

## **MINUTES | BOARD OF DIRECTOR MEETING MINUTES**

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Wednesday, February 22, 2023, 1:00 p.m. – 3:30 p.m.  
Videoconference

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**Meeting Chairman:** Kipp Nelson; **Vice Chair:** Steve Strandberg

**Board Members Present:** (37 total)

Liz Arky (Foundation), Alex Deibold (Snowboarding Athlete), Sophie Goldschmidt (President & CEO), Jasper Good (Jumping/Nordic Combined Athlete), Karen Ghent (Alpine), Ken Graham (Foundation), Martina Lussi (Jumping/Nordic Combined), Troy Murphy (Freestyle Athlete), Warner Nickerson (Alpine Athlete), Dylan Omlin (Snowboarding), Mike Page (Freestyle), Kikkan Randall (Overall Athlete), Henri Rivers (Foundation), Steve Shafran (Foundation), and Tom Yaps (Freeskiing), Brandon Gayle (At-Large), and Dune Thorne (Foundation).

**Ex-Officio Board Members Present:**

Dexter Paine (Immediate Past Chair), Emily Cook (USOPC AAC Alternate), Brian Leach (Audit Chair), Kelly Pawlak (NSAA) and Hank Tauber (FIS).

**Board Members Excused:**

Rick Kapala (Cross Country), Andrew Weibrecht (USOPC AAC Athlete), Frankki Bevins (At-Large), Tom Wallisch (Freeskiing Athlete), and Rosie Brennan (Cross Country Athlete).

**Ex-Officio Board Members Excused:**

Nick Sargent (SIA).

**Additional Attendees:**

Brooke McAfee (Chief Financial and Administrative Officer), Anouk Patty (Chief of Sport), Trisha Worthington (Chief Revenue and Philanthropic Officer), Guy Slattery (Chief Marketing Officer), Alison Pitt (General Counsel), Lili Tran (Vice President, People, DEI, and SafeSport), Brittany Andrews, Steven Perelman, Allison de Windt, Carrie Parker, Michael Sitton, Amanda Brown, Sheryl Barnes, and Victoria Brown.

**1. Chairman Calls the Meeting to Order & Established Quorum: Kipp Nelson**

Mr. Nelson called the meeting to order at 1:04 p.m., mountain time. Ms. Pitt made a roll call and noted that a quorum was present.

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

Mr. Nelson noted that he wanted to discuss sponsorship and changes that have been made under Ms. Goldschmidt's changes. Realignment has assisted with us reaching our sponsorship goals.

Mr. Nelson asked if any director had a conflict of interest with any of the items on the agenda. Mr. Yaps disclosed that he is a sports agent and represents a few athletes on the team. Mr.

Page declared that his son is on the U.S. Team and that he owns a ski distribution company that is currently an equipment supplier for most of the athletes on the Freestyle Team. Mr. Omlin noted that he is a development coach and that he has had and will have athletes that he develops that are nominated to the team. None of the directors felt that they had conflicts with the agenda items at today's meeting.

### **3. U.S. Ski & Snowboard August 31, 2022 Meeting Minutes' Approval: Alison Pitt**

Ms. Pitt asked for a motion to approve the minutes from the last Board meeting.

***Mr. Strandberg moved, and Mr. Deibold seconded the motion to approve the meeting minutes from August 31, 2022. There was no comment and the motion passed unanimously.***

### **4. U.S. Ski & Snowboard Chief Executive Officer's Report: Sophie Goldschmidt**

Ms. Goldschmidt provided a recap of recent results and our nation's cup standing. We are very pleased with our results. The Alpine World Championships had excellent results. Cross Country is going strong with fantastic results in the athletes in development as well as the performances from Jessie Diggins and Rosie Brennan. We won the relay for the first time ever. This shows the strength of the program and its development. A key criteria of our sport development under Ms. Patty is focusing on development.

We should continue to have great improvements for the remainder of the season. We've had fantastic performances and we celebrate the success of our athletes.

On events, we have Tahoe Palisades this weekend and Aspen the following weekend. Both of these events received incremental sponsorship from Stifel. At the Deer Valley event, we had great results. Our Mammoth event was also incredibly successful. We doubled the number of Alpine domestic events but our team has risen to the occasion. We are hugely thankful for our resort partners in hosting these events. It's important for international events to be held in the U.S. Finally, we have a commitment to host the Cross Country World Cup in Minneapolis. This is the first Cross Country event in the U.S. in over twenty years and we hope to have it every other year.

With additional U.S. events, we have increased broadcast rights. We've continued to work with FIS and we've built great relationships with NBC and Outside to cover more events and have more availability to the broadcast and streaming of our events.

Related to culture, both for athletes and staff, the organization has been very focused on building trust and elevating transparency and respect. We've had many retired athletes that are working and serving our organization. We are working on tracking it in a more measured way. Finally, Ski Jumping and Nordic Combined have been integrated into our organization. It is a transition this season, but Ms. Patty and Mr. Adam Provost are working collaboratively on the teams.

