

USSA BOARD OF DIRECTORS' MEETING MINUTES

The Yarrow Resort Hotel & Conference Center, Park City, UT
Saturday, September 15, 2001, 10:00 a.m. – 3:00 p.m.

USSA BOARD OF DIRECTORS' ATTENDANCE

Chairman: Jim McCarthy, present
Vice Chairman: Chuck Ferries, present
Secretary-Treasurer: Bill Bindley, via teleconference

FIS/USOC

FIS Ranking Representative: Hank Tauber, present
USOC Ranking Representative:

USSTF

Nick Badami, present
William T. Esrey - absent
Vinton 'Slim' Sommerville, joined the teleconference after the roll call
Thom Weisel - absent

SPORT REPRESENTATIVES

Alpine Representative: Bob Dart, present
Snowboard Representative: Gary Taylor, via teleconference
Freestyle Representative: Jeff Lange, via teleconference
Cross Country Representative: Lee Todd, via teleconference
Jumping/Nordic Combined Rep: Alan Johnson, present
Disabled Representative: Jack Benedick, present

ATHLETES

Alpine Athlete: Edith Thys Morgan, via teleconference
Snowboard Athlete: Rick Bower, present
Freestyle Athlete: Craig Rodman, present
Cross Country Athlete: Jon Engen, via teleconference
Jump/Nordic Combined Athlete: Greg Boester - absent
Disabled Athlete: Muffy Davis, via teleconference

EX-OFFICIO/NON VOTING

USOC Athletes' Advisory Council Representative: Nelson Carmichael - absent
NSAA President/Chair: Michael Berry - absent
SIA President/Chair: David Ingemie - absent

HONORARY

Dr. Bud Little - absent
Dr. Leland Sosman, via teleconference

1. Chairman's Welcome: Jim McCarthy

McCarthy opened the annual meeting of the USSA board of directors. He wanted to note that, because of the crisis situation in which the country found itself with the bombings in Washington, DC and New York, a number of board members had been unable to attend in person. To ensure that USSA was working within legal requirements, he had asked Gordon Strachan of Strachan & Strachan to prepare an opinion for the organization indicating that this annual meeting conducted with nine in-person board members and another six or seven on the phone conformed to the USSA bylaws.

McCarthy stated that Gordon had provided that opinion citing Article VII, paragraph D, which for the sake of completeness he read for the record, "Any member of the Board or any Discipline Committee not physically present at a meeting may participate in such meeting by the use of any telecommunications system which enables him/her to engage in two-way communication with all of the other directors taking part in the meeting, and shall be deemed present in case of such participation." He also stated that that provision complied with the requirement of the Utah

revised Not-For-Profit Corporation Act and cited Section 16.68.708, which was cited in entirety in Gordon's opinion.

McCarthy then proceeded to the roll call. Quorum established, McCarthy confirmed the ability of the board to vote on items requiring 2/3 vote and issues requiring a majority vote.

McCarthy stated that the first item of business was to recognize and express USSA's concern and sympathy for the people both in New York and Washington who sacrificed their lives for this country or had lost family members or business associates and asked for a moment of silence. McCarthy stated that it was appropriate and necessary to conduct USSA's business this week and he expressed his appreciation to all the board members who were present either in person or by phone and stated that there were a number of important items on the agenda.

McCarthy introduced Jon Engen, the newly-elected cross country representative to the board. He asked Jon to provide some history for the board.

2. USSA Agenda Approval: Jim McCarthy

McCarthy asked for a motion to approve the agenda as submitted.

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

M/S/C Bill Bindley/Jack Benedick

3. USSA Bylaw Amendments: Jim McCarthy

McCarthy proposed that the board go through article-by-article, rather than submitting all the amendments as a whole to one vote.

Article I – Name, Non-Profit Status...

McCarthy stated that this was a housekeeping matter and moved to approve.

A. "The name of this organization shall be ~~United States Ski Association a/k/a United States Snowboard Association~~ United States Ski & Snowboard Association (hereinafter "USSA"), and it shall serve as the National Governing Body, recognized by the United States Olympic Committee and International Ski Federation, for skiing and snowboarding in the United States of America."

Motion #2: To approve the amendment to Article I as submitted.

M/S/C Jim McCarthy/Nick Badami

No opposition. Motion carried.

Article II – Offices and Agents

McCarthy stated that this was a housekeeping matter and moved to approve.

B. "The principal office of USSA shall also be its registered office. The registered agent of USSA at such registered office shall be the Chief Executive Officer (CEO) of USSA or his designee."

Motion #3: To approve the amendment to Article II as submitted.

M/S/C Jim McCarthy/Jack Benedick

No opposition. Motion carried.

Article III - Vision, Mission and Objectives

McCarthy stated that the point of the change was to conform the language of the bylaws to what was being used internally as the vision and mission language for the organization and the change that updated the Amateur Sports Act of 1978 to 1998.

“A. The ~~vision~~ **vision** of USSA is to make the United States of America ~~preeminent~~ the best in the world in competitive skiing and snowboarding.

B. The ~~mission~~ **mission** of USSA is to make the vision a reality by fielding and maintaining teams of winning world-class ski and snowboard athletes~~winning elite level ski and snowboard teams; by educating, training, and supporting all members to achieve sustained success in all levels of ski and snowboard competition; and by helping members to use ski and snowboard competition to develop to their highest athletic and personal potential.~~

C. The objectives through which USSA shall ~~seek to~~ accomplish its mission shall include the following:

1. Educating, training, and supporting all members to achieve sustained success in all levels of ski and snowboard competition; and by helping members to use ski & snowboard competition to develop to their highest athletic and personal potential;...

7. 8 Developing, revising as appropriate, promulgating, implementing, and enforcing a comprehensive body of competition rules for each skiing and snowboarding discipline including rules of athlete eligibility, in conformity with or supplementary to applicable FIS and USOC rules, and the ~~Amateur Sports Act of 1978~~ Ted Stevens Olympic and Amateur Sports Act of 1998;

Motion #4: To approve the amendment to Article III as submitted.

M/S/C Jim McCarthy/Alan Johnson

No opposition. Motion carried.

Article IV - USOC & FIS Compliance

Alex Natt stated that, at the recommendation of Jim McCarthy, he had examined the USOC's revised definition of athlete and updated USSA's definition to that proposed and accepted by the USOC in their bylaws. McCarthy stated that this was not an optional change but a USOC requirement for NGBs and moved to accept the changes in Article IV.

“In compliance with the requirements of the FIS and USOC, and the provisions of the ~~Amateur Sports Act of 1978~~ Ted Stevens Olympic and Amateur Sports Act of 1998, USSA shall:

E. ensure that its Board of Directors and any other committees with governance responsibilities include ~~individuals who are actively engaged in amateur athletic competition at a level of proficiency appropriate for selection to a national team in skiing or snowboarding, or who have represented the United States in such international amateur athletic competition in skiing or snowboarding within the preceding ten (10) years (hereinafter referred to as “eligible athletes”)~~, with the membership and voting strength of ~~such~~ eligible athletes on the Board and such committees to be not less than twenty percent (20%); Athlete eligibility shall be consistent with those requirements set forth in the USOC Bylaws as follows:

(1) At least one-half of the individuals serving as athlete representatives shall have competed in the USSA disciplines that are on the sport's program in the Olympic Games.

(2) Up to one-half of the individuals serving as athlete representatives may have competed in (i) an event or discipline not on the program of the Olympic Games, provided that such event or discipline is recognized by FIS or is regularly included in the international competition program of the FIS, or (ii) the Paralympic Games, or an International Paralympic Committee-recognized World Championship in events on the Paralympic Games program.

(3) At the time of election, all USSA athlete representatives shall have demonstrated their qualifications as athletes by having:

(i) Within the ten (10) years preceding election, represented the United States in the Olympic Games, or a World Championship recognized by FIS for which a competitive selection process was administered by USSA; or

(ii) Within the twenty-four (24) months before election, demonstrated that they are actively engaged in amateur athletic competition by finishing in the top half of USSA's national championships or have been a member of USSA's national team; or

(iii) For within the ten (10) years preceding election, represented the United States in the Paralympic Games, or an International Paralympic Committee-recognized World Championship in events on the Paralympic Games program.

(4) Athlete representatives may not be drawn from events that categorize entrants in age-restricted classifications commonly known as "Juniors," "Masters," "Seniors," "Veterans" or other similarly designated age-restricted competition.

(5) Athlete representatives to USSA's board of directors, executive committee, and other such governing boards shall be directly elected by athletes who meet the standards set forth above."

Motion #5: To approve the amendment to Article IV as submitted.

M/S/C Jim McCarthy/Jack Benedick

No opposition. Motion carried.

Article V - Membership Classes, Voting Rights and Affiliation

McCarthy stated that paragraph B's change was to eliminate a parenthetical statement that referred to where USSA was in '94/95 when these were drafted.

"B. USSA shall have multiple classes of members -- one class for each discipline under the jurisdiction of USSA ~~(currently Alpine, Cross Country, Jumping/Nordic Combined, Freestyle, Snowboarding, and Disabled)~~. In addition to different classes, the Board of USSA may also provide for different types of memberships, such as individual, family, etc."

Jack Benedick asked if specific disciplines would be referenced in the bylaws. McCarthy stated that that could vary from time to time. Benedick stated that standing committees did not list the disciplines. Natt indicated that having a document that used the phrase "currently" in parenthetical forced changes to the bylaws only at the annual meeting every year. The proposal was not to change the process whereby the disciplines were accepted - just to remove the reference to currently.

McCarthy further illustrated this saying that if the FIS were to change its mind regarding speed skiing and ask to have it on the Olympic program and the IOC were to agree, USSA would then

be required by the USOC to take a formal governance position on that sport. By making this change, a speed skiing discipline committee could be created without having to amend the bylaws to do so. Right now speed skiing was an option for USSA as with Telemark or Grass Skiing; since they were not on the Olympic program, USSA was not required to govern those sports.

