
U.S. Ski & Snowboard Board of Directors' Minutes

Wednesday, March 17, 2021, 1:00 p.m. – 3:30 p.m.

Videoconference

Meeting Chairman: Kipp Nelson

Vice Chair: Eric Resnick

Board Members Present: Liz Arky, Frankki Bevins, Rosie Brennan (athlete), Alex Deibold (athlete), Bryan Fletcher (athlete), Kenneth Graham, Cami Thompson Graves, Lisa Kosglow, Martina Lussi, Andy McLane, Warner Nickerson (athlete), Dylan Omlin, Mike Page, Steve Shafran, Tiger Shaw, Steve Strandberg, Tom Wallisch (athlete), Heather McPhie Watanabe (athlete), and Tom Yaps.

Ex-Officio Board Members Present: Dexter Paine, Holly Brooks, Andrew Weibrecht, Kelly Pawlak, Brian Leach, Hank Tauber, Nick Sargent, and Kikkan Randall

Board Members Excused: Darryl Landstrom

Management Team Present: Brooke McAfee, Sheryl Barnes, Trisha Worthington, Michael O'Connor, Charlotte Moats, Alison Pitt, and Jamie Nagle.

Additional Attendees: Troy Talyor, Chris Grover, Kate Anderson, Tyler Kornfeld, Sharka Fabian, Patty Frechette, McKenzie St. Onge, Ellen Adams, Hannah Kearney (athlete).

1. Chairman Calls the Meeting to Order

Mr. Nelson called the meeting to order at 1:05 p.m., mountain time.

2. Roll Call & Establishment of Quorum: Alison Pitt

Ms. Pitt made a roll call and noted that a quorum was present. Ms. Pitt requested that Directors declare conflicts concerning any item on the agenda at this time.

3. U.S. Ski & Snowboard November 11, 2020 Meeting Minutes' Approval: Alison Pitt

Mr. McLane moved, and Mr. Strandberg seconded the motion to approve the meeting minutes from November 11, 2020. There was no comment and the motion passed unanimously.

4. U.S. Ski & Snowboard Chairman's Report: Kipp Nelson

Mr. Nelson started by thanking the athletes for their amazing performance this year. He congratulated Ms. Brennan on a great year and accomplishments in her competitions.

Exactly a year ago, we spent a number of years addressing our budget only to have Covid-19 end our season. It was unknown if we would be able to train and have a season this year. Through everyone's efforts, we were able to have a very successful season. Despite increased expenses with Covid-19, our trustees stepped up and supported our teams and our ability to compete this year. Mr. Nelson thanked Ms. Worthington and her team.

Regarding marketing efforts, we were down because of two events cancelled at the beginning of the season. But, marketing was able to provide alternative benefits to our sponsors and we ended the year in a good position.

We had great success with receiving a PPE loan, which received forgiveness and it was instrumental in supporting our organization this year. Mr. Nelson thanked Mr. Shaw and his entire team for their efforts to secure the PPE loan and the assistance of our bank.

Athletically, we've had a great year. Perhaps it is reflective of our pivot to focus on the athletes and not only results. Mr. Nelson thanked the staff for their efforts during this very successful season during such a challenging time.

5. U.S. Ski & Snowboard Chief Executive Officer's Report: Gale H. "Tiger" Shaw

Mr. Shaw highlighted the athletic results and discussed the following achievements:

Cross Country: Jessie Diggins with her historical overall in distance crystal globes. Rosie Brennan had incredible huge performances this season. We had successes with the Juniors: Hailey Swirbal had her first world cup podium finishing 3rd; Gus Schumacher was twice in the top-10; Scott Patterson returning after a year of recovery with a top-15 world cup finish and in world championships. D-Teamers: J.C. Schoonmaker, Ben Ogden, and Hannah Halvorson all scored world cup points. We have superstars but we also show great growth in our pipeline.

Snowboard: World Championships in Aspen: Chloe Kim returned and won all of her events to date. Halfpipe: Maddie Mastro 2nd. Slopestyle: Jamie Anderson 2nd.

Freeski: World Championships in Aspen: Hanna Faulhaber 4th, Brita Sigourney 5th and Devin Logan 6th, Birk Irving 3rd, Alex Feirra 4th, Aaron Blunck 5th, Colby Stevenson 2nd, and Alex Hall 3rd.

