



Member, U.S. Olympic Committee

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November 11, 2019

**USA Surfing Board of Directors Meeting Minutes
Rosen Law Office, Dana Point - 6:00 PM**

ATTENDANCE AND DECLARATION OF QUORUM: Swayne

Board members: Andrea Swayne, Kevyn Dean, Kevin Schulz, Randy Brecher, Jason Velez, Charlie Setzler, Christiaan Bailey

Absent: Courtney Conlogue, Chad Faulkner

Staff and guests: Greg Cruse, CEO; Steve Rosen, advisory member/counsel; Tom Mistele, USOPC liaison/consultant; John Ruger, USOPC consultant

1. INTRODUCTION

Tom Mistele was introduced as the new liaison to USA Surfing from the USOPC Liaison program.

2. CLOSED SESSION

Board voted to authorize inclusion of advisory members Ruger, Mistele and Rosen in closed session.

Two topics were discussed:

- a Board member fiduciary duty issue
- the national team coach contract, a one-year contract with a December 2019 expiration date

Closed session report: The Board member fiduciary duty discussion was continued. The Board voted to not renew the national team coach contract.

3. BUDGET & FINANCIAL REPORT

Cruse reported the transition to Altruic Advisors accounting firm is complete, however there remains a total of approximately \$15,000 worth of transactions needing correct coding and 990 information should be finalized this week, in time for the December 15 deadline.

Based on the 2019 budget, travel expenses for the year were higher than expected, sponsorships were higher than expected, and fundraising was lower than plan.

Brecher reported the Audit Committee completed its vetting of a third independent audit firm and has hired Lane McMillen CPA of Colorado Springs to perform the USA Surfing audit to commence immediately.

4. USOPC AUDIT UPDATE

Both in-person and exit interviews are complete. Upon receipt of the audit report there will be an opportunity for USA Surfing to correct deficiencies and continue our efforts toward the ever-evolving compliance target.

5. FUNDRAISING

Velez reported initial success with offering a USA Surfing jacket to new donors for a supporting membership and proposed development of a USAS merchandise/schwag kit aligned with support levels. Cruse will procure a small quantity of jackets to kick off this program. A supporter program with “donor levels” will be developed and added to the website. Giving Tuesday and End-of-year Giving campaigns will be posted to the website by Swayne and shared via social media. Mistele suggested the development of elite athlete “fantasy camps” as utilized by other sports after USAS athletes are under contract. Per Budget and Financial Report, 2019 fundraising was again under plan.

6. SIMA

The Board voted to encourage Setzler to accept the Surfing Industry Manufacturers Association’s (SIMA) offer of an advisory board position. The Board voted to encourage Setzler to accept SIMA’s paid invitation to attend Surf Expo in January on behalf of USAS to inform retailers on ways to engage with USAS in the months leading up to July 2020.

7. OLYMPICS PLANNING UPDATE

Cruse reported having received three days of USOPC training/briefing in Colorado Springs regarding Rule 40, Rule 50 and other information to communicate with the athletes in an upcoming training regarding measures USAS will provide in Tokyo in order to assist them with maintaining focus/minimizing distractions, in the interest of providing athletes an environment tailored to ensure their best performance. This will include a Friends and Family program coordinator onsite.

8. ETHICS COMMITTEE UPDATE

Code of Ethics review is underway. It should be finished shortly and sent to the Board for final approval.

9. JUDICIAL COMMITTEE UPDATE

The Board was briefed on a pending complaint initially sent to the Center for SafeSport, rejected and



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returned to USAS for adjudication. This has been sent to the Judicial Committee and is currently under review.

10. COMPENSATION COMMITTEE

An evaluation process for the CEO review was proposed and accepted. The process was put on a brief pause, pending the outcome of the USOPC Audit. Bailey joined the committee to fill the empty athlete seat.

11. SAFESPORT AUDIT

The in-person portion of the SafeSport Audit was completed the morning of this meeting. An update will be shared online as soon as possible.

12. CODES OF CONDUCT

Updates to the Codes of Conduct will be continued online.

13. MEMBERSHIP STRUCTURE CHANGE

Membership structure work will be continued online.

14. NEW BUSINESS

Cruse reported learning of USOPC grant funding available for assistance with administrative staffing. USAS has begun the process of applying for funding.

15. RECESS/RECONVENE

Swayne adjourned the in-person portion of the meeting to reconvene online.