

USSA BOARD OF DIRECTORS' MEETING

USSA 3rd fl conference room, 1500 Kearns Blvd., Park City, UT
October 28, 2008 – 11 a.m. – 12:10 p.m.

USSA BOARD OF DIRECTORS

Dexter Paine – Chair (joined after roll call)

FOUNDATION

John Bucksbaum, Treasurer (excused absence)

Andy Daly

Jeanne Jackson, Vice Chair (joined after roll call)

Kipp Nelson

David Pottruck (excused absence)

Hank Tauber (excused absence)

SPORT REPRESENTATIVES

Alpine Representative: Bob Dart

Snowboard Representative: Mike Mallon

Freestyle Representative: Glenn Eddy

Cross Country Representative: Jon Engen

Jumping/Nordic Combined Representative: Chuck Heckert

Disabled Representative: Steve Raymond

ATHLETES

Alpine Athlete: Scott Macartney

Snowboard Athlete: Lisa Kosglow

Freestyle Athlete: Curtis Tischler

Cross Country Athlete: Patrick Weaver

Jumping/Nordic Combined Athlete: Tim Tetreault

Disabled Athlete: Greg Mallory

CEO

Bill Marolt

AT-LARGE

Greg Boester (excused absence)

EX-OFFICIO/NON VOTING

USOC Athletes' Advisory Council Representative: Nina Kempffel

NSAA President/Chair: Michael Berry

SIA President/Chair: David Ingemie

FIS Representative: Bill Marolt

USOC Representative: Bill Marolt

HONORARY

Dr. Bud Little (absent)

GUESTS

Gordon Strachan

Sheryl Barnes

Walt Evans

Luke Bodensteiner

Tom Kelly

Calum Clark

Todd Wyant

Ted Morris

John Farra

Mark Lampe

Polly-Jo Clark

Jeremy Forster

Jesse Hunt

Dick Coe

Alex Natt

1. Chairman Opens the USSA Board Meeting: Bill Marolt for Dexter Paine

As Dexter Paine was late in joining the teleconference, Bill Marolt called the meeting of the USSA Board of Directors to order.

2. Roll Call of Board Members & Establishment of Quorum: Alex Natt

Marolt asked Alex Natt to conduct a roll call of the board members who were on the line. After conducting the roll call, Natt announced that a quorum was available to conduct business. Marolt then introduced the board member in the USSA conference room, Chuck Heckert, and introduced the guests also in attendance for the benefit of those on the teleconference. Natt mentioned that Gordon Strachan was also joining via teleconference and asked if there were any other guests on the phone. Marolt stated that he appreciated everyone being on the line and taking the time to attend the teleconference. He stated that there would be good dialogue.

3. USSA Agenda Approval: Bill Marolt for Dexter Paine

Marolt began by asking for the approval of agenda, assuming that everyone had reviewed it.

Motion # 1: To approve the USSA Board of Directors' meeting agenda.

M/S/C – Chuck Heckert/Bob Dart, approved by acclamation

4. USSA May 2008 Board Meeting Minutes' Approval: Bill Marolt for Dexter Paine

Marolt then stated that everyone had had an opportunity to read the minutes from spring and that he would entertain a motion to approve the May 2008 USSA Board of Directors' meeting minutes.

Motion # 2: To approve the USSA Board of Directors' meeting minutes.

M/S/C – Andy Daly/Mike Mallon, approved by acclamation

5. USSA Chairman's Report: Bill Marolt for Dexter Paine

Marolt stated that this was the point where Dexter Paine would have made his report. He said that he would paraphrase for Paine in his absence. He commented that Paine would have focused on the current operating environment. The economy over the last six weeks had been difficult, at best, and clearly that was affecting the organization directly and would require some delicate planning and difficult decision-making moving forward.

Marolt confirmed that he had talked this through with Dexter and Jeanne and that everyone understood what he was talking about in terms of challenges and that the USSA was not unique, but like every other business in the country, and other non-profits were facing the same sorts of challenges. He stated that Mark Lampe would be briefing the board in more detail later on the agenda.

He said that Paine would have covered the creation of an executive compensation committee which would be discussed later on the agenda and for which approval of an executive compensation committee of the board would be sought. Information had been sent to the board prior to the meeting and would be discussed later in the agenda.

Marolt mentioned that everyone had received the committee and staff reports and that if there were questions, there was also a place on the agenda for that discussion.

6. Chief Executive Officer's Report: Bill Marolt

Marolt stated that, from his vantage point, he would share a few thoughts. The first was philosophical. He indicated that the USSA carried an annual theme and that this year the theme continued to be *looking ahead and raising the bar* and that this theme, introduced in the spring at the trustee meetings, "had served us well and that despite challenges, we would continue to look ahead and continue to raise the bar." Marolt said that he believed that the USSA had a bright future, that there was a solid foundation under the organization, and that this foundation had given rise to good success by any measurement; i.e. athletic, financial, working with donors, corporate partners or any of the USSA's stakeholder groups.

He mentioned that the Center of Excellence would help the organization in raising the bar. That facility was on schedule and Dick Coe's report provided more of an understanding on that. It would serve the organization well. It looked great; it would provide synergy and be advantageous to have the entire company under one roof. In terms of the future, the Center of Excellence would be one of the major elements to help the organization achieve its goals. He confirmed that the USSA would not change its vision of being the best in the world. He said that was where the USSA wanted to be and that was where it was headed.

Marolt commented that, as he looked back over the FY 07/08 season, it had been a great year. Unbelievable momentum was brought out of the season with great results across the board in every sport, and the USSA had ended the year in good shape financially. So, a lot was brought into the 2008/09 year. Athletic preparation had been excellent, whether physical conditioning or on-snow. He had had the opportunity of visiting with coaches and athletes and the program directors and he sensed a positive attitude. He stated that there had been podium results in every sport in this year's competitions to date, which included summer results in Jumping and Nordic combined and in Snowboarding and the recent results in Alpine from Sölden. He said that was a good sign for where we were looking to go in this season.

Marolt had alluded to the environment in which the organization was working; clearly, there would be revenue challenges but that Ted Morris and his staff were working diligently to secure sponsorships. And given the environment, they were doing a good job. It continued to be a challenge; however, the marketing and sales staff was in the marketplace every day trying to make deals to get the organization to where it wanted to be.

He stated that a new vice president had been hired in Foundation, Chris Ritrievi, a young man from the University of Utah who had been in charge of all of the revenue streams for the athletic department. He had an athletic background as a wrestler at Princeton as well as a long history in fund raising. He was convinced that Ritrievi would do a great job of leading that department and continue to grow the donor base and the amount that would be raised for athletics from the Foundation. He wished to close this segment by reiterating that it would be an extremely tough environment, as evidenced in the last 45 days, and with that he asked Mark Lampe to provide the financial report.

7. Financial Report: Mark Lampe

Lampe said that his report had been forwarded to the board that morning. As indicated, the last three weeks saw a significant swing in the revenue forecast. In May, there was a spending reserve of \$ 2.5 million. In the last three weeks, the revenue dropped beyond that by an additional \$ 1.3 million, reflecting the negative activity in the market place.

The market place decline had a huge impact on the net revenues expected from ski balls happening in the middle of this downturn. It was tough to get people to buy \$30,000 tables at ski balls in the midst of this turmoil. He stated that the five main ski balls were all suffering to varying degrees. The trustees were championing the cause to minimize the impact but the forecasts had had to be dropped

significantly. In addition, investment income would undoubtedly see an investment loss for the year so this had been folded into the forecast.

Lampe stated that the numbers had been reviewed with the chair and vice chair, Dexter and Jeanne, and management was making contingency plans, which was an exercise that the company had experienced in the past. All expense budgets were being reviewed in depth to find a minimum of \$1.3 million, and likely more than that, to assure that by the end of the year, the season ended with a small budget surplus.

Initially, a hiring and travel freeze had been initiated. Any exceptions would require CEO approval. Now, the exercise was to go project by project to see where the organization could spend less. He affirmed that it was a very large challenge to meet in mid-season but he was confident that the solutions would be found.

He stated that we were not giving up on the revenue side; however, there were large amounts to be pursued. Ted Morris has, he stated, some good opportunities for sponsorships for the Grand Prix in lieu of Chevy, and there were a couple of deals that were imminent that needed to be closed. There was as well opportunity to close on a few Inner Circle gifts in the Foundation and the collection of existing pledges were important. The target was to get three or four more Team Vancouver packages in the current year. If Foundation was able to go beyond that, that would be additional revenue. The New York and New England ski balls were still on the horizon and they were working hard on those to minimize the forecasted shortfall.