Davis said she remembered when the board was asked to drop acro and asked if a change to the bylaws was required then? McCarthy responded no since acro was not a separate committee but was within freestyle.

He further stated that Article V was the article under which Alan Hayes and his membership within the organization was pursued, which was a different issue from whether the organization would have an alpine discipline committee.

“(k) The Board may accept, reject, or terminate jurisdiction of ~~additional~~ disciplines at the annual meeting of members if, after reasonable public discussion and debate at such meeting, a majority of all members of the Board votes in favor of such action.”

McCarthy stated that the other change in Article V was a technical change in that USSA committees were not corporations and had procedures, not bylaws.

“D. In elections to fill Discipline Committee seats, each member who holds a membership in the relevant class (i.e., in the relevant discipline) shall be entitled to cast one vote for each seat up for election, unless the Discipline Committee has adopted bylaws procedures to the contrary which have been approved by the Board in its discretion. However, cumulative voting shall not be permitted in any instance.”

Motion #6: To approve the amendment to Article V as submitted.

M/S/C Jim McCarthy/Jack Benedick

No opposition. Motion carried unanimously.

Article VI - Government and Operation

Natt stated that the issue in (g) (k) was to empower USSA to determine for itself as a separate organization from USOC those disciplines over which it would accept, reject or terminate jurisdiction.

“(g) The Board shall be responsible for the governance of all disciplines under the jurisdiction of USSA ~~as required by the USOC~~, and in discharging such responsibility, the Board shall give significant weight to the recommendations of the relevant Discipline Committee on any matters specific to a particular discipline.

“(k) The Board may accept, reject, or terminate jurisdiction of ~~additional~~ disciplines at the annual meeting of members if, after reasonable public discussion and debate at such meeting, a majority of all members of the Board votes in favor of such action.”

Benedick asked if this was approved using the illustration of speed skiing, then USSA would not have to accept speed skiing. McCarthy said that it would create that as a possibility but that the reality was that if it were on the Olympic program and were governed by the FIS that USSA would have it. He said that it was a very limited change to retain whatever flexibility USSA could have as an organization. Natt stated that it retained all authority it had, even in a limited capacity.

Sosman asked why *other* appeared twice in (m) "The Board shall exercise all other such other authority..." Natt confirmed that the first other would be removed.

Natt stated that the changes in (d) and (e) relating to the USOC and FIS representatives dealt with elimination of verbiage that had no consequence on how the board should exercise its discretion and was language that should be stricken from the bylaws. Sosman agreed that it should be eliminated.

(d) One USSA representative to the International Ski Federation (FIS) who shall serve on the Board at the pleasure of the Board, but whose seat shall be considered for reappointment or a new appointment at least once every two (2) years. ~~In appointing this seat, the Board generally should favor the highest ranking or longest serving FIS representative, but may in its discretion appoint a representative of lesser rank or seniority;~~

(e) One USSA representative to the United States Olympic Committee (USOC) who shall serve on the Board at the pleasure of the Board, but whose seat shall be considered for reappointment or a new appointment at least once every two (2) years. ~~In appointing this seat, the Board generally should favor the highest ranking or longest serving USOC representative, but may in its discretion appoint a representative of lesser rank or seniority;~~

Natt stated that later in the bylaws USSA was required to have three meetings, which was proposed to be reduced to two, and the word regular added nothing and the question of what matters could not be deferred would remain unclear, subject to multiple interpretations, and added nothing.

5. The Board shall form, from among its members, an Executive Committee which shall be empowered to act upon all matters requiring Board attention between ~~regular~~ meetings of the full Board, ~~and which cannot be deferred until the next meeting of the full Board.~~

Natt explained that it was unclear how the members were elected to the committee so language was added to clarify that those were positions elected by the chair.

(a) The Executive Committee shall consist of five voting members, including the Chairman; the Chair-Elect; one Discipline Committee representative designated by the Chairman of USSA; one representative of the USSTF designated by the Chairman of USSA; and one eligible athlete selected by the Athletes' Council.

Natt said the next change clarified the process whereby actions taken by the Executive Committee must be ratified by the full board at the next meeting in which a full quorum was present.

(b) All actions taken by the Executive Committee must be ratified by the Board at its next meeting where a quorum is present, and if not so ratified, ~~fail must be revoked~~ and measures taken in support of the action should be reversed to the extent reasonably possible. Ratification may be made through the use of mailed consents in accord with Article VII(B)(5) of these Bylaws.

Natt explained that the next change was a housekeeping error. The treasurer's office had always been a two-year term.

7. The Board shall elect, from among its voting members, a Chairman and a Chair-Elect, each of whose terms of office shall be two years. The Board shall also elect, from among its voting members, a Treasurer, whose term of office shall be ~~one year~~ two years. The election and duties of the Chairman, Chair-Elect and Treasurer shall be as set forth below:

Natt explained that the entire striking of the Disciplinary Panel section was due to the wholesale revisions to Article IX.

~~8. At each Annual Meeting, or more frequently if necessary, the Board shall appoint from among its voting members a Disciplinary Panel that shall preside over proceedings conducted in accordance with Article IX, Section D below, concerning the suspension or revocation of the right of members to compete in protected competition.~~

~~(a) The Disciplinary Panel shall be comprised of three (3) members, including the Chairman, one (1) athlete member selected by the athlete members of the Board and approved by the full Board, and one (1) member at large.~~

~~(b) When selecting the Disciplinary Panel, the Board shall designate one primary member and one alternate member for each seat on the Disciplinary Panel except the Chairman's seat. The alternate for the Chairman's seat shall be the Chair Elect.~~

~~(c) The Disciplinary Panel shall convene whenever suspension procedures are commenced under Article IX, Section D below. If any primary member of the Panel is unavailable at any time during such procedures, then the alternate for his/her seat on the Panel shall serve in his/her place.~~

Natt stated that the next change was to eliminate the same change as discussed earlier regarding currently.

C. USSA shall have one Discipline Committee for each discipline under its jurisdiction (~~currently Alpine, Cross Country, Jumping/Nordic Combined, Freestyle, Snowboarding, and Disabled~~) which shall work with designated employees to develop plans, strategies and policies for submission to the CEO for the development and operation of their respective disciplines, and to assist the company in the operation of its programs within their respective disciplines...

Natt stated that the next change was housekeeping and that a strike out had been omitted in (a) licensed coaches to be replaced with member coaches. In either of these cases, USSA did not, in fact, license officials or coaches. McCarthy stated that USSA did not want to purport to accredit or certify coaches because this would go beyond what USSA did in trying to provide educational opportunities for coaches.

(a) One member who is a ~~licensed~~ member coach in the relevant discipline, elected by the members who are licensed coaches in the relevant discipline;

(b) One member who is a ~~licensed~~ an official in the relevant discipline, elected by the members who are ~~licensed~~ officials in the relevant discipline;

Natt stated that the next change was to address the changes in Article IX. The proposal was to formulate Judicial Committees within each sport to handle the large majority of grievances and/or complaints that came from the membership and athletes.

5. Each Discipline Committee shall form a Judicial Committee composed of at least three members. Each Discipline Committee must submit a list of candidates to the Nomination Screening Committee which includes a detailed biography of the candidate's qualifications to so serve. Each Discipline Committee should strive to present the Nomination Screening Committee with twice as many candidates as there are vacant positions to be filled. Athlete representation must equal or exceed 20% of total representation. Each discipline's Judicial Committee shall be responsible for considering matters referred to it by the USSA Judicial Committee. Each discipline's Judicial Committee shall also preside over proceedings conducted in accordance with Article IX below, concerning suspension or revocation of the right of members to participate in protected competition, if referred by the USSA Judicial Committee.

D. There shall be a Judicial Committee appointed by the Board ~~comprised of knowledgeable senior members of USSA (who may, but need not be members of the Board)~~ who shall serve for fixed terms. Decisions of the USSA Judicial Committee shall be final and non-appealable within USSA. The USSA Judicial Committee shall establish policies and procedures not inconsistent with these Bylaws which shall be approved by the Board. ~~The Board shall establish policies and procedures for the operation of the Judicial Committee consistent with these bylaws.~~

The composition of the Judicial Committee shall be as follows:

- (1) ~~One senior member licensed by USSA as an official~~ A senior member at large of USSA and one alternate who shall serve as the Judicial Committee's Chair;
 - (2) ~~One senior member licensed by USSA as a coach;~~
 - (3) One eligible athlete member and one alternate, selected by the Athlete's Council;
 - (4) ~~One member at large; and~~ One discipline representative and one alternate from the discipline most closely involved in the particular issue before the USSA Judicial Committee, which representative shall be drawn from the discipline's judicial committee and appointed by the Chair of the USSA Judicial Committee and who shall not have been privy to the details of the matter if heard at the discipline committee level. ~~a pool of Discipline Committee members designated in advance by the Board at the annual meeting of members. By way of illustration, in a start right appeal by a freestyle athlete, the fifth member of the Judicial Committee shall be the freestyle Discipline Committee member appointed to be the discipline representative by the Board at the preceding annual meeting.~~
2. Nominations for appointment to the Judicial Committee shall be provided to the Board by the Nomination Screening Committee. In preparing to present such nominations, the Nomination Screening Committee shall place significant weight on the availability of members under consideration to be located and contacted on short notice during the competition season as well as the member's knowledge of USSA and of judicial process in general.

McCarthy suggested that on this Article the various changes be separated out, voting on non-controversial items and voting on items that might have controversy.

(Slim Sommerville joined by teleconference at 11:15 a.m.).

McCarthy stated Article VI, C 1 (a) and (b) move to delete licensed and add member from each of those subparagraphs.

