

USSA BOARD OF DIRECTORS' MEETING MINUTES

Summit B, Yarrow Hotel & Conference Center/Doubletree
1800 Park Avenue, Park City, UT
Sunday, May 17, 2015, 7:30 a.m. – 11:30 a.m.

Meeting chair: Dexter Paine

USSA Board of Directors

Chairman: Dexter Paine, New York, NY
Vice Chairman: Greg Boester, Rye, NY (Foundation) - absent
Treasurer: John Bucksbaum, Chicago, IL (Foundation) - absent
Tricia Byrnes, Aspen, CO (Snowboarding Athlete)
Jon Casson, Salt Lake City, UT (Snowboarding)
Charles Christianson, Anchorage, AK (Alpine Athlete)
Emily Cook, Park City, UT (Freestyle Athlete)
Bryan Fletcher, Steamboat Springs, CO (Jumping/Nordic Combined Athlete)
Cami Thompson Graves, East Thetford, VT (Cross Country)
Jeanne Jackson, Portland, OR (Foundation)
Lisa Kosglow, Hood River, OR (At-Large)
Darryl Landstrom, Minneapolis, MN (Alpine)
Dan Leever, Palm Beach, FL (At-Large)
Martina Lussi, Lake Placid, NY (Jumping/Combined) – absent – introduced at the end of the meeting
Andy McLane, Weston, MA (Foundation)
Kipp Nelson, Ketchum, ID (Foundation)
Eric Resnick, Vail, CO (Foundation)
Chris Seemann, Winter Park, CO (Freestyle)
Tiger Shaw, Park City, UT (CEO)
James Southam, Anchorage, AK (Cross Country Athlete)
Ex-Officio
Michael Berry, Lakewood, CO (National Ski Areas Association) - absent
Grete Eliassen, Holladay UT (USOC Athletes' Advisory Council) - absent
David Ingemie, McLean, VA (SnowSports Industries America) - absent
Bill Marolt, Paradise Valley, AZ (USOC)
Hank Tauber, Park City, UT (FIS)

Guests: Chip Knight who sat in for Grete Eliassen; Joe Holland who sat in for Martina Lussi; Luke Bodensteiner, Brooke McAfee, Tom Kelly, Calum Clark, Mike Jaquet, Trisha Worthington, Alex Natt, Jory Macomber, Sheryl Barnes, Rich Tutino, Bob Dart, Gary Black, Charlotte Moats, Patrick Riml, Brewster McVicker, Bruce Crane, Kiyotaka Kato, John Manderfield, Jonathon Manderfield, Caitlin Furin, Courtney Harkins, Sean Higgins

1. Chairman Calls the Meeting to Order & Moment of Silence: Dexter Paine

The agenda was distributed (Addendum 1). Dexter Paine called the meeting to order. He called for a moment of silence for those who had passed; Bryce Astle, Ronnie Berlack, Deedee Corradini, Ted Farwell, Gus Raauum, Fraser West, and Warren Witherell.

2. Roll Call & Establishment of Quorum: Alex Natt

Alex Natt took the roll call; a quorum was confirmed present. This was followed by Dexter Paine's request that everyone introduce themselves and state their positions, followed by an award being presented to Joe Holland for his years of service. Paine then asked Charlotte

Moats to introduce herself. She had been part of the McKinsey team and was an independent consultant working on the strategic plan's athlete resource allocation framework. Paine noted that the schedule was packed and that we would get through the agenda and then move into an executive session for some legal issues that would be discussed by counsel. Management Team would be asked to leave and there were items of general discussion about the ski team that would follow. The goal was to be done by 11:30 a.m.

3. USSA February 2015 Meeting Minutes' Approval: Alex Natt

Natt indicated that the minutes were in the meeting materials provided to the board and sought a motion to approve the minutes.

Motion #1: To ratify the meeting minutes as presented.

M/S/C Jeanne Jackson/Joe Holland

4. USSA Chairman's Report: Dexter Paine

Dexter Paine confirmed that after this meeting we would get onto everyone's schedule for an August teleconference meeting, followed by the fall board meeting, and a December or early January board teleconference. At the fall meeting there would be a proposed date for the 2016 annual meeting.

- 2014 – 2015 Review; Paine covered this area quickly as Luke Bodensteiner would be reporting results in his presentation. He noted that we had a good year and Tiger Shaw achieved what we wanted achieved on the athletic side. He said we recognized where we could have done better and would continue to push to be best in the world. He noted the performances at the various World Championships and X Games were good, but not great.
- NASTAR; Paine indicated that we had signed a letter of intent to acquire the property and Tiger Shaw would discuss this in greater detail.
- Strategic Plan; Paine said that we would spend time discussing the planning that had taken place later, especially focusing on the resource allocation model. He thanked Eric Resnick and Charlotte Moats for leading that process and that it outlined how we would operate this business over the next four years. This had been presented by them to a number of different committees over the week.
- Governance; Paine affirmed that this would be an area of focus over the next two years with a full review across all of USSA. He hoped to get more people with expertise onto the sport committees. On this board he wanted to ensure that when we made decisions on technical and safety issues that the expertise that we needed was there. He noted that Eric Resnick and Lisa Kosglow would lead this effort. The goal was to return to the board with a very comprehensive overhaul of how we govern ourselves and how we do business. If there were people with an interest in that process to please contact him, Eric or Lisa.
- Priorities FY15/16; there would be discussion on this but the number one priority remained being best in the world.
- FIS; Paine noted that there was a very full FIS agenda with the 2017 Alpine World Cup Finals in Aspen. We just bid for the 2017 Jr. Nordic World Championships at Soldier Hollow and the Utah Olympic Park. There was also the 2019 Freestyle, Freeskiing and Snowboarding World Championships.

5. USSA Chief Executive Officer's Report: Tiger Shaw

Shaw reported on the amazing, athletically extraordinary year. It had been an amazing winter. He had attended the three world championships and there were a number of medals and combined with hosting the Alpine World Championships in the US that was extraordinary in

terms of the number of people involved. It was incredibly exciting and our athletes performed. The broadcast hours and outreach were record breaking. Streaming the other world championship events from abroad was also incredible.

Shaw also noted the tragedy in Sölden. He discussed communication and management as we reached into younger age groups. He said that he had a great management team that was empowered and had an impact on the direction of the organization. He commented that we had to change, to lead and evolve the sports at all levels, including the IOC, and to do this by example and encourage others to change in the international arenas.

Shaw noted his pleasure at having Brooke McAfee on board because of the financial clarity that she has engendered. He discussed the number of task forces that had been created at the end of last summer to obtain enlightenment about the sports from entry, pipeline, retention, membership, elite, et al. There had been hundreds of people involved and the planning process to determine athlete resource allocations was concurrent. He added that the membership changes had been a result of those meetings.

Shaw reported that he wanted this to be an organization where people wanted to join, not just had to join, and have memberships that reached all groups and levels. He noted the numbers out there who were not members. He discussed the relationship with NASTAR and its relevance to alpine skiing in the US. This relationship/partnership had been announced at the NSAA convention and how that would help leverage many USSA projects.

Shaw then discussed that the staff had taken a close look at the vision, mission, goals and values. He asked for input as this evolved. This would be brought to the board in the fall and the bylaws would be amended to reflect these changes. Attendees at the Congress were asked for their input on the values and the employees would next have a chance to provide input. He said he appreciated everyone's work and dedication.

Paine congratulated Shaw on a tremendous first year. Transitions were always challenging but he and Marolt had worked through what had been a remarkably seamless transition.

6. USOC Report: Bill Marolt

Marolt congratulated the staff on a great year and thought NASTAR was a really good acquisition. He then reported on the work of the USOC. The board held a meeting on March 13 and three new members were added to the board. He noted who the new members were and their backgrounds. One of the USOC strengths is the ability to look forward and they are in the process of updating their strategic plan. The plan for the Center for SafeSport was ongoing. The creation of a safe environment was critical to the development of athletes and created a positive image for the USOC and the NGBs. He noted the focus was on the Summer Games, which should be a very positive experience. He discussed Boston's candidacy for the 2024 Summer Games. He closed saying that the USOC continued to provide critical support to the NGBs ensuring long-term stability. The management team in Colorado Springs was talented and effective. Paine added that our relationship with the USOC was phenomenal.

7. FY 16 Operating Budget: Brooke McAfee

Paine introduced Brooke McAfee who had been the CFO of the Sundance Institute and had done an exceptional job in the last three months. She noted that supplemental materials had been sent to the board on the financials which included a narrative, the financial statement and also a grid of activity.

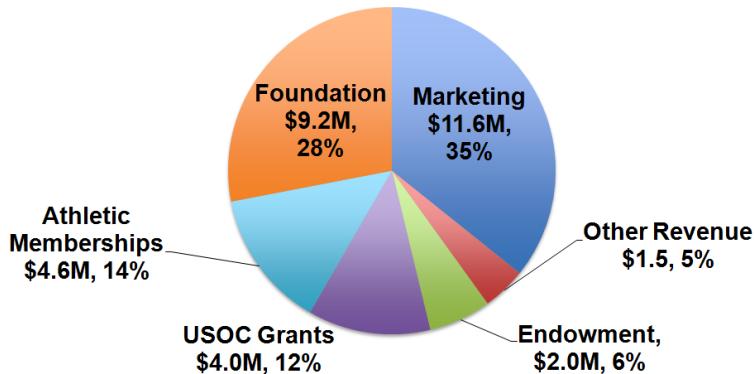
She reviewed the fiscal year end numbers and the operating budget.

	FY15 Year End Forecast	FY16 Proposed Operating Budget	Growth	
Total Revenue	\$31,226,522	\$32,908,615	\$1,682,093	5.4%
Total Expense	\$31,073,931	\$32,150,570	\$1,076,639	3%
Net Income	\$152,591	\$758,045 *		
Reduction in Line of Credit	(\$152,591)	(\$758,045)		
Adjusted Cash Flow	\$0	\$0		

*In FY16 the debt refinance allows \$660K in savings in the FY16 budget. This interest savings will be utilized to pay down the line of credit.

She also noted the debt refinance that had taken place and part of that refinance included locking in savings tied to the Center of Excellence of approximately \$660,000/year. This would help to reduce the USSA's line of credit.

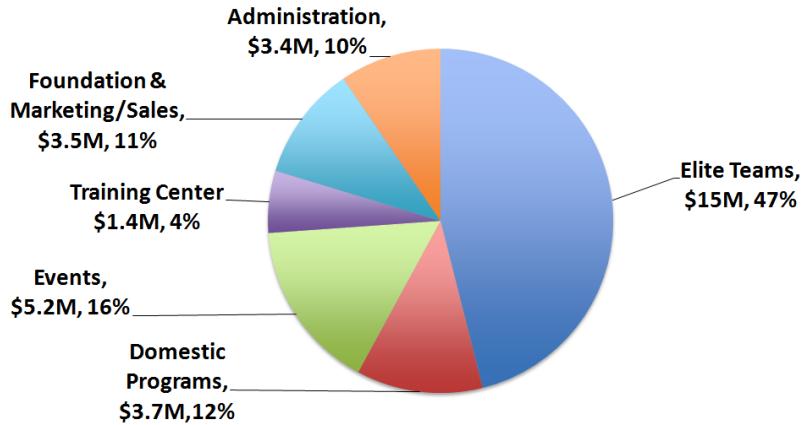
Revenue growth was noted at approximately 5.4% and expense growth 3%. She discussed the revenue makeup for FY16. She noted that we were being conservative on the estimates. She explained that the endowment draw was 5% of a three-year average value. Other included FIS reimbursements and medical pool suppliers and a few other miscellaneous revenue items.