He shared that that was the macro look at the financial situation and that there would be a more detailed report at the next Board of Trustees' meeting in Beaver Creek, to which the USSA board was invited to call in.

Marolt asked if there were any questions on the forecast and there were none.

Dart commented that it was likely that the forecast was changing daily with the market.

Lampe confirmed that it did and it changed daily with the ski ball pledges received. He said that the investment income number was seeing a lot of impact.

Marolt reiterated that the organization had gone through tough times in the past in the '96/97 season and a couple of tough years right after the Olympics. He said that good plans were being put together and that they were prepared to make some hard decisions as the \$1.3 million had the possibility of being further enlarged, which presented a huge challenge, but the goal remained to manage to a small surplus at year end.

Marolt stated that, as part of his CEO report, he should have mentioned the USOC & the FIS. He brought everyone up to date on the USOC commenting that they had just held their annual board meeting and USOC Assembly a few weeks past.

Peter Ueberroth had served out his term and the new chair was Larry Probst, former CEO of Electronic Arts, which included EA Sports, so he had some knowledge of sport and athletics, and clearly was a successful businessman and that Peter Ueberroth had confidence in Larry and that the USOC board would continue to function positively. Ueberroth would continue on the board as a non-voting member primarily to work on the 2016 Chicago bid.

In terms of the USSA's direct relationship with the USOC, the staff continued to work with the Sport Partnership Team, maintaining strong positive relationships with them and negotiating support for USSA programs. He pointed out from the financials that the USOC support represented approximately 10% of the USSA budget and those were important dollars since they went directly into athletic support, so that relationship was crucial to maintain.

Anti-doping of the USOC, FIS, and IOC continued to evolve. WADA had just come up with a new code that was accepted by all respective bodies. This code was more stringent, but also more

athlete-friendly. The key was to make sure to educate all athletes and staff, as all were subject to the code.

Marolt said that he was excited about the potential of the Olympic TV network, but was unsure of its status as they had been discussing this for the last few years. They were enthusiastic about it, but at the same time, the NGBs were anxiously awaiting a decision. If they could bring this together, it would provide a tremendous advantage in terms of program and event and athlete exposure as well as provide opportunities against the expense side of the budget. He reminded the board that the USSA expended a lot of resources on production and buying time and an Olympic network would eliminate most of those costs.

He explained that his chairmanship of the NGB Council was up for the quad and that the new chair was the executive director from USA Triathlon, Skip Gilbert.

He commented that for the FIS, everyone knew that the Congress had been scheduled in Cape Town and that the World Championship sites had been selected there. He outlined where they were scheduled:

2012 FIS Skiflying World Championships: Vikersund (NOR)
2013 FIS Snowboard World Championships: Stoneham, Quebec (CAN)
2013 FIS Freestyle World Championships: Voss (NOR)
2013 FIS Nordic World Ski Championships: Val di Fiemme (ITA)
2013 FIS Alpine World Ski Championships: Schladming (AUT)

He also stated that the FIS were strong proponents of the WADA code, that they worked hard in their own right with their testing programs and leveling the playing field was a major agenda item for the Congress and the Council.

Another result of the FIS fall meetings in Zurich was the creation of long-term World Cup calendars which provide an idea of how to plan, budget and sell better.

One of the initiatives that the FIS put forward was an Alpine World Cup optimization plan, to do a better job of promoting the Alpine World Cup and providing more opportunity for promotion, sponsorship, TV, and that was manifested in a working group being appointed to work on the issues. He commented that it had begun with good momentum but that progress had been slower than he had hoped. He was still optimistic because it was a good idea, that in an era of declining TV audiences, something needed to be done to revise and upgrade the Alpine World Cup. It had to be an international effort coming from leadership from the FIS and manifested through the national associations. That concluded his update on the USOC and the FIS and he asked the board members if there were any questions.

Dart asked if Jim McCarthy was still involved at the USOC to which Marolt replied that his term on the board had concluded two years prior, and he had not been re-elected. He was one of two guys on the board who understood the NGBs and what the NGBs delivered.

8. Questions from the Board

Marolt said that everyone had received reports from staff and committees, and he asked if anyone had any questions on that material.

Paine stated that Tim Tetreault had put some materials together from an athlete survey and asked him to provide a quick overview of the survey.

Tetreault stated that the Athletes' Council had submitted a survey to all the team athletes to foster improved communication, get their feedback and they had received good feedback with Nina Kempel compiling the results into a report, which had been forwarded to the board that morning.

The Athletes' Council was in the stage of figuring out how to best move forward with that information such as whom to involve and the mechanism to get information back to the athletes. The Council would be meeting at the end of the week to determine the best approach with input from Bill and Dexter. He said that the results were there and pretty well laid out.

There was a question on the number of athletes surveyed, approximately 180 athletes with 50 respondents, an additional 30 reached via phone conversation. Jackson commented that it was important to know how many were surveyed to understand the credibility of the data.

There was discussion of the overarching issues across all disciplines to be addressed at the executive level and then individual items at the program director levels. They were still working out the mechanisms of responding to the athletes.

Jeanne Jackson questioned what was the overarching issue? Tetreault stated that the athletes wanted more open communication with administration. They wanted more visibility into the operations and decision-making.

Paine commented that there was nothing in the survey that would be found surprising if you thought about what you would hear from athletes in terms of types of feedback; and as it was broken down by discipline, you got things like the PGS folks were not happy that they didn't have a wax tech. So there were very specific issues addressed depending on the discipline. "It was very consistent with the type of feedback we would expect and have heard from athletes in the past. Quite frankly, there wasn't anything that the organization had not heard before", he said.

Jon Engen stated that many of the items related directly to finances and that the climate was what it was and it was felt by everyone. He said that athletes' comments on the financials made him realize that what they needed was some education on what to expect. With the Euro at \$1.60, you could plan all you wanted, but you would run out of money. He referenced Lisa Kosglow's past experience.

Kipp Nelson stated that given the financial challenges, he applauded the effort to continue to find out what was on the athletes' minds and it was important to continue with the communication.

Andy Daly asked what the intentions were on the follow up of these issues and the mechanism to provide feedback back to the athletes.

Marolt replied that going back four or five years ago, most of the things in the survey were what Dexter talked about. Paine stated that Tim, he and Bill would have a discussion and would use this and work with the coaching staff to provide information back.

Paine commented that he found surveys more useful when done over a series, over time, "to know what you were doing well and what you were not doing well." He said that we needed to manage the decisions made as an organization that were, frankly, impacted by financial issues since everyone in the survey desired to have more resources.

At the end of the day, he said that it would sound callous, but it was all about resources. Whether you were an athlete or a coach, or you were Bill, and this provided a delicate balancing act, especially in a difficult environment. How we communicate how decisions are made, he said, was the biggest part of that. He referenced the communications audit, which had taken place and there was recognition that the organization needed to do a better job of communicating and much of this had been addressed for the entire organization, not just communication to the athletes, but for all stakeholders. He said that oftentimes the answers were such that people didn't want to hear them.

Daly said that there seemed to be an across the board interest in working to increase the visibility of the team and also working to increase the funding to the team overall, so those were opportunities as well.

Nina Kempel stated that athletes wanted to be used more in fundraising efforts in some of the programs that the organization was continuing to do.

If it all tied back to the athletes with how they could help, it would lead to less dissatisfaction said Jackson.

Lisa Kosglow stated that for those who had not had an opportunity to review the report, in the discussions what was missing was the educational component in terms of the communications strategy. The biggest issue was transparency, in her analysis, on how the funding worked and how decisions were made. These were the exact things that had come up for years, which indicated that these had not been fully addressed.

Marolt commented that, as he was listening to this, it wasn't that the organization had not addressed these issues or questions. They had been addressed for a number of years. The communications audit was undertaken and several newsletters had been generated for the various stakeholders of the organization. Perhaps not all questions were answered, but clearly, the organization had not ignored anything.

As an organization, he said that we spent hours planning and agonizing over how to spend limited resources and that, at the end of the day, he confirmed there were not unlimited resources and that as a company, we prioritized and invested in the areas that would have the greatest athletic impact and results and that would continue.

By nature, Marolt commented, athletic organizations grow and programs want more and more resources, ultimately, limited resources would be a constricting factor. It was the duty of the management team to put together good plans. He said that planning had been done and would continue to be done. Nothing in these surveys would be ignored but he wanted to caution the board that these issues had not been ignored.