On the financial forecast, we are pleased with our budget given the current state of the economy. We are very proud of our revenue and budget.

Ms. Goldschmidt noted the hiring of Melissa Colgate on Ms. Worthington's team.

On Foundation, the Trustees continue to be generous and the Foundation team works closely with them.

Our three strategic priorities remain the same: achieve athletic and operational excellence, grow the visibility of sports, and grow revenue and drive financial performance. We have desired investments within these priorities that we will work to secure funding to support.

We have a new task force to help us build the right strategy and plan for climate change. The POW/Kappa ski suits at the Alpine WCS were a good first step.

On DEI, Ms. Goldschmidt noted that Mr. Rivers is on the call and that he attended the National Brotherhood of Skiers (NBS). We are excited to do more with the organization and will have athletes training at the COE this summer.

For the FIS front, we will have a meeting at Aspen to discuss. Ms. Goldschmidt thanked Mr. Payne for assisting with the relationship. We continue to be involved in the discussion of the 2030 and 2034 Olympic Bid. Additionally, we are working on integration of para-sports from the USOPC.

Ms. Goldschmidt thanked all staff for their dedication during the season and building exciting amendments and building a lot of momentum.

Finally, on SafeSport, Ms. Goldschmidt noted that there hasn't been an update since the last meeting.

Upcoming Board meetings are the Board of Trustees meeting on March 23 – 26 in Sun Valley and the Board of Directors Meeting which is on May 18 in Park City.

## **5. Financial Update: Brooke McAfee**

Ms. McAfee provided an update on the total operating budget. The year end is planned with a small net income. Looking at revenue we will exceed budget targets this fiscal year. On Expenses, we are within our forecast with growth in athletics from last year and that is significant given we are in the first quad coming out of the Olympic Games.

The Investment Committee leadership will change this quarter. Ms. McAfee thanked Mr. Rich Tutino for his services. He strengthened the endowment and built the investments into a more traditional endowment model.

## **6. Commercial & Foundation Report: Trisha Worthington**

Ms. Worthington discussed the Foundation Revenue. She thanked the NSAA for the additional Gold Passes and noted the additional funding that went directly into athletic funding. Gold Passes have contributed over \$1M directly to athletics in the past two years. It makes a significant impact on the support of our athletes. We have a waitlist for our passes.

Other areas of growth are sport specific fundraising. There have been sport specific fundraising and these have been successful with principal and multi-year major gifts for our teams (most recently moguls and cross country). We closed out the Beattie travel fund.

Ms. Worthington provided an update on the Commercial Sales Revenue. For FY23, the organization reached its commercial sales budget for the first time in 8+ years. Over \$0.5M went directly to athlete support. The team is new with most of the sales team being with the team less than one year.

We sold the naming rights to our Alpine team to Stifel. There have been additional organizations that have reached out regarding potential naming rights or title sponsorships for our other sport disciplines.

## **7. Chief of Sport Update: Anouk Patty**

Ms. Patty noted that we are about two thirds into our season. We just wrapped the Alpine World Cup Championships and our mixed team event won the gold. It was extraordinary. Mikaela Shiffrin also had an amazing performance.

On the Freestyle side, the team won the Aerials Team World Championships. This was another great performance. This team is both Gold Medal winners from the Olympics and World Champions.

A strong metric to review for our standing is the Nations Cup. This shows strength in sports, both at the top and the development. We are first for Women's SL, Freeski, Moguls, and Aerials. We are second in Women's GS, Snowboard (P&P), and Snowboard Cross and we are third in Cross Country. We've had hard work and perseverance on our teams and the results show the strong, breakthrough results of the athletes. Ms. Goldschmidt noted the stellar individual results throughout the season. We have dominance in several disciplines.

Ms. Goldschmidt noted that we have a continued focus on key areas of sport development. The first area of focus is leadership with staff and athlete engagement and ownership. The second area focuses on high performing culture with focus on the process and summer planning and expectations.

We continue to focus on development. We will hire a development director that is focused on development across all our sports. We are developing working groups across each sport to make sure that we have a holistic view of the development process and can set strategic priorities for next season.

Ms. Patty provided an update on the remaining events of the season. The World Championships for Freeski, Snowboard, and Freestyle are currently being held in Bakuriani, Georgia. We have full teams in Freestyle and SBX. Cross Country World Championships and Ski Jumping and Nordic Combined will take place in Planica, Slovenia from February 21 – March 5.

## **8. Marketing Update: Guy Slattery**

Mr. Slattery reported that we grow the popularity of our sports by growing the visibility. There are several accomplishments from the last few months that have generated awareness.

Kappa has launched new campaigns and they are a lifestyle brand so it has cut through culturally to other markets for our branding and sports.