She noted the breakdown of marketing revenue. This was the first year that Media had been profitable for this organization. The total revenue line indicated growth of 5.4%. The net revenue deducted the administrative costs.

Looking at Foundation, the goal was 5% growth. Gross revenue was \$9.2 M. Comparing Foundation with Marketing, Marketing had a number of contracts already committed to the new fiscal year. In Foundation, that team was fundraising nearly \$9.2 M on an annual basis.

She then discussed the expense budget with 47% invested in the elite teams. That stacked up to a program efficiency of 79% of the FY16 operating budget which was invested in the Athletic program. As a comparison, the USOC spent 78% of their operating budget on program-related items. Their fundraising percentage is 9%. Marketing is 6%.



Over the past month there was a lot of time spent on debt analysis and the merits of refinancing the organization's debt. This restructure would be requested for approval today, reducing USSA's borrowing costs by more than \$600,000 per year. A portion of the endowment would be used to pay the swap. The line of credit would move from Libor +3.5% to Libor +1.75%.

McLane stated that he was pleased to see the risk reserve line eliminated.

McAfee said the size of the operating budget when asked in the community is \$32 M.

Motion #2: To approve the FY16 operating budget as presented by the CFO.

M/S/C Andy McLane/Dexter Paine

7.1 USSA Investment Committee Report: Rich Tutino

Tutino reported on the portfolio and a couple of things that the committee was working on. Currently the portfolio had \$42,869,239. In the beginning of May there was the distribution of \$2 M to USSA which is a 5% distribution from the corpus, averaged over a three-year period. Year-to-date return through April was 2.59% vs. 1.92% for the S&P 500. Given the portfolio construction this was not a bad rate of return. 18% bonds, 18% cash pre-distribution due to its collateralized nature. He spoke of the cash being high and part of that was the \$2 M distribution. Contributions to the endowment were also part of that increase and income from some managers and some redemptions; cash will be worked down through the refinancing or reinvestment.

A few actions that were implemented in 2015; coming in, the portfolio was in very good shape well diversified and no problems with managers but we've implemented a monthly call with Thom Weisel Partners as well as the committee on the 3rd Thursday of every month. Within the committee there is a high degree of expertise whether real estate, private and public equity, so there has been an assignment of people with different functionalities to review managers. In the last few months four or five managers were reviewed and the committee approved only adding one manager. He noted that for the summer and winter meetings there would be detailed reporting that would be led by Brian Leach and himself. There would be a peer review, risk tolerance review - a more detailed review. He thanked McAfee and the members of the Investment Committee. Paine thanked Tutino for taking this role on with a passion.

7.2 U.S. Skiing Foundation Report: B. McAfee

McAfee noted that these funds were held at TWP.

- The entity holds proceeds granted from the USOC generated by the 1984 LA Olympic Games
- Investments are overseen by the Investment Committee
- Total Net Assets of \$1,827,715

- Investments generated income of \$80,750
- FY16 draw is 5% of the three-year average historic value for a total of \$91,750.

Ratification of the USSF Nominations to three-year terms: Natt noted that, at the annual meeting, the following were re-nominated and required ratification of this board.

Motion #3: To ratify the USSF BOT nominations for three-year terms: Vice President: Lee Todd; John Bucksbaum; J. Taylor Crandall

M/S/C Dexter Paine/Andy McLane

7.3 Audit Committee Report: Bill Shiebler

Shiebler attested to how great a find McAfee was. He stated that she was modernizing our approach to finance and had his full support. He noted that she was contemplating a number of changes in the way the organization operated. Not all would be in place for this year's audit. This year would be a continuation to the way we operated in the past and there was nothing wrong with that. What needed to be done was to ratify the engagement of Eide Bailly, USSA's current accounting firm. Shiebler said that we would take a look at them and whether we continued with them in future. The timeline would be much quicker with the fieldwork starting on June 1 and the Audit committee reviewing findings and ratifying this within three months of the close of the fiscal year end. After the issuance of the report the tax returns for all the entities would be completed and, as a new procedure, the Audit Committee would review the 990s in advance of filing the tax returns. McAfee was putting into place ways that a good non-profit should run its books.

Motion #4: To ratify the selection of auditors Eide Bailly LLP.

M/S/C Dexter Paine/Jeanne Jackson

Paine noted that Shiebler was a long-time member of the Foundation Board of Trustees and headed the Audit Committee for four years. Paine reiterated that if anyone had questions or comments to not hesitate to make these as we go through.

8. USSA Bylaw Amendments: Alex Natt

The bylaw amendments that were presented were non-controversial (Addendum 2). He reported that we wanted to change the Nominating Committee into a true Nomination and Governance Committee. The amendments essentially empower the committee to do more than screen the nominees; it would evaluate and recommend changes to the governance of the organization. The first amendment found at Article VI(A)(6) would increase the purview of the USSA Nomination Screening Committee and change its name to "Nomination and Governance Committee."

Motion# 5: To ratify the USSA Bylaw Amendment as related to the Nomination and Governance Committee.

M/S/C Cami Thompson Graves/Jeanne Jackson

The second amendment relates to Article IX and the creation of a National Center for SafeSport. In conjunction with the NGBs, the USOC is creating a USADA type entity with exclusive jurisdiction over investigation and adjudication of all sexually-related misconduct within the Olympic Family. The amendment yields that jurisdiction from the USSA to the National Center for SafeSport.

Motion# 6: To ratify the USSA Bylaw Amendment as related to Article IX and SafeSport.

M/S/C Erick Resnick/James Southam

Paine asked Natt to explain the financial impact to USSA. The USOC board made a condition that an apportionment would be the province of some of the NGBs at about \$50,000 per year for the first five years with a sliding scale for the smaller NGBs. The USOC would support the SafeSport Center and they were looking for grants. The USSA fell into the top category.

9. USSA Nomination and Governance Committee Report: E. Resnick/L. Kosglow

Paine reported that we'd worked the last four years on the transition from Marolt to Shaw and now that this had been accomplished he said the focus would be on governance and taking a look at all aspects of this board and USSA to make sure that the organization remained on the leading edge in terms of governance and efficiencies. Eric Resnick and Lisa Kosglow were leading this effort with a goal to continue to upgrade the quality of people throughout our governing organizations to ensure that we are at the forefront of governing and efficiencies.

Kosglow stated that they were in the process of looking at how we nominate candidates to the board and were about to embark on governance in general. They were open to anyone with some expertise in this arena. They were working on a list of potential board members with varying backgrounds and experience, looking at where we have opportunities to find people with different types of experience. She asked that candidates be brought to her and Eric's attention to increase the working list so as board positions became available there were candidates in place.

Resnick added that from the governance perspective they were looking at what were best practices and taking a fresh look as if we were starting anew, what that would look like. They were reviewing other non-profits, other NGBs, and businesses. Anyone with a desire to get involved with this he welcomed their input. They would review the process of nominations and elections to this board. Term limits would be reviewed. How the top down strategy of USSA interfaced with the grass roots efforts, and ensure as effective a process as possible and that all constituencies of USSA had the right representation, ultimately planning for board evolution over an extended period of time and looking at getting the next generation of board members involved. This would take place over the next 24 months. One item for discussion as part of this was a separate Freeskiing Committee, which was currently within Freestyle. That dialogue would be continued over the course of the next year. Paine added that he had asked them to come to the board next year with a set of comprehensive changes that could be enacted, agreeing that this was an aggressive timeline.

Paine noted that Hank Tauber had reached his term limit; he was incredibly valuable to the organization in his influence at the international level as an honorary trustee of FIS and he was close with Gian-Franco Kasper. Tauber was asked to move to the FIS position so that he could remain engaged with the board. Natt noted that with Hank Tauber moving to FIS that opened a slot on the Foundation side and Eric Resnick moved to Foundation Representative; and Dan Leever was recommended to be the At-large Representative.

He reported that the Freestyle/Freeskiing and Ski Jumping/Nordic Combined Sport Committee Representatives would be Chris Seemann and Martina Lussi respectively. The Committee also recommended the re-nominations of Messrs. John Bucksbaum and Andy McLane.

Motion #7: To ratify the USSA Board as presented.

M/S/C Darryl Landstrom/Bryan Fletcher

10. New Business: Alex Natt

This board was required to approve the changes to the USSA's FIS representatives and he noted the proposed changes in USSA FIS Representation: Subcommittee for Cross Country Youth & Children's Questions: Luke Bodensteiner (formerly Jeff Byrne); Subcommittee for Jumping Hills: Joe Lamb (formerly Kyle Gilbertson); Subcommittee for Calendar Planning: Joe Lamb (formerly Dave Jarrett); Subcommittee for Ski Jumping Youth & Children's Questions: Alan Alborn (formerly Alan Johnson)

Motion #8: To ratify the changes as presented.

M/S/C Dexter Paine/Eric Resnick

Pained noted that for those not familiar with the FIS structure that it was similar to USSA with a board and many committees and there were a number of volunteers and staff who filled positions on those committees. He encouraged anyone who wanted to be more involved at the international level to talk to him, Hank Tauber or Tiger Shaw. He was eager to have the next generation get involved at the FIS level to promote the USSA agenda as well as what was good for skiing, snowboarding and freeskiing globally as ultimately the reps were fiduciaries of how to promote the sport. He noted that USSA tended to be on the cutting edge of those things.

10.1 Actions of the USSA Executive Committee: Alex Natt

In the Executive Committee meeting the committee carefully considered the proposal regarding the refinance of the USSA debt and it approved the refinance and this board's obligation was to ratify that approval. There were three parts; a general approval to refinance the municipal bonds. A second key piece was that approximately \$4 M of the corpus of the endowment needed to be pledged to pay down the swap. Third, McAfee discussed the refinance of the line of credit at a lower rate. The Executive Committee had authorized all three actions.

Paine asked Kipp Nelson to make a few comments on the process that had been undertaken. Nelson reported that we had had a structure that was not as efficient as it could be and weren't getting the credit from our bankers for the collateral that we were providing. McAfee and Boester successfully negotiated lower rates by putting the bankers in competition. Paying the \$4 M of the swap was putting USSA on a sounder financial basis. He gave Greg Boester credit for the work that he had done. It was a phenomenal refinancing. He noted his concern that the line of credit should be more temporary in nature and had become more permanent and that should be watched.

Paine said that there would be increased effort to get the line of credit down over time. Shaw added that he was amazed by Boester's ability to get the USSA this very good deal that would have great impact over decades. Natt requested a motion for ratification. He asked for clarity that the amount in the corpus that would be utilized was between \$4 M and \$4.4 M.

Motion #9: To ratify the actions of the Executive Committee to restructure the USSA debt as outlined.

M/S/C Kipp Nelson/Charles Christianson

10.2 Bill Slattery voting member USSA Investment Committee

Natt reported that, at the US Skiing Foundation meeting, Mr. Slattery who represents that Foundation and its \$1.8 M investment in the company was asked to be made a voting member of the USSA Investment Committee. Mr. Paine as chairman of the USSA appointed him to a voting position and he requested that the board ratify this appointment:

Motion #10: To ratify voting membership for Slattery on the Investment Committee.

M/S/C Dexter Paine/Darryl Landstrom

10.3 Membership Fees and Categories: T. Shaw/Sheryl Barnes

Shaw discussed the background on this. All of the task forces constituted this year met over a period of months, led by Brian Krill and Sheryl Barnes who did an amazing job in alpine and also with the other sports who vetted this carefully, which resulted in an overhaul of the membership structure, keeping many of the same categories, but also creating a large number of new categories that would enable most people in our sports to join. He spoke briefly of the benefits of membership, participant accident insurance and Global Rescue hotline. He noted there were many NGBs in which people simply could not compete unless they were members. He hoped we would get to that position. He said we weren't making membership mandatory but trying to make it inviting and inclusive. He mentioned some other organizations with whom USSA has partnered such as USASA, NENSA, etc. The member fees and categories had been vetted by all the sports. He noted there was still some uncertainty about the jumping memberships and asked Sheryl Barnes to address this. Barnes indicated they were working through the general membership detail and whether that would be inclusive of USSA participation. It was not in the other sports except for cross country. And they were trying to figure out the short-term membership and what would work best for that community.