(a) One member who is a ~~licensed member~~ coach in the relevant discipline, elected by the members who are ~~licensed member~~ coaches in the relevant discipline;

(b) One member who is a ~~licensed an~~ official in the relevant discipline, elected by the members who are ~~licensed~~ officials in the relevant discipline;

Motion #7: To approve the deletion of licensed and insert member to Article VI C 1 (a) and (b) as submitted.

M/S/C Jim McCarthy/Jack Benedick

No opposition. Motion carried.

McCarthy stated that the most logical way to proceed would be to start at the beginning of Article VI and work through.

McCarthy Article VI A 1 (g) to delete the language

(g) The Board shall be responsible for the governance of all disciplines under the jurisdiction of USSA ~~as required by the USOC~~, and in discharging such responsibility, the Board shall give significant weight to the recommendations of the relevant Discipline Committee on any matters specific to a particular discipline.

Badami asked if this could be adopted separately. Natt confirmed that changes could be adopted to the bylaws separately or as discussed earlier substitute language could be inserted by the board as long as the change had been addressed in concept.

McCarthy added Article VI A 1 (k) since those two were related and he moved acceptance of the changes.

(k) The Board may accept, reject, or terminate jurisdiction of ~~additional~~ disciplines at the annual meeting of members if, after reasonable public discussion and debate at such meeting, a majority of all members of the Board votes in favor of such action.

Motion #8: To approve the changes to Article VI A 1 (g) and (k) as submitted.

M/S/C Jim McCarthy/Alan Johnson

No opposition. Motion carried unanimously.

Davis asked if this was accepted did it change the 2/3 requirement to get rid of a discipline to just a simple majority? Was that correct?

Natt replied that the issue was to include some process by which USSA could accept, reject or terminate jurisdiction.

Davis commented that without the change a discipline committee could not be dropped? Sosman responded that it required a majority of all members of the board, not just a majority of a quorum, which was a more demanding requirement. The entire quorum would have to vote for such a measure.

Davis asked what change it made. Natt stated that it did not necessarily change the way USSA handled accepting, rejecting or termination of jurisdiction but it clarified the process by which it was done. This was an attempt to put something into the bylaws for the first time that let everyone know how this worked.

McCarthy stated that the acceptance end was clear in (k) what was unclear was reject or terminate. What was in place had nothing on reject or terminate. Natt stated that if this Article did not pass it remained a fact that the board could accept jurisdiction of disciplines by a majority of the board. Nowhere in the bylaws did it address rejecting or terminating jurisdiction, which was the process that was attempting to be fleshed out by this change.

There being no further discussion, the motion was voted upon.

McCarthy then stated that the non-substantive changes like *other* needed to be raised and the language scrubbed but no motion was needed to make those changes. When noted, counsel was asked to make those changes.

(m) The Board shall exercise all *other* such other authority consistent with...

McCarthy stated that the next item was Article VI A 2 (d) and (e), the deletion for the requirement of highest ranking or longest serving.

(d) One USSA representative to the International Ski Federation (FIS) who shall serve on the Board at the pleasure of the Board, but whose seat shall be considered for reappointment or a new appointment at least once every two (2) years. ~~In appointing this seat, the Board generally should favor the highest ranking or longest serving FIS representative, but may in its discretion appoint a representative of lesser rank or seniority;~~

(e) One USSA representative to the United States Olympic Committee (USOC) who shall serve on the Board at the pleasure of the Board, but whose seat shall be considered for reappointment or a new appointment at least once every two (2) years. ~~In appointing this seat, the Board generally should favor the highest ranking or longest serving USOC representative, but may in its discretion appoint a representative of lesser rank or seniority;~~

Motion #9: To approve the changes to Article VI A 2 (d) and (e) as shown.

M/S/C Jim McCarthy/Slim Sommerville

No discussion. No opposition. Motion carried.

McCarthy stated the next item was Article VI A 5 (a) and (b), clarifications regarding the Executive Committee.

(a) The Executive Committee shall consist of five voting members, including the Chairman; the Chair-Elect; one Discipline Committee representative designated by the Chairman of USSA; one representative of the USSTF designated by the Chairman of USSA; and one eligible athlete selected by the Athletes' Council.

(b) All actions taken by the Executive Committee must be ratified by the Board at its next meeting where a quorum is present, and if not so ratified, ~~fail must be revoked~~ and measures taken in support of the action should be reversed to the extent reasonably possible. Ratification may be made through the use of mailed consents in accord with Article VII(B)(5) of these Bylaws.

Motion #10: To approve the changes to Article VI A 5 (a) and (b) as submitted.

M/S/C Jim McCarthy/Bob Dart

No discussion. No opposition. Motion carried unanimously.

Article VI A 7 clarifying the term of office for treasurer.

7. The Board shall elect, from among its voting members, a Chairman and a Chair-Elect, each of whose terms of office shall be two years. The Board shall also elect, from among its voting members, a Treasurer, whose term of office shall be ~~one year~~ two years. The election and duties of the Chairman, Chair-Elect and Treasurer shall be as set forth below:

Motion #11: To adopt the changes to Article VI A 7 as submitted.

M/S/C Jim McCarthy/Alan Johnson

No discussion. Motion carried.

McCarthy stated that the next item to be dealt with was the elimination of the disciplinary panel, eliminated in entirety due to changes in Article IX. He stated that if there were concerns about Article IX, then the vote should be against this amendment.

~~8. At each Annual Meeting, or more frequently if necessary, the Board shall appoint from among its voting members a Disciplinary Panel that shall preside over proceedings conducted in accordance with Article IX, Section D below, concerning the suspension or revocation of the right of members to compete in protected competition.~~

~~(a) The Disciplinary Panel shall be comprised of three (3) members, including the Chairman, one (1) athlete member selected by the athlete members of the Board and approved by the full Board, and one (1) member at large.~~

~~(b) When selecting the Disciplinary Panel, the Board shall designate one primary member and one alternate member for each seat on the Disciplinary Panel except the Chairman's seat. The alternate for the Chairman's seat shall be the Chair Elect.~~

~~(c) The Disciplinary Panel shall convene whenever suspension procedures are commenced under Article IX, Section D below. If any primary member of the Panel is unavailable at any time during such procedures, then the alternate for his/her seat on the Panel shall serve in his/her place.~~

Motion #12: To adopt the deletion to Article VI A 8 as submitted.

M/S/C Jim McCarthy/Bob Dart

No discussion. Motion carried.

McCarthy stated that the next item was Article VI C which had been discussed.

C. USSA shall have one Discipline Committee for each discipline under its jurisdiction (~~currently Alpine, Cross Country, Jumping/Nordic Combined, Freestyle, Snowboarding, and Disabled~~) which shall work with designated employees to develop plans, strategies and policies for submission to the CEO for the development and operation of their respective disciplines, and to assist the company in the operation of its programs within their respective disciplines...

Motion #13: To adopt the amendment to Article VI C as submitted.

M/S/C Jim McCarthy/Jack Benedick

Motion carried unanimously.

McCarthy stated the next item was Article VI C 6 forming judicial committees within each discipline committee.

6. Each Discipline Committee shall form a Judicial Committee composed of at least three members. Each Discipline Committee must submit a list of candidates to the Nomination Screening Committee which includes a detailed biography of the candidate's qualifications to so serve. Each Discipline Committee should strive to present the Nomination Screening Committee with twice as many candidates as there are vacant positions to be filled. Athlete representation must equal or exceed 20% of total representation. Each discipline's Judicial Committee shall be responsible for considering matters referred to it by the USSA Judicial Committee. Each discipline's Judicial Committee shall also preside over proceedings conducted in accordance with Article IX below, concerning suspension or revocation of the right of members to participate in protected competition, if referred by the USSA Judicial Committee.

Motion #14: To adopt the amendment, adding to Article VI C 6 as submitted.

M/S/C Jim McCarthy/Jack Benedick

Benedick asked if this created another level to which a grievance could be taken. Natt responded that what was intended was to create a second level at the sport committee levels, judicial committee panels at that level whose responsibility would be to hear grievances, complaints, etc. referred to it by the newly-created Judicial Committee at the national level. The intent was to have the panel in each sport hear most of the grievances for each sport that would come before the national office. Benedict stated that it was a different starting point, which Natt confirmed.

No further discussion. Motion carried unanimously.

McCarthy stated that the next item was Article VI D 1 and 2 which were additional changes formulated to enable making the changes proposed in Article IX.

D. ~~There shall be a Judicial Committee appointed by the Board comprised of knowledgeable senior members of USSA (who may, but need not be members of the Board) who shall serve for fixed terms. Decisions of the USSA Judicial Committee shall be final and non-appealable within USSA. The USSA Judicial Committee shall establish policies and procedures not inconsistent with these Bylaws which shall be approved by the Board. The Board shall establish policies and procedures for the operation of the Judicial Committee consistent with these bylaws.~~

1. The composition of the Judicial Committee shall be as follows:
 - (1) ~~One senior member licensed by USSA as an official~~ A senior member at large of USSA and one alternate who shall serve as the Judicial Committee's Chair;
 - (2) ~~One senior member licensed by USSA as a coach;~~
 - (3) One eligible athlete member and one alternate, selected by the Athlete's Council;
 - (4) ~~One member at large; and~~ One discipline representative and one alternate from the discipline most closely involved in the particular issue before the USSA Judicial Committee, which representative shall be drawn from the discipline's judicial committee and appointed by the Chair of the USSA Judicial Committee and who shall not have been privy to the details of the matter if heard at the discipline committee level. ~~a pool of Discipline Committee members designated in advance by the Board at the annual meeting of members. By way of illustration, in a start right appeal by a freestyle athlete, the fifth member of the Judicial Committee shall be the freestyle Discipline Committee member appointed to be the discipline representative by the Board at the preceding annual meeting.~~
2. Nominations for appointment to the Judicial Committee shall be provided to the Board by the Nomination Screening Committee. In preparing to present such nominations, the Nomination Screening Committee shall place significant weight on the availability of members under consideration to be located and contacted on short notice during the competition season as well as the member's knowledge of USSA and of judicial process in general.

