



USA Judo Board of Directors Meeting Minutes October 23, 2024, via Teleconference

Attendees:

Colton Brown
Joon Chi
Ben Goodrich
Shannon Hondl
David Johnson
Jeff LeForce
Marti Malloy
Ari Miller
Gerry Navarro
Nicole Stout
James Webb

USA Judo Staff:

Keith Bryant, Executive Director/CEO
Bill Kellick, Communications & Marketing Manager/Board Secretary

Attorney:

Steve Smith, USA Judo Counsel

Called to order at 1:50 pm MDT

Mr. Johnson called for any conflicts of interest. Mr. LeForce noted a potential conflict with the discussion of the Ethics & Grievance Committee.

The first agenda item discussed was the USOPC demand letter dated September 26 regarding ethics and conflicts, committees and compliance, and strategic planning. Mr. Webb suggested incoming board members be included in upcoming meetings so they can get up to speed on the issues at hand.

Discussion was held on the reconstitution of the Ethics & Grievance Committee by the November 27 deadline set by the USOPC. Ms. Malloy made a motion to reconstitute the Ethics & Grievance Committee with the current three qualified members (Mark Hill, Larry Canada and Kedge Zawack), seconded by Shannon Hondl. Discussion was had and a vote was held.

Mr. Brown, Mr. Goodrich, Mr. Hondl, Mr. Johnson, Mr. LeForce, Ms. Malloy, Mr. Miller, Mr. Navarro and Mr. Webb voted in the affirmative.

Ms. Stout abstained.

Motion passed 9-0 with one abstention.

The next agenda items discussed were the two reports from the Nominating & Governance Committee regarding reaffirming the structure of the committees to be in compliance. Mr. LeForce made a motion to accept the report dated October 3, 2024, from the Nominating & Governance Committee, seconded by Mr. Goodrich. Discussion was held. Vote was held.

Mr. Brown, Mr. Goodrich, Mr. Hondl, Mr. Johnson, Mr. LeForce, Ms. Malloy, Mr. Miller, Mr. Navarro and Mr. Webb voted in the affirmative.

Ms. Stout abstained.

Motion passed 9-0 with one abstention.

Mr. Chi joined the meeting at 2:25 pm MDT

The next item was the Nominating & Governance Committee report dated October 4, 2024, regarding who is eligible for compensation and what is considered compensation vs. reimbursement. Ms. Stout made a motion to reject the report on the basis of conflating athletes with everything else, seconded by Mr. Miller. Discussion was held. Vote was held.

Mr. Miller, Mr. Navarro, Mr. Chi and Ms. Stout voted in the affirmative.

Mr. LeForce, Mr. Goodrich, Mr. Webb, Mr. Johnson and Mr. Hondl voted in the negative

Ms. Malloy and Mr. Brown abstained.

Motion does not carry by a 5-4 vote with two abstentions.

Mr. LeForce made a motion to accept the report, seconded by Mr. Goodrich. Discussion was had and vote was held.

Mr. Goodrich, Mr. Hondl, Mr. Johnson, Mr. LeForce and Mr. Webb voted in the affirmative.

Mr. Chi, Mr. Miller, Mr. Navarro and Ms. Stout voted in the negative.

Mr. Brown and Ms. Malloy abstained.

Motion passed 5-4 with two abstentions.

Mr. LeForce made a motion that the new board should include this report in a bylaw review regarding the standards set out in the Nominating & Governance Committee report, seconded by Ms. Stout. Vote was held.

Mr. Chi, Mr. Goodrich, Mr. Hondl, Mr. Johnson, Mr. LeForce, Mr. Miller, Mr. Navarro, Ms. Stout and Mr. Webb voted in the affirmative.

Mr. Brown and Ms. Malloy abstained.

Motion passed 9-0 with two abstentions.

The next agenda item was the USOPC's Athlete Commission policy and compliance update. Mr. Johnson noted that the USA Judo Athlete's Advisory Committee (AAC) has named Ben Goodrich to the Audit Committee by a 4-2 vote (with two abstentions) as the AAC representative joining Shannon Hondl and Jim Webb on the committee. Mr. Webb agreed to serve as the chair of the Audit Committee. Discussion was held on having the Audit Committee fulfill the 990 request and to review Ms. Stout's request for an external audit.

Ms. Stout made a motion for an external audit of USA Judo's financial statements, seconded by Mr. Navarro. Discussion was held. Motion was withdrawn.

The next agenda item was addressing the creation of a bylaw task force. Mr. Goodrich and Mr. Navarro agreed to serve on the task force.

The next topic addressed the current coaching system, liability and governance. The current coaching system is operating outside of compliance. Mr. Johnson made a three-part motion for: 1) a formal documents request from Pat Burris; 2) a move to change point of sale to the Sport:80 system to record financial transactions, and 3) a move to issue an RFP to other entities for a technology platform, educational rubric, and content creation of coaching resources. Motion was seconded by Mr. Hondl. Discussion was held. Motion tabled until next meeting due to meeting deadline.

Meeting adjourned at 3:30 pm MDT.