Motion #11: To ratify the proposed Member Categories and Fees, except for jumping, to be ratified by the Executive Committee and ratified by the USSA Board at a later date.

M/S/C Dexter Paine/James Southam

McLane said the member dues had been essentially flat for a number of years and with this new structure, they would go down slightly next year. He asked why this was all happening. McAfee replied that when the budget was being set, the final numbers for FY15 had not been known and ended up slightly higher than projected, but anticipated that this will be flat in FY16.

McLane asked if these were being lowered to get broader participation. Was it a restructure of the rate card so the dollar contribution wasn't changing but we think it's advancing us?

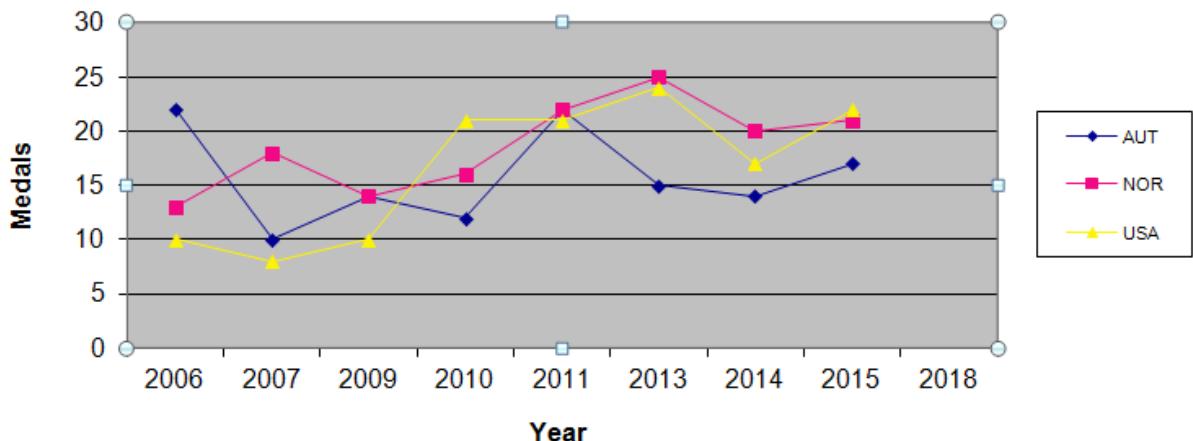
Shaw explained that it was to restructure so it made sense to the membership and we tried to keep pricing the same in areas of high volume. There were slight changes in the volunteer and official fees. In cross country, the fee was lowered which resulted in a decrease in cross country. Shaw said that we put \$3.2 M back into development in our sports. We generate \$4.5 M revenue. Development in cross country is carried by the clubs and the hope is that we will increase the numbers considerably. We were very conservative in the forecast.

Paine indicated that a goal of Shaw's was to increase membership by 5,000. Moats confirmed that only 5-10% of cross country club members were members of USSA. Lowering the top end fees was a means to get higher numbers. Shaw added that the benefit to USSA was they become potential donors and customers for merchandise and greater numbers for Marketing.

Paine added that all the members of the Board of Directors and the Board of Trustees were automatically members of the organization and had the same benefits.

11. Athletics Report: Luke Bodensteiner

Bodensteiner reported that while Paine had reported that the results had been good, but not great, Bodensteiner said that it was nonetheless best in the world. He discussed the performance of the team over time at the World Championship level in Olympic sports and X Games and excluded the disciplines that were not a part of the Olympic program.



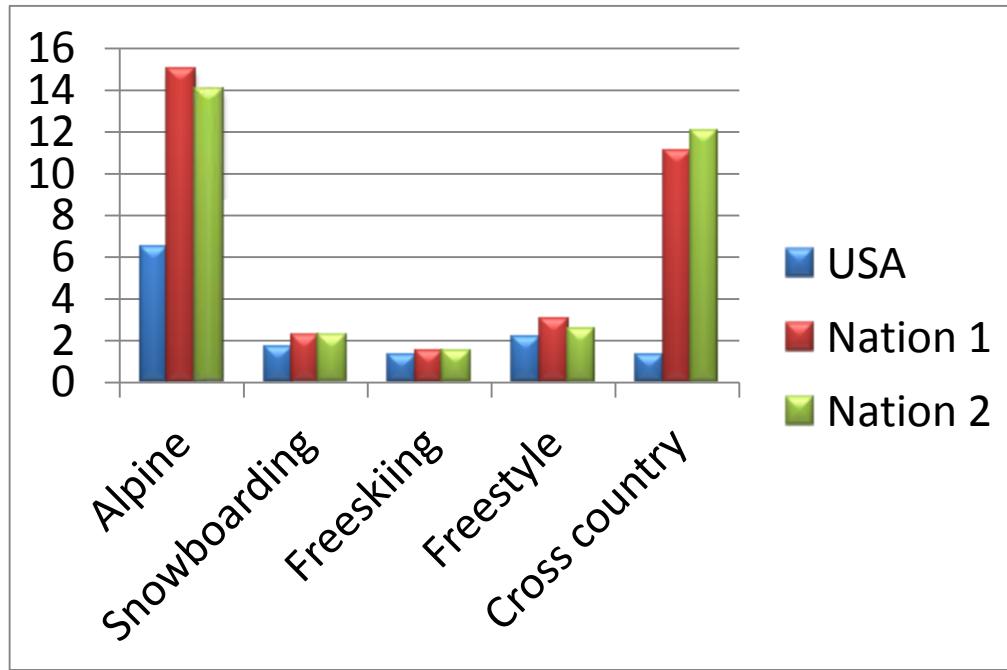
USSA won 22 medals this year which was a good trajectory for the next big competition, the 2018 Olympics in PyeongChang. He especially wanted to note the work of the coaching staffs and sport directors in achieving these results. They were focused on the USSA's collective success. He agreed with Paine that there were certainly areas that needed improvement. He noted there was an area of luck in these performances. He said we were a very diverse and deep team. It was important at the end of the day to win across multiple disciplines.

Nation	Medals	Sports
USA	22	9
NOR	21	5
AUT	17	4

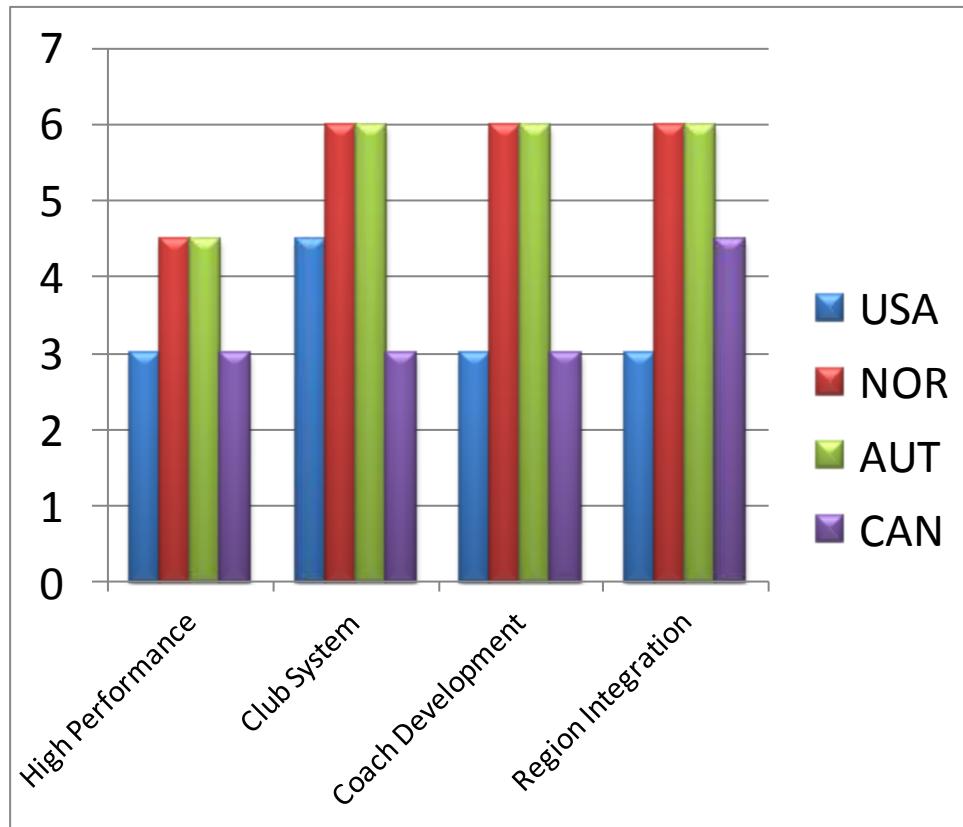
A metric that we watch is the number of athletes in world championships who placed 4th and 5th and noted this is where small differences could happen quickly. The third column represented athletes on the team who during the current season achieved top five in international World Cup level competition multiple times. There is capacity at that level.

Nation	4 th /5 th place	Unsuccessful podium potential	Total
USA	7	29	36
NOR	9	16	25
AUT	9	5	14

He discussed the Resource Allocation model and the need to keep that focus-to be very smart and tough about how we allocate resources; the blue bar represents USSA's resources versus the top ranking nations of that discipline in red and the second highest spending in green.



We deploy a lot of resources behind alpine and that is done on purpose for a lot of reasons, one of which is that we are severely outgunned in terms of financial resources. The other end of the spectrum is cross country where we comparatively have a substantial investment in that sport but are far from what the best nations spend on their programs. In the other disciplines we are more or less on target or close to benchmark programs in snowboarding, freeskiing and freestyle. We are virtually the only nation that engages across all these disciplines in those sports. We need to continue to drive hard in the resource allocation process.



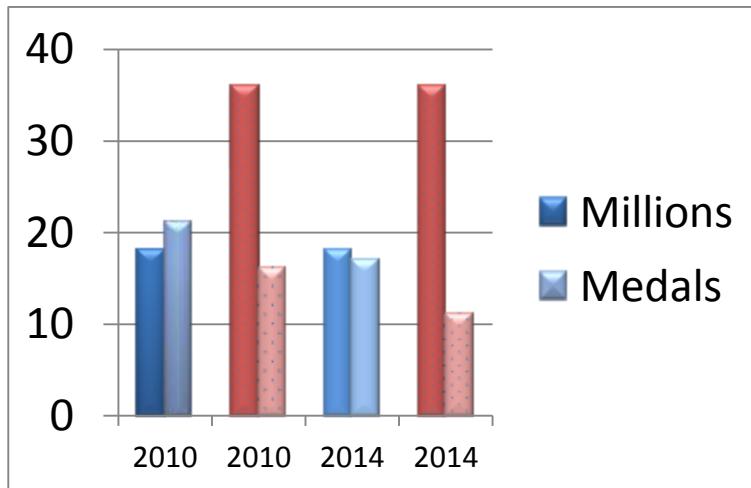
He discussed the high-performance program that has been strength of the organization, but it certainly was not best in the world. In high performance there were things that we were not doing that the best nations in the world were doing, e.g. applied studies. We were not driving programs forward; we were focused on execution, other than in the technology project area. And we have not done a good enough job of integrating high-performance with the teams.