Motion #15: To adopt the amendment to Article VI D 1 and 2 as submitted.

M/S/ Jim McCarthy/Bob Dart

Faris asked to bring up a point before this was approved. Under D (4) the language *and who shall not have been privy to the details of the matter if heard at the discipline committee level.*

Faris was concerned that this could cause difficulty if the issue came under scrutiny by an attorney. She was not sure that it would be easy to find someone who was part of a discipline committee who would not be privy to whatever the issue was. She questioned whether that language was necessary.

Natt asked if there was a substitute amendment being put forth by a board member that could be voted on? Dart stated that it should be delete *and who shall not have been privy to the details of the matter if heard at the discipline committee level.* Natt stated that, as a point of order, if one of the board members wanted to propose a change it could be voted on and if it passed, it would replace what had been proposed, but it could not be done without a motion before the board. Further discussion ensued regarding whether substitute language should be applied. Badami asked what would be changed. Natt stated that it would read as follows: *One discipline representative and one alternate from the discipline most closely involved in the particular issue before the USSA Judicial Committee, which representative shall be drawn from the discipline's judicial committee and appointed by the Chair of the USSA Judicial Committee.*

Amended Motion #15: To adopt the changes proposed to the amendment submitted to Article VI D 1 eliminating 'and who shall not have been privy to the details of the matter if heard at the discipline committee level'.

M/S/ Bob Dart/Craig Rodman

Natt asked if would be better to have the language *and who shall not have heard the matter at the discipline committee level?* Taylor stated *or had participated in the decision at the lower committee level?*

Natt stated that there was a substitute amendment pending which was made by Dart and seconded by Rodman to add a period after the words Judicial Committee. If they were to withdraw their motion this language could be further substituted but the amended motion needed to be dealt with.

Motion withdrawn.

Substitute Amended Motion #15: To adopt the changes proposed to the amendment to Article VI D 1 modifying the language to: 'and who shall not have participated in the decision at the discipline committee level'.

M/S/C Bob Dart/Nick Badami

No opposition. Motion carried.

Natt indicated that the remainder of the changes to Article VI D 1 and 2 now needed to be adopted. McCarthy moved to accept the remainder of the changes in entirety including the language modification adopted in the prior motion.

Motion #16: To adopt the changes proposed to the amendment to Article VI D 1 and 2 as submitted (including the modified language 'and who shall not have participated in the decision at the discipline committee level').

M/S/C Jim McCarthy/Nick Badami

No further discussion. No opposition. Motion carried.

Article VII – Meetings

McCarthy moved into the proposed amendments to Article VII – Meetings. He stated that when the bylaws were changed originally the annual meeting changed from the spring to the fall. It was done due to the planning problems and the fiscal year end of April and USSA’s desire to have the certified financial information available to the board during the annual meeting. Also, it was difficult for the staff to come off the season and prepare for an annual meeting. The result was that it has been very difficult to get the constituency to the board meetings. Historically, the meetings for the sport committees were in the spring. He also stated that the staff had become more proficient at planning. The main thrust would be to change the annual meeting back to the spring bringing this organization back closer to its constituency. The other change he explained was to reduce the number of meetings of the board to two meetings a year, not precluding an additional meeting if needed.

A. The annual meeting of members required under Utah Code Ann. § 16-6-27 shall be held in the ~~Fall~~ spring or summer in conjunction with the ~~Fall~~ spring or summer meetings of the Board and the Discipline Committees.

B. The Board shall meet as a body at least ~~three (3)~~ two (2) times during each fiscal year, in accordance with the following provisions:

1. An annual meeting of the Board shall be held in conjunction with the annual meeting of members and of Discipline Committees in ~~Fall~~; spring or summer and one regular meeting shall be held in winter in conjunction with the winter meeting of the Board of Trustees of the USSTF, ~~and one regular meeting will be held in conjunction with Discipline Committee planning meetings in April or May of each year.~~

6. Any action required or permitted to be taken at a meeting of the Board or of a committee of the Board may be taken without a meeting if, prior or subsequent to the action, a consent or consents in writing setting forth the action so taken shall be ~~signed by all~~ unanimously agreed to by all of the directors in office or the members of the committee, as the case may be, and filed with the Chairman.

C. The Discipline Committees shall meet at least ~~two (2) times~~ once during each fiscal year, and all meetings of each Discipline Committee shall be governed by the following provisions and any procedures adopted by the Discipline Committee which do not conflict with these bylaws:

1. The Discipline Committees shall meet once in conjunction with the annual meeting of members and the Board meeting in ~~Fall~~ spring or summer; ~~and once for planning meetings in conjunction with the Board meeting in May of each year.~~

E. At any meeting of the Board or any permanent standing committee, a quorum shall consist of a majority of all directors or members of the committee entitled to ~~participate~~ vote.

Davis asked about the change on the *unanimously agreed to by all*. Natt explained that earlier in the bylaws regarding the Executive Committee decisions this paragraph was referenced. The issue he explained was to make sure that it comported with Utah law requiring unanimity of directors. The theory being that because the directors were not allowed to participate in an open forum and have their ideas shared that anything that passed by the Executive Committee needed the unanimity of the directors.

McCarthy moved acceptance of Article VII.

Motion #17: To adopt the amendments to Article VII as submitted.

M/S/C Jim McCarthy/Jack Benedick

No further discussion. No opposition. Motion carried.

Article VIII - Conflict of Interest and Ethical Practices

Natt stated that there were no changes to Article VIII.

Article IX - Grievances, Suspensions and Appeals

(Note: due to the length of the changes in this Article, Article IX is included in entirety as Addendum C).

Natt explained that the big picture was that the changes were as Jack Benedick identified earlier from a one panel USSA Judicial Committee, chaired by Faris Taylor, to the sport committee level. The system would require each sport committee to create a judicial committee of their own composed of a minimum of three members, allowing the sport flexibility in creating larger judicial committees depending on their volume and each sport's specific needs.

Natt explained that the theory was that USSA would have at the upper level similar to a Supreme Court which would in most instances have some oversight to what the sport judicial committees had done but only from a process level.

Grievances from members would come up to the USSA Judicial Committee through Bill Marolt's office and that as Bill's designee Natt would serve as the administrator to route the grievances to a member of the USSA Judicial Committee who would either refer them down to the sport committee, which would be the process in most instances, but the flexibility was built into the process to have the USSA Judicial Committee hear the grievance themselves.

The people who had expertise would hear most of the grievances or complaints in those sports but USSA would maintain oversight to assure that due process was being given to people. It also would provide USSA advantages in terms of tracking.

McCarthy stated that on most bylaw changes it was difficult to ascertain the effect on athletes. This one he stated had very a direct impact. Under USSA's charter to the USOC, the NGB was required to establish its own judicial process which was further complicated by the number of disciplines. The one process established in '94/95 proved to be workable but cumbersome. It provided the requisite due process but was difficult. He said that what was being proposed streamlined the process but still recognized the importance of athletes' rights, particularly the right to participate and provided a way to resolve conflicts in a more expeditious way respecting the requirements of due process.

Faris Taylor brought up the subject of protected competition and she thought that that needed to be defined. McCarthy stated that that term also came from the USOC. It was their definition of where the right to participate became relevant. They had defined protected competition as competition that could lead to selection to a team to represent the US in international competition. Taylor pointed out that USSA was tripped up over this definition in the past. McCarthy stated that he did not know what the internal problem was on that but that the USOC provided broad language about a hearing before being ineligible to participate. Article IV C created the right to participate for an athlete but the USOC then declared that the right to participate only applied to protected competition. Taylor said that she didn't mean that these bylaws should be changed just that this was an ongoing issue and did come back to haunt the Judicial Committee over the last few years and that she hoped that Alex could find a way to define this in the policies and procedures document.

McCarthy responded that given the multi-discipline nature and the different ways the members were selected in the various disciplines that where the bar was set for different competitions

would vary dramatically from discipline to discipline. McCarthy stated that at this time the decision had been to err on the side of moving that bar down to make sure that USSA covered potentially all protected competitions and that decision would be made on an individual discipline basis given the multi-discipline organization and evaluated annually to protect athletes' rights while maintaining a feasibly effective system within the organization.

Natt echoed that in reality this was a two step process where in a multi-discipline organization there was just so much that could be done in the bylaws and after that it would be an athletic decision at some point where that bar would be set for each sport.

Dart said he would like to see work done on the language of Article IX D 2 (f) if the language somehow could be *three or less unanimity and three or greater majority*.

(f) The ~~Disciplinary Panel~~ appropriate Judicial Committee shall conduct a hearing at the appointed time and place in which the participants shall have the rights set forth in Section A, paragraph 5 of this Article. The ~~Disciplinary Panel~~ appropriate Judicial Committee may suspend or revoke a member's right to participate in protected competition only if it finds by a ~~majority~~ unanimous vote that a preponderance of the evidence shows the member has, in fact, engaged in conduct which violated applicable laws while representing USSA or in connection with his/her participation in USSA activities, or has violated USSA codes of conduct, policies or agreements with USSA.

Natt explained that the issue here was in a panel where there were only three members at the discipline committee level, which would likely be the majority except for alpine, there would be one person essentially acting as a prosecutor and the unanimity requirement was that to suspend the athlete the three had to be in agreement to sanction. A majority reference would have been one with two people voting. Dart's concern was that if there were a five member panel getting unanimity would be difficult and probably not workable at that level so what will be proposed would be to have the sentence read: *competition only if it finds by a ~~majority~~ unanimous (if the panel is composed of three members or a majority vote if the panel is composed of five or more)*. The remainder of the paragraph would remain unchanged.