Paine closed the discussion saying that these were great tools to help the organization to be better. He said that, having looked at a lot of surveys like this, that this was relatively benign and that he meant it in a positive way. Of course, there would always be things that could be done better. He said that if this survey had been done five years ago, the feedback would have been worse. The staff had made real headway on the issues. He said he would continue to have discussions with the Athletes' Council on this. That it was difficult to look at these in a vacuum.

Paine's perspective, having been around for a long while, was that this was more positive, more constructive feedback than we would have gotten several years ago. He said that he also hoped that the board members had focused on the other reports such as that on the Center of Excellence, Sales & Marketing, the Foundation, etc. He would encourage the board members to take a look at those if they hadn't already reviewed them.

9. Athletics Action Items: Luke Bodensteiner

Paine asked Bodensteiner to address the athletics action items. Bodensteiner said that there were two items relating to selection criteria which required action of the board.

He explained that at the May meeting, selection criteria were presented for all sports in complete versions except for the snowboarding athlete selection procedures, which were missing information from FIS on the World Cup calendar such that we could not nail down the selection events. After that meeting, he said, we published the finalized selection criteria for alpine and ski jumping. The others were held off publication of the criteria based on feedback from the USOC.

Discussions began with the USOC about the specifics of an Olympic Trials. He indicated that they had contemplated an Olympic Trials for freestyle and for cross country, however, based on the USOC model nordic combined was a good candidate also for an Olympic Trial. He said that dates and sites were still being finalized for the trials and, once established, we would publish those criteria as they were ready to go. Now that we decided to pursue a trial for nordic combined, we had to add that

criteria into that document that basically adds one athlete to that team, he said. This had been approved by the USOC and needed to be brought to the board for ratification.

During May, we had a close, but incomplete criteria for snowboarding based on not having solid information from FIS on the World Cup international calendar, he explained. Following the FIS meeting in October, there was a fairly complete calendar upon which to base the selection criteria.

Bodensteiner further stated that we needed to get onto publishing the criteria as some of the qualification events began with this fiscal year, starting this winter. So the snowboarding athlete selection criteria have a qualification event schedule based on the information provided by FIS in October. This required ratification by the board as well.

He confirmed that the full criteria were distributed in advance of the board meeting for both. (Addendum A).

Motion # 3: To approve the USSA revised OWG athlete selection procedures for the sports of Nordic combined and Snowboarding.

M/S/C – Chuck Heckert/Jeanne Jackson, approved by acclamation

There was a question regarding how much the snowboarding criteria had changed based on the agreement between USSA and SIA. Bodensteiner said that information had not been changed but had simply been added to based on specifics of types of competitions, i.e. World Cup and Grand Prix and numbers of competitions.

10. Old/New Business: Dexter Paine

Dick Coe discussed the USSA Membership dues structure for FY 09/10. He stated that there had been no fee increases over the past three years and, in the case of alpine, almost five years, since the last fee increase. During that time, the cost of doing business and providing services had increased greatly and so this fall, he said, we got together with the different sport leadership and discussed changing the fees for FY 09/10. The sport directors came back with the increases that are listed in the document distributed to the board (Addendum B). He then asked for a motion by the board to ratify the fee structure.

Motion # 4: To ratify the USSA Membership dues structure for FY 09/10.

M/S/C – Bob Dart/Tim Tetreault, approved by acclamation

Paine discussed the ad hoc compensation committee composed of Jeanne Jackson, Tim Tetreault and himself. They were in the process of negotiating with Bill Marolt the contract of his employment, which ended in 2010. He said that they would return to the board once they had completed those negotiations. Part of what they were waiting for was a compensation committee study of which they were in the process of completing and that would help serve as a basis for finalizing the extension of the contract for Marolt. As part of this process, they had decided to put in place a permanent compensation committee. A charter for that committee had been sent to the board prior to the meeting. He asked Alex Natt for his comments at the end of which they would move for approval of the committee and its charter.

The USSA Executive Compensation Committee and Charter, Natt explained, had been reviewed by the ad hoc comp committee and as part of this process, as a point of order, the executive committee of the USSA created the ad hoc committee and populated it with Paine, Jackson and Tetreault. The board today, he said, would need to ratify that action and move forward with approving the executive compensation committee, which he wanted to make sure was part of the record.

Natt confirmed that he had drafted the charter with input from the committee and had two small edits to make to the document based on further input. The first was a small change to the purpose section

to read as follows: "The purpose of the Committee shall be to discharge the Board of Directors' responsibility relating to compensation of the Company's executives, and to review and approve an annual report to the board on executive compensation." This eliminated the additional language that might create an obligation that the company did not have in terms of reporting the compensation figures outside of the corporation, which was a recommended change.

The second change was in purpose 2. The second sentence would now read, "In determining the performance incentives of the Chief Executive Officer's compensation." The thought was that that broadened the committee's ability to get all aspects of the CEOs compensation, not necessarily limited to long-term incentives, which might or might not exist going forward. So, those were the two changes to the document

Paine stated that, while there was no requirement under the USOC or NGB charters for an executive compensation committee, the executive committee felt that it was good corporate governance to establish one, just as an Audit Committee had been established. He said that we would need to think about how to populate the committee going forward in a mix of athletes, Foundation and USSA members as well as determine what would be the appropriate size. He wanted to get the actual committee in place for this board to approve.

Natt clarified that, in the current composition, it did meet the USOC requirement of 20% athlete participation. Natt then asked for a motion to approve the charter as amended. (Addendum C).

Motion # 5: To ratify the USSA Executive Compensation Committee Charter as amended.

M/S/C – Bob Dart/Mike Mallon, approved by acclamation

Greg Mallory commented that, while it might seem obvious, these board members needed to be independent from anyone receiving executive compensation. Natt concurred that the conflict of interest provisions of the USSA bylaws would apply, stating that, obviously, Bill Marolt would not be serving on the committee. He said that the company was well cognizant of its requirements in that regard. He affirmed that this was simply another step in making the company more transparent.

Mallory asked if additional wording would be needed for the charter. Natt said that this was reflected generally in the bylaws of the USSA and that would be the organic operating document; so, in his opinion, no.

Paine confirmed that Marolt was the only person serving on the USSA board where there would be a potential conflict of interest. The rest served in a capacity where the conflict simply didn't arise.

Natt commented as clarification on Mallory's point that there was a provision in the charter to reevaluate the charter on an annual basis. Once this version of the charter was adopted, if there were strong feelings to amend that in the future, this could be taken under advisement.

Having approved the charter, Natt asked the chairman for a motion to approve the ad hoc committee that had been operating over the summer at the behest of the USSA executive committee. The distinction was that the motion approved the charter and this motion would ratify the action of the USSA executive committee to create the ad hoc committee comprised of Paine, Jackson and Tetreault, which was a bylaw requirement.

Motion # 6: To ratify the USSA Executive Compensation Ad Hoc Committee.

M/S/C – Andy Daly/Bob Dart, approved by acclamation

Paine confirmed that, at the end of the discussions with Marolt, the full board would be apprised of the outcome and that it would then be up to the full board to approve the contract.

11. Next Meeting: Dexter Paine

Paine reminded the board that the USSA Congress date was between May 12 and 17, and that he looked forward to holding the meetings in the new Center of Excellence. He confirmed that the USSA BOD and Annual Meeting would be held on that Sunday, May 17, 2009.

12. USSA Chairman's Closing Comments: Dexter Paine

Paine reaffirmed that, for closing remarks, he had come in on the earlier discussion by Marolt of the challenges being faced on finances. It is clearly, he said, a difficult time for the economy and absolutely every organization. He reiterated that this team was doing a good job of managing through it and being proactive in addressing the issues so that we didn't end the fiscal year with a deficit. It would involve difficult decisions but they were necessary to run the organization responsibly and with a long-term view of success. He said we were better off doing that now instead of ending up in the kind of situation that was present 15 years ago.

Paine asked if there were any other comments from the board.

Tetreault clarified that the information gathered by the Athletes' Council was not to be dumped onto the board but that they, the Athletes' Council, would follow through and take the initiative to improve upon the communication with the team athletes. From his perspective as a former team athlete eight years ago, there had been some amazing improvements and identifying those would go a long way to appreciating what was being done.

Paine extended his thanks to Tetreault and Kemppe for undertaking this. He acknowledged that the Athletes' Council had just gotten it done and there had been no opportunity for any discussion about it. Paine apologized for forcing the material out there but he felt that, "given the quality of the work, it was important to have the board have an opportunity to look through it."