The HEROic panels are telling the stories of women in our sports. We launched this initiative at Killington Cup and NBC did several broadcasts features with Together and WSN. We had additional activation at Beaver Creek, Deer Valley, Palisades, and Aspen.

For the Alpine World Championships, we worked with Kappa and Protect Our Winters (POW) to build custom suits. It is an important issue and it got our sport and athletes into the conversation on this important issue.

Mikaela Shiffrin chasing history campaign is a historic event. She has had an enormous, record breaking achievement and has been picked up in every major news outlet from the New York Times to ESPN. This grows the visibility of Mikaela but also all our sports.

For the 2023 Alpine World Champs, the broadcast rights were not centralized so we brought our partners together and every race was streamed on Peacock with special programming blocks on CNBC and NBC.

## **9. Nomination and Governance Committee Update: Steve Strandberg, Liz Arky**

Mr. Strandberg noted that the Chair of the Board seat term ends at the Annual Meeting. Mr. Nelson is eligible for another 4-year term (final term expiration at the Annual Meeting in 2027). If anyone is interested in the Chair position, please contact the Nomination and Governance Committee.

The Ski Jumping/Nordic Combined Sport Committee Board Representative seat term ends at the Annual Meeting. The Ski Jumping/Nordic Combined Sport Committee will put forward at least one nominee for a 4-year term (eligible for two 4-year terms) to the Nomination & Governance Committee to review. The Nomination & Governance Committee will put forward a nominee at the Annual Meeting.

The FIS Representative (Ex Officio) seat term ends at the Annual Meeting. The Nomination & Governance Committee will put forward a nominee for a 2-year term at the Annual Meeting. Mr. Tauber has been in this role since ~2002.

Regarding the Investment Committee, Rich Tutino, the Chair, is stepping down from the Investment Committee but agreed to remain until his successor is appointed. A two-step process is proposed: Brian Leach, the current Vice Chair of the Investment Committee, is nominated to serve as the Chair, and the Investment Committee put forward Keith Pennell (as Vice Chair) and Pam Martin to serve 4-year terms on the Investment Committee. After a 6-month onboarding, Keith Pennell will take over as Chair, and Brian Leach will resume his position as Vice Chair.

***Mr. Nelson moved, and Ms. Arky seconded the motion to approve the nominations and plan as represented above for the Investment Committee. There was no comment and the motion passed unanimously.***

Mr. Nelson thanked Mr. Strandberg.

## **10. AAC Update: Warner Nickerson**

Mr. Nickerson noted that the AAC does not have any action items for the meeting; however, the AAC is actively recruiting athlete representatives for the Investment Committee, the Ethics

Committee, and the Background Review Panel. Mr. Noah Hoffman previously served on the Ethics Committee but is now attending his first year at Yale Law School. Mr. Nickerson thanked him for his service.

Mr. Nickerson asked Ms. Pitt to provide more information on the Background Screening Panel. Ms. Pitt noted that the Panel needs an athlete that is available weekly for reviewing.

**11. Athlete Safety and Security Report: Brooke McAfee**

Ms. McAfee reported on the open cases with the U.S. Center for SafeSport and within their jurisdiction as well as the open cases in our jurisdiction. We had our administrative audit with the U.S. Center for SafeSport on December 1, 2022. There are no Corrective Actions on the Center's report and the final Audit Report was received on February 9, 2023.

The Avalanche Training Course developed with BRASS, the Utah Avalanche Center, and U.S. Ski & Snowboard went live with the 2020-21 membership renewal. To date, the training has been taken 30,440 times.

**12. Floor Open for Member Comments/Questions**

Mr. Nelson asked if there were any comments or questions. Mr. Leach noted that he took the BoardSpan training last week and that it takes approximately two hours. Ms. McAfee asked that all Board members complete the training prior to March 17<sup>th</sup> for our USOPC compliance audit.

Mr. Deibold mentioned his relationship with POW and has heard from other athletes that are interested in involvement with POW. Mr. Deibold noted that the launch at World Championships was awesome and would like to see activation in other sport disciplines. Mr. Nelson and Ms. Goldschmidt noted that we are analyzing our carbon footprint and looking at planning for carbon onsets, not only offsets. The analysis is with an independent party and pro bono. Ms. Goldschmidt noted that we are also working with NSAA on the review.

Mr. Graham provided an update on his work with Ms. Goldschmidt and Ms. Patty on building the development channel and leadership in the area.

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

Mr. Nelson discussed the future Board meeting dates. *May 18<sup>th</sup>, 2023 - Thursday 1pm – 3:30pm MST, In-person/hybrid option*

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

**14. Closing Comments & Motion to Enter Executive Session**

***Mr. Graham moved, and Ms. Lussi seconded the motion to adjourn the open session of the meeting and move to the executive session. The motion passed.***

At 2:40 p.m., the Board went into an executive session.

Respectfully submitted.

/s/ Alison Pitt  
Alison Pitt, Secretary of Meeting