McCarthy stated that he thought the discussion was exhausted on Article IX and that he would move approval of the changes as submitted in the draft with the substitute language just described.

Motion #18: To adopt the amendments to Article IX as submitted with the addition of language to D 2 (f).

M/S/C Jim McCarthy/Bob Dart

No further discussion. Motion carried.

McCarthy stated that there was one more bylaw issue that involved the requirement that this organization approve changes to the bylaws of affiliates. He stated it was a minor change for the Foundation bylaws changing the name of the Scholarship Committee to the Education Committee, contingent upon the Foundation board approval of a similar change at its next meeting.

Motion #19: To approve the name change from Scholarship to Education Committee.

M/S/C Jim McCarthy/Jack Benedick

No discussion. Motion carried.

Jack Benedick asked about the timeline for receipt of bylaw amendments. McCarthy clarified that they needed to be postmarked 30 days in advance of the meeting, that it was not the date of receipt but the date of distribution. Natt added that within the organization a new web site would be implemented within the next few months that would allow greater flexibility in terms of changes and the intention would be to post the bylaws on the web site for any member to see to take the burden off the board members for disseminating information down to the membership.

4. CEO Report: Bill Marolt

McCarthy stated that the CEO report would include the status of the organization as well as information concerning the training center and he asked to keep as many people on the phone as possible to have the maximum exposure to the concept of the training center.

Marolt started by thanking both Bill and Alex and Dale for the hard work put in on the bylaw changes, which had been a major undertaking and that he appreciated the support of the board and particularly the board members who had to call in.

He stated that he would start with the status of the organization and then move into a discussion of the training center, after which he would ask the board for some approvals. Marolt stated that the mission still remained to be the best in the world by 2006. He said that ultimately that that was what the organization was all about, about athletes and finding ways to win and the mission of USSA remained by fielding winning teams of world class ski and snowboarders. Financially, Mark would be providing the report but he wanted to share that USSA ended its sixth year with a six figure surplus. In addition to the surplus record funding had been provided to the athletic programs. He said the results were showing up in the athletic programs and that Alan Ashley would provide a report on the athletic programs. Trisha Worthington and her staff in foundation had done a terrific job in developing fundraising programs. He stated that over the last five years foundation had more than doubled the fundraising efforts in special events, ski balls, direct marketing. He stated that he anticipated future good years but with the recent happenings in New York and Washington DC and a tighter economy it would require more effort to reach those goals. The gold pass program he stated had had a price increase to \$5,000 that had not affected sales to date.

The Champions Club Olympic hospitality program had been offered primarily to trustees and to some private members as well and was the opportunity to go to the Olympics on a 10 day excursion with transportation in and around the venues, VIP treatment, tickets. He thought that the trustees would have a great time but the incremental program funding provided to the programs as a result of this had been felt in the elite and development programs. He thanked the board for their support.

He stated that a number of years ago some board members had approached him and planted the seed of creating an endowment and it seemed to make sense for the organization to do that. With a number of board members and the foundation staff a plan was developed to create an endowment. A firm was retained to provide targets and guidelines and came to closure on a plan. Peter Kellogg agreed to be volunteer chair of this effort and he asked Trisha Worthington to update on the Legacy Campaign.

Worthington stated that Peter, Bill and she had been on the road over the past year meeting with the different board members seeking support for the endowment and/or the training center. To date, \$27,625,000 had been pledged. Worthington stated that confirmed pledges were where the organization had received signed agreements that indicate that the donor would be giving the gift and how they planned to pay for the gift. In addition, she indicated that there was an additional \$15 million in verbal pledges. These still needed to have signed pledge cards but she stated that they remained optimistic that that those pledges would come through for a total of \$42,625,000. She stated there were still other board members to meet with. She indicated that there was a

long list of gold pass holders as well as major donors who were not on the board. She explained that the Champions Club had identified 10 individuals not on the board who could be potential donors to this campaign and that they planned to meet with these individuals to reach the overall goal of \$60 million.

Marolt stated that it started as a desire to build an endowment but then with the interest shown on the part of some trustees to add a bricks and mortar part to this, USSA responded and developed a total capital campaign with a goal of \$60 million. He said that they were proud to be raising this funding but did not want to make it appear that the organization was wealthier than it actually was. The idea of the endowment was to fill in the dips in funding such as post-Olympic to allow continued program growth and success. On an on-going basis, USSA would continue to challenge itself in marketing and fundraising and that the endowment campaign would enhance that.

Marolt stated that there was also tremendous growth in marketing and sales and represented approximately 50% of the budget and that USSA had a terrific list of corporate sponsors starting with the older ones, Chevy Truck, VISA, Kodak, Sprint and some of the newer ones like Charles Schwab, etc. He stated that recently USSA had signed Dannon yogurt, Lipton soup and Nestle hot cocoa. He cautioned that the recent leveling off of the economy affected sports marketing and what big companies were willing to spend in terms of their promotional dollars. He stated that the next year would provide another exciting year of TV with 10 hours of network TV, 14 hours on ESPN, and an addition 16 hours on Outdoor Life.

Marolt also stated that the marketing staff had developed a branding campaign to enhance the value of its logo and events and increase the value of the company. *Home of the Brave* had been very popular, successful and effective. Todd Burnette and his staff continued to do a good job but faced significant challenges going forward.

In membership service and public relations he stated that there had been an increase in membership, 3.1%, the first growth in five years. At this time the projection continued for growth but that would be determined over the course of the year. He stated that USSA worked closely with NASTAR and with *Ski* and *Skiing* who owned that property and with Charles Schwab, allowing USSA to get into the youth market.

On the PR side, Marolt stated that an NGB of USSA's size had had over 2 billion media print and broadcast impressions, a remarkable feat. USSA anticipated an increase next year due to the Olympics. The web site had over 5 million page views over the past year and that this year would be focused on updating the site and making it more user friendly and informative. He stated that Tom Kelly, a consummate professional in this area in the country, and his staff had done an excellent job. There was a managing victory campaign where USSA had taken the opportunity to develop plans for what to do after getting success, a key program building the images of the teams and individual athletes.

Marolt then stated that the Events department was also critical since every event was an athletic event. He said it was a tribute to Annette and her staff that they understood what was being attempted as an athletic organization, insuring that when an event was scheduled it had an athletic component as its major focus. He stated that 35 to 40 events were run yearly ranging from World Cup, National Championships, Junior Olympics and down the line. That department had the second largest line item in the budget due to the athletic component and where a number of sponsorship benefits were delivered. He said that this year USSA would host 25 major events and 133 competitions.

In '98 USSA had started the U. S. Ski Team Gold Cup, which was to be run again this year, using a variety of sites, some at Olympic venues and others in Colorado. There had been such success at Lake Placid that USSA wanted to run the event again, creating a one-time opportunity for athletes to make the Olympic Team. The winner of each race made the Olympic Team and

won \$10,000 in prize money. Twelve Olympic spots and \$120,000 in prize money would be awarded with an exciting TV component on ABC with 4 hours for the event, running December 29 through 31, enhancing the event.

Marolt then discussed the Alpine Super Series and a PR package that would be wrapped around those events. The promotion would be called Colorado Swing. Those races would be promoted through radio, TV and print to create more punch for the front range in Colorado and get more interest in the early-season races.

He then stated that during the Olympic Games in Park City, USSA would have a U. S. Ski and Snowboard Team House on lower Main Street to entertain clients, parents of athletes, etc. This concept was introduced at the World Championships and worked very well for entertainment and this would be continued during the Games.

Marolt then said that in 2000/01 USSA made a huge step in all sports, all disciplines across the board, huge progress was made. One individual who did a super job was Daron Rahlves winning the super G in the Alpine World Championships in St. Anton. That was a real step for him and the entire organization. The momentum from last season, he stated, had carried on into the summer. The staff worked hard providing leadership and the same from the athletes. He stated that USSA athletes would be headed into the season well prepared to bring home the 10 medals in February.

Ashley stated that clearly the primary focus would be to provide the best athletes with the resources and structure they needed to achieve their goals in February in Salt Lake City and that had been the focus for the year. The intensity and focus of the athletes and staff in the field and office was extraordinary, and making a big difference in the quality of how the training was being implemented. He said that USSA had been able to achieve everything it wanted over the summer with regard to the training program. There were a few modifications made which improved the programs based on snow conditions, etc. A higher quality conditioning and evaluation program had also been achieved. These were resources that had helped the athletes focus their efforts where necessary to improve in their sports. The first competitions for sports were not far away and in freestyle and snowboard, one competition had already taken place.

He then stated that Bill Egan had resigned as head coach, having served for 13 years. He said the program was very strong and had good athletes and a well-focused and well-organized plan to move forward. He had had discussions with individuals over the summer to head the team, none of which panned out and with the current head coaches, team manager, and himself; it was decided not to replace the position until next spring.

On the alpine women's side, there were a number of injuries but the athletes had returned in great shape from those injuries. The teamwork and camaraderie of the team was strong, having to do with the strong results of the women in the World Cup last year and the way the staff and athletes were working together to put the program in place.

Last year, he said that they'd started some national development projects for men and women and these projects were now fully integrated into the A, B and C team programs and below that level, projects were developed to help the clubs enhance their programs. There were a number of training opportunities that weren't available through the clubs and USSA got together with the community to get these done together. 13 programs were designed. There was real effort on the part of club coaches and the national team staff to get a lot out of those projects and there was a section on the web site for NDS which could provide more information.

He explained the situation regarding Georg Capaul, head coach of the women's World Cup team. He said that the situation inspired the athletes and everyone was going to work through this with a can do spirit.