Alpine: Mikaela's four medals at the world championship. She has 8 world cup podiums. Paul Moltzen with a breakout season. Nina O'Brien also had incredible break-out seasons, almost winning the Alpine GS. Breezy Johnson, 3rd place four times had a great comeback. AJ Hurt 3rd in Junior Worlds, Bella Wright, Katie Hensien with bronze medals. The development team also had incredible performances. Tommy Ford and Ryan Cochran-Siegle - both with great performances with season-ending injuries but on their way to recovery. River Radimus with a great season in GS; Erik Arvidsson had an amazing 1st season. Sam Morse with a world cup podium, Ben Richie winning Europa Cup and Junior World Championship Slalom. Our slalom team is back and showing their speed. Jett Seymour had two Europa cup Slalom podiums Steven Nyman had a top 10 finish.

Freestyle: We swept the podium with women's duals at Deer Valley: Kai Owens, Hanna Soar and Tess Johnson. Ashley Caldwell and Chris Lillis with silver in aerials. Team aerial bronze with Chris Lillis, Ashley Caldwell and Eric Loughren

Retirements: Teg Ligety; Simi Hamilton, Sophie Caldwell, Sadie Bjornsen on the Cross country team. We wish the best to them.

Mr. Shaw presented the state of the organization. Covid-19 had an impact on our season with events and testing. We administered XX tests with less than half a percent being positive. We have had a few positives within our team. We have an isolation event in Kazakhstan with our Aerials and Moguls Teams. The situation reinforced that we made the correct decision in withdrawing from the JWC for Freestyle, Freeski, and Snowboard in Russia.

We are launching a content collective to help the athletes and in support of our partners and sponsors. There is a similar program being launched by the USOPC and USOPP that is called "AMP." About 116 of our athletes are eligible for it. There is ongoing discussion on when and how NGB intellectual property may be used in this program. At this time, athletes can participate in the program without use of the NGB IP.

Financially, we've had a great year where we will carry over approximately two million into the next season and our endowment is close to sixty million. Ms. McAfee will discuss our refinancing and move to Zions Bank.

The Gold Pass Program is absolutely on fire. We are completely sold out for next year and have a wait list. We are extremely thankful to the NSAA and all of the resort partners for supporting this program and its support of our Team.

Mr. Nelson mentioned that our athletic results were much better than we had expected and asked for metrics to share on our performance. Mr. Taylor confirmed that his team will provide a summary of the results at the end of the season for the Annual Meeting in May. Additionally, Mr. Taylor mentioned that he works with the USOPC to provide a projection of our performances. Mr. Strandberg requested a summary for the Trustee's meeting in April.

Mr. Nelson thanked Mr. Shaw for his comments.

6. Financial Report: Brooke McAfee

Ms. McAfee said that she is inspired by the efforts of our teams every day. She thanked the events team for managing the world championship in Aspen and for Mr. Paine in supporting this event.

Financially, we received forgiveness on our first PPE loan. We received a second PPE and are awaiting forgiveness. The current PPE loan is on the financials as a liability going into next year.

Ms. McAfee noted that of the \$5M on Jeff Shiffrin Memorial Fund, \$2M will roll forward.

Snowboard and Freeski will be funded for the upcoming season for the A and B Teams. This will be a significant change and investment of our fiscal year 2022 budget and it will make our support on our high performing teams more equal.

We are refinancing our building with Zions Bank with a longer term loan and better rates. This will save us a few hundred thousand dollars each year in cash flow. Zions also offered philanthropic support of our organization by waving fees as well as making a sponsorship contribution. Our marketing team will work with them for the upcoming season.

The endowment is near sixty million in value.

Ms. Kosglow congratulated the team and coming through with funding for the Freeski and Snowboard A and B Teams. Ms. McAfee thanked Mr. Strandberg and Ms. Worthington for their efforts in coordinating this support.

a. Foundation Update: Trisha Worthington

Ms. Worthington said that being able to say that our Freeski and Snowboard Teams funded is a huge initiative and it makes seeking support across the board better.