13. USSA Board Meeting Adjournment: Dexter Paine

Paine moved for adjournment of the USSA board meeting.

Motion # 7: To adjourn the USSA Board of Directors' meeting.

M/S/C – Chuck Heckert/Tim Tetreault, approved by acclamation

14. Executive Session: Alex Natt

Natt commented that this had been a place holder at the end of the meeting for potentially discussion about some specifics of Mr. Marolt's compensation package. They were not prepared to discuss this at this time, so there was no need for an executive session.

Paine asked if there was anything Natt wished to discuss on the legal side, and Natt did not.

Paine stated that this was a first attempt at having the board meet telephonically rather than in person in early December. He wanted to take a look at how it worked and how the information flow worked. Was the meeting too short or too long? Would the board like to go through more information or less? He asked the board to provide feedback either by e-mail or people were welcome to call. He wanted to make sure that, "we communicated well among ourselves and that everyone was up to speed." He asked again that thoughts be provided to him or staff on whether this worked or didn't. Would the board members prefer to go back to the old system of meeting in person or provide suggestions on how we could do a better job.

Dart said that the conference call was a good way to go saving the expense of travel to a board meeting of less than an hour's duration. He said that the staff did an excellent job of getting reports in ahead of time. And while in depth discussion could take longer than an hour, he thought it was a good meeting.

Paine said that if there were any thoughts that the board did not wish to share as a group, to please provide the feedback to him, which he would keep confidential. The goal was to make the meetings as productive as possible.

Paine then thanked everyone saying that he appreciated the board taking the time to make the meeting.

Prepared by Suzette
October 29, 2008

ADDENDUM A

OWG SELECTION CRITERIA FOR NORDIC COMBINED AND SNOWBOARDING



**US Ski & Snowboard Association (USSA)
ATHLETE SELECTION PROCEDURES
2010 Winter Olympic Games
Nordic Combined
October 8, 2008**

I. SELECTION SYSTEM

A. Minimum eligibility requirements for an athlete to be considered for nomination to the Team:

1. Citizenship:

Athletes must be a citizen of the United States at the time of nomination and hold a valid passport that will not expire for six months after the conclusion of the Games.

2. Minimum International Ski Federation (FIS) standards for participation:

Only competitors who hold a valid and active FIS license and who have scored FIS World Cup or Continental Cup points between December 1, 2008 and January 18, 2010 will be considered for selection. World Cup and Continental Cup schedules will be posted to www.fis-ski.com when approved.

3. Other requirements:

Only competitors who are USSA members in good standing will be considered for nomination.

B. Tryout Events:

1. Provide the event names, dates and location of all trials, events and camps to be used as part of the selection process.

- *2010 U.S. Olympic Team Trials - Nordic Combined (dates & location TBD and posted on www.ussa.org).*
- *All FIS World Cup and Continental Cup nordic combined competitions held between November 1, 2009 and January 18, 2010 will be used as part of the selection process. The FIS World Cup and Continental Cup calendars will be available at www.fis-ski.com when approved.*

2. Provide event names, dates, locations and description of how athletes qualify for any “preliminary or qualifying” events or procedures that are prerequisites to attend any of the trials, events or camps listed



above in B.1 (if any).

- *Qualification criteria for the 2010 U.S. Olympic Team Trials – Nordic Combined will be posted at www.ussa.org once finalized.*
- *Qualification criteria for the 2009/2010 Continental Cup competitions are published at www.ussa.org. Qualification for World Cup is through Continental Cup, according to FIS rules.*

- C. Provide a comprehensive, step-by-step description of the method that explains how athletes will go through the selection process to become Team nominees (including maximum team size).

Athletes shall be nominated to the team based on the following process:

- 1) *The athlete winning the 2010 U.S. Olympic Team Trials – Nordic Combined shall be nominated to the team (date and location TBD and posted on www.ussa.org).*
- 2) *Their 2009/2010 World ranking as of January 18, 2010, using all World Cup and Continental Cup competitions between November 1, 2009 and January 18, 2010. Athletes ranking in the top 30 of the FIS World Ranking List on January 18, 2010 shall be nominated to the team unless application of this criterion would result in a total of more than the maximum number of nominations allowed by the FIS, in which case USSA shall use the following tie-breaking mechanisms in order of priority:*
 - a. Best ranking on the FIS World Ranking List as of January 18, 2010*
 - b. Best single World Cup finish in the 2009-2010 season*
 - c. Second best single World Cup finish in the 2009-2010 season*
 - d. Best single Continental Cup finish in the 2009-2010 season*
 - e. Second best single Continental Cup finish in the 2009-2010 season*
- 3) *If team positions remain open after application of #1 and #2 above, the USSA Nordic Combined Head Coach may use discretion (see section II. below) to determine team nominations.*
- 4) *If team positions remain open after the application of #1 and #2 above, and the USSA Nordic Combined Head Coach's use of discretion, then USSA may nominate additional athletes to the team using the FIS World Ranking List, granting nominations to those athletes with the best world ranking on January 18, 2010, in order, until the desired team size is fulfilled.*



USSA may enter any number of male athletes up to the total quota allocated by the FIS, with a maximum of up to 5 male athletes.

- D. Provide the names of all committees/groups who oversee the selection process, including the names and titles of the current members.

The committee to oversee the selection process includes:

Bill Marolt

TBD

John Farra

Dave Jarrett

Tim Tetreault

President and CEO

Vice President of Athletics

Nordic Director

Head Nordic Combined Coach

USSA Athlete Board Rep

II. DISCRETIONARY SELECTION

- A. Provide rationale for utilizing discretionary selection (if any):

Athletes who have not met the objective criteria in Section I.C.1 and I.C.2. may be recommended by the USSA Nordic Combined Head Coach for selection to the team via discretion if they have indicated the potential for Olympic success.

- B. List the discretionary criteria and explain how they will be used:

Athletes may be recommended by the USSA Nordic Combined Head Coach for selection to the team if they satisfy any of the following, and have indicated a potential for Olympic success:

- Outstanding competition results from the 2008/2009 or 2009/2010 seasons.*
- Recent positive direction or trend of competition results indicating a potential for Olympic success.*
- Indication of medal potential in future Olympic or World Championship competition (such as international age group results and rankings) that would be materially enhanced by selection to the team.*

- C. Discretionary Selection Committee

All discretionary nominations will be made by the USSA President and CEO, the USSA Vice President of Athletics, the USSA Nordic Director, and the athlete representative from that discipline who is a member of the USSA Board. If the USSA Board Athlete Representative is also a currently competing athlete, then another athlete, who is not actively



competing, will be selected by the Athletes' Council at the Fall 2009 USSA Board Meeting to be the representative in this group.

Provide the name of the committee that will be responsible for making discretionary nominations, along with a complete list of the members currently serving on the committee and their titles:

Bill Marolt

TBD

John Farra

Tim Tetreault

President and CEO

Vice President of Athletics

Nordic Director

USSA Athlete Board Representative

III. REMOVAL OF ATHLETES

- A. Prior to acceptance of nominations by the USOC, USSA has jurisdiction over potential nominees.

An athlete who is to be nominated to the Team by USSA may be removed as a nominee for any of the following reasons, as determined by USSA:

- Voluntary withdrawal. Athlete must submit a written letter to USSA's CEO.
- Injury or illness as certified by an approved USSA physician (or medical staff). If an athlete refuses verification of his/her illness or injury by an approved USSA physician (or medical staff), his/her injury will be assumed to be disabling and he/she may be removed.
- Violation of USSA's Code of Conduct. (Attachment 1)

An athlete who is removed from the Team pursuant to this provision has the right to a hearing per USSA Bylaws, Article IX Section B or the USOC's Bylaws, Article 9.

- B. After acceptance of nominations by the USOC, the USOC has jurisdiction over the Team under the USOC Code of Conduct and Grievance Procedures. This occurs no earlier than 45 days and no later than 30 days prior to the Opening Ceremonies of the Games (unless expressly waived by the USOC).

A Team member who is accepted by the USOC is subject to the USOC Code of Conduct and Grievance Procedures.

- C. An athlete may be removed as a nominee to the Team or from the Team at any time for violation of IOC, WADA, FIS, USADA and/or USOC anti-



doping protocol, policies and procedures, as applicable. In such instances, the adjudication process will be managed through the United States Anti-Doping Agency.

IV. REPLACEMENT OF ATHLETES

- A. Describe the process by which the replacement pool of athletes will be identified:

Replacement athletes will be identified using the same method of selection specified in sections I and II of this document, both prior to and after acceptance of nominations by the USOC.