In the freestyle program he said this was the first year with a full coaching staff on the aerial side. They'd had excellent training over the summer and had their first World Cup in Australia. Eric Bergoust continued to be the dominant competitor. There were four women in the top nine. He said that they were just finishing increasing the degree of difficulty and jumping training so he anticipated seeing more coming from that group. On the mogul side, there were a few adjustments made to the camp schedule and they'd had great training. The other addition over the summer was Rich Hillman, who had been contracted to work on development and education. Ashley stated that to maintain the dominance in freestyle more needed to be done with education and development.

On the nordic side, Alan Alborn had had a great summer, winning three continental cups back to back and went to the Grand Prix and placed in the top ten and a podium finish in Japan, getting third. On nordic combined there was improvement with increases in the strength and conditioning programs. In the Grand Prix Billy Demong placed third with the entire World Cup field, which was a good sign for the future.

The snowboard program had recently completed competition in Chile, the first time the World Cup had opened in the Southern Hemisphere. The men's halfpipe team did an exceptional job and secured the extra spots needed for the Olympic Games. Rick was part of that and did a very good job. He said there were now 4 men's team and 3 women's team halfpipe spots, 4 men's and 4 women's alpine spots.

On the disabled skiing side he stated that Sandy Metzger had been hired in the spring as the program director. The staffing structure was also modified in terms of which coaches worked with which athletes and that should have a big impact.

From the sport science side, he stated that the strength and conditioning center was getting incredible use. He stated that recently there were 65 athletes and coaches working, which was above the facility's capacity. A lot of athletes came to train with the staff over the summer. The integration had been fantastic.

In closing he said that he was very comfortable with the Olympic planning to date. The athletes had good plans with their coaches, the training programs had gone well, the logistics of the organization within Huntsville, Park City and Soldier Hollow were in place to support the team's performance. There was a good working relationship with the USOC and that while there were more challenges with an Olympics at home, the benefits far outweighed that. The athletes were very excited to compete and win at home.

Marolt complemented Alan Ashley and staff regarding the planning that had been undertaken and that despite losing an alpine head men's coach and the situation with Georg, the teams continued marching down the road, a real tribute to the organization. He said that the company had a plan with all of the other departments called 2002 Plan for Success which was managed by Bill Gorton to ensure total coordination as a company to deliver full services to the athletes, corporate sponsors, trustees, etc. Marolt asked the group if they had any questions regarding the company, athletics, or Olympics.

(McCarthy checked quorum at this time determining how many board members remained on the teleconference: Jon Engen and Jeff Lange.)

Marolt then discussed the concept of building a national USSA training center. The real motivation to get this done he explained was athletic in nature. The plan developed and the resources to support the plan would accomplish the goals for 2002. Marolt stated that if USSA continued to do what it was doing, there would be incremental success, but if the goal was legitimately challenging to be the best in the world, USSA needed to do more and step up the pace and commitment. The way to get that done was to build a national training center in Park City that would allow for elite athletes from around the country to come to Park City and work with

their coaches on a day-to-day basis throughout the year. He thought that over a period of time the athletes would move to Park City and that one of the reasons for such an awesome aerial's team was due to the facilities in town and all the athletes residing in town, working, training and playing together. The same could be said for the nordic combined team. Tom Steitz took it upon himself to start a training center for the nordic combined team in Steamboat Springs. Everyone knew Todd Lodwick was a great competitor but now the younger group was coming along because of working together.

Marolt stated that the organization went through a process called best practices. Those federations making the most progress in skiing and snowboarding were those that had some type of focused national training center such as Austria, Japan and Norway. With the venues in Park City combined with the training center, USSA would be the greatest training center on the globe. It would allow use of the Olympic facilities, daily contact with coaches and continued growth of the sport science program and offer a real opportunity to develop a full blown coaches education program. To be ultimately successful, Marolt stated, USSA needed to also do a great job of educating the grass roots level coaches, which was a combination that would get the USSA to be the best in 2006.

Marolt then discussed the development site plan, which had been faxed and e-mailed to the board members. He explained that the land was at Kimball Junction and part of a development called Redstone Parkside. The building would be 110,000 sq ft, have a regulation track with a soccer field, gym with special tramp area for the aerialists, weight and conditioning center, testing area, training room, lockers, area to grind skis, etc. He stated that the athletes and coaches had been asked what they needed to make this the ideal situation. There would also be commercial space in the facility along with the USSA office space. This would help defray the annual operating costs of the facility. What he would be asking the board to do would be to (1) approve the concept and (2) approval of some preliminary expenditures. He said that USSA wanted to spend \$250,000 on planning and architectural fees, \$90,000 on site work and \$500,000 as a refundable escrow deposit on the property during the next three months. The funds he said would come from existing resources.

USSA would continue to work its plan and return to the board at the end of November with a plan that would show the additional money had been raised for the Legacy Campaign, a minimum total of \$5 million, and then return with a financing plan entering the bond market and securing the financing necessary to build the facility. The cost he said was \$22 million and that the business plan had been well scrubbed and presented individually to all executive committee members of both the USSA and foundation boards. The plan was complete and doable. The approval he was requesting from the board allowed him to take the next step that it wasn't a question of will we or won't we do this, but when.

McCarthy added that he felt that this would add to the organizational goal of being the best in the world in 2006 and after that. McCarthy recounted that the organization and Park City had come a long way since his first visit in the '70s. He said that how we look to the outside world made a difference, the offices, the uniforms, the way USSA presented itself all added to the type of organization that was being built. He reiterated that USSA needed to continue the progress made in sport science and technology and sport medicine and that that was not an area in which the USOC could do it for USSA. Most of the successful organizations in the world were already doing this. The plan that the staff put together also allowed USSA to maintain its primary focus on athletics, which required consistent funding over a long period of time and at the same time build a truly state of the art facility. He said the way this was being presented to the board was in incremental steps. What was being requested of the board was the initial approval with the opportunity to take a look at where the organization was in December in regard to the next steps and taking into consideration the universe around the organization since events of the last week changed significantly the way in which we live. The timeline would as drafted have the facility built in 2003 and that that would impact 2006 and asked for any questions or discussion.

Tauber thought it was a terrific idea. Engen stated that it was a very reasonable project and that his only concern was the funding being placed; otherwise, he was all for it.

McCarthy said in response to Jon's comment that a concern had been maintaining the consistency of the athlete programming for all of the sports and that was done through consistent funding.

Lampe said that in the planning process with feedback from the executive committee members the objective was to finance the facility by issuing a tax-exempt bond for 100% of the costs. The bond would allow about a 4% interest rate. The bond would be liquidated as it matured with earnings from the endowment contributions that had been slowly building. At the end of the bond's maturity, 25 years, USSA would still have its endowment in place and by using those proceeds, USSA would not need to take any adjustments to current athletic programs. The way this was set up it became an additive resource without sacrificing the current athletic program being conducted.

Gordon Strachan read a motion into the record that was moved by Jim McCarthy.

Motion #20: To move approval of the USSA Athletic Training Facility business plan dated July 7, 2001 which was proposed and revised by the senior USSA staff through the September 14, 2001 amendments with five requirements: (1) an action plan for expenditure of \$350,000 for architectural planning and associated costs (2) expend \$500,000 for a refundable escrow deposit for the land purchase pursuant to an acceptable agreement with the developer (3) obtain commitments for an additional \$5 million of unrestricted funds toward the goal of \$13 million (4) long-term financing plan through a tax-exempt bond or other acceptable method and (5) a review of an impact of the world conditions at the board meeting in November of 2001.

M/S/C Jim McCarthy/Nick Badami

Ferries stated that it sounded as though the \$350,000 was going to come out of a team budget, which really was not so. He stated that it was not coming out of the budget but from current funds.

McCarthy stated that the understanding of this motion was accepting the concept, authorizing some expenditures, \$350,000 for planning and site development and \$500,000 for a refundable escrow deposit under a contract to be negotiated, the raising of an additional of \$5 million in unrestricted donor dollars or dollars restricted for use in a bricks and mortar facility and that all of these would have to be met to go forward in November and finally as a board take a look at the world in terms of marketing and where USA was as a country, considerations that might or might not have an impact.

No further discussion. No opposition. Carried unanimously.

Motion #21: This is a resolution of organizational intent to reimburse itself for preliminary expenditures from tax-exempt bond proceeds. At the advice of the Wells Fargo bond counsel, tax-exempt bond law requires that the board adopt a reimbursement resolution so that any preliminary costs incurred by the organization related to its construction project from its own resources prior to the issuance of the tax-exempt bond can be reimbursed to the organization's working capital from the proceeds of such bonds.

M/S/C Chuck Ferries/Hank Tauber

McCarthy said the motion was self-explanatory and perfunctory.

No opposition. Carried unanimously.

Dart stated that there were some members of the board who had not seen the business plan. McCarthy stated that Mark Lampe would get copies of the training center plans to everyone that it was a fully buffed out plan and indicated the confidence of the staff. He was certain that it represented the level at which the project would be carried out.

5. **USSA Meeting Minutes' Approval March 2001: Jim McCarthy**

McCarthy asked for a motion approving the meeting minutes from March 2001.

Motion #22: To approve the USSA Board of Directors' meeting minutes from spring.

M/S/C Jack Benedick/Ricky Bower

6. **Chairman's Report: Jim McCarthy**

McCarthy indicated that he would dispense with his report but noted that this was his last annual meeting as chairman of the board.

7. **Financial Report: Mark Lampe**

Lampe stated that he had distributed the business plan to the board members who were present. He highlighted that there was an addendum that had been inserted in the front of the binder containing the latest updated financial information that replaced certain information in the plan. The pro forma financial information was updated from advice from the Executive Committee.