Coaching Education and Certification: The goal is \$5M to leverage the best in the world content to share with all coaches in our clubs. We are also striving to have universal certification so that all of our athletes can benefit from the best in the world coaching.

Mr. Graham mentioned that he is very passionate about coaching education and resources. For any great organization, you have to invest in your current offering (the coaches at the elite level), but if you want to invest in your development pipeline, then you need a uniform approach that will support great coaching and involvement from coaches around the country that are thought leaders to sustain the content but also to distribute this information across the country. We've made investments in our athletes but another path to our great success will be education in our coaching development. With Covid, we are fundraising in online formats and virtual meetings. Ms. Worthington team is working on the content collective. She has secured 50K toward the 300K goal for building this program.

Ms. Worthington mentioned that we had our first live fundraiser for Freeski and Snowboard and we have thirty new donors from the event held this morning.

Additionally, Ms. Worthington reported on a new initiative being led by Kikkan Randall and Hannah Kearney. Ms. Randall provided a summary of the new program. She mentioned that if she had known about the fundraising and revenue when she was an athlete she would have better understood her opportunities. She mentioned that the goal is to broaden understanding and to connect our athletes with our supporters and to engage our athletes in more fundraising and have it as an opportunity for our athletes.

We raised over \$18M this year which is over half of our budget. Mr. Nelson thanked Ms. Worthington and her team.

b. Membership Update: Sheryl Barnes

Ms. Barnes reported that our membership was down slightly reporting current total of 32,500. This number decreased by about 9%, mostly attributable to members unable to compete in many regions. Membership revenue is only down by \$200K. We have about 12,000 members completing avalanche training modules and another 12,000 completing SafeSport training. 7,500 members completed background screening.

c. Commercial Update: Michael O’Conor

Mr. O’Conor reported that the past year has been a challenging marketplace but we were able to meet our revised goals. We were challenged by some of the cancellations to deliver to our partners and we had to pivot to a lot of virtual and online fulfillment. We are more equipped to partner with our corporate partners. We are nimbler coming out of the Covid year.

We had tremendous savings on costs and mitigations. We had a great partnership with NBC for the season that assisted us with meeting our fulfillment to our partners.

Mr. O’Conor mentioned that there are several categories and potential partners in play. We are excited about the landscape ahead.

Mr. O’Conor gave an update on the content collective and thanked Mr. Nelson and Brad Harrington for supporting it. The USANA Center of Excellence is currently in the system and we are recruiting athletes to be involved in it. The campaign will be a celebration of the COE and what it means to our athletes in their training and how it affects them.

Finally, Mr. O’Conor discussed the brands study that his group is working on with an outside party and he will present on our brand values and the insights for engaging and a revised pitch of our brand to our sponsors at the annual meeting.

Mr. Shaw thanked Aspen as a great partner to us for holding world championships. He thanked our team and all of the efforts to make the event successful.

7. Nomination & Governance Committee Report: Steve Strandberg/Lisa Kosglow

Ms. Kosglow reported on the expected bylaws changes. We are expecting to add a new board seat which will most likely be an alumni athlete seat. The USOPC is encouraging the AAC to be actively involved in the process.

USOPC AAC Election Process: Mr. Nickerson reported they had the election. Andrew Weibrecht is taking Holly Brooks’s seat. He takes the seat at the next board meeting. Emily Cook will hold the ex officio seat. Mr. Nickerson thanked Ms. Brooks for her service. Ms. Brooks will stay on committees.

Troy Murphy replaces Heather McPhie Watanabe. Ms. McPhie Watanabe will stay on committees.

Alex Deibold won. This is starting his full term.

Next big piece is defining the 10 year plus athletes and then working with the Nominating and Governance Committee on recommendations for committees. AAC will work on this prior to the next Board meeting.

8. SafeSport, Avalanche & Security Update: Alison Pitt

Ms. Pitt reported that there is no active litigation and no athlete grievances have been filed.

Ms. Pitt summarized the open cases with the Center and the NGB and reviewed the aging report of the open cases. Additionally, Ms. Pitt described the disciplinary measures taken in the last quarter. The MAAPP revisions and timeline for implementation were discussed. Finally, Ms. Pitt mentioned the membership Avalanche training course developed with the BRASS Foundation and the Utah Avalanched Center and that 11,900 members have completed it.