- B. Describe how the replacement athlete(s) will be selected, should a vacancy occur:

- i. prior to acceptance of nominations by the USOC:

See IV. A. above

- ii. after acceptance of nominations by the USOC:

See IV. A. above

- C. Identify the group or committee that will be responsible for making athlete replacement determinations:

- i. Group or committee who determines the replacement pool:

For discretionary selection, the USSA Nordic Combined Head Coach will recommend replacement athletes to the selection committee listed in Section II.C.

- ii. Group or committee who determines a replacement team:

- a. prior to acceptance of nominations by the USOC:

see IV. C. i above

- b. after acceptance of nominations by the USOC:

see IV.C. i above



V. SUPPORTING DOCUMENTS

USSA will retain the approved Selection Procedures and all supporting documents, including scouting or evaluation forms, etc., and data from the selection process for six months past the date of the Closing Ceremonies of the Games.

VI. REQUIRED DOCUMENTS

The following documents are required to be signed by an athlete as a condition of nomination to the Olympic Games and are included as attachments:

- *USSA Code of Conduct (Attachment 1)*

VII. PUBLICITY/DISTRIBUTION OF PROCEDURES

The USOC approved Selection Procedures (complete and unaltered) will be posted/published by USSA in the following locations and will include the USOC approval date:

- A. NGB website: www.ussa.org
These procedures will be posted as soon as possible, but not more than five business days following notice of approval by the USOC.
- B. NGB Official Publication (if any): N/A
- C. Other: N/A

VIII. DATE OF NOMINATION

The Nomination of Athletes form, including replacements, will be announced to all athletes and submitted to the USOC on *January 21, 2010*. *

**If, after the first allocation and nominations, the U.S. has not reached its maximum quotas, then additional athletes may be nominated to the team following the reallocation of quotas by FIS on January 29, 2010.*



IX. MANDATORY TRAINING AND/OR COMPETITION

Specify the location, schedule and duration of mandatory training and/or competition:

Following the nomination of the team, mandatory training camps may be organized in preparation for the Olympic Winter Games. The dates, locations and organization of these training camps are unknown at this time. However athletes will be notified at least 30 days in advance of the mandatory training camp. Final arrangements will be confirmed immediately prior to any camp based on weather conditions and availability for the best opportunity to train.

X. ANTI-DOPING REQUIREMENTS

Athletes must adhere to all IOC, WADA, FIS, USADA and USOC anti-doping protocols, policies and procedures, as applicable. This includes participation in out of competition testing as required by the IOC, WADA, FIS, USADA and USOC Rules, as applicable.

XI. DEVELOPMENT OF SELECTION PROCEDURES

The following committee/group was responsible for creating these Selection Procedures:

Bill Marolt

Dick Coe

John Farra

David Jarrett

Tim Tetreault

President and CEO

Chief Operating Officer

Nordic Director

Nordic Combined Head Coach

USSA Athlete Board Rep

XII. USSA BYLAWS AND GRIEVANCE PROCEDURES

The USSA Bylaws and Grievance Procedures can be found at www.ussa.org.

XIII. INTERNATIONAL DISCLAIMER

These procedures are based on IOC and/or FIS rules and regulations as presently known and understood. Any change in the selection procedures caused by a change in IOC and/or FIS rules and regulations will be distributed to the affected athletes



immediately. The selection criteria are based on the latest information available to USSA. However, the selections are always subject to unforeseen, intervening circumstances, and realistically may not have accounted for every possible contingency.

XIV. ATHLETE OMBUDSMAN

Athletes who have questions regarding their opportunity to compete that are not answered by USSA may contact the USOC Athlete Ombudsman: John W. Ruger by:

- Toll free telephone at (888) ATHLETE (1-888-284-5383)
- E-mail at john.ruger@usoc.org
- www.888athlete.org

XV. USSA SIGNATURES

I certify that I have read, understand and incorporated our IF standards/criteria into our Selection Procedures and that the information provided herein regarding Athlete Selection Procedures represents the method approved by USSA.

Position	Print Name	Signature	Date
USSA President and CEO			
USSA Nordic Director			
USOC Athletes' Advisory Council Representative*			

*If USOC AAC Representative has delegated authority to the Alternate AAC Representative to sign the Selection Procedures, attach a letter from the AAC Representative indicating the reason he/she has delegated authority.

*Signature by the AAC Representative constitutes that he/she has read and understands the Selection Procedures and certifies that the Selection Procedures submitted represent the method approved by the NGB/PSO. If the AAC Representative reads and does not agree with the Athlete Selection Procedures being submitted by the NGB/PSO, he/she may submit those reasons in writing to his/her Sport Partnerships Team or U.S. Paralympics representative.

USSA CODE OF CONDUCT

Membership in the United States Ski and Snowboard Association is a privilege, not a right. All USSA members (athletes, coaches, and officials) when participating in any USSA activity must agree to conduct themselves according to USSA's core values of Team, Loyalty, Integrity, Respect, Perseverance, and Accountability and abide by the spirit and dictates of this Code of Conduct. All members must agree to comport themselves in a sportsmanlike manner, and are responsible for their actions while attending or participating in all USSA activities (including but not limited to camps, competitions, and projects).

Sportsmanlike conduct is defined as, but is not limited to: respect for competition officials, resort employees, and the skiing and snowboarding public, respect for facilities, privileges and operating procedures, the use of courtesy and good manners, acting responsibly and maturely, refraining from the use of profane or abusive language, and abstinence from illegal or immoderate use of alcohol and use of illegal or banned drugs.

While participating in any USSA activity:

1. USSA members shall be subject to the jurisdiction of the International Ski Federation Statutes, the United States Olympic Committee Bylaws, the USSA Bylaws, and the USSA Code of Conduct.
2. USSA members shall conduct themselves at all times and in all places as befits worthy representatives of the United States of America, the United States Olympic Committee, USSA, their region, division, state or club and in accordance with the best traditions of national and international competition.
3. USSA members are responsible for knowledge of and adherence to competition rules and procedures. Members are also responsible for knowledge of and adherence to the rules and procedures of the USSA national teams, camps or other projects when participating in such.
4. USSA members shall maintain high standards of moral and ethical conduct, which includes self-control and responsible behavior, consideration for the physical and emotional well-being of others, and courtesy and good manners.
5. USSA members shall abide by USSA rules and procedures while traveling to and from and participating in official USSA activities.
6. USSA members shall abstain from illegal and/or immoderate consumption of alcohol. Absolutely no consumption of alcohol is permitted for those individuals under the age of 21. Members under 21 years of age shall not participate in gatherings involving consumption of alcohol unless it is an official USSA or event organizer function.
7. No USSA member shall violate the customs, travel or currency regulations of a country while traveling with a USSA group or on a USSA ticket.
8. No USSA member shall commit a criminal act.

Attachment 1

9. No USSA member shall engage in any conduct that could be perceived as harassment based upon gender, age, race, religion or disability.
10. USSA members will avoid profane or abusive language and disruptive behavior.
11. USSA members agree to abide by anti-doping rules and procedures established by WADA, USADA, and/or FIS.

Failure to comply with any of the above provisions may lead to disciplinary action by the appropriate team or competition leader. Disciplinary action may include:

- Removal from the team trip or training camp.
- Suspension from training and/or competition.
- Elimination of coaching, travel, and other benefits.
- Forfeiture of USSA membership.

USSA is committed to principles of fairness, due process and equal opportunity. Members are entitled to be treated fairly and in compliance with USSA's Bylaws, policies and procedures. Members are entitled to notice and an opportunity for a hearing before being prevented from participating in protected competition as that term is defined by the USOC Bylaws. Information on the processes for grievances, suspensions and appeals is available at www.ussa.org.

Nothing in this Code shall be deemed to restrict the individual freedom of a USSA member in matters not involving activities in which one could not be perceived as representing USSA. In choices of appearance, lifestyle, behavior and speech while not representing USSA, competitors shall have complete freedom, provided their statements and actions do not adversely affect the name and reputation of the USSA. However, in those events where one is representing or could be perceived as representing USSA, USSA demands that its members understand and agree to behave in a manner consistent with the best traditions of sportsmanship and USSA's core values.



