



Board of Directors | Meeting Minutes | September 30, 2023

Location: AC Hotel Washington DC Downtown | 1112 19th Street NW | Washington, DC 20036

Present: Jenny Schumacher (Chair), Shameeka Quallo (Vice Chair), Erin Andica, Michael Choi, Andy Coggins, Mario Dispenza, Tayler Harris, Nick Maietta, John McGovern, Sara Soto

Present Remotely: Jordan Cantrell, Sally Van de Water

Staff Present: Matt Sicchio (CEO), Mike Gattone (Senior Director of Sport Performance), JP Nicoletta (Director of Sport Development), Anna Swisher (Director of Sport Science and Coach Development), Andrea Andrews (Director of Finance & Compliance; joined remotely), Pedro Meloni (Director of Events & Sponsorships; joined remotely)

1. **Call to Order.** The Chair called the meeting to order at 8:18am ET. With all Board members present, a quorum exists. The Chair welcomed everyone and opened with a review of USAW's strategic plan pillars, BOD responsibilities with respect to their roles and relationships within the weightlifting community, and how that impacts USAW's operating model.
2. **Declaration of Conflicts of Interest.**
 - a. Jenny Schumacher: Category 1 ITO, Club owner/Coach
 - b. Shameeka Quallo: None
 - c. Erin Andica: None
 - d. Jordan Cantrell: None
 - e. Michael Choi: Category 1 ITO, Club owner/Coach, Instructor
 - f. Andy Coggins: Club owner/Coach, Acting WSO President (GA)
 - g. Mario Dispenza: Category 1 ITO, Head Coach
 - h. Tayler Harris: Spouse of a contractor to USAW's High Performance Dept., Masters Athlete
 - i. Nick Maietta: None
 - j. John McGovern: None
 - k. Sara Soto: Category 2 ITO, NY WSO Representative, Masters Athlete
 - l. Sally Van de Water: Category 1 ITO, Gym owner, spouse of a club owner, Coach, spouse is a coaching course instructor and WSO President.
3. **Approval of Minutes.**
 - a. Motion made (JS) and seconded (AC) to approve 4/14-4/15/23 meeting minutes, as presented in pre-meeting materials.
 - b. Discussion: SV requested clerical revisions to the opening time and notation that JM attended remotely.
 - c. Upon motion duly made and seconded to accept the minutes with noted revisions, the minutes were approved by unanimous vote.

4. **CEO Report.** Matt Sicchio (CEO) presented an update at the nearly one-year mark of his tenure, with focus on operational health including financial health, infrastructure, compliance, high performance, and grassroots.
5. **Operational Reports – Part 1.** Members of the headquarters team presented summary operational reports to the Board to supplement information submitted to the Board in pre-meeting materials.
 - a. Finance report presented by Andrea Andrews (Director of Finance & Compliance) (joined remotely) with year-to-date financials through August and mid-year budget reforecast.
 - b. Andrea Andrews and MS presented an overview of the proposed Endowment and Investment Spending Policy, which draft policy was included in the pre-meeting materials.
 - i. The Board engaged in a discussion of the history and purpose of the USAW endowment, and the details of the proposed policy.
 - ii. Motion made (TH), and seconded (SS), to approve the proposed policy with revision to extend internal line of credit repayment terms from 12 months to 18 months.
 - iii. Discussion: no further discussion.
 - iv. Policy approved by unanimous vote.
 - c. The Sport Development report, covering Membership Services and Coach Development updates, was presented by JP Nicoletta and Anna Swisher.
 - d. High-Performance updates were presented by Mike Gattone, including results from the 2023 IWF World Championships, the latest position of Team USA athletes in the IWF's Olympic Qualifying Rankings, and dates/locations of remaining Olympic qualifying events.
 - e. Anna Swisher presented an additional update on our Sports Science work, specifically our innovation in motion capture and biomechanics.
6. **Bylaws Revision Project Update.** Suzanne Crespo of Bryan Cave Leighton Paisner (outside counsel) joined remotely to share updates on her work on proposed revisions to the bylaws, including thanking the Board's bylaws task force for their input. There will be multiple additional rounds of input for the Board before a proposed set of revisions is presented for the Board's consideration in December.
7. **Operational Reports – Part 2.** Events and Sponsorship updates were presented by Pedro Meloni (joined remotely), including a discussion of results from the North American Open Series 2, the events calendar for 2024, and highlights of some operational challenges with volunteer TOs/loaders/etc. (as raised in a letter to us from Columbus Weightlifting, which was shared with the Board in pre-meeting materials). MS noted that though the content of the letter from Columbus Weightlifting covered operational matters that do not rise to the level of requiring Board action, the letter was shared with the Board for visibility and upon request of Columbus Weightlifting.
8. **Executive Session.** Upon motion made (JS), seconded (TH) and approved by unanimous vote, the Board entered executive session at 2:37pm ET. Subjects covered included Masters Council and other committees. At 4:26pm ET, the Board exited executive session.
9. **Masters Council, Technical Commission and Competition Commission.** The BOD discussed the makeup of the Masters Council and other committees, and the decisions by members of the Masters Council to

(a) create a new corporate entity and (b) vote formally to separate from the USAW Masters Council. The BOD discussed the reality that such decisions breached the fiduciary duty those members had to USAW. After discussion, the BOD decided to vote on the status of each individual and their respective position(s) on the Masters Council, Technical Commission and Competition Commission.

a. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws Michael Cohen is immediately removed without cause from the USA Weightlifting Masters Council.

- i. Motion seconded by SV
- ii. Discussion: none
- iii. Vote: Approved unanimously

b. Motion made by JS: Notwithstanding the fact that Michael Cohen has been removed from the USAW Masters Council without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by Michael Cohen do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting Bylaws, Michael Cohen is also immediately removed for cause from the USA Weightlifting Masters Council due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.

- i. Motion seconded by SQ
- ii. Discussion: none
- iii. Vote: Approved unanimously

c. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws John Van Cramer is immediately removed without cause from the USA Weightlifting Masters Council.

- i. Motion seconded by AC
- ii. Discussion: none
- iii. Vote: Approved unanimously

d. Motion made by JS: Notwithstanding the fact that John Van Cramer has been removed from the USAW Masters Council without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by John Van Cramer do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting Bylaws, John Van Cramer is also immediately removed for cause from the USA Weightlifting Masters Council due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.

- i. Motion seconded by MC
- ii. Discussion: none
- iii. Vote: Approved unanimously

e. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws R. Leslie Simonton is immediately removed without cause from the USA Weightlifting Masters Council.

- i. Motion seconded by TH
- ii. Discussion: none
- iii. Vote: Approved unanimously

- f. Motion made by JS: Notwithstanding the fact that R. Leslie Simonton has been removed from the USAW Masters Council without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by R. Leslie Simonton do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting Bylaws, R. Leslie Simonton is also immediately removed for cause from the USA Weightlifting Masters Council due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.
 - i. Motion seconded by SS
 - ii. Discussion: none
 - iii. Vote: Approved unanimously

- g. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws R. Leslie Simonton is immediately removed without cause from the USA Weightlifting Technical Commission.
 - i. Motion seconded by JM
 - ii. Discussion: none
 - iii. Vote: Approved unanimously

- h. Motion made by JS: Notwithstanding the fact that R. Leslie Simonton has been removed from the USAW Technical Commission without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by R. Leslie Simonton do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting Bylaws R. Leslie Simonton is also immediately removed for cause from the USA Weightlifting Technical Commission due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.
 - i. Motion seconded by SV
 - ii. Discussion: none
 - iii. Vote: Approved unanimously

- i. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws Joseph Triolo is immediately removed without cause from the USA Weightlifting Masters Council.
 - i. Motion seconded by MC
 - ii. Discussion: none
 - iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

- j. Motion made by JS: Notwithstanding the fact that Joseph Triolo has been removed from the USAW Masters Council without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by Joseph Triolo do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting Bylaws, Joseph Triolo is also immediately removed for cause from the USA Weightlifting Masters Council due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.
 - i. Motion seconded by AC
 - ii. Discussion: none
 - iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

- k. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws Joseph Triolo is immediately removed without cause from the USA Weightlifting Technical Commission.
 - i. Motion seconded by EA
 - ii. Discussion: none
 - iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

- l. Motion made by JS: Notwithstanding the fact that Joseph Triolo has been removed from the USAW Technical Commission without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by Joseph Triolo do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting Bylaws, Joseph Triolo is also immediately removed for cause from the USA Weightlifting Technical Commission due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.
 - i. Motion seconded by JM
 - ii. Discussion: none
 - iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

- m. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws Corinne Grotenhuis is immediately removed without cause from the USA Weightlifting Masters Council.
 - i. Motion seconded by TH
 - ii. Discussion: none
 - iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

- n. Motion made by JS: Notwithstanding the fact that Corinne Grotenhuis has been removed from the USAW Masters Council without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by Corinne Grotenhuis do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting Bylaws, Corinne Grotenhuis is also immediately removed for cause from the USA Weightlifting Masters Council due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.
 - i. Motion seconded by: SS
 - ii. Discussion: none
 - iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

- o. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws Corinne Grotenhuis is immediately removed without cause from the USA Weightlifting Technical Commission.
 - i. Motion seconded by AC
 - ii. Discussion: none
 - iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

- p. Motion made by JS: Notwithstanding the fact that Corinne Grotenhuis has been removed from the USAW Technical Commission without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by Corinne Grotenhuis do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting

Bylaws, Corinne Grotenhuis is also immediately removed for cause from the USA Weightlifting Technical Commission due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.

- i. Motion seconded by JC
- ii. Discussion: none
- iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

q. Motion made by JS: Pursuant to Section 8.7.b. of the USA Weightlifting Bylaws Corinne Grotenhuis is immediately removed without cause from the USA Weightlifting Competition Commission.

- i. Motion seconded by SQ
- ii. Discussion: none
- iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

r. Motion made by JS as follows, Notwithstanding the fact that Corinne Grotenhuis has been removed from the USAW Competition Commission without cause pursuant to an earlier motion, the Board wishes to go on the record that it considers the actions taken by Corinne Grotenhuis do rise to the level of “for cause” under the USA Weightlifting Bylaws. Therefore, pursuant to Section 8.7.b. of the USA Weightlifting Bylaws, Corinne Grotenhuis is also immediately removed for cause from the USA Weightlifting Competition Commission due to their breach of their fiduciary duties arising from their May 19, 2023 vote to separate from USA Weightlifting and their April 24, 2023 incorporation in Georgia of a new corporation called USA Masters Weightlifting, Inc.

- i. Motion seconded by SV
- ii. Discussion: none
- iii. Vote: Approved by vote of 11 in favor, 1 abstention (MD)

s. Note: each aforementioned individual will be notified of their status promptly following the conclusion of the BOD meeting.

10. **Closing Items.** The Chair summarized topics/questions brought up during meeting that can be responded to in writing at a later date. She also noted that CEO evaluation and BOD self-evaluations to begin in November. Final scheduled BOD meeting for 2023 will be held in December.

11. **Adjournment.** At 5:08pm upon motion duly made, seconded, and approved unanimously, the meeting was adjourned.