

USS Board of Directors 1/7/2026 Meeting Minutes

In attendance for the special meeting on 1/7/2026 of the USS Board of Directors (“BOD”) were USS BOD President; Mark Carleton, Vice President; Susan Sandvig-Shobe, Treasurer; Duncan White, Jane Lute, Mike Plant, Robert Woodbury, Brittany Bowe, Conor McDermott-Mostowy and William Gebauer. The listed members in attendance constitutes a quorum of the Board. USS Executive Director Ted Morris was also in attendance.

1) Welcome

Mr. Carleton called the meeting to order at 5:02pm MT

Board members congratulated Ms. Bowe on becoming a four-time Olympian and Mr. McDermott-Mostowy on making his first Olympic Team.

2) Declarations of any Conflict with Agenda

No potential conflicts were declared.

3) Bylaw Recommendations

Ms. Lute presented recommendations on bylaw amendments to article 8 on behalf of the working group. The revised recommendations incorporated suggestions from staff, Rusty Smith and Mr. Woodbury. The group discussed Mr. Smith’s concerns about board member participation on the nominating and governance committee but agreed that the right checks and balances were in place to address his concerns. The Board agreed to simplify the appointment confirmation process by aligning it with the annual board meeting. Ms. Lute motioned for approval of the proposed bylaw amendments. Second by Mr. Gebauer; approved.

4) Appointment of Nom Gov Committee

The board approved the President’s nomination of Ms. Lute, Ms. Wheelock and the AAC’s nomination of Mr. Gebauer as the members of the Nominating and Governance Committee.

5) Succession Planning Discussion

The board discussed the process of selecting new leadership within USS, with Mr. Carleton emphasizing the need to focus on recruiting independent board members. The Nominating and Governance Committee will develop a preliminary outline on process and Timeline for the executive leadership succession plan to be reviewed by the full Board.

6) New Business

Mr. Carleton expressed his thanks to the working committee for the time and effort on the bylaw revisions. The working group agreed with the Board that they will continue to review the bylaws to see if any other amendments are needed.

7) Conclusion

Mr. Carleton ended the meeting at 6:12pm MT.

8) Executive Session

An Executive Session of the Board was held.