**US Ski & Snowboard Association (USSA)
 ATHLETE SELECTION PROCEDURES
 2010 Olympic Winter Games
 Men's and Women's Snowboarding
 Halfpipe, Parallel Giant Slalom, Snowboardcross
 October 15, 2008**

I. SELECTION SYSTEM

A. Provide the minimum eligibility requirements for an athlete to be considered for nomination to the team:

1. Citizenship:

Athletes must be a citizen of the United States at the time of nomination and hold a valid passport that will not expire for six months after the conclusion of the Games.

2. Minimum International Ski Federation (FIS) standards for participation:

Only competitors who hold a valid and active FIS license and who meet the FIS minimum eligibility standards of a Top 30 in a FIS World Cup or World Championships, in the event concerned, during the qualification period of July 2008 through January 25, 2010 and have at least 100 FIS points in the event concerned at the time of nomination.

3. Other Requirements:

Only competitors who are USSA members in good standing will be considered for nomination.

B. Tryout Events:

1. Provide the event names, dates and location of all trials, events and camps to be used as part of the selection process.

The schedule of tryout events will be finalized and published by June 15, 2009 and shall be available on the USSA website: www.ussa.org.

Halfpipe Tryout Events (5 events)

- | | | |
|------------------------|-----------------|----|
| 1. December 9-10, 2009 | Copper Mtn., CO | HP |
| 2. January 6-7, 2010 | tbd, USA | HP |



2. January 9-10, 2010	tbd, USA	HP
4. January 21-22, 2010	tbd, USA	HP
5. January 23-24, 2010	tbd, USA	HP

Parallel Giant Slalom Tryout Events (4 events)

1. December 11-13, 2009	tbd, Europe	PGS
2. December 18-20, 2009	tbd, USA	PGS
3. January 15-17, 2010	tbd, Europe	PGS
4. January 22-24, 2010	tbd, Canada	PGS

Snowboardcross Tryout Events (5 events)

1. September 11-13, 2009	tbd, South America	SBX
2. December 18-20, 2009	tbd, USA	SBX
3. January 8-10, 2010	tbd, Europe	SBX
4. January 15-17, 2010	tbd, Europe	SBX
5. January 22-24, 2010	tbd, Canada	SBX

The schedule of selection events will be finalized and published by June 15, 2009 and shall be available on the USSA website: www.ussa.org.

The selection events will be scheduled between September 1st, 2009 and January 25th, 2010. Each discipline (Parallel Giant Slalom, Halfpipe, and Snowboardcross) will have between three (3) to six (6) scheduled selection events.

2. Provide event names, dates, locations and description of how athletes qualify for any “preliminary or qualifying” events or procedures that are prerequisites to attend any of the trials, events or camps listed above in B. 1 (if any).

The schedule of pre-qualification events and criteria will be finalized and published by June 15, 2009 and shall be available on the USSA website: www.ussa.org.

Halfpipe Pre-Qualification Criteria

Pre-Qualification for tryout events #1, 2, & 3:

Pre-Qualification for tryout events #1, 2 & 3 outlined in Section B.1 (3 starts) will be as follows:



1. Former U.S. HP Olympians
2. U.S. athletes ranked within top (40) Men & (20) Women of Grand Prix HP rankings for 08-09
3. U.S. athletes ranked within top (20) Men & (10) Women Revolution Tour HP rankings 08-09
4. U.S. athletes ranked within top (10) Men and (5) Women HP Vans Cup 2009
5. U.S. athletes ranked within top (16) Men and (8) Women HP US Open 2009
6. U.S. athletes ranked within top (10) Men and (5) Women USASA HP Open Division 2009
7. U.S. athletes ranked within top (100) Men and (50) Women TTR final HP Ranking List 2009
8. U.S. athletes ranked within top (100) Men and (50) Women FIS final HP Ranking List 2009
9. U.S. Men and Women athletes with at least one (1) Top 30 World Cup result during 2008-09 FIS World Cup season.
10. Coaches discretion may account for up to eight (8) males and four (4) females for tryout events #1, 2, & 3.

Pre-Qualification for tryout events #4 & 5:

Pre-Qualification for tryout events #4 & 5 will be as follows:

U.S. athletes who have earned at least one (1) top sixteen (16) result for men or one (1) top eight (8) result for women, against the entire competition field (all competitors entered into the competition), in tryout events #1, 2, or 3 will qualify for tryout events #4 & 5.

Coaches discretion may account for up to four (4) males and two (2) females for tryout events #4 & 5.

Parallel Giant Slalom Pre-Qualification Criteria

Pre-Qualification for tryout events #1 outlined in Section B.1 (1 start)

All available U.S. starting positions for tryout events #1 will be pre-qualified as follows:

Highest ranking U.S. athletes (men & women) on the most current FIS Parallel Alpine points list.

Coaches' discretion may account for up to one (1) male and one (1) female of the pre-qualified start positions available.



Pre-Qualification for tryout events #2 outlined in Section B.1 (1 start)

All available U.S. starting positions for tryout events #2 will be pre-qualified as follows:

Up to four (4) men and one (1) women from most current World Cup Parallel Alpine standings if athlete is ranked within the Top 30 of the World Cup points list.

Remaining balance of U.S. start positions (men & women) may be chosen from highest ranking U.S. athletes (men & women) from the most current FIS Parallel Point List.

Coaches discretion may account for up to two (2) male and two (2) female of the pre-qualified start positions available

Pre-Qualification for tryout events #3 & 4 outlined in Section B.1 (2 starts)

Open to FIS licensed riders:

Qualifying for one (1) men's and one (1) women's start positions for tryout events #3, #4 (2 starts) will be qualified from the below pre-qualification event. The highest ranked U.S. athlete (men & women) not already qualified (based on the below criteria) will be selected.

Pre-Qualification event date and location will be posted by June 15th, 2009.

All remaining U.S. starting positions for tryout events #3 & #4 will be pre-qualified as follows:

Up to four (4) men and one (1) women from most current World Cup Parallel Alpine standings if athlete is ranked within the Top 30 of the World Cup points list.

Remaining balance of U.S. start positions (men & women) may be chosen from highest ranking U.S. athletes (men & women) from the most current FIS Parallel Point List.

Coaches discretion may account for up to one (1) male and one (1) female of the pre-qualified start positions available.



Snowboardcross Pre-Qualification Criteria

Pre-Qualification for tryout event #1 (1 starts)

All available U.S. starting positions for tryout events #1 will be pre-qualified as follows:

Up to four (4) men and one (1) women from the most current World Cup SBX standings, if athlete is ranked within the Top 30 of the World Cup points list.

Remaining balance of U.S. start positions (men & women) may be chosen from highest ranking U.S. athletes (men & women) from the most current FIS SBX Points List.

Coaches discretion may account for up to two (2) male and one (1) female of the pre-qualified start positions available

Pre-Qualification for tryout event #2 (1 starts)

All available U.S. starting positions for tryout events #2 will be pre-qualified as follows

Up to four (4) men and one (1) women from the most current World Cup SBX standings, if athlete is ranked within the Top 30 of the World Cup points list.

Remaining balance of U.S. start positions (men & women) may be chosen from highest ranking U.S. athletes (men & women) from the most current FIS SBX Points List.

Coaches discretion may account for up to three (3) male and two (2) female of the pre-qualified start positions available.

Pre-Qualification for tryout events #3, 4, 5 (3 Starts)

All available U.S. starting positions for tryout events #3, 4, & 5 will be pre-qualified as follows

Up to four (4) men and one (1) women from most current World Cup SBX standings if athlete is ranked within the Top 30 of the World Cup points list.

Remaining balance of U.S. start positions (men & women) may be chosen from highest ranking U.S. athletes (men & women) from the most current FIS SBX Points List.



Coaches discretion may account for up to two (2) male and one (1) female of the pre-qualified start positions available.

- C. Provide a comprehensive, step-by-step description of the method that explains how athletes will go through the selection process to become Team nominees (including maximum Team size).

The International Olympic Committee (IOC) has determined that a maximum of eighteen (18) athletes representing any one nation may compete in the 2010 Olympic Winter Games in snowboarding. The maximum number of athletes named to the U.S. team will be up to the maximum team size of eighteen (18), with a maximum of ten (10) athletes per gender. The maximum quota for a nation in any one (1) event per gender will be four (4). Athletes named to the team will start in the event for which they qualified.