Marolt asked that Lampe explain who comprised the team that put the plan together. Lampe stated that some key factors were the total construction costs, the plan of tax-exempt financing, the annual operating costs, then there were included exhibits that supported each of those elements and assumptions which were developed through the team of Jack Johnson Architects, with 25 years of experience in Park City; Jacobsen Construction, one of the better known mountain builders that had done a number of projects in Jackson Hole as well as in Park City including the contouring and cementing of the Olympic jumps and were the contractor for the Redstone Development, which was a project adjacent to USSA's project and currently under construction. Finally, Prowswood Development, which was a large property developer and property management firm, which had since been acquired by an Australian firm. Key members of the team had started their own firm and remained working on USSA's project. He welcomed the board to look through the business plan at their leisure and indicated that he was available to answer questions at any time.

Gorton stated that USSA had been working with Prowswood in its latest incarnation for over three and a half years and with Jack Johnson for the better part of two years. He stated that it was a team that understood USSA's business, dedicated to the same things that USSA was dedicated to, and that USSA would treat them in a good business-like manner.

Lampe then moved into the financial report. He stated that packets had been distributed with the combined financial information in it and that that information had also been distributed by fax and e-mail since so many board members were scattered. Lampe indicated that USSA accomplished finishing the year with a \$130,000, which was the sixth straight year of surpluses, so USSA continues to build its financial health while balancing that with placing as much funding into the athletic program as possible. Also for the sixth straight year, there had been an increase in funding of the athletic programs. Lampe indicated that that would continue in the seventh year, 2002. The combined financials highlighted were the performance for the year versus the budget.

There were variances, which were explained in the note references, and Bill highlighted those in his presentation.

Nick Badami asked about note 15 which indicated unrealized losses of \$367,000. He assumed that the \$1,089,000 was after this loss, which was confirmed by Lampe. Lampe stated that the endowment was recorded at its fair value. He indicated that the markets this year had declined significantly and that USSA's investments also declined. The S&P was down 14% and USSA's investments realized a loss of a similar amount, which was significantly better than the NASDAQ fared since it was down 45% in that timeframe. They were not realized losses at this time since USSA still owned those investments. He then mentioned that the investment committee did a manager search for USSA's investments. The committee reviewed three firms and concluded with using Thomas Weisel Partners to manage the endowment funds and at this time USSA had \$4.5 million placed with that firm. Thomas Weisel Partners in turn hired seven different managers to manage portions of the fund, with an asset allocation of 70% equity and 30% fixed. The first investment was placed in August so it was too early, he stated, to predict how the investment would do. He stated that there would be a full report by the investment committee at the December meeting.

Lampe stated that the 2002 activities were on budget and that there would be challenges this year in the revenue areas with the current state of the economy. With the unusual events of the week, "the direction USA heads as a country economically is very uncertain at this time." He stated that there had already been warnings by USSA's donors that achieving targets would be a challenge this year. USSA was already cautious in watching the expense side in case shortfalls occurred. Lampe also indicated that the TV market was very soft and sales of commercials were soft and that USSA was a very large seller of commercial units vis-à-vis USSA's entire budget, selling approximately \$5 million in commercials. Lampe reported that USSA was ahead of last year in the amount of units sold and remained optimistic that that target would be achieved.

Lampe concluded with a note about the five-year budget process, which had been a biannual planning process, and that USSA had looked at each individual area very hard in terms of 2003, the first post-Olympic year, in which USSA usually expected a decline. He stated that USSA had been able to head off a good portion of the post-Olympic decline in revenue, particularly in marketing due to the focus on contracts that went beyond the Olympic year. Several contracts extended past 2002 into 2003/04 and '05. He stated that USSA was a full 12 months ahead of what was normally under contract at this time, which is approximately \$2 million more under contract than fiscal 2002 had this far out. Lampe indicated that all contracts up for renewal had been reviewed and that USSA anticipated that 40% were unlikely to renew and at this time the budget did not reflect for those categories to be filled, which would be upside for the budget if the categories were filled. Lampe stated that it was a very conservative budget and that USSA would work to fill the unfilled categories for the 2003 season.

8. FIS Report: Hank Tauber

Tauber reported that there were a few items he would like to discuss and this was a major year with the Olympics in Utah. He stated that the International Ski Federation had jurisdiction over about 47.5% of all the events and medals so that this was a big year for them. The FIS was gearing up for those responsibilities. That SLOC was gearing down to go out of business in April and FIS were gearing up to control everything taking place in the venues which were scattered from Soldier Hollow north. With competition on US turf, he stated, it would be a great event. He stated that the FIS were very pleased with the venues and anticipated great games. Kasper would travel at the end of October for the final Coordination Committee Meeting. Tauber indicated that he would travel to the first races in Sölden in October to represent the president since he would be in Salt Lake. He stated the next Council meeting would take place November 3-4 in Oberhofen. The next Congress would take place June 2-9 in 2002 in Portoroz, SLO so there was much activity at the international level. One of the issues that FIS was still grappling

with, in which USSA was showing leadership, was the doping control area. He stated that he'd met recently with Alan and Bill and Luke to review some of the initiatives and he stated that USSA was taking a leadership role to get the playing field as level as possible. He stated this would be under discussion at the Council meeting in November. He closed stating that it looked like an exciting year coming up and that everyone felt that the international ski and snowboard world was relatively in control at the moment.

9. USOC Report: Jim McCarthy

McCarthy said that following up on what Hank said a continuing issue was the doping control area and the jurisdictional questions in terms of testing and adjudication of prohibited substances among FIS, IOC, WADA, USADA and the various IFs in addition to FIS. He agreed with Hank's assessment that the US had made tremendous progress in the last few years to address the issues, requiring that professional athletes in both the winter and summer Olympics be subject to the same in and out of competition testing as the non-professional amateur athletes.

McCarthy stated that the organization of the USOC remained in the position of looking for an executive director. Scott Blackmun, the acting executive director, had done an excellent job and had been supported as the NGB candidate for that position and had "gone through the tortures of the damned" waiting in line for the decision to be made. The decision was to have been made at the end of the month, but the events of the last week, postponed this further. He stated that the USOC was also gearing up for the 2002 Olympics. There would be a team leaders' meeting in SLC in late October and that, as an assistant chef, he would participate in that delegation. In his observation there was an incredibly strong group of team leaders in skiing, with all of them having been to at least one if not several Olympics. There were still some issues of command, control and communication that Mr. Gorton would take care of, but he stated that there would always be those types of problems with events of that size and spread over such a large geographic area. Other than that, he stated there would be a USOC board meeting in conjunction with the Coordination Committee Meeting, the Media Summit and the Team Leaders meeting at the end of October.

10. Sport Committee Reports/Action Items:

Alpine: Bob Dart stated that there was nothing to bring up at this time.

Cross Country: Jon Engen confirmed that there were no action items.

Disabled: Jack Benedick stated that there were no action items.

Freestyle: Jeff Lange stated that there were three action items that were before the board (Addendum B). The first motion was to move the date from which athletes drop from the points list after not renewing their membership by the October deadline. That date, he stated, was sometime in November and that they would like the date to change to January 15. He stated that the Freestyle Committee made a determination that the athletes who ski against that competitor no longer had the opportunity to take advantage of the ranking level of the competition if that athlete were participating. He stated that they were talking about an athlete who was not dropping off completely from participation but was registering late in their membership. The Committee felt that it was more appropriate to maintain the athlete's point ranking into those early-season events so that it was fairer to distribute the points around the country in the way that was appropriate to what was going on on the hill.

Alan Johnson asked how an athlete could participate in a USSA event if not a current member. Jim McCarthy stated that that was the question he had raised in the meeting with the freestyle people. He felt that it was unique to freestyle but the question was why would USSA allow people

to participate in sanctioned events if they were not members of the association and that his personal reaction was not to support this approach to solving the problem.

Hank Tauber stated that it was a terrible precedent to set and that if you were going to be a world-class athlete and have the discipline to compete, you should have the discipline to sign up with the organization and sign up on time. He felt that this approach could cascade into all the other disciplines and that he was not in support of this. Another commented that it also violated the terms of USSA's insurance.

Lange stated that the intent of the motion was to maintain competitors who were not members and that freestyle, like all other sports, required membership to ski in the competition. That what he was suggesting was that an athlete who had not signed up by the November date but signed up later in the season, prior to their competition, had already lost their points for rating purposes in the event. Freestyle wanted to allow that person to remain on the list through December.

Discussion ensued regarding the carryover of points from the preceding season so that if an athlete who was on the points list but hadn't rejoined the association that athlete would not be eligible to ski in a freestyle event until joining the association but their points would remain on the list based on the preceding year's activity until January 15th.

Ashley stated that some research had been done on this and that the organization had governing rules and procedures followed by all of its sports, often modeled after the FIS, so that there was consistency in setting deadlines, etc. He stated that it was very straightforward for these individuals to get signed up in a timely manner and that last season only two individuals would have been affected and that would not have affected the results so that it was actually a very small population. From a practical standpoint, any sport could make this argument and that he was not in favor of relaxing the discipline on this. The organization set forth its deadlines for membership and closing the points list and they were consistent with the FIS.

Johnson asked who maintained the points list, the discipline committee or USSA membership? The response was USSA membership and they were represented at the freestyle committee meeting. Gorton asked if, moving away from competition, those athletes participated in camps, etc., and if that was the case they were not insured under the participant accident unless they were members so much was risked besides losing points.

Johnson stated that there was a similar situation in jumping where the membership ended April 31 and that the jumpers had to sign up a few days prior to maintain their insurance. Ferries asked if this couldn't be done administratively within the departments. Ashley stated that it was an issue for athletes in clubs and in the community not with team members. Two renewal reminders were sent out as a matter of course. Ferries stated that he never knew if he was a member and that he knew it was his responsibility.

Rodman stated that this could hurt an entire region of athletes because a points setter coming into an event who dropped off the points list would not be setting points for that region nor that event, which hurt the athletes at the grass roots level.