He discussed the coach development program and moving that forward but we were still far off the world benchmark. Matched up against best practices around the world, the amount of time and study for our certifications are far less than other nations. Two directors were being replaced in high-performance and coach development; that was a loss because we had great personnel there. It also provided an opportunity to step back and match these up against best practices and decide how to move forward.

He said the USSA had a fairly extensive Olympic-related agenda. They were pushing hard for the addition of certain disciplines into the Olympic Games. Big Air skiing and snowboarding as well as Dual Moguls had been our focus. The process will be concluded by the IOC in June and Team Alpine was very likely to be added. A high likelihood for Big Air and that may be the extent of it. We had proposed Team Boardercross but that had little traction. There was no support from FIS to add a Dual Moguls competition; this as a home nation sport would give Korea a second chance of a medal.

USSA with the USOC had traveled to Korea and formed an alliance which would yield an opportunity to train on those venues. Korea was not the easiest place to get to while snow was on the ground but during the test event programs we would have the opportunity to keep our athletes there a few more days and train with the South Korean team. We will be sharing some of our training resources with the South Korean team. They are focused on these Games for building for the future, more participation and training development opportunities.

He noted that we were able to make some strong investments into the Athletic program this year. We were currently waiting for a decision from the USOC on the annual grant. He said there was room to strengthen the partnership with the USOC.



We've spent a lot of time in our resource allocation model to be as efficient as possible and get the biggest return on investment. The dark bars represent the millions invested by the USOC per quad and the lighter bar is the return on investment. Blue is USSA and the red is every other winter national governing body. USSA has become the highest-funded NGB summer or winter so it's important that they look at the investment and what they are getting out of that.

He discussed training facility development/partnerships at the following:

- Ohau alpine training

- UOP rebuild of the water ramps
- UOP winter site and Gorgoza park
- Deer Valley freestyle winter training site, mogul run; in future, aerial site
- Sun Valley training site for halfpipe and slopestyle
- Alpine Valley Big Air site
- Copper alpine tech expansion
- Mittersill

He said the club development program was making great strides. Club certification; he noted this year's gold and silver certification candidates:

- Squaw Valley (CA)
- Park City Ski Ed Foundation (UT)
- Utah Olympic Park Programs (UT)
- Team Gilboa (MN)
- GMVS (VT)
- Winter Park (CO)
- Team Summit (CO)
- Sugar Bowl Academy (CA)
- Bridger Ski Ed Foundation (MT)
- Mount Mansfield Ski Club (VT)
- Carrabassett Valley Academy/Sugarloaf Ski Club (ME)
- Loppett Nordic Racing (MN)
- Killington Ski Club (VT)

There were discussions underway with Burke on high performance and taking what we do at the elite team and sharing that methodology and establishing a partnership for data exchange and mentoring. Well over half the coaches in the organization had received some level of certification, beyond the Fast Track level. We had one coach for every eight athletes. We were looking at a five level vertical coaches' development across five stages of development.

Paine wanted to mention that we lost Troy Flanagan who was our director of high performance, sport science. He ended up going to Milwaukee for a significant increase in compensation. He said he'd been on the phone with Alan Ashley at the USOC last week and they had just lost a sport nutritionist/dietitian to a professional sports league for six figures. We are seeing the impact of professional sports where there is a tremendous amount of money flowing into those sports start to impact us. Coaching and sport science will become more and more expensive and the cost to be competitive will increase.

Bodensteiner remarked that the market for these personnel was hot right now. We will likely look at taking a chance on a good young talent early in their career or others who are experienced and established and could be with us for a while, who have an affinity for the sports and who can make a big impact to the organization while here, but this will remain an ongoing challenge. We have frequently lost conditioning coaches and other personnel to pro teams. It's a highly competitive market, however, we also offer a pretty compelling product and our performance program is recognized internationally so that gives us an edge.

Shaw noted that we would be a launching pad for talented young people that we will not be able to compensate as a non-profit what the for-profit, highly profitable organizations will be able to do. We will have to look at this as an onboarding opportunity and deal with transitions as they occur. We need to celebrate this and become known as a great place to launch from and we will attract great young talent. Bodensteiner added that one of the pro leagues paid a seven figure salary to a sport scientist as a reference to where this was headed.

McLane asked about how our revenue compares to other NGBs. Bodensteiner replied that Track and Field with their Nike partnership would probably be much higher. Jackson commented that their overall spend would be higher but their operating budget would not.

Jacquet said the USOC report just came out and we are envied by other NGBs. While the Track and Field deal is substantial, they do not have a very diverse sponsorship portfolio. Our differentiator is the events that we own. No other NGB owns the events that we do or has the TV time that we do.

Paine noted that on an international basis we were probably sixth or seventh. The Norwegians spend \$14 M on just cross country. The Swiss budget is 44 M CHF and we participate in more sports. We fund more sports, more athletes and more development than the Swiss.

11.1 Athlete Career and Education: Jory Macomber

Macomber discussed partnership and alignment with other institutions to educate our athletes and elevate their careers. He reported on the new agreement with Westminster College, through July 2018 with 600 credit hours per year, which was valued at \$800,000 in kind of tuition and alumni have up to three years to complete their degrees after graduation. Their new president was formerly their CFO and was very supportive of the program. Seven athletes will graduate this spring. 22 Westminster students competed in World Championships or X Games and eight won medals. Over one third of the medals won were by Westminster students. Kiley McKinnon won a World Cup globe.

He reported that the college tuition reimbursement program continued. Over 30 participants received awards; a total of \$100,000 was awarded annually. Funded by the Borgen Swartz Endowment, the Davis Foundation, and the Eccles Foundation, requests exceeded \$200,000. Requests are cyclical, down in Olympic years. His dream was that if you were a US Ski or Snowboard Team athlete you go to college for free; part of his goal was to try to close that gap. He reported that a new leadership program was being created that is essentially a career-coaching program to transition to successful careers. Key partners included the following:

- Financial Education (Morgan Stanley)
- Fundraising (RallyMe)
- Personal Brand (Smartmouth)
- Social Media (Tweo)
- Presentation Skills (Speakeasy)
- Networking/Internships/Mentors (Trustees)
- Giving Back (several options)
- Transition (Ben Carpenter)

There were currently over 40 high school athletes in the Team Academy. As athletes qualified for Rookie and D Teams at a younger age we had the challenge to make sure they finish high school. Team Academy serves some of those athletes. He also worked with established academies to determine how these athletes could also meet their Rookie or D Team schedule.

In the Team Academy three individuals, one alum, won a world cup event this year. Macomber discussed their other athletic successes and the various college acceptances. The academic credibility of this institution has grown over the last three years.

He was working with Julie Glusker to raise money for the Marolt Endowment. A needs-based process had been established for how to support athletes and help them apply to other foundations. This endowment supports education and athletic programs and housing costs.

12. Sales/Marketing and Communications Reports: Michael Jaquet/Tom Kelly

Tom Kelly reported that they had a great collaborative effort right now. This past year had some innovations that were very successful and set us up well for the future. Jaquet will cover revenue and partners and then discuss media with great stories from this past year.

Mike Jaquet thanked Luke Bodensteiner for the new sales term don't look at raw data, look at return on investment. He noted that McAfee had reported on the numbers and he would echo how refreshing the budgeting process was with a bet your house number and not home run swinging number for the sales side. He said he would walk everyone through the plan. The plans always began with renewals and last summer there were 12 of 20 deals up. It was a monster renewal season. It was challenging and difficult as people want to write through the Olympic quads and after 2018, we will face the same challenge. 10 of 12 renewed. We lost two partners that accounted for \$800,000 of revenue. We were able to replace that money within the renewals. Most of that is through 2018. Columbia is out through 2022.

He reviewed this year's renewal list which was very manageable, allowing them to concentrate on new sales. Sprint and Goodyear are two partners who are not coming back with a value of \$1.8 M. This is a bigger hit than last year. The inventory that they are vacating helps him with his sales plan. He noted which conversations were very active. He also shared which categories were open for potential leads: Beverage/Youth Auto (Grand Prix)/Technology/Data/Beer/Gas/Oil/Energy

If everyone renewed and we replaced a few key categories, and spent time over the summer on new sales, that will drive that number. In three years this was the best inventory he'd had for sales:

- Grand Prix title (replacing Sprint)
- Uniform Patches (replacing Sprint and Charles Schwab)
- Fenway Big Air (Boston event with tremendous interest from the sponsor community)
- Roll-up to: 2017 Worlds, 2018 Olympics, 2019 Worlds (allows writing deals through 2019)

He reported that we'd learned in 2015 that it's good to be a rights holder, not just from a media standpoint but from a sponsorship standpoint. He looked forward to 2017 and owning those rights again. He reported this was the first year of the NBC deal. McAfee showed what that did for the company financially, from \$750,000 loss to \$750,000 gain. There was always some Olympic hangover and being proactive with this media deal saved FY15. The deal is five years through FY19. It's great financially and from a view standpoint. He reported on the record reach for broadcasting:

- Broadcast Reach: 25 M (domestic only) (add international, excess of 150 M)
- Streaming Reach: 2 M
- Digital/Social Reach: 51 M
- Record Total Reach: 78 M

He said that when we go back to partners and show the numbers generated from a media standpoint, sales are much easier.

Tom Kelly reported on the digital and social media. We made strategic changes this year to put more focus in this area. We added a content manager. The idea was to leverage the content through social and digital and more strategically. The increase in our metrics was significant. As we move forward with broadcast, streaming, social and digital we will continue to see numbers like this and for an organization like ours, this is a very good place to be. Jaquet added that we have year over year growth over an Olympic year for TV and exponential for digital. Owning the 2015 and 2017 World Championship rights was a game changer.

Jaquet said that, when he was out selling, USSA was grouped with Dew Tour and X Games as far as snow sports creators but we are dominant. While the Climb was not a program that we funded, there are more programs before you reach the first Dew Tour program. This is a great year for us as you want to be able to speak in the sponsorship community about numbers and these are numbers that we can stand behind.

2,444,400	World Championships	Men's Combined	Vail/Beaver Creek
1,119,320	The Climb	Lindsey Vonn	
2,102,320	X Games	Saturday	Aspen
2,055,900	World Championships	Women's slalom	Vail/Beaver Creek
1,927,800	World Championships	Men's slalom	Vail/Beaver Creek
1,784,412	Sprint Grand Prix	Slopestyle SB/FS	Park City
1,759,968	Audi Birds of Prey	Men's super G	Beaver Creek
1,711,080	Putnam Investments World Cup	Moguls/Aerials	Lake Placid
1,637,748	Visa Freestyle World Cup	Dual moguls	Deer Valley
1,222,200	Sprint Grand Prix	Slopestyle SB	Mammoth Mtn

He reported that 2015 had been great and what took place on site was fantastic with 200,000 people there. But, he noted that 10 M people in the US watched and 800 M around the world watched. We increased the awareness and sponsorship value of alpine ski racing in America. To come back with the finals in 2017 is huge and will help all of our world cup platforms in ski racing. With the addition of NASTAR we can sell ski racing much better than we ever have.

Jaquet noted that when we bought 2015 it was mostly for alpine to leverage our deal with NBC but we also ended up with the 2015 and 2017 nordic world championships and we felt a responsibility to this community to activate against this and provide programming to America and ended up with a home run. When we were in Falun and our being rights holder, the streaming numbers, we put the content out there and hoped people would respond and they did and we were able to drive this story which was a huge benefit to the organization.

Kelly added that the social at 4.6 M a lot of that was driven by the Uptown Funk video that was not planned, it just happened on the part of the team and when the athletes did that video we had the tools to leverage that on the opening day leading into the start of championships. He said that we were the driver internationally of traffic to Falun 2015 for those first few days. While the numbers for the streaming weren't in the millions this galvanized the cross country community in America to be supportive of USSA. As we launch our membership platform now we will end up with great fans out there.

