



## May 17, 2019 Board of Directors Meeting Minutes

### **Roll Call:**

Alan Johnson, Jon Schumann, Jeff Good, Rex Bell, Billy Demong, Tom Bickner, Lee Todd, Jeff Hastings, Jim Holland, Adam Loomis, Sarah Hendrickson, Quique Nagle, Blair Tomten.

Invited Guests: Sheryl Barnes, Jed Hinkley, Paul Jastrow

### **Call to order:**

Rex Bell welcomed and thanked everyone, both present and joining by phone, for their participation and continuous support. Rather than giving a President's Report Rex highlighted key agenda items to be addressed: SafeSport, Finances and current challenges, Bylaws, US Ski & Snowboard Affiliation Agreement and Future Vision and Board Member Input and engagement.

### **Safe Sport:**

Sheryl Barnes, US Ski & Snowboard Membership Services, provided a quick overview of the SafeSport program and its applicability to USANS. Specifically, required SafeSport training for any adult (18 years and older) in a position of authority over and/or in regular contact with a minor athlete. Robin Outwater reported that, in addition to staff and coaches, 13 out of 15 USANS board members are SafeSport certified and the other two are in the process of certification. Sheryl complimented USANS for being out front in training.

Sheryl emphasized that the program is evolving and need to keep abreast of new membership and training policies as they take effect. For example, she cited a second version of MAAP (Minor Athlete Abuse Prevention) policies, created and designed to set training requirements, and limit one-on-one interactions between adult members of national governing bodies or sports organizations who have regular contact with minor athletes, as required by federal law, is pending.

She also touched base on the timing of minor athletes turning 18 years old to register with US Ski & Snowboard, in order to initiate appropriate background screenings, and training, and prevent any delay in eligibility for competition and encourage USANS to emphasize the need for all Ski Jumping and Nordic Combined Clubs to become SafeSport compliant.

Billy Demong reiterated the need for USANS to communicate the importance of SafeSport compliance at club levels and that he and Jed Hinkley will be working with Sheryl on new membership requirements as they relate to pending USANS affiliation agreement with US Ski & Snowboard.

### **Approval of March 7, 2019 Meeting Minutes:**

Jeff Good made a motion to approve board meeting minutes, as submitted. Tom Bickner seconded the motion with one correction; the correct spelling of Dan, not Paul, Macuga.



Approval, with correction, was unanimous.

### **Executive Director Report:**

Billy Demong recapped another year of phenomenal growth citing the following highlights:

- Jr. National and National Team athletes and coaches development
- Development and retention efforts of young athletes; spearheaded by Jed Hinkley
- Live Streaming and events in US Cup
- First year Mayo Clinic Sponsorship
- Fielded full World Championship Teams

### **Financial Report:**

Billy Demong shared that USANS will be reporting a loss at the end of this fiscal year of roughly \$300,000

Billy Demong explained that while revenue and expenses seem to be on track at the end of the year things got off track as both staff and the Finance Committee struggled with transitioning bookkeeping in house and financial reporting.

Rex Bell said upon realization of this shortfall he and Billy created a new financial dashboard and operating budget for FY 2019/20 addressing tracking of debt reconstruction, expense reduction and new revenue generation. Rex also stated that the Executive Committee is working closely with Billy on a recapitalization plan, with a reserve account, tied to longer term vision.

Rex further outlined a meeting they had with a non-profit turnaround specialist, free of charge, to review current financial and management challenges and get their recommendations for change and improvement. They developed a short term (7, 30 and 90 day) plan to get back on track addressing consolidation and reduction of debt and proactive money management. Part of this short term plan included retaining a financial consultant to work with Billy Demong and Ellie Brown, on a scheduled, part time basis, over the next six months, on improving inhouse financial management policies, procedures and reporting. The plan is to put this in place early next month.

Billy Demong conducted a review of last year's budget and proposed 2019/20 budget, highlighting major discrepancies, planned reduction of expenses and thoughts on revenue generation. Areas cited, but not limited to, including staffing, payroll reduction, event scheduling, travel authorization, sponsorship, fundraising, grant writing, athlete reimbursement, merchandising, re-negotiated agreements with outside contractors, European accounting practices and US Ski & Snowboard FIS revenue reimbursements.

Many questions were asked regarding how respective new budget numbers were determined, who will be responsible for oversight and what effect might they have on our athletes, coaches, staff and programs? Both Rex and Billy commented that they have discussed the proposed



budget changes with staff and coaches, the reasoning and rationale behind them, and do not feel they will have any major negative impacts. Billy Demong said he is encouraged and recommitted to work through these challenges with all board members and Rex Bell reiterated, with greater board support, we will be less likely to experience problems moving forward.

Rex Bell proposed that staff spend the next 2 weeks finalizing cash flow projections. Alan Johnson supported this suggestion. Jon Schumann offered that the board needs only to approve big picture revenue and expenses and that the Finance Committee, along with staff, can work out the details.

Jeff Good made a motion to approve the proposed 2019/20 operating budget. Blair Tomten and Jim Holland said they did not have a problem with the overall magnitude of budget. Tom Bickner seconded the motion to approve the budget, as submitted. Jeff Hastings asked about a timetable for workout and Rex Bell said the Executive Committee will oversee scheduling.

Rex Bell called for a vote to approve the 2019/20 operating budget, as submitted. Vote in favor of approval was unanimous.

#### **Governance Committee Report:**

Tom Bickner reported that 5 board member terms expire on July 31, 2019. The board members are Rex Bell, Tom Bickner, Jim Holland, Blair Tomten and Robin Outwater. Robin Outwater announced he will be stepping off the board but would be open to provide support on special projects/tasks in areas of interest.

Robin Outwater reminded the board that members serve a 3 year term and are eligible for re-appointment after each term. Robin also noted that our current officer's first terms are up on July 31, 2019. Officers are Rex Bell/President, Tom Bickner/Vice-President, Kevin Arquit/Treasurer and Robin Outwater/Secretary. Officers serve a 2 year term with a maximum of 2 consecutive terms in a given position.

As interim Chair of the Governance and Nominating Committee, Robin Outwater asked that anyone wishing to recommend a candidate for Board Membership and/or an Officer position email nominations to his attention. In turn, the Governance and Nominating Committee will submit a list of respective candidates to the Executive Committee. The Executive Committee will then circulate, via email, candidates' names to all board members prior to the Springer Tournee for re-appointment, new appointment to the board and officer election during the Springer Tournee board of directors meeting.

Tom Bickner explained that our new updated bylaws represent how USANS is currently operating and are now in line with our proposed affiliation agreement with US Ski and Snowboard. No one voiced a question or concern. Tom Bickner made a motion to approve the bylaws, as submitted. Jeff Good seconded the motion. Vote to approve was unanimous. Paul



Jastrow asked if new bylaws will be available to the public. Billy Demong said yes with a plan to put them on USANS's website.

Rex Bell informed everyone that our proposed Affiliation Agreement with US Ski & Snowboard, outlining mutual recognition, expectations, responsibilities, terms and conditions will be submitted tomorrow and he does not anticipate any problems getting it signed.

### **Long Term Vision/Planning:**

Rex Bell emphasized the importance of developing a long term plan for growing our sports and organization based on our vision of the future. Billy Demong commented on our rapid growth and athlete focus over the past 3 years and committed to the board to slow things down and grow more responsibly.

Billy proposed to the board that the foundation of our future success is our sport clubs and shared an expanded vision of world class clubs, world class programs and events and podium finishes. Billy presented a slide highlighting a new growth model he termed "Top Down and Bottom Up".

The graphic showed a three tiered pyramid with National Teams on top, Athletic Pipeline with emphasis on clubs and events in the middle and development on the bottom. When asked what "Top Down and Bottom Up " means Billy said, in essence, that we need to expand our focus across all levels, not just the top. And he added this model provides a unique opportunity for greater sports marketing, with more focus on content.

Jed Hinkley voiced his concern about more dollars being allocated to sport development above and beyond the Fly Girls and Fly Guys program. Alan Johnson asked about identification of initiatives within governance, finance, revenue generation and sport development and prioritization of execution. Blair Tomten commented on the importance of communication, roles and responsibilities along with her personal passion in event planning and Sarah Hendrickson spoke to the importance of greater focus on sport "Icons", both facilities and individuals, and the promotion of women's ski flying . Rex Bell replied to Sarah that he is deeply involved in the Copper Peak program and assured her it will happen.

Billy voiced his opinion that the board members should play a more active role in this process, through leadership of 4 key committees; Finance, Governance, Revenue and Sport in addition to active participation in respective subcommittees, special projects and tasks. Jeff Hastings underscored the need for the board to get more involved in raising money. Tom Bickner voiced the need to further develop our new Vision Statement and story (elevator speech) so each board member can solicit their respective networks. Jim Holland added we would get more traction if everyone figured out a piece of the pyramid to work on.

Billy closed by repeating his commitment to slow down and strive to find alignment with a re-engaged board on making this vision happen.



Jeff Good suggested that board members get back to Rex with areas of personal interest. It was left that the Executive Committee will follow up with an email to all board members asking for feedback, input and support.

Meeting adjourned by Rex Bell.

Next meeting scheduled for July 27, 2019 during Springer Tournee.