McCarthy stated that internally freestyle might want to develop its own reminder system but that the organization should not set the precedent of staying on the points list if not a currently registered member.

Tom Kelly reviewed the administrative procedure and stated that two renewals were mailed to all athletes, one the first of June and another the first of August. In addition, an e-mail reminder was sent to every member for which an e-mail address was available that the fee deadline was October 15. He said that it was within the purview of any member club or any USSA division to obtain a list of members who had and had not renewed. He stated that data could be provided to

the discipline to police itself for those athletes who had not followed what was an easy renewal procedure.

Dart stated that each discipline had issues about the points list cutoff dates and times and that we needed to stay with the established dates and times. McCarthy summed the discussion by saying, 'if you want to be on the points list, get your money in on time' and that after thinking about this since May he felt that there had to be another way to solve this other than playing with the membership year. The question was called.

Motion #23: To approve the request of the Freestyle Committee to move the date that athletes do not drop off the list for not renewing their membership until the second list, January 15.

M/S/D Jeff Lange/Craig Rodman

In favor: Lange and Rodman; all others opposed.

Lange stated that the second item had to do with including halfpipe as a discipline of freestyle skiing. He stated that there were new school events being formulated and halfpipe was one that seemed to be coming up from the grass roots level in many of the freestyle programs in the country. He stated that this would not require anything from the organization except acknowledgment that programs could run halfpipe events, no maintaining a points list or providing teams or coaching. The motion was structured to allow freestyle to run halfpipe events for athletes who were interested. Rodman added that the coaches felt it was a good training tool for the existing events, moguls and aerials, because it taught good body awareness complemented the existing events.

Johnson asked whether it should be stated as an event or format of freestyle since freestyle was the discipline. Lange stated that a judging system was being formulated. Lampe stated that discussion had ensued in the planning meetings on the direction of sport and opportunity and this came up specifically. In the recent sponsor meetings a professor from the University of Oregon discussed where sport was headed and where the dollars were flowing and this coincided with the planning discussions in that this was a new and exciting sport and part of freestyle in that many of the athletes currently did this and that as an organization USSA needed to embrace the direction in which sport was moving instead of being reactionary and getting something long after established elsewhere and he thought it would be good to embrace it.

McCarthy asked whether there were a way to embrace it without putting it on the table and feeding it when hungry. Was there a half in and half out posture to frame this in so that USSA was not sanctioning the event for the attendant need for rules, officials, and all the rest? Johnson suggested rewording to an accepted format of freestyle skiing for training, development and demonstration purposes. Lange confirmed that would be fine.

Motion #24: To adopt halfpipe as an accepted format of freestyle skiing for training, development and demonstration purposes.

Lampe stated that he was wary of including training and development since to USSA that meant national team and asked that that be limited to demonstration. Ashley concurred that that would give the freestyle program the ability to start adding halfpipe and didn't get overly verbose. Rodman refined the language to adopt as an accepted format of freestyle skiing period. McCarthy asked whether to put a timeframe to the motion. Ferris suggested that the board do everything it could to move this type of thing forward and that getting the kids who were involved in skateboarding across the country involved in skiing in any way the better off we would be as a sport.

Amended Motion #24: To adopt halfpipe as an accepted format of freestyle skiing.

M/S/C Jeff Lange/Chuck Ferries

No opposition.

Lange stated that the last motion from freestyle was intended for the FY 02/03 season and was considered beneficial for the freestyle membership and that was to introduce a rookie membership at a reduced price. The discussion took place with the membership staff in the spring and would be a one-time one-year type of program.

Ashley stated that it was an interesting idea and rather than taking this to the board he wondered if this could be researched with staff to put together the economic impact and make sure that everything was in line with the membership department so that by next spring, the research and information would be available on whether this was a practical idea or not. He was concerned that proposing membership structures and fees from each discipline would result in losing sight of the organized process by which membership fees were set.

Marolt stated that Tom Kelly was working on a membership inventory to figure out how USSA's membership stacked up against other NGB memberships. As part of this review, this discussion of lower-level memberships would be reviewed for all disciplines. Lange asked that this research be concluded to apply to next year if deemed acceptable.

Dart indicated that all disciplines had a need for a temporary membership but that the staff needed to come with the cost and recommendations for it to the board. He stated that all agreed that USSA needed some type of introductory membership and asked if the board could have something to review in November.

McCarthy asked the staff to report back to the board at the May meeting and Marolt volunteered to try to bring something to the board by the Vail/Beaver Creek meetings. Lampe suggested that if there were a change to the membership structure it would need to be completed in May for approval and work to get renewals out as quickly as possible.

Lampe noted that he had reported in March that USSA subsidized membership activities by \$800,000 and that insurance costs had more than doubled recently so the study was being conducted at a timely point. He stated that it was a difficult balance to strike between dramatically increasing costs versus finding solutions to make it more amenable for people to join. To close the discussion, McCarthy stated that the staff would get back to the board with a recommendation regarding entry-level memberships at its earliest convenience consistent with the need to get ready for the 2002 Olympics.

Jumping/Nordic Combined: Alan Johnson reported there were no action items.

Snowboard: No action items.

11. **Nomination Screening Committee: Jim McCarthy**

McCarthy stated that it met with the Executive Committee prior to the USSA board meeting. Jon Engen was added as an athlete rep and came directly from the Athletes' Council and their process to this board. He stated that there were a number of members who were up on the discipline side in 2001 and the rotation schedule was included in the packet of materials. He asked that if the term was up in 2001, the names were needed at the earliest convenience.

Benedick asked what the restrictions were for the number of terms an individual could be chairman of a committee. Dart indicated that it was up to the discipline committees on length of term at the approval of the board. McCarthy stated that at the board level it was two two-year terms for the officers. Dart added and four two-year terms if not an officer.

12. U. S. Ski and Snowboard Team Foundation: Bill Bindley

McCarthy stated that Bill was off the teleconference and that Trisha Worthington had more than adequately covered the reporting.

13. USSF Skiing Foundation: Mark Lampe

Lampe stated that USSF held their annual board meeting the prior day via conference call and for those new to the board, the USSF was the foundation that held the proceeds from the Los Angeles Olympic Committee surplus. Currently it had approximately \$1.9 million in investments. During the last fiscal year there was a return of approximately 7%. The board reviewed the investment plan for the coming year and would undertake two new processes. They would put \$500,000 in the pool being managed by Thomas Weisel Partners and they would consider additional funds to be invested there in December.

The board of trustees also approved an interim or bridge financing, pending USSA board approval of the interim expenditures on the training center. They approved an \$850,000 loan from its resources to provide for those costs. The loan would repaid from bond proceeds should the financing go forward and if not, from USSA funds as adopted in the earlier resolution. The board had three individuals whose terms had expired and this slate was proposed to the board for approval. The individuals were Greg Boester, Peter Kellogg and Tom Winters to be re-nominated for a three-year term.

Motion #25: To approve the request of the U. S. Skiing Foundation to re-nominate Boester, Kellogg, and Winters for three-year terms to the USSF board of trustees.

M/S/C Jim McCarthy/Craig Rodman

No opposition.

14. Judicial Committee Report: Faris Taylor

McCarthy stated that Faris and her committee had worked extremely hard the last three or four years on some really difficult issues and with bylaws that were subject to some interpretation. He stated that she was an absolute workhorse for the organization over the years and USSA needed to find some way to recognize her for this work. Faris would also coordinate with USSA as its moved forward in a new judicial structure over the next 45 days. The only pending Judicial Committee item remained the Alan Hayes situation and Gordon and Alex would report on that.

15. Legal Report: Gordon Strachan

Strachan stated that as general counsel he would provide a brief legal report. For the eight years he'd been retained as general counsel he was happy to report that preventative law was the focus rather than putting out fires, which he attributed to the centralized control at the senior staff level. He stated that the addition of Alex as in-house counsel would add to the efficiency and allowed the organization to spend fewer resources on legal matters and more resources on athletes.

The one remaining problem was the Hayes challenge, which was handled brilliantly by Faris Taylor. He reported that they lost at every single stage through USSA's system and through the USOC system and through the American Arbitration Association system so they were now at the last remedy with a motion filed in Federal District Court to set aside the arbitration award that upheld USSA's decisions. That was set for October 16th before Judge Ted Stewart, former head of the department of natural resources for the state. He stated that USSA processes under the un-amended bylaws would withstand challenge in Federal District Court.

McCarthy stated that the chances for success at this level were as they have been at other levels and that he had spoken with Scott Blackmun, acting CEO of USOC and formerly USOC general counsel, and he said he would look into filing an amicus brief because the way the Amateur Sports Act was structured was to avoid a trial de novo at every stage of the review very similar to any civil or criminal trial, that you got one trial and did not get to try it over and over again at every stage of appeal.

Tauber asked who was paying for all of the appeals. McCarthy responded that Intermountain was paying for this as best as could be determined but that he did not know with any certitude who was paying for the appeals. McCarthy stated that going forward USSA needed to establish procedures within the organization to not wind up in this type of situation again. If someone appeared to not be working within the accepted framework that was discovered sooner rather than later and corrective actions taken. By having complaints come into a central location at the USSA office that was a safeguard to avoid such a situation in future.

Dart asked about the suspension and when it took effect. Strachan responded that suspension began at the time of the Killington meeting in September of last year.

McCarthy stated that there were endless issues on the table in defining the relationship between USSA and the divisions. Alan Ashley agreed to take up what the relationship should be and made most sense for athletic development after the 2002 Olympics. General discussion continued regarding relationships with the divisions.

16. Athletes' Council Report: Greg Boester

A written report was submitted by Greg Boester for the USSA Athletes' Council and Nelson Carmichael for the USOC AAC in lieu of an oral report (see Addendum B).

McCarthy mentioned that he agreed with