His final report was on the Grand Prix and he noted that he had the title sponsorship to sell. He added that we had grown this series tremendously over the last 20 years. From the digital and TV standpoint what they were able to do was 5 M viewership with another 7.5 M internationally, which was significantly greater than X Games and the Dew Tour, mostly with the leverage of our partner of the alpine world cup tour being able to provide distribution for the Grand Prix. People will usually say, X Games, Dew Tour, Grand Prix but the numbers reflect a different case and he closed his comments saying that he was bullish on this for the future.

	Dew Tour	X Games	Grand Prix
Best 1 Hour	1,613,304	2,102,184	2,688,840
Total Hours	8 Hours	10 Hours	10.5 Hours
Total Audience	2,881,788	6,665,384	5,289,984

13. Events Report: Calum Clark

Clark reported that when Jaquet had come on board he was looking for inventory that would be in high demand to sell, and working with the athletic program, pillar events were defined which were good for athletics in providing competition opportunities to grow the sport and also were

high demand events for media and for sales. Last year it was the 2015 world championships. This year, though not yet confirmed, they were working with Fenway Park on a proposal leading into president's weekend to stage a freeskiing and snowboarding big air competition inside Fenway Park and in alignment with the announcement of the new Olympic sports. He noted they had a lot of experience from the 2011 big air in Denver and were extremely confident in the partnership with Fenway, an organization with a lot of resources in their marketplace to promote this event. The goal is to make this a legitimate athletic event that breaks even or makes money.

He said that he was looking forward to 2017 and the pillar event was the Alpine World Cup Finals. There remained a lot of work to be done there. On the positive side, we are going to relive the positive effect of 2015 showcasing the event in an iconic town and with the vibe of a major international event. On the other hand, there was much to be done to improve the infrastructure for an event of this caliber.

Looking forward to 2019, the year after the Olympics, we were looking forward to delivering an exceptional Snowboarding, Freestyle and Freeskiing World Championships in Feb. 2019 with 10 Days/26 competitions in one community utilizing the Olympic legacy of Park City with three destination resorts with 221 hours live TV and, domestically, retain U.S. leadership in sports and as a new rally point for the community. We are setting our goal as this being the largest competition in the world with the exception of the Olympics.

Finally, he reported on NASTAR, a great brand with a great outreach to engage and enhance all of the great things that NASTAR is doing and maintain consistency and continuity in those programs and work on engagement and relevancy both for the resorts and the skiing community. He noted that there was a lot of work to be done but he was pleased with the feedback he'd received since the announcement and anyone with ideas to please contact him as he would be working on a strategic planning process after getting the basics done. Paine said it was worth mentioning that we would need someone to run this program and filling that leadership role would be a priority. Clark replied that he'd been working with the current leadership and within the next few weeks he hoped to have a conclusion on this and some steps moving forward.

14. U.S. Ski & Snowboard Team Foundation Report: Trisha Worthington

Trisha Worthington reported that this was her one year anniversary of being back with the team and she was enjoying every minute of being back. She said that there were exciting changes this year with the restructure of the department for an emphasis on major gifts fundraising and had hired a team of major gifts officers across the country. She noted that they had rolled out a restricted giving program all while remaining focused on meeting the annual fund budget goals. Foundation increased its revenue this year by 9.3%. She said that an area that was often overlooked was that the team raised over another \$1 M in partner projects, in restricted sport program projects. She enumerated the different projects.

Program	FY14	FY15	FY16
Major Gifts	1,892	2,230	2,954
Champions Club	673	1,430	980
Gold Pass	3,493	3,121	3,520
Special Events	1,637	1,626	1,670
Direct Marketing	80	95	70
	7,775	8,502	9,194
Partner/Restricted Support	0	1,000+	250

Worthington said they were planning on continued growth for the next year. Historically the Foundation has never grown in the second year of a quad. She asked for all of their help with the major gifts officers and to get to know those officers and provide them leads.

Worthington walked through a couple of areas in the major gifts program. There was an increase from three to eight major gifts officers. The Park City staff would be focused on servicing those MGOs so that they focused on fundraising and less on administration. Each was responsible for securing \$1-2 M in gifts. The amount varied with length of time with the team and the region. The longer they were with the organization, the more they would raise.

We would be focusing on donor engagement and we've spent the last year speaking with our donors and asking them how they wanted to meaningfully engage with the organization. The two ways donors want to engage with our organization are personal interactions with the athletes, the staff and the coaches and they wanted to work and offer their expertise on specific tasks. Meaningful communication was the second request.

- Promoting and providing experiential opportunities – spending time with our staff, coaches, athletes and other supporters on the road and in the Center of Excellence
- Providing working opportunities – asking donors to provide leadership on committees, task forces and/or working groups (e.g. ski balls, strategic planning, investment committee, campaign committees, ambassadors club (regional networking/fundraising committees), etc.)
- Consistent Communications – for the first time we've set up a communications calendar with updates on the athletes (insider information), invitations to events, messages from USSA leadership and more information on what goes on behind the scenes.
- Providing more giving opportunities – such as Restricted Giving – We will continue to provide options to donors who want to support a specific sport or program. We've created a menu of giving options that include funding a sport-specific athlete, camp or project. Fundraising staff spent time with a development professional that specialized in helping major gift teams boost their results. She quoted a statistic that donors will give 50% more if you allow them to support the programs they are most passionate about.

Marolt Endowment

- We are rewriting the case statement based on current needs. We will be raising money for athletes' athletic needs but also for education, education tuition reimbursement, career skills programs and athlete transition programs.

Other opportunities will include:

- Planned giving – we plan to discuss planned gifts with every campaign prospect and creating a culture of this is a part of what we do and it will begin with the Marolt endowment. We will create a committee to help build out the planned giving program and then transition that committee into a standing committee for the team to ensure a continued focus and culture of promoting planned gifts.

Special Events

- We have a very strong special events program which nets over \$1.6 million for the team annually and provides an opportunity for donor prospecting, cultivation and stewardship. This next year, to keep the events fresh and strong, we will focus on programs that show the impact of a donor's gifts and add more athletes.
- Auction strategy – fewer items that are priceless or items you can't normally buy such as athlete experiences.
- Technology – when you go to events, at check in you provide your mobile and email details so online applications can be pushed to guests to encourage giving – to bid on

auction items, provide raise the paddle gifts and post event gifts. You now have every attendee's contact information for future marketing and fundraising purposes.

Direct Marketing Program

- This is a rebuilding year for our direct marketing program. We are currently researching best practice organizations such as the USOC. We will hire a specialist to build out the program which will include digital marketing and donor acquisition projects that will help grow the donor base.

Paine said that he was tired of receiving the USOC emails and he was not sure they should be emulated as a best practice. Worthington replied that it was working very well for them.

15. USSA Athletes' Council Report: James Southam

Southam reported on the two meetings that had taken place this week and they spent a good amount of time on the resource allocation plan that would be presented shortly. It was a great window into the decision-making process of the organization and how funding our sports goes on. We may not all agree with the decisions but we understand the process which was helpful. Generally, he appreciated the new energy and transparency from the organization which goes a long way in furthering USSA. They were very happy to see that the Westminster program got renewed. That had been of great concern to some athletes. They also appreciated the work that Macomber had done in building out these athlete programs. Paine asked if there were any changes to the Athletes' Council to which Southam replied no.

16. Sport Committee Action Items/Reports

16.1 Alpine Sport Committee: Darryl Landstrom

Landstrom reported that the alpine community was very active and had very productive meetings. He began with discussion of the alpine equipment matrix (Addendum 4). A thorough review of the matrix was undertaken and the language was cleaned up and simplified so it's much easier for coaches, parents and athletes to identify what the equipment requirements are leading into FY15/16.

Helmet requirement for Masters – Received many inquiries regarding the FIS helmet requirement and deferred this to legal for an opinion and approved the addition of language that it is recommended for masters. Natt added that since that advice had been provided we'd heard that the FIS may be taking up a similar proposal in Varna so the advice was to lay this motion on the table and revisit it in the July/August board meeting. This is a deviation from the FIS rule and does provide some legal exposure if we make this change to the FIS rules.

Landstrom reported that three motions were passed that had to do with entry point requirements.

ASC Motion - To compete in FIS races outside the United States, a FIS age athlete is required to have a maximum of 120.00 USSA points in any event at the time of selection. The current USSA points list valid at the time of selection will be used.

ASC Motion - To enter FIS events in Canada, USA competitors must be registered to appear on the FIS points list, meet the international USSA point-racing standard (maximum of 120 USSA points in any event) and adhere to National quota procedure and criteria.

ASC Motion - First year age-eligible FIS athletes are eligible to start in Southern Hemisphere races as long as they meet the international USSA point-racing standard (maximum of 120 USSA points).

ASC Motion – To replace the existing two-year U18 Age Classification (16 and 17 year olds) with a three-year U19 Age Classification (16, 17, and 18 year olds) and, that the U18 Alpine National Championships become the U19 Alpine National Championships.

Development and retention were the driving factors for this change. Paine asked if there were anything that was inconsistent with FIS and/or FIS competition in which we are trying to enter kids.

Landstrom replied that in our case we were not expanding the quota to the US National Championships so that selection process would be vetted out with staff. In terms of national competition, he did not see any issues. Rimpl concurred that it was up to the federations to decide what age groups we wanted for the various national championships. Every country has a slightly different format and it is up to the federations to decide what made most sense for their athletes. Landstrom added that it should be a seamless process.

There was further discussion about any possible ramifications with the change and it was deemed to have a retention component, would capture all high school athletes, and no negatives had been identified.

USSA vs. FIS points were discussed. Rimpl said that it was a natural progression for the sport to get onto the USSA point category to be allowed to enter FIS competition. Macomber explained that FIS points were rolled into USSA points so you can score FIS points in another country and they would roll into USSA points. In country, they calculate both USSA and FIS penalties. FIS are always equal or higher.

Landstrom announced lastly that they filled their athlete representative slots on the Alpine Sport Committee. In addition to Charles Christianson, they added Stefan Hughes, Jess Kelly and Caroline Lalive.

Motion #12: To accept the Alpine Sport Committee's motions with the exception of the helmet deviation which was tabled until the next gathering of the board.

M/S/C Charles Christianson/Dexter Paine

Paine noted that Chip Knight had been recruited from Dartmouth to run the US Alpine Development program.

16.2 Cross Country Sport Committee: Cami Thompson Graves

Cami Thompson Graves reported that on the cross country side we had a couple of days of productive meetings. The general feeling was very positive. There were some outstanding results this season with some new people on the podium. The live streaming of the championships was a great opportunity for people to get fired up about cross country. They were pleased that the team was bidding for the 2017 Junior Nordic World and U23 Championships. That would be huge to get such an event in the US. We have some good juniors who could be showcased in that event. The membership plan had been well received by the community. There were some details to work out but the idea of partnerships throughout the community and lowering those prices should provide significant increases in the cross country memberships over time.

There was one motion to bring to the board which was a price increase for TD per diem at FIS level races to match FIS at 100 Swiss francs; USSA races will utilize the USSA rate for TDs and assistant TDs. Paine noted that given the exchange rate moving all the time would we be better off to say we would pay \$110/day which was approximately what the CHF related to rather than recalculating on a daily basis? Graves said she'd be fine with a generic match of the FIS TD rate so it did not need to come before the board every year. Natt asked with that corrected verbiage could we have a motion to approve.

Motion #13: To ratify the per diem at FIS level races to match the FIS rate; USSA races will retain the USSA rate for TDs and assistant TDs.

