

USAT Board Meeting Minutes

Location	Date	Time	Format
Atlantic City, NJ	September 13, 2024	9:03 AM (EST)	In-Person

In Attendance:

Board Members Present		
Joel Rosinbum	Chair	Present
Henry Brandon	Vice Chair	Present
Yvonne Spencer	Secretary	Present
William Huffman	Treasurer	Present
Gabriela Gallegos	Director	Virtual
Leslie Knibb	Director	Present
Laura Oliphant	Director	Present
Keri Serota	Director	Present
Felix Stellmaszek	Director	Present
Scott Sternberg	Director	Present
Katie Zaferes	Director	Present
Dylan Sorenson	Director	Present
Staff Present		
Victoria Brumfield	CEO	Present
Krista Prescott	Chief Growth and Marketing Officer	Present
Damilola Sule	Staff Attorney	Present
Jenny Wilson	Senior Director of Finance	Virtual
Scott Schnitzpahn	High Performance General Manager	Present
Others Present		
Laura Peeters	Legal Consultant	Present
Beth Kaufman	Governance Consultant	Present only as set forth in #4 below

1. Call to Order/ Roll Call. Mr. Rosinbum called the meeting to order at 9:03 AM EST and then established a quorum.

2. Chairperson’s Opening Remarks and Consent Agenda. Mr. Rosinbum set the meeting's agenda and asked for the disclosure of any potential conflict of interest. Ms.

Serota expressed her potential conflict of interest due to her role in "DareToTri" which supports paratriathlon-athletes. No other potential conflicts of interest were disclosed.

MOTION: Approve Consent Agenda	
a) June 24, 2024 Minutes	
b) June 30, 2024 Minutes	
c) July 25, 2024 Minutes	
d) Independent Director Selection Process	
e) Officer Election Process	
f) Financial Signature Authorization Letter	
William Huffman	Laura Oliphant
CARRIED	

MOTION: Approve USAT Bylaws revisions regarding Bylaw 8.4(a) – Athlete Representation Qualification	
Leslie Knibb	Dylan Sorenson
CARRIED	

USAT staff will provide the Board with a revision of the proposed USAT Hall of Fame Policy no later than November 2024.

3. CEO Update.

Ms. Brumfield provided an update on the organization. She then provided an update on LA28.

Mr. Schnitzpahn provided a summary of the Olympic and Paralympic Games.

Ms. Brumfield and Ms. Prescott presented the status of USAT’s strategic plan and USAT’s value proposition work. A discussion ensued.

Ms. Prescott and Mr. Schnitzpahn left the meeting at noon.

4. Governance Project.

Ms. Kaufman joined the meeting at noon . She presented proposed changes to the functions of the Board. A discussion ensued. USAT staff will update the functions and provide them to the Board before its next meeting.

Ms. Kaufman also presented on the onboarding process for Board members. A discussion ensued. USAT staff will update the draft and provide it to the Board before its next meeting. A discussion ensued.

Ms. Kaufman left the meeting at 1:50 PM.

5. Board Officer Role Discussion.

Mr. Rosinbum discussed the upcoming officer election and the duties of the various officer positions up for election.

6. Treasurer's Report.

Ms. Wilson joined the meeting at 2:50 PM and dropped off a short time thereafter. Mr. Huffman provided an update on the financials.

7. Legal, Governance and Compliance.

Ms. Peeters updated the Board on the SafeSport audit. A discussion ensued.

Ms. Peeters also discussed annual board reviews. A discussion ensued.

Mr. Sternberg provided an update on the Paratriathlon Development Committee's work.

Ms. Sule discussed committees.

8. Executive Session.

MOTION: Open Executive Session at 4:22PM EST	
Keri Serota	Dylan Sorenson
CARRIED	

MOTION: Adjourn Executive Session at 4:32PM EST	
Laura Oliphant	Dylan Sorenson
CARRIED	

9. Adjournment

MOTION: Adjourn board meeting at 4:53 PM EST	
Keri Serota	Felix Stellamaszek
CARRIED	