Objective Criteria Halfpipe

1. *Up to three (3) Halfpipe athletes per gender who have had a top four (4) result, against the entire competition field, in the selection events will be named to the Olympic team. If more than three (3) athletes, in either gender, have had a top four (4) result then ties will be broken as follows:*

Athletes will score selection points, based on their results in each selection event, using the FIS World Cup point scoring system (1000 point scale). Only athletes that are US citizens, and are USSA members in good standing, will be included when assigning selection points. At the conclusion of the selection events, each athlete's best (highest) two (2) results will be averaged to create a ranking list for nomination in each gender. USSA will use the following tie-breaking mechanisms in order of priority:*

- a. Single highest point result during the selection events*
- b. Third best point result during selection events*
- c. Fourth best point result during selection events*
- d. Total selection points (total points earned in all selection events)*

** The ranking list will be created by averaging the point allocations from each athlete's two best results, utilizing the FIS World Cup point scoring system (1000 point scale), even if one or more selection events are cancelled due to weather or other circumstances beyond the control of USSA.*



2. *If no athletes were selected in #1 above then one (1) athlete per gender will be selected using an average of the top two (2) results in the selection events, based on the ranking list in #1 above, in the relevant discipline. Ties will be broken as follows in order of priority:*
 - a. *Single highest point result during the selection events*
 - b. *Third best point result during selection events*
 - c. *Fourth best point result during selection events*

Discretionary Criteria Halfpipe

If team positions remain open after application of the objective criteria, the USSA Snowboard Head Coach may use discretion (see Section II. below) to recommend team nominations.

Objective Criteria SBX

1. *Up to two (2) Snowboardcross athletes, per gender, who have had a top four (4) result, against the entire competition field, in the selection events will be named to the Olympic Team. If more than two athletes in either gender have had a top four (4) result then ties will be broken as follows in order of priority:*
 - a. *Single highest point result during the selection events.*
 - b. *Second highest point result during the selection events.*
 - c. *Highest World Ranking at the conclusion of the selection events from the 2009/10 FIS World Cup ranking list within the relevant discipline.*
2. *If no athletes were selected in #1 above then one (1) athlete per gender will be selected using an average of the top two (2) results in the selection events, based on the FIS World Cup points assigned to each result during the selection events in the relevant discipline. Ties will be broken as follows in order of priority:*
 - a. *Single highest point result during the selection events*
 - b. *Third best point result during selection events*
 - c. *Fourth best point result during selection events*

Discretionary Criteria SBX

If team positions remain open after application of the objective criteria, the USSA Snowboard Head Coach may use discretion (see Section II. below) to recommend team nominations.



Objective Criteria PGS

1. *Up to two (2) Parallel Giant Slalom athletes per gender, who have had a top four (4) result, against the entire competition field in the selection events will be named to the Olympic Team. If more than two (2) athletes in either gender, have had a top four (4) result then ties will be broken as follows in order of priority:*
 - a. *Single highest point result during the selection events.*
 - b. *Second highest point result during the selection events.*
 - c. *Highest World Ranking at the conclusion of the selection events from the 2009/10 FIS World Cup ranking list within the relevant discipline.*

2. *If no athletes were selected in #1 above then one (1) athlete per gender will be selected using an average of the top two (2) results in the selection events, based on the FIS World Cup points assigned to each result during the selection events in the relevant discipline. Ties will be broken as follows in order of priority:*
 - a. *Single highest point result during the selection events*
 - b. *Third best point result during selection events*
 - c. *Fourth best point result during selection events*

Discretionary Criteria PGS

If team positions remain open after application of the objective criteria, the USSA Snowboard Head Coach may use discretion (see Section II. below) to recommend team nominations.

- D. Provide the names of all committees/groups who oversee the selection process, including the names and titles of the current members.

The committee to oversee the selection process is:

<i>President and CEO</i>	<i>Bill Marolt</i>
<i>Vice President of Athletics</i>	<i>tbd</i>
<i>Head Snowboard Coach/Head SBX Coach</i>	<i>Peter Foley</i>
<i>Snowboard Director</i>	<i>Jeremy Forster</i>
<i>USSA Board Athlete Representative</i>	<i>Lisa Kosglow</i>



II. DISCRETIONARY SELECTION (if applicable)

- A. Provide rationale for utilizing discretionary selection (if any):

Athletes who have not met the objective criteria in Section I.C., may be recommended by the USSA Snowboarding Head Coach for selection to the team via discretion if they have indicated the potential for Olympic success.

- B. List the discretionary criteria and explain how they will be used:

Athletes (including those not selected objectively due to illness or injury) may be recommended by the USSA Snowboarding Head Coach for selection to the team via coaches' discretion if they satisfy any of the following, and have indicated a potential for Olympic success.

- *Outstanding competition results from the 2008/2009 or 2009/2010 seasons.*
- *Recent positive direction or trend of competition results indicating a potential for Olympic success.*
- *Indication of medal potential in future Olympic or World Championship competition (such as international age group results and rankings) that would be materially enhanced by selection to team.*

- C. Discretionary Selection Committee

All discretionary selections will be made by a discretionary selection review group comprised of the President and CEO, the Snowboard Director, Vice President Athletics, and the athlete representative from that discipline who is a member of the USSA Board. If the USSA Board Athlete Representative is also a currently competing athlete, then another athlete, who is not actively competing, will be selected by the USSA Athletes' Council at the 2009 Fall USSA Board Meeting to be the representative in this group.

<i>President and CEO</i>	<i>Bill Marolt</i>
<i>Vice President of Athletics</i>	<i>tbd</i>
<i>Snowboard Director</i>	<i>Jeremy Forster</i>
<i>USSA Board Athlete Representative</i>	<i>Lisa Kosglow</i>



III. REMOVAL OF ATHLETES

- A. Prior to acceptance of nominations by the USOC, the NGB has jurisdiction over potential nominees.

An athlete who is to be nominated to the Team by USSA may be removed as a nominee for any of the following reasons, as determined by the NGB:

- Voluntary withdrawal. Athlete must submit a written letter to USSA President and CEO.
- Injury or illness as certified by an approved USSA physician (or medical staff). If an athlete refuses verification of his/her illness or injury by an approved USSA physician (or medical staff), his/her injury will be assumed to be disabling and he/she may be removed.
- Violation of USSA Code of Conduct. (Attachment 1)

An athlete who is removed from the Team pursuant to this provision has the right to a hearing per the USSA Bylaws (Article IX Section B) or USOC Bylaws, Article IX Section B.

- B. After acceptance of nominations by the USOC, the USOC has jurisdiction over the Team under the USOC Code of Conduct and Grievance Procedures. This occurs no earlier than 45 days and no later than 30 days prior to the Opening Ceremonies of the Games (unless expressly waived by the USOC).

A Team member who is accepted by the USOC is subject to the USOC Code of Conduct and Grievance Procedures.

- C. An athlete may be removed as a nominee to the Team or from the Team at any time for violation of IOC, PASO, IPC, WADA, IF, USADA and/or USOC anti-doping protocol, policies and procedures, as applicable. In such instances, the adjudication process will be managed through the United States Anti-Doping Agency.

IV. REPLACEMENT OF ATHLETES

- A. Describe the process by which the replacement pool of athletes will be identified:

In the case that an athlete that has been nominated to the team becomes injured or ill, voluntary withdraws or violates USSA's Code of Conduct prior to the Olympic Winter Games and is unable to compete, no replacement



athlete will be named unless it is deemed that there is sufficient time to make a replacement without disrupting the competition or preparation of other athletes and that the replacement athlete would have sufficient time to properly prepare for the competition. This decision will be made by the replacement selection review group comprised of the President and CEO of USSA, the USSA Vice President of Athletics, the USSA Snowboard Director, and the USSA Board athlete representative.

Should a replacement athlete be considered, the procedures as outlined in Section I. C. and Section II above will be followed to select the replacement athlete.

- B. Describe how the replacement athlete(s) will be selected, should a vacancy occur:
- i. prior to acceptance of nominations by the USOC:
See Section IV. A above
 - ii. after acceptance of nominations by the USOC:
See Section IV. A above
- C. Identify the group or committee that will be responsible for making athlete replacement determinations:
- i. Group or committee who determines the replacement pool:
See Section IV. A above
 - ii. Group or committee who determines a replacement to the Team:
 - a. prior to acceptance of nominations by the USOC.
See Section IV. A above
 - b. After acceptance of nominations by the USOC.
See Section IV. A above



V. SUPPORTING DOCUMENTS

USSA will retain the approved Selection Procedures and all supporting documents, including scouting or evaluation forms, etc., and data from the selection process for six months past the date of the Closing Ceremonies of the Games.