M/S/C James Southam/Lisa Kosglow

16.3 Freestyle/Freeskiing Sport Committee: Chris Seemann

Seemann reported that they had very successful meetings this week. The development processes were working and starting to show their value. There had been in-depth discussions about the junior nationals as far as its freeskiing participation and it went well. Paine asked Seemann, since this was something that we were going to tackle over the next year, to explain the bigger picture issue and where you ultimately came out.

Seemann replied that the issue was that many of the clubs in the nation were a combination of freestyle and freeskiing and then as you got to the elite level it definitely splits. We have a very diverse makeup of our subcommittee with freestyle and freeskiing and it's a challenge because there are different needs at the club level as far as freestyle and freeskiing and there is definitely a difference when you get to the elite side so it's something that we can manage and build to be a better product with a better development pipeline to feed these two elite categories. Junior nationals was the place where these were running into each other with the USASA nationals for snowboarding and freeskiing and then freestyle still working with freeskiing through our junior nationals.

Paine replied that was one of the issues, as we discussed governance, the question has come up do we need a Freeskiing Sport Committee and athlete rep and the USSA Nomination and Governance committee will work with the Freestyle community on this during the year. We needed to be thoughtful about what we did there but also understand that we have a really broad group that you currently govern.

Seemann replied that everyone agreed in theory and it was simply a question of how we put it all together to work for all the clubs and support their memberships. Also under discussion is having a revised structure for the operating procedures for the Freestyle/Freeskiing Sport Committee.

He reported that they did discuss some safety criteria for slope and pipe and that was a complex issue. Paine asked with whom they were working at the FIS on the safety questions. Seemann replied no one. As you get the safety questions, they always model aerials and moguls and those are such different animals than slope and pipe. We are trying to manage what you do and what are the best ways to solve and answer some of these questions without changing slope and pipe into an aerial or mogul format. It's a complex issue. It's being discussed on the FIS side, too, and we are monitoring that.

Paine encouraged members of the committee to work with Kyle Wilkens and Luke Bodensteiner and get some people with real expertise on the injury and safety side involved. We need to get this right. Seemann said athlete safety is critical and the legal side of it is so broad reaching, so any decision we make is tricky.

Jacquet noted that some feedback he'd gotten was that the freeskiing community doesn't want to lose the oversight and all the infrastructure that the freestyle committee has worked for years to put in place, especially on the safety issues. The power of the clubs has become apparent to the freeskiing community and that's something that they only recently at the high-level place where people are starting to worry about branding and the voice of the sport and that's all elite-level stuff, they've rarely identified the value of the club system and that is something that the freeskiing community can absolutely not lose. Seemann acknowledged that was where the restructure became tricky. You need the two committees on the board but yet it needs to remain interconnected all through the clubs so it will take some figuring out.

Paine admitted he had started the week thinking this was much simpler than it has turned out to be. He was sure that Resnick and Kosglow would help to figure it out.

Emily Cook said that after the meetings, there had been emotions earlier on in the week, but by the time we left everyone was committed to work together to find a really solid solution to these challenges. A lot of people do see what Mike brought up that there is a lot of support that comes from the existing freestyle structure and that freeskiing needs to be represented more solidly in those committees as well. Working with Abbi and others, we are all looking to find a solution to this.

Paine said the good news in this was that everyone had the same goal in terms of getting to what is right for the athletes in the sport. We just needed to understand the implications of whatever we decide to do here.

16.4 Ski Jumping/Nordic Combined Sport Committee: Joe Holland for Martina Lussi

Joe Holland reported that there was one action item. There was a proposal to increase the entry fee for the Junior Nationals from a maximum of \$200 to \$250 per athlete. He then introduced Martina Lussi as the new USSA BOD representative and chair of the Jumping/Nordic Combined Sport Committee. She was from Lake Placid, NY and was a long-term student of FIS matters and the sport. She will further jumping/nordic combined's efforts. He welcomed her.

He also noted the passing of Deedee Corradini and that they had sustained two injuries to a couple of the top ski jumpers. On the positive side, Sarah Hendrickson was back on the mend. She was sixth in Falun and Bryan Fletcher was fifth and his brother Taylor achieved a podium in Japan. The meetings went well and over the years had added over 40 very qualified people to the committees. Bill Demong had just retired and he was working to recruit new skiers and to expand the membership.

Over the years a feeder organization was started, previously known as USA Ski Jumping. We now refer to it as USA Nordic Sports because nordic combined has been added and we hope to add women. He said they had recruited people from other sports and that could be the future with these feeder programs. Martina Lussi will be charged going forward with coordinating USSA and finding synergies and ways to work together to achieve common goals.

There had been many initiatives and some of which we were proudest deal with coaches' education programs. There was a Level 100 now in place; a Level 200 was coming on this summer. They were pleased with the membership changes which should help with recruiting. He had been part of the organization for 20 years, 10 as an athlete and he believed very strongly in the organization.

Motion #14: To ratify the proposal to increase the entry fee for the Junior Nationals from a maximum of \$200 to \$250 per athlete.

M/S/C Darryl Landstrom/Tricia Byrnes

Paine thanked him for his years of service. He welcome Martina Lussi and noted that she had a daughter who was on the ski jumping team as well and was very tied in to what was going on and everyone looked forward to working with her.

16.5 Snowboarding Sport Committee: Jon Casson

Casson reported that they had well attended meetings with over 20 coaches and officials joining from across the country for the snowboard committee meetings. These were very effective meetings with lots of discussions on numerous topics but there were no specific action items or motions to act upon.

It was another very successful year for snowboarding athletes with many podiums across the entire spectrum of World Cups, X Games and World Championships. We also achieved our first World Cup win in alpine snowboarding in over a decade with Justin Reiter taking the win in Moscow. Alpine snowboarding is no longer a centrally funded discipline within USSA snowboarding and Reiter has been an amazing advocate for his sport. Similar to what Joe discussed re USA Nordic Sports, alpine snowboarding formed US Ski Racing Team and they are following a similar blueprint to USA Nordic Sports to raise funds to support their athletes with a lot of input and guidance from Abbi Nyberg, Foundation and other USSA staff, helping them put together a plan, which just launched this past week. Check out www.ussrt.org.

Casson reported that as Tiger Shaw discussed about alignment as a theme this week, we have further strengthened our partnership with USASA, which handles all the grass roots and regional competition while USSA focuses on the elite levels. That partnership has been in place over 20 years and is now at its strongest point. Their new executive director, Peter Davis, has a big vision for USASA.

He explained that the Revolution Tour used to be the entry level for US competition and open to anyone who wanted to register. Due to demand we had to make that a prequalification only event. That drove traffic to USASA to qualify for that event as an example of how we are using our partnership with USASA to strengthen the US development pipeline to benefit all the stakeholders in US Snowboarding. He noted we were excited about some projects we would be working on with them in the future, which concluded his report.

Paine congratulated him and reminisced on how far we'd come with snowboarding since its inception with this organization and his involvement. He said it was compliments to all of them having done a wonderful job, particularly establishing relationships throughout the organization.

Kosglow acknowledged that a lot of us had been involved with USSA and snowboarding for a long time and we had seen this relationship at USASA which had been around a long time and was contentious and not productive. It had become kind of productive with some conversations but with Tiger Shaw's leadership and willingness to be transparent and Pete Davis' leadership and their openness to working together, we are actually able to make real changes in the pipeline that are substantially affecting the grass roots that we could not make before. This openness is paying off for snowboarding really well.

Paine added that her willingness, Jon's and Trisha's to work with us together at the board level and really be a part of this organization in terms of governance changes and what we do for all the sports was just incredibly important. It's gone both ways, and ultimately, it's great for kids, for the athletes which were ultimately what was most important here.

At this juncture, Paine noted that we went to a revolving sport representative on the Executive Committee and Darryl Landstrom filled that for the first year. He stated that we needed someone to come on in October and that he would leave it up to the five sport representatives to determine the rotation. If they did not select someone, he would.

17. USSA Legal Committee & SafeSport Report: Alex Natt

Natt suggested deferring this topic since it would be discussed in Executive Session.

18. USSA Compensation Committee: Dexter Paine

Paine reported that the committee met on Thursday and most of the time had been in discussion regarding Tiger Shaw and his management team. Last year Shaw had committed to four goals; 26 medals in the World Championships and X Games and we achieved 31. The second was governance and the requirement to get the affiliation agreements signed during the year. The financial goal was to end the year with a \$150,000 surplus, \$152,000 was reached.

The last was a goal for membership to remain flat last year, which it did. This coming year's goal is to have an increase of 5,000 members. We did some back of the envelope looks at other CEOs in this industry and area and we feel that Shaw is fairly paid.

Athletic goals for this year are 90 podiums. Governance, we need to get the Alpine Sport Committee operating procedures revised and adopted at the 2016 USSA Congress. The goal was not yet finalized on the financial surplus, as a committee we will meet in the next few weeks to finalize that goal after meeting with McAfee on the numbers. Membership is growth of 15% or 5,000 members. For NASTAR it's to meet the preliminary budget that has been put together for FY15/16.

One of the things we discussed is having goals that are shared by the organization. Everyone on the senior management team will have part of their compensation tied to athletic performance. Ultimately, we are an athletic organization and we are about being on the podium and winning events at the elite level.

Shaw said he was very proud of his team and very confident in their abilities and enjoyed meeting with them and they challenged each other and had very frank discussions. He said he'd been able to bring some great people on board and liked the direction things were headed. Things will never be easy. It's all about continuous change. He reiterated it was great to have such a wonderful team.

19. Strategic Planning/Athletic Resource Committee Report: E Resnick/C Moats

Paine noted that this process had begun last year and was one of the most important things we had done over the last nine months. He encouraged anyone to ask questions and acknowledged that this presentation had been made to a variety of groups this week; so many people had the opportunity to ask those questions.

Resnick thanked Charlotte Moats for her leadership and tireless efforts as co-chair of this committee. He could not have done it without her. A huge thanks to the 22 people who were on the resource allocation committee and participated as much as they could in a wide range of conference calls and in person meetings that dated back to last September and concluded over the last 30 days. It's been a wide-ranging effort that's involved staff members and one of the goals was to be very inclusive and transparent and have all of the sports represented and we are proud of what we have come up with over the past nine months.

The last plan that was put into place was done in 2010 and guided the organization through the Olympic quad and Sochi. This plan is intended to do similarly through PyeongChang and 2018. The task of the committee was to review what was done in 2010 and take a fresh look at how the world had changed since then.

If you looked at the two plans side by side what you would see is a similar framework but much more meat put on the bones for USSA staff led by Luke Bodensteiner as to where do we allocate what is scarce funding resources. We are well situated with a \$32 M budget, and as much as that is a tremendous increase over where that number was five years ago, it is nowhere near the amount that we would like ideally to fully fund all initiatives in all sports and it does put great pressure on how do we make tough resource allocation decisions.

The idea was to be as transparent as possible without being prescriptive. He noted that it was not to have the board tie up the hands of the staff as they make those allocation decisions but to develop what are the criteria and factors that are being reviewed and discussed in the broader community.

The three major factors that we talk about are looking at athletic potential, financial sustainability, and national relevance. The likelihood that financial sustainability and national relevance change quickly is not high but the likelihood that athletic potential and peaking up for

athletic performance could change quickly by contrast is relatively high. This is a living, breathing document. There are provisions in here that, while we are trying to make a commitment to Tier 1 and Tier 2 sports over the course of an Olympic quad, particularly for Tier 3 and Tier 4 sports those will be reviewed on an annual basis.