9. Diversity, Equity and Inclusion Update: Ellen Adams

Ms. Adams discussed that we started a DEI audit in November. The audit is linked in the Board book. There are no surprises in the audit, but we have work to do if we want to be in line with our goals. The DEI Committee is made up of staff and external board members, trustees, and parties interested in supporting the goals. We hope to have an action plan for fiscal year 2022.

We have engaged Annie Kao from Ascent Inclusion Consulting to assist with the finalization and execution of our DEI Action Plan.

We were the title sponsor for the National Brotherhood of Skier's annual event. They usually hold their event in a ski town, but this year held it virtually. They have supported the athletes of color that have made it to the elite level. We have provided DEI Gold Passes to assist with sharing the slopes to the Share the Winter Foundation and the National Brotherhood of Skiers.

Finally, our staff (Kate Anderson) and athletes (Steve Nyman and Brita Sigourney) have been taking advantage of opportunities to volunteer and support SOS Outreach youth programs at Park City Mountain Resort.

10. ACE Update: Mackenzie St. Onge

Ms. St. Onge reported on Steven Read supporting the MAE. Career transition resources are a main focus and putting together an ACE Task Force. The Alumni newsletter was kicked off today and rookie training will be delivered virtually this year.

Mr. Strandberg and Mr. Nelson thanked Mr. Read for supporting ACE and all of the efforts of the program.

11. FIS Report: Dexter Paine

Mr. Paine provided the FIS update. Mr. Paine reported that there are four likely candidates. The current president is retiring after the election.

We were able to execute all of our world championships. We were able to participate in most of our events. The biggest issue with the season was that we had no test venues in Beijing. There have been some aerials competitions in Beijing but none of the other disciplines had an opportunity to test the venues in Beijing. This will be true for all nations going into the Olympics other than China.

12. USOPC Report: Kikkan Randall

Ms. Randall reported on the USOPC's Board meeting that was held in the prior week. The USOPC is doing a great job with onboarding and educating the new AAC members. There has been a lot of discussion on the NCAA front. For many sport disciplines, the NCAA is a pipeline for athletes to the NGBs. NCAA is not a major pipeline for our disciplines.

All efforts are focused on Tokyo and seeing how it progresses and is held in the upcoming months. Then, all focus will be on Beijing.

Mr. Shaw reported on the NGBC meetings and change of leadership. There is a lot on the USOPC's plate for hosting Tokyo and Beijing so close together. We cannot get to Beijing yet to look at housing and locations to plan for our logistics.

Ms. Randall mentioned that there is concern about boycotting of the Beijing Games. A boycott will have the same financial impact on the USOPC as a cancellation and the parties that it really hurts is the athletes. It can ruin an athletes entire lifetime of work. Mr. Paine reported that if one or both of the Games is cancelled, then it would cut or eliminate our grant from the USOPC which would have a significant impact on our NGB.

13. Upcoming U.S. Ski & Snowboard Board of Directors' Meeting Dates: Kipp Nelson

Mr. Nelson discussed the future Board meeting dates.

Implicit Bias Training the week of April 12th

Annual Board Meeting Videoconference: May 21, 2021 at 10:00 a.m. Mountain

14. Floor Open for Member Comments/Questions

Mr. Nelson asked if there were any questions. There were no questions.

Mr. Resnick thanked the team. He said that the outcome of the season is remarkable under the global pandemic. Ms. Brennan, on behalf of the athletes, thanked Gillian Bower and Troy Taylor for their research and education that they had in place to assist with athlete safety (stress and anxiety).

Mr. Shaw mentioned that the Snowboard and Freeski funding will be announced at the end of the week and the Covid stipend will be discussed in the following week.

Mr. Nelson thanked Board members and employees for their work and focus.

15. Closing Comments & Motion to Enter into Executive Session: Kipp Nelson

Ms. Kosglow moved, and Ms. Lussi seconded the motion to adjourn the open session of the meeting. The motion passed

Mr. Graham moved and Ms. Kosglow seconded the motion to move the meeting to the executive session. The motion passed.

At 2:30 p.m., the Board went into an executive session.

Respectfully submitted.

/s/ Alison Pitt
Alison Pitt, Secretary of Meeting