VI. REQUIRED DOCUMENTS

The following documents are required to be signed by an athlete as a condition of nomination to the Olympic Winter Games and are included as attachments:

USSA Code of Conduct - Attachment 1

VII. PUBLICITY/DISTRIBUTION OF PROCEDURES

The USOC approved Selection Procedures (complete and unaltered) will be posted/published by USSA in the following locations and will include the USOC approval date:

- A. USSA Web site: www.ussa.org
These procedures will be posted as soon as possible, but not more than five (5) business days following notice of approval by the USOC.
- B. NGB Official Publication (if any): N/A
- C. Other: N/A

VIII. DATE OF NOMINATION

The Nomination of Athletes form, including replacements, will be announced to all athletes and submitted to the USOC on *January 19, 2010*. *

**If, after the first allocation and nominations, the U.S. has not reached its maximum quotas, then additional athletes may be nominated to the team following the reallocation of quotas by FIS on January 29, 2010.*



IX. MANDATORY TRAINING AND/OR COMPETITION

Specify the location, schedule and duration of mandatory training and/or competition:

Any mandatory training and/or competitions after the date of nomination will be announced at least thirty (30) days prior to the start of training or competition. Location, schedule and duration of any mandatory training and/or competition will be posted on USSA's website at www.ussa.org.

X. ANTI-DOPING REQUIREMENTS

Athletes must adhere to all IOC, IPC, PASO, WADA, IF, USADA and USOC anti-doping protocols, policies and procedures, as applicable. This includes participation in out of competition testing as required by the IOC, IPC, PASO, WADA, IF, USADA and USOC Rules, as applicable.

XI. DEVELOPMENT OF SELECTION PROCEDURES

The following committee/group (include names and titles) was responsible for creating these Selection Procedures:

Snowboard Selection Committee:

<i>Bill Marolt</i>	<i>President and CEO</i>
<i>Jeremy Forster</i>	<i>Snowboarding Director</i>
<i>Peter Foley</i>	<i>Snowboarding Head Coach</i>
<i>Lisa Kosglow</i>	<i>Athlete Board Representative</i>

XII. NGB/PSO BYLAWS AND GRIEVANCE PROCEDURES

USSA Bylaws and Grievance Procedures can be found: www.ussa.org

XIII. INTERNATIONAL DISCLAIMER

These procedures are based on IOC, IPC, PASO, as applicable, and/or your IF rules and regulations as presently known and understood. Any change in the selection procedures caused by a change in IOC, IPC, PASO, as applicable, and/or your IF rules and regulations will be distributed to the affected athletes immediately. The selection



criteria are based on the latest information available to NGB/PSO. However, the selections are always subject to unforeseen, intervening circumstances, and realistically may not have accounted for every possible contingency.

XIV. ATHLETE OMBUDSMAN

Athletes who have questions regarding their opportunity to compete that are not answered by USSA may contact the USOC Athlete Ombudsman: John W. Ruger by:

- Toll free telephone at (888) ATHLETE (1-888-284-5383)
- E-mail at john.ruger@usoc.org
- www.888athlete.org

XV. NGB/PSO SIGNATURES

I certify that I have read, understand and incorporated our IF and/or CF (PAG only), if applicable, standards/criteria into our Selection Procedures and that the information provided herein regarding Athlete Selection Procedures represents the method approved by USSA.

Position	Print Name	Signature	Date
NGB/PSO President or Executive Director			
Nat. Team Coach, Head Coach, or Nat. Program Director			
USOC Athletes' Advisory Council Representative*			

*If USOC AAC Representative has delegated authority to the Alternate AAC Representative to sign the Selection Procedures, attach a letter from the AAC Representative indicating the reason he/she has delegated authority.

*Signature by the AAC Representative constitutes that he/she has read and understands the Selection Procedures and certifies that the Selection Procedures submitted represent the method approved by the NGB/PSO. If the AAC Representative reads and does not agree with the Athlete Selection Procedures being submitted by the NGB/PSO, he/she may submit those reasons in writing to his/her Sport Partnerships Team or U.S. Paralympics representative.

ADDENDUM B

USSA MEMBERSHIP FEE STRUCTURE FY 09/10

The proposed member fee plan has been developed by the USSA sport directors, membership, and finance staff, and has been endorsed by the sport committee chairmen and athlete representatives of each sport, along with the alpine executive committee.

		FY 08/09	FY 09/10
Alpine	Youth	60	70
	Student	80	90
	Competitor	125	140
	Master	100	110
	Official	60	60
	Coach	135	135
	Cert. Coach	N/A	N/A
	Associate	35	35
	FIS	80	80
	Late FIS (after Aug 15)	150	150
	Provisional FIS	N/A	N/A
	Alpine Masters FIS	25	25
	USSA Points Confirmation	100	100
	FIS Points Confirmation	120	120
Freestyle	Youth	40	50
	Rookie	60	70
	Competitor	120	140
	Official	60	60
	Coach	115	115
	Associate	35	35
	FIS	60	60
	Late FIS (after Dec 15)	100	100
	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
Snowboarding	Regional Comp	60	70
	National Comp	120	140
	Official	60	60
	Coach	115	115
	Associate	35	35
	FIS	80	80
	Late FIS (after Aug 15)	N/A	N/A

	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
	Grand Prix Entry		
	Snowboard Finals		
Cross Country	Youth	40	50
	Competitor	120	140
	Official	60	60
	Coach	115	115
	Associate	35	35
	FIS	80	80
	Late FIS (after Dec 15)	150	150
	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
Jumping/Nordic Combined			50
	Youth	40	
	Competitor	120	140
	Official	60	60
	Coach	115	115
	Associate	35	35
	FIS	25	25
	Late FIS (after Aug 20)	N/A	N/A
	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
FIS Points Confirmation	N/A	N/A	
Disabled Alpine	Competitor	125	140
	Coach	135	135
	Associate	35	35
	IPC AS	100	100
	IPC AS Late	200	200
	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
Disabled XC	Competitor	120	140
	Coach	115	115
	Associate	35	35
	FIS	N/A	N/A
	Late FIS (after Dec 15)	N/A	N/A

	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
Other	Club	150	TBD
	Rush Processing	25	25
	Late Fee	25	25
	NSF Check Fee	25	25
	Temporary Reg	25	25
	Member Card Replacement	10	10
	Back Screening Reinstate	25	25

ADDENDUM C

EXECUTIVE COMPENSATION COMMITTEE CHARTER

Executive Compensation Committee Charter of the USSA Board of Directors

The executive compensation committee (the "Committee") of the Board of Directors of the United States Ski and Snowboard Association ("USSA" or the "Company") shall consist of a minimum of three directors. Members of the Committee shall be appointed by the Board of Directors and may be removed by the Board of Directors in its discretion.

The purpose of the Committee shall be to discharge the Board of Directors' responsibility relating to compensation of the Company's executives, and to review and approve an annual report to the board on executive compensation.

In furtherance of this purpose, the Committee shall have the following authority and responsibilities:

1. To assist the Board in developing and evaluating potential candidates for executive positions, including the Chief Executive Officer, and to oversee the development of executive succession plans.
2. To review and approve goals and objectives with respect to compensation for the Company's Chief Executive Officer, evaluate the Chief Executive Officer's performance in light of those goals and objectives, and determine and recommend to the Board approval of the Chief Executive Officer's compensation level based upon this evaluation. In determining the performance incentives of the Chief Executive Officer's compensation, the Committee shall consider the Company's performance, the value of similar incentive awards to CEOs at comparable companies, and the awards given to the Company's Chief Executive Officer in past years.
3. To provide oversight of management's decisions concerning the performance and compensation of other Company officers and/or key personnel.
4. To review and provide oversight regarding the Company's compensation and employee benefit plans and recommend changes in such plans to the CEO and Board of Directors as needed. The Committee shall have and shall exercise all the authority of the Board of Directors with respect to the administration of such plans.

The Committee shall have the authority to delegate any of its responsibilities to subcommittees as the Committee may deem appropriate in its sole discretion. The Committee shall have authority to retain such compensation advisors, consultants, outside counsel, and other advisors as the Committee may deem appropriate in its sole discretion. The Committee shall have sole authority to approve related fees and retention terms.

The Committee shall regularly report its actions and any recommendations to the Board of Directors.

The Committee shall review at least annually the adequacy of this Charter and recommend any proposed changes to the Board for approval.

The Committee shall have responsibility for other duties as specified from time to time by the Board.

The members of the Committee, as a Committee and individually shall be entitled to the indemnification protections of Article X of the USSA Bylaws for acts taken in good faith in behalf of the USSA and that article is incorporated herein by reference.

Approved by ad hoc USSA Executive Compensation Committee on 9/5/08.