Bryan Fletcher made a good comment on giving notice to sports that are trending one way or the other within these criteria and our conclusion from that was that we are not trying to create a formal mechanism that says you have a rating of 67 and based on these factors, if you go to 70 you go to Tier 2, but if you drop to 65, you drop to Tier 4. We're not trying to do that but, at the same time, the emphasis that was discussed after that Athletes' Council session was the annual evaluation and that program heads would be responsible to make sure that the sports themselves and relevant constituents understand, are there yellow, red or green lights that they should think about as to where their sports are heading and what can we do individually and as an organization to get the sports moving toward green rather than yellow or red.

We tried to be transparent within a four-tier system of where each sport falls and put that very clearly in the document for the entire community to see, recognizing that it's always tough to see your sport not being where you might want it to be. But transparency was the theme of the process and it was important for us to be upfront about how the organization sees each sport today and that the organization is committed to supporting all the sports, albeit at varying levels, and hopefully sees the sports move through the tiers in a positive fashion over time.

Moats said the one thing she would add about communications is that when a sport is looking at getting demoted or when they do get demoted just as when an athlete may move from A Team to B Team and be served with a bill, it's important to provide them with a toolkit to help solve that funding gap and help support them with ideas for fundraising. In this case what is new is for Tier 3 and Tier 4 sports, they can recruit restricted funds. There is also opportunity with the patch program working with Mike Jaquet to help solve that funding gap. Try to give sports both a heads up that they may be trending toward a demotion and then give them some tools to solve that gap when it arises.

Jackson said not to use the word demote, maybe reclassification, demote has such negative connotations.

Shaw thanked Resnick and Moats for their efforts in taking this on. It was a monumental task and to filter down to the clarity and the brevity of the document, he was very thankful for that.

Resnick said that it had been reviewed in detail in several meetings and they were happy to answer any questions. They were attempting to strike a balance of not being repetitive but also being fulsome. We've created the four tiers and listed which sports are currently in each category. There was a question if there had been movement in Tier 2 from the 2010 review. The reply was no. Resnick said none of the sports had moved in or out of these tiers as a result of this 2010 review. Paine said freeskiing may not have been as high a priority five years ago, but given the sport's success, that has ended up in Tier 1 just because we have been so successful and our programs are so robust.

Moats said that Tier 2 broke from Tier 1 basically because of development. The approach for development is funding to high potential athletes rather than building out a coach and whole team around development with the desire to eventually be able to provide more support there.

Jaquet commented that both participating on this committee and doing his job on a daily basis, this had been a very positive experience as it provided a great framework for conversations that he tended to get into as the guy who raises sponsorship money. This backbone takes a lot of the emotion out of it. He said the process and the report itself had certainly helped him stay focused on what his core task is, which is get absolutely as much funding as possible and let Luke Bodensteiner make all the tough decisions. It was noted the better job Jaquet did, the easier Bodensteiner's job became.

Moats asked if there were any other questions on the process or the resource allocation framework itself.

Paine said it was important for everyone in our organization to read this to understand where the priorities were and how we got there and how you move up and down on the priority list. You may not agree with where you ended up on the list but there was a very thoughtful approach to why a sport ended up in a particular category. On top of that are pressures at the international level where some of our sports are under pressure in terms of whether they remain in the Olympics. This was a framework that would continue to move.

Paine noted that in recent discussion with Alan Ashley, Ashley had asked if they could send it out to the other sports because this was exactly the type of discipline that just did not exist out there.

Resnick asked if from a process standpoint the board needed to approve this.

The question was asked assuming we bless this, how does it get disseminated going forward. Resnick replied that once it was reviewed with this group, and it was sent out in advance to this group as well as to the Foundation board and the USSA Management Team and the Resource Allocation Committee, we would make it available to the broader membership base upon request or with a USSA member number so it has not been released yet since we wanted to review it here with various constituencies first.

Motion #15: To ratify the USSA Athletic Resource Allocation Framework as presented and led by Resnick and Moats.

M/S/C Cami Thompson Graves/James Southam

Paine asked Hank Tauber to make some comments about what was going on at the FIS and issues and challenges to be dealt with at the forthcoming meeting.

20. FIS Report: Hank Tauber

Tauber said the main point he would make was that the FIS was one of the USSA's most important partners along with the USOC. And that it was our connection to the IOC. They run and manage and are responsible for over 4,000 competitions a year so it's a big organization today. It's important that our organization play an important role there and have a lot of influence.

One thing that is coming in the next several years is a transition of leadership at the FIS which is a big deal. The current president was elected in 1998 and has very important positions on the IOC since snowsport is 60% of the winter Olympics today; so there is a huge involvement there. It's pretty seamless when you watch World Championships and Olympics as they start more or less on time and athletes win and medals are given out. You don't ever see the army of people in the background who did the work, the start, the finish, the homologation, the preparation, etc. From that perspective they have a lot of responsibility.

He voiced that his hope was that as a federation we have a lot of influence on the organization going forward. It's grown dramatically in the last 25 or 30 years. He said when he was first elected to the Council. The FIS treasury was run out of a bag of cash. Today it's a very wealthy organization that has transparent financials.

This meeting coming up in Varna is very important to us. We have a tremendous delegation of representatives going to the meetings. With Dexter Paine being on the Council and Tiger Shaw and staff continually interfacing with their counterparts at the FIS, he recommended that everyone go onto the FIS website from time to time to get educated on what this organization does as it is one of the key partners that we have in the sport.

21. Floor Open for Member Comments

Alex Natt asked if there were any member who would like to take the opportunity to address the board. Bruce Crane: As evidenced by this year's Blegen Award, we are at a watershed in the organization for many members of a generation of long-time volunteers who have really delivered as they move from being active to Emeritus status, and I request the Board's indulgence to allow me to mention one of these individuals who was previously recognized in this meeting at the Alpine Sport Committee level by a resolution in recognition and appreciation of Dr. Robert Calderwood, who for health reasons can no longer be active.

Paine commented that the highlight of the awards evening for him was Thelma Hoessler's acceptance speech on behalf of Allen Church. She is a truly remarkable individual. He added that we were in the process of amending the Blegen bylaws and he said, inappropriate as it may be in this forum, he would be very supportive as we look at next year of having Thelma nominated. He concurred with Bruce that we have a part of the volunteer base that is aging and we need to acknowledge what they have done for the sport. Bruce Crane, he said, was one of the poster children for that as well. Crane replied that he was simply hoping to inspire the next generation.

Charlotte Moats said that if the members had not spent time at the values wall to feel free to add their contributions.

22. Future USSA Board Meeting dates: Dexter Paine

Paine said we had a call scheduled for the fall which we will keep but will also try to schedule a call for late July or early August. It should be a brief call with a couple of items to work through and provide a chance to update the NASTAR process. He noted there would be meetings of the executive committee on this through June and to bring what the final deal will be with NASTAR to the board. This would be followed by the meeting at the Birds of Prey and he extended an invitation to the board members to Vail. He wished to have a board meeting then and would find out the availability of the board members for this meeting. He said that we could be flexible if that date didn't work. There will be one call during the winter and next year the Congress will take place around the same time.

- USSA Summer Teleconference Meeting, tbd, August 2015
- USSA Fall Teleconference Meeting, September 17, 2015
- USSA BOD Meeting & Teleconference, tbd, December 2015
- U. S. Ski & Snowboard Team Foundation Board of Trustees' Meeting, tbd, December 3-6, 2015
- USSA Spring Teleconference Meeting, tbd, early March 2016
- USSA Congress 2016: May 11-15, 2016, Park City, UT
- USSA BOD & Annual Meeting: May 15, 2016

23. Closing Comments & Motion to Adjourn: Dexter Paine

Paine noted that, as part of the governance process, we would come back with a revised board and meetings schedule. That was something that we'd be discussing a year from now as well.

There being no further business, Natt adjourned the meeting and moved to the executive session to discuss litigation as well as personnel matters. All were excused except the USSA board members.

Addendum 1

USSA Board of Directors' & Annual Meeting Agenda

Summit B, Yarrow Hotel & Conference Center
1800 Park Avenue, Park City, UT
Sunday, May 17, 2015, 7:30 a.m. – 11:30 a.m.

Meeting chair: Dexter Paine

7:30 a.m.

1.	Chairman Calls the Meeting to Order & Moment of Silence	Dexter Paine	3 min
	– Bryce Astle, Ronnie Berlack, Deedee Corradini, Ted Farwell Gus Raaum, Fraser West, Warren Witherell		
2.	Roll Call & Establishment of Quorum	Alex Natt	3 min
3.	USSA February 2015 Meeting Minutes' Approval	Alex Natt	2 min
	➤ <u>Motion: To ratify the meeting minutes as presented.</u>		
4.	USSA Chairman's Report	Dexter Paine	12 min
	– 2014 – 2015 Review – NASTAR – Strategic Plan – Governance – Priorities 2015 – 2016 – FIS		
5.	USSA Chief Executive Officer's Report	Tiger Shaw	10 min
	– Vision, Mission, Goals and Values		
6.	USOC Report	Bill Marolt	5 min

8:05 a.m.

7.	FY 16 Operating Budget	Brooke McAfee	15 min
	➤ <u>Motion to approve the FY16 Operating Budget</u>		
	◆ USSA Investment Committee Report	Rich Tutino	5 min
	◆ U.S. Skiing Foundation Report	B. Slattery/B. McAfee	3 min
	◆ Ratification of the USSF Nominations to three-year terms		3 min
	➤ <u>Motion: To ratify the USSF BOT nominations for three-year terms as presented.</u>		
	▪ Vice President: Lee Todd; John Bucksbaum; J. Taylor Crandall		
	– Audit Committee Report	Bill Shiebler/B. McAfee	4 min
	➤ <u>Motion: To ratify the selection of auditors; Eide Bailly.</u>		

8:35 a.m.

- | | | |
|---|-----------|-----------------------------|
| 8. USSA Bylaw Amendments | Alex Natt | 5 min |
| ➤ <u>Motion: To ratify the USSA Bylaw Amendments as presented.</u> | | |
| 9. USSA Nomination & Governance Committee Report | | E. Resnick/L. Kosglow 7 min |
| Hank Tauber FIS Representative; Eric Resnick Foundation Representative; Dan Leever At-large Representative | | |
| Freestyle/Freeskiing and Ski Jumping/Nordic Combined Sport Committee Representatives: Chris 'Seedog' Seemann, Martina Lussi | | |
| Re-nominations: John Bucksbaum, Andy McLane | | |
| ➤ <u>Motion: To ratify the USSA Board as presented.</u> | | |
| 10. New Business | | |
| ◆ Changes in USSA FIS Representation Alex Natt 3 min | | |
| Subcommittee for Cross Country Youth & Children's Questions:
Luke Bodensteiner (formerly Jeff Byrne) | | |
| Subcommittee for Jumping Hills: Joe Lamb (formerly Kyle Gilbertson) | | |
| Subcommittee for Calendar Planning: Joe Lamb (formerly Dave Jarrett) | | |
| Subcommittee for Ski Jumping Youth & Children's Questions:
Alan Alborn (formerly Alan Johnson) | | |
| ➤ <u>Motion: To ratify the changes as presented.</u> | | |
| ◆ Actions of the USSA Executive Committee Alex Natt 5 min | | |
| Refinance of the municipal bonds | | |
| Endowment proceeds to pay down the swap | | |
| Line of credit re-issuance | | |
| ➤ <u>Motion: To ratify the actions of the Executive Committee to restructure the USSA debt.</u> | | |
| ◆ Appointment of Bill Slattery from non-voting to voting member of the USSA Investment Committee Alex Natt 2 min | | |
| ➤ <u>Motion: To ratify the change as presented.</u> | | |
| ◆ Membership Fees and Categories T. Shaw/Sheryl Barnes 5 min | | |
| ➤ <u>Motion: To ratify the Member Fees as presented.</u> | | |

9:02 a.m.

