



Board of Directors | Meeting Minutes | April 14-15, 2023

April 14, 2023

Location: U.S. Olympic & Paralympic Training Center | Colorado Springs, CO

Present: Nick Maietta (Chair), Shameeka Quallo (Vice Chair), Erin Andica, Mike Choi, Andy Coggins, Tayler Harris, Jenny Schumacher, Sara Soto, Sally Van de Water

Staff Present: Matt Sicchio (CEO), Andrea Andrews, Mike Gattone, Lorene Halford

1. **Call to Order.** The Chair called the meeting to order at 12:00pm MST. This meeting is designed primarily to serve as an in-person orientation session for our three new Board members (AC, TH, SS). It's great the other Board members were able to arrive early and join us for today's sessions. We did a quick review of the agenda for the day.
2. **Lunch in the U.S. Olympic & Paralympic Training Center (USOPTC) Cafeteria.**
3. **Tour of the USOPTC.** Mike Gattone and Lorene Halford from the USAW team led a tour of the facility. We saw the training, recovery, high altitude, and sports medicine facilities that we typically use for our high performance camps. We met with key members of the U.S. Olympic and Paralympic Committee's (USOPC) high performance and sports medicine teams on-site.
4. **USAW Operations Landscape.** Matt Sicchio presented on the USAW mission, vision, core values, and organizational chart. Feedback from Board members that we should publicize the org chart on our website as it tells an important story about the small size of our team. Most members, and even many Board members until today, don't understand how small the team is that is tasked with the broad scope of USAW work.
5. **Role of the Board.** Nick and Shameeka presented on the role of the Board in governance and strategy, in contrast to the staff's role in operations. Specific topics included:
 - a. Fundamentals of good governance
 - b. Characteristics of high performing boards
 - c. Primary board responsibilities
 - d. Fiduciary duty
 - e. Expectations for information sharing and meetings,
 - f. Elements of effective committees
 - g. Unique characteristics of non-profit governance
 - h. Unique characteristics of non-profit governance in the sports industry

6. **USAW Financial Landscape.** Andrea Andrews (Director of Finance & Compliance) presented a high-level view of USAW's financial landscape, including a summary view of our primary sources of revenue and expenses.
7. **Miscellaneous.** Matt Sicchio briefed the group on USAW's Directors & Officers Liability Insurance policy.
8. **Adjournment.** The Chair adjourned the meeting at 5:00pm MST.

April 15, 2023

Location: U.S. Olympic & Paralympic Museum | Colorado Springs, CO

Present: Nick Maietta (Chair), Shameeka Quallo (Vice Chair), Erin Andica, Mike Choi, Andy Coggins, Mario Dispenza (remote), Tayler Harris, John McGovern (remote), Jenny Schumacher, Sara Soto, Sally Van de Water

Staff Present: Matt Sicchio (CEO), Andrea Andrews, Mike Gattone, Lorene Halford, JP Nicoletta

Guests: Dave Patterson (U.S. Olympic & Paralympic Committee), Steve Smith (Bryan Cave Leighton Paisner), Suzanne Crespo (Bryan Cave Leighton Paisner), Dragomir Cioroslan (U.S. Olympic & Paralympic Committee) (remote)

1. **Call to Order.** The Chair called the meeting to order at 8:30am MST.
2. **Conflict of Interest Declarations.**
 - a. Jenny Schumaker: Category 1 ITO, Club owner/Coach
 - b. Shameeka Quallo: None
 - c. Erin Andica: None
 - d. Michael Choi: Category 1 ITO, Club owner/Coach, Instructor
 - e. Andy Coggins: Club owner/Coach, Acting WSO President (GA)
 - f. Mario Dispenza: Category 1 ITO, Head Coach
 - g. Tayler Harris: Spouse of a contractor to USAW's High Performance Dept., Masters Athlete
 - h. Nick Maietta: None
 - i. John McGovern: None
 - j. Sara Soto: Category 2 ITO, NY WSO Representative, Masters Athlete
 - k. Sally Van de Water: Category 1 ITO, Gym owner, Spouse of a club owner, Coach, Spouse is an instructor.
3. **Governance Best Practices.** Dave Patterson (Senior Governance Advisor, U.S. Olympic & Paralympic Committee) presented on the topic of best practices in governance, with an emphasis on issues specific to national governing bodies in the U.S. Olympic & Paralympic movement.

