on the future which includes increased revenue and expense efficiencies.

6. Legal Governance & Compliance (Damilola Sule). Damilola presented proposed revisions to the Officer Election Standard Operating Procedures (SOP). Additional changes were proposed by the BoD. It was determined that voting to approve the updates will be made at a later date after requested changes are made to the proposed SOP.

7. Independent Director Retainment (Joel Rosinbum). The Board discussed whether to retain Laura Oliphant and Scott Sternberg as Independent Directors on the Board for the 2025-26 term in separate discussions and votes.

MOTION	Henry Brandon	Keri Serota	
To retain Scott Sternberg as an Independent Director for 2025/2026 term (3rd Term)			
CARRIED			

MOTION	Henry Brandon	Felix Stellmaszek	
To retain Laura Oliphant as an Independent Director for 2025/2026 term (2nd term)			
CARRIED			

8. Executive Session

MOTION	Keri Serota	Laura Oliphant	
To go into Executive Session.			
CARRIED			

MOTION	Leslie Knibb	Gabriela Gallegos	
To come out of Executive Session.			
CARRIED			

9. Meeting Review: The following best practices were recommended to continue to maintain meeting effectiveness and efficiency: (a) consensus voting and (b) on-time start of meeting.

9. Take Away: The Board will vote on the revised Officer Election SOP at a later.

10. Adjournment

MOTION	Dylan Sorenson	Keri Serota	
To adjourn board meeting.			
CARRIED			

The meeting adjourned at 7:26 PM MT.