- | | | |
|---|-------------------|-----------------------|
| 11. Athletics Report | Luke Bodensteiner | 15 min |
| ◆ Athlete Career and Education Report Jory Macomber 5 min | | |
| 12. Sales/Marketing, Events and Communications Reports | | Michael Jaquet 15 min |
| | | Calum Clark/Tom Kelly |

13.	U.S. Ski & Snowboard Foundation Report	Trisha Worthington	5 min
14.	USSA Athletes' Council	James Southam	5 min
9:47 a.m.			
15.	Sport Committee Action Items/Reports		
◆	Alpine	Darryl Landstrom	5 min
◆	Cross Country	C. Thompson Graves	5 min
◆	Freestyle/Freeskiing	Chris Seedog Seemann	5 min
◆	Ski Jumping/Nordic Combined	Joe Holland	5 min
◆	Snowboarding	Jon Casson	5 min
16.	USSA Legal Committee & SafeSport Report	Alex Natt	5 min
17.	USSA Compensation Committee	Dexter Paine	5 min
10:22 a.m.			
18.	Strategic Planning/Athletic Resource Committee Report	E Resnick/C Moats	15 min
19.	Floor Open for Member Comments		10 min
10:47 a.m.			
20.	Future USSA Board Meeting dates	Dexter Paine	4 min
◆	USSA Fall Teleconference Meeting, September 17, 2015		
◆	USSA BOD Meeting & Teleconference, tbd, December 2015		
	Meet at the time of the U. S. Ski & Snowboard Team Foundation Board of Trustees' Meeting, tbd, December 3-6, 2015.		
◆	USSA Spring Teleconference Meeting, tbd, early March 2016		
◆	USSA Congress 2016: May 11-15, 2016, Park City, UT USSA BOD & Annual Meeting: May 15, 2016		
21.	Closing Comments & Motion to Adjourn into Exec Session	Dexter Paine	2 min
	➤ <u>Motion: To adjourn the USSA Board Meeting.</u>		
10:53 a.m.			

Executive Session

Addendum 2

USSA Bylaw Amendment to Article VI, Section 2, paragraphs (d) (f)

The amendments are proposed by Dexter Paine, Greg Boester, and Tiger Shaw.

The first amendment found on page 9 at Article VI(A)(6) would increase the purview of the USSA Nomination Screening Committee and change its name to "Nomination and Governance Committee." This is a desirable update as it will permit the Committee to take a more active role in reviewing the governance structure of the Board and its constituent committees to ensure that the Corporation is functioning in the best possible manner. It will also empower the Committee to provide resources for Director education should those resources be desirable. This change will have no budgetary impact on the Corporation.

Revisions to Article IX can be found beginning on page 22. These revisions are required to allow USSA to comport with the requirements of the USOC that it refer all matters involving "SafeSport" to the soon-to-be-created National Center for SafeSport ("The Center"). This independent entity will, beginning in Q3 2015, investigate and adjudicate all SafeSport matters involving sexualized behaviors. The USOC has reserved to the Center the exclusive authority to investigate these matters and has by implication, removed from USSA the ability and responsibility to do so. Therefore, Article IX must be amended to reflect that shift of authority and to alert our membership that should they feel negatively impacted by the Center's investigation and adjudication, their remedy is not with the USSA, but instead with the Center through its policies and procedures governing arbitration of member disputes involving SafeSport decisions.

6. The Board shall form, from among its members, a Nomination Screening and Governance Committee.

(a) The Nomination Screening and Governance Committee shall be comprised of five (5) members of the Board, representing a cross-section of backgrounds, selected by the Board Chairman, and shall include at least one eligible athlete representative, selected by the Athletes' Council.

(b) The Nomination Screening and Governance Committee shall review each nominee to the Board to determine his/her ability to provide effective representation and leadership on the Board, including such things as whether such nominee appears to maintain as a principal focus the well-being of the USSA generally rather than any particular interest or issue; and whether he/she possesses the requisite understanding of his/her particular discipline, competitive skiing and snowboarding generally, corporate operations or other matters necessary to provide effective representation on the Board.

(c) The Nomination Screening and Governance Committee may also be used to assist the Board in appointing any committees created by the Board or

which the Board is required to fill under these bylaws.

(d) For each nomination it considers, the Nomination Screening and Governance Committee shall forward to the full Board a recommendation that the nomination either be accepted or rejected, along with any appropriate explanation for its recommendation. The Board shall not be bound by recommendations of the Committee. The Board generally should accept a nomination absent reasonable grounds for rejecting the nomination.

(e) The Nomination and Governance Committee shall, at the request of the Chairman, work with the President and CEO to develop and implement an appropriate orientation program for new Directors and continuing education of existing Directors

(f) The Nomination and Governance Committee shall, at the request of the Chairman, review from time to time the governance structures of the USSA and propose any changes which may be necessary and/or desireable.

(g) The Nomination Screening and Governance Committee shall be a permanent standing committee.

ARTICLE IX **Grievances, Suspensions and Appeals**

A. **Grievances.** Every member of the USSA shall have the right to pursue written grievances concerning actions by the USSA, its Board, any of its committees, or any of their members acting in their official capacities in accordance with the procedures set forth below:

1. A grievance shall be defined as an allegation by a member that the USSA, its Board, any of its committees or any member while acting in an official capacity has violated the Articles of Incorporation or bylaws of the USSA or the official written policies and procedures of the USSA, or has failed to discharge its obligations as a National Governing Body under the USOC Bylaws or the Amateur Sports Act. The grievance procedures set forth in this Section A do not apply to the USSA staff employment issues, Competition Jury appeals, Team Selection appeals or Suspensions or to matters falling within the jurisdiction of the United States Center for SafeSport. Grievances do not include complaints against or disapproval of policy decisions of the Board, and the USSA Judicial Committee shall respond to any effort to raise such issues in the form of a grievance by notifying the complainant in writing that the USSA Judicial Committee lacks jurisdiction over policy decisions, and that such issues should be brought to the attention of the CEO, the relevant Discipline Committee, or the Board through a Board member or during the open comment period of the annual meeting. The USSA Judicial Committee may decline to consider a grievance, and instead refer the complaining party to the USOC's dispute resolution process if the matter complained of does not affect or concern the ability of a member to pursue athletic excellence within the USSA.

C. **Non-Disciplinary Start Right and Participation Appeals.** Any member of the USSA who claims that he/she is threatened with denial by the USSA or its representatives of the right to start or participate in any protected competition shall be entitled to review of such decision in accordance with the procedures set forth in this Section. The following procedures shall not apply to alleged denials of start rights or participation rights arising out of disciplinary proceedings conducted in accordance with Section D of this Article or to matters falling within the jurisdiction of the United States Center for SafeSport.

Addendum 3

USSA Membership Fees and Categories

Alpine

Competitor U10 and under	\$25
Competitor U12	\$50
Competitor U14	\$75
Competitor U16 and over	\$150
Alpine Master	\$90
Coach	\$135
Official	\$60
Club Volunteer	\$45
Short Term U12 and under	\$15
Short Term U14 and over	\$25

Cross Country

Competitor U10 and under	\$10
Competitor U12	\$15
Competitor U14	\$25
Competitor U16 and over	\$95
Master	\$30
Coach	\$115
Official	\$60
Club Volunteer	\$45
Short Term Athlete	\$10

Freestyle

Competitor U9 and under	\$25
Competitor U11	\$50
Competitor U13	\$75
Competitor U15 and over	\$150
Freestyle Rookie	\$80
Coach	\$115
Official	\$60
Club Volunteer	\$45
Short Term U13 and under	\$15
Short Term U15 and over	\$25

Jumping/Nordic Combined

Competitor U10 and under	\$10
Competitor U12	\$15
Competitor U14	\$25
Competitor U16 and over	\$95
Coach	\$115
Official	\$60
Club Volunteer	\$45
Short Term Athlete	\$10

Freeskiing

Competitor U9 and under	\$25
Competitor U11	\$50
Competitor U13	\$75
Competitor U15 and over	\$150
Short Term U13 and under	\$15
Short Term U15 and over	\$25

Other

General Member (All Sports)	\$15
NSF Check Fee	\$25
Supporter	\$25

Snowboarding

Competitor	\$150
Coach	\$115
Official	\$60
Volunteer	\$45
Short Term U12 and under	\$15
Short Term U14 and over	\$25

Addendum 4 - Alpine FIS and USSA Equipment Rules Matrix

Alpine FIS and USSA Equipment Rules 2015-16 May 14, 2015 ASC Executive	OWG, WSC, WC, WJC, all COC including NAC		FIS/ENL		USSA U18 (16 years old) and older *		USSA U16 (15 and 14 years old)		USSA U14 (13 and 12 years old) **		Masters ***
	Men	Women	Men	Women	Men	Women	Men	Women	Boys	Girls	Men & Women
Minimum Ski Length	DH	218 cm	210 cm	213 cm	205 cm	210 cm DH or SG	205 cm DH or SG	DH or SG	DH or SG	see note below	
	SG	210 cm	205 cm	205 cm	200 cm	200 cm	195 cm	183 cm - SG or GS	SG or GS		
	GS	195 cm	188 cm	190 cm	183 cm	180 cm	175 cm	GS	GS		
	SL	165 cm	155 cm	165 cm	155 cm	165 cm (155 cm for U18 men)	155 cm	SL	SL		
Minimum Ski Radius	DH	50 m		50 m		45 m	45 m	DH or SG	DH or SG	see note below	
	SG	45 m	40 m	45 m	40 m	33 m	35 m	27 m	SG or GS		
	GS	35 m	30 m	35 m	30 m	23 m	23 m	17 m	GS		
	SL	no rule		no rule		no rule		no rule	no rule		
Profile Width Under Binding	DH	max 65 mm		max 65 mm		not restricted		not restricted	not restricted	see note below	
	SG	min 63 mm		min 63 mm		min 63 mm		not restricted	not restricted		
	GS							not restricted	not restricted		
	SL							not restricted	not restricted		
Maximum Binding Stack Height <i>Measurement includes ski + plate + binding</i>		50 mm		50 mm		50 mm		50 mm	50 mm	50 mm	
Maximum Boot Height <i>Measurement from sole to top of foot bed</i>		43 mm		43 mm		43 mm		43 mm	43 mm	45 mm	

* In USSA U18 (16 years old) and older racing, athletes may use equipment that conforms to either the rules as outlined for USSA racing or as outlined for FIS/ENL racing. Athletes are encouraged to use equipment that conforms to FIS/ENL to enhance their adaptation to those specifications.

** U12 and younger athletes should limit skis based upon the recommendations in the Course Setting matrix. U12 - 2 pairs (SL, GS), length skill/size appropriate. U10 - 1 pair (multi-event), length skill/size appropriate.

*** USSA Masters rules conform to the FIS Masters equipment rules. USSA recommends that competitors in USSA Masters events compete on equipment designed for the particular discipline (DH, SL, GS, SG), but does not make any recommendations in regards to ski length, radius or profile width.

*** For FIS Masters Competitions, equipment rules in regard to ski length (except SG), radius and profile width are recommendations. The minimum ski length for SG skis is compulsory for MAS races. No length, width or ski radius restriction for ladies above 55 and men above 65 years of age. The FIS recommendations for ski length, ski radius and profile width can be found in the current *FIS Specifications for Competition Equipment*.

NOTE - Where the rule above only notes an event, or combination of events, (e.g. SL ski minimum length as SL) the requirement is that the ski must be marked by the manufacture with that event designation.