The Board entered executive session at 10:00am MT

4. **International Relations.** Dragomir Cioroslan (Director of International Strategies & Development, U.S. Olympic & Paralympic Committee) presented (via Zoom) on the topic of international relations, with an emphasis on the status of weightlifting for the LA2028 Olympic Games. Ursula Papandrea (USAW General Secretary) was originally scheduled to co-present this session but at the last minute had travel complications that prevented her from attending either in-person or remotely. We'll do our best to have Ursula present at the next in-person meeting of the Board scheduled for September.

Executive session ended at 11:30am MT

5. **Museum tour & Lunch.**
6. **Bylaws Revision Project.** Suzanne Crespo and Steve Smith – both from Bryan Cave Leighton Paisner – led a discussion around a Bylaws revision project. USAW has formally engaged Bryan Cave to conduct this work for us, with a goal of cleaning-up a Bylaws document that has become a “Frankenstein” of sorts as provisions have been added and/or amended over time without thorough consideration for how they are connected to, or impact, other sections of the Bylaws. In addition, there is a lack of harmonization between the USAW Bylaws and other key governance documents (e.g., Code of Ethics). Bryan Cave is scoping out the project as we speak, and will come back to the USAW Board with a specific timeline and project flow later in the summer. The Board has created a task force to consolidate its initial input into the process. Bryan Cave will provide multiple other opportunities for input as part of the drafting and review process, with an ultimate goal of presenting proposed Bylaws revisions to the USAW Board for consideration by the end of the calendar year. We'll get regular updates from Bryan Cave on progress, including at the next in-person meeting of the Board.
7. **Operations Report.** Matt Sicchio and other members of the USAW team gave high level briefings on key areas of USAW operations. These presentations were supplemented by written reports distributed to Board members in advance of the meeting.
 - a. **CEO Report.** Matt Sicchio briefed the Board on the following topics:
 - i. Six-month reflections (Matt started in the CEO role in October 2022)
 - ii. Priorities for the remainder of 2023
 - iii. What does a high-performing NGB look like?
 - iv. USA Weightlifting Foundation's Q2 fundraising event (The Big Lift | Austin, TX)

- b. **Finance Report.** Andrea Andrews briefed the Board on the financial status of the organization wrapping up 2022 and reviewing the first two months of the year.

For 2022, we will post a net loss that is primarily a “paper” loss due to the underperformance of our investments and the associated unrealized loss. Event and membership revenue outperformed budget, while sponsorship and coach education revenue were slight underperformers.

Three months into 2023, we are lagging on coach education revenue but on track for membership and event revenue. Expenses are tracking on budget so far, with the exception of contract labor where we are tracking ahead of pace.

- c. **High Performance Report.** Mike Gattone and Lorene Halford briefed the Board on Team USA's results on the platform.

At the recently completed Senior Pan Ams (Argentina), our women's team finished 1st and our men's team finished 2nd in the team competition. Team USA brought home 45 medals, up from 27 medals at the same competition in 2022.

At the recently completed Youth World Championships (Albania), Ella Nicholson of Team USA became a World Champion with an overall gold medal, a gold in snatch, and a silver in clean & jerk. Our women's team finished 2nd overall and our men's team finished 4th.

We shared an updated view of the IWF Olympic Qualification Ranking (OQR), which shows 10 American women ranked in the top 10 in their respective weight classes (assuming the official rankings allowed more than one athlete per nation) and two American men ranked in the top 10.

Finally, Mike updated the Board on the funding status of athletes who qualified for support under the updated funding system approved by the AAC and the Board earlier this year. There are currently 10 women and 4 men in the Paris A funding category, 2 men in the Paris B funding category, 5 women in the Developmental funding category, and 1 man in the Developmental funding category.

- d. **Sport Development Report.** JP Nicoletta briefed the Board on key developments in our Sport Development program.
- i. Membership numbers are up slightly year-over-year.
 - ii. Great news that 59% of members have chosen to auto-renew.
 - iii. Clubs are holding at roughly 730.
 - iv. The resurgence of local competitions post-covid appears to be driving healthy membership numbers.
 - v. 13 WSOs will hold elections at the end of 2023 heading into 2024.
 - vi. Search is underway for an additional coordinator-level team member so provide front line customer service.
 - vii. New SafeSport requirement this year for all coach members created some pushback from members and an abnormally high number of coach members in an "action required" status.
 - viii. New org chart that Matt shared with you effectively moves all things "grassroots" under this new Sport Development vertical.
 - ix. On the DEI front, the loss of both Suzy and Brandon has set-us back on our public facing activities. We need a new internal champion for this work.
 - x. Coach education enrollments are slightly down from where we wanted to be at this point.

8. **Adjournment.** The Chair adjourned the meeting at 3:05pm MT.