



Member, U.S. Olympic Committee

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December 20, 2019

**USA Surfing Board of Directors Meeting Minutes
Teleconference, Dana Point - 6:00 PM - 8:00 PM**

ATTENDANCE AND DECLARATION OF QUORUM: Swayne (No quorum)

Board members: Andrea Swayne, Kevyn Dean, Randy Brecher, Jason Velez, Christiaan Bailey,

Absent: Kevin Schulz; Chad Faulkner; Courtney Conlogue; Tom Mistele, USOPC liaison/consultant

Staff and guests: Greg Cruse, CEO; Steve Rosen, advisory member/counsel; John Ruger, Consultant USOPC

1. USOPC AUDIT AND ACTION PLAN

Cruse and Swayne presented the USOPC Draft Audit Report to the Board for review. Swayne reported that according to feedback received from the USOPC, USAS responses to the report as outlined in the Audit Action Plan shows a “high level of commitment to making changes necessary to update identified policy and governance items to meet USOPC compliance standards.” Swayne also noted the Action Plan includes target due dates which will require directors to stay continually tuned in to Slack to review proposed new and/or updated policies and procedures. Ruger will assist in monitoring the progress. Action Plan item of note underway: new Financial Policy which is currently under review by the Audit Committee and will be sent to the Board for consideration of final adoption shortly.

2. MEMBERSHIP STRUCTURE

The ongoing conversation regarding changing the USAS membership structure to include individual membership and sanctioning continued. The Board reviewed its previously adopted change to a tiered membership organization dues structure adopted as a result of previous membership sub-committee work. Cruse reported having initiated discussion with a USOPC-recommended/endorsed sports business management software designed and used by many NGBs. A small group consisting of Velez, Brecher, Ruger and Rosen was assembled to return in January with a recommended new membership structure.

3. OLYMPICS 2020 DISCUSSION / UPDATES

Cruse gave an update on team gear sponsor search, logistics challenges with regard to all athletes needing to fly in to Tokyo from different parts of the world and the coaching choices long list. Cruse reported that athlete contracts are nearing completion with input from other USOPC NGB sport examples, ombudsman’s office, Ruger and Mistele and will be ready to forward for Board approval shortly, and then on to athletes and their management for signature by Christmas/New Year’s.

4. FUNDRAISING

The new USAS gear (jacket) initiated last month by Velez has brought in \$4,000 so far with predicted additional funds expected shortly. Fundraising for the year is still tracking at \$70,000 under budget. Swayne reported having recently completed a USOPC survey and established closer contact with USOPC Major Donors and Fundraising Department with a plan to stay in better touch moving into the new year. On the survey, USAS reported the intention to be a 100% giving Board by end of year.

5. SURF EXPO

Setzler reported on the SIMA-proposed topics of discussion to be covered by him in a forum he will conduct at Surf Expo on Thursday at 11 a.m. Talking points to include items pertaining to ways the surf industry can participate as surfing makes its Olympic debut. USA Surfing sponsors in attendance will be briefed on the USAS program and provided with information, in the form of counter/rack cards, etc. provided to Setzler by Cruse for distribution at Surf Expo. Cruse to follow up with Setzler.

6. BUDGET & FINANCIAL REPORT

Cruse reported work with Altruic continues to progress and the balance sheet is up to date. The current draft budget is predicated on an assumption of a USOPC grant to include funding for the addition of an administrative assistant to staff. Cruse also reported the search for office space continues, with the intention of finding a space suitable for housing a HPC, Dean’s DSC gym, along with USAS office and conference space. USAS would share the space and split the rent proportionately. Rosen offered a small portion of his office as a temporary solution, and noted a 700 sq. ft. recently available in his building. Swayne advised the Board of the need for a careful review of the USOPC Audit Action Plan for information regarding the USAS plan for moving forward on items regarding budget and financial policies.

7. CLOSED SESSION RE BOARD MEMBER FIDUCIARY ISSUE

Note: Closed session to include advisory members Ruger and Rosen

Due to lack of quorum, action on this item was deferred to the next meeting of the Board.