USA Surfing Board of Directors Minutes
Zoom Teleconference Meeting, 6-8pm PDT
16 April 2020

Directors Attending:
Andrea Swayne, Chair
Courtney Conlogue, athlete
Kevin Schultz, athlete
Christiaan Bailey, adaptive athlete
Randy Brecher, Treasurer
Kevyn Dean, High Performance/Medical Director
Chad Faulker, Independent
Charlie Setzler, Independent
Jason Valez, Independent

Staff Attending:
Greg Cruse, CEO

Guests Attending:
Doug Beal, invited guest
Thomas Mistele, USOPC advisor
John Ruger, USOPC advisor
Steve Rosen, Counsel/advisory member
Mark Carter, Carter Sports Marketing, Inc.
Jon Omori, USOPC Tokyo Liaison
Becky Fleischauer, Web and Marketing Consultant

Minutes from the 1 April 2020 BOD meeting were approved. (Velez, Setzler)

Nominating and Governance Committee Report: (Swayne)

- Two candidates were vetted and nominated: Doug Beal & Don Schaaf
- On a motion, both candidates, were added to the BOD. (Faulker, Bailey)
- On a second motion, the action of adding the new board members is effective immediately. (Faulker, Bailey)
- Athlete representation will go to 33% of total BOD membership in the near future.
- The BOD is now ten (10) and as such will soon require the addition of a fourth athlete.
- The athlete BOD members must be elected by peers.
**Sponsorship Update: (Carter)**

2020 USA Surfing Sponsors: $387,500  
2020-21 Sponsor Prospects: $150,000  
15% commission with no expenses charged to USAS

Carter identified the following challenges:

- Surf industry in accelerating decline and has almost completely phased out of support of all organizations and events.
  - Declines from Rip Curl, O’Neill, Quiksilver, Billabong, Reef, Vans and Birdwell
  - Hurley was a handshake sponsorship deal until Nike announced they were for sale and then new owners terminated commitments.
- Value of sponsorships is a challenge due to the following:
  - No media platform
  - Low onsite attendance
  - Olympic qualifying situation hurts value of surfing NGB

Carter identified the following opportunities:

- Create partnerships that amplify impressions and value
  - Media partners
  - Sponsor/partners that amplify USA Surfing messaging
- Key partner renewals
  - Toyota – They are currently in large budget cuts going into 2021 due to the COVID-19 pandemic
  - Blue Diamond Almonds
- NBC programming
  - Leverage NBC relationship to get surfing included in Olympic build-up with the delay of the 2020 Olympics

**Tokyo Update: (Omori)**

- Two cites in Japan to host USAS: Shimoda and Makinorhara
- Surf House sleeps 20 people
- Kitchen was completely remodeled as part payment for cost of Olympic Games housing

**Media Update: (Fleischauer)**

Fleischauer reported three primary functions in her role with USAS:

- Packaging content
- Connecting that content to important contacts
- Cultivate media coverage
Budget: (Cruse)

- Cruse will work with Faulkner to produce budget scenarios for Board consideration that incorporates various scenarios as they relate to impact from COVID-19.

Membership: (Swayne)

- Sport 80 should meet membership USAS needs.
- USAS will meet a July 1 deadline for implementation of Sport 80. (Cruse)

CEO 360 Launch: (Swayne)

- No date as of today.

Altruic: (Swayne)

- Used to register USAS with state as employer and implementation of a CA employee payroll system
- Use CA Chamber of Commerce online software for Employee Handbook
- Beal to provide staff with an examples of employee handbooks

Bylaw Changes: (Swayne)

- Proposed bylaw changes #1, #2, #5, #6 (one sentence)
- Motion to amend and restate Bylaws was adopted (Swayne, Valez)
- The Bylaw amendments are attached at Addendum A

Compensation Committee:

- Swayne recused herself; Brecher led the discussion.
- Motion to ratify the vote, previously taken through emails, to accept the recommendations of the Compensation Committee passed. (Brecher, Faulker)
- The recommendations of the Compensation Committee are attached as Addendum B
- Swayne to resign as Chair of the Board. Resignation letter to go to Cruse.
- Doug Beal was nominated and approved to be Chair of the Board of Directors (Dean, Bailey)

Cruse reported there are five (5) candidates for the Admin position.

Adjournment:
Motion to adjourn (Beal, Bailey)
Section 5.3. Membership Requirements and Dues

a. Athlete Membership Anti-Doping Obligations–

1. It is the duty of members of USA Surfing to comply with all anti-doping rules of the World Anti-Doping Agency (WADA), International Surfing Association (ISA), the USOPC including the USOPC National Anti-Doping Policy, and of the U.S. Anti-Doping Agency (USADA), including the USADA Protocol for Olympic and Paralympic Movement Testing (USADA Protocol) and all other policies and rules adopted by WADA, ISA, USA Surfing, the USOPC, and USADA. the ISA and USADA.

Section 5.4. Termination of Membership.

The membership of any member may be terminated at any time with cause by the Board of Directors. A member shall have the right due process rights to fair notice and a hearing prior to termination, provisional suspension, or permanent suspension. The NGB may retain jurisdiction over any member who has pending financial obligations, or pending grievances against him/her, regardless of the status of membership.

Section 13.9. Administration.

The Judicial Committee shall generally administer and oversee all administrative grievances and right to participate matters filed with USA Surfing. The Judicial Committee shall be responsible to ensure that all complaints are heard in a timely, fair and impartial manner. Respondents shall be afforded basic due process rights to fair notice and a hearing prior to termination, provisional suspension, or permanent suspension, as outlined in Sections 13.10. through 13.15. The Judicial Committee may promulgate procedures in addition to those set forth in these Bylaws for the effective administration of complaints filed with USA Surfing.

Section 13.10. Hearing Panel.

Upon the filing of a complaint, the chair of the Judicial Committee, after consultation with the other Committee members, shall appoint a hearing panel consisting of three (3) individuals to hear the complaint. The Judicial Committee shall also appoint a chair of the hearing panel from the three (3) individuals selected. Judicial Committee members may be appointed to and serve on the hearing panel. Other disinterested individuals identified by the Judicial Committee may also be appointed to and serve on the hearing panel. At least one (1) member of the hearing panel shall be an athlete. Members of the panel need not be members of USA Surfing or involved in the sport of Surfing. All members of any hearing panel shall be disinterested individuals without conflict of interest to the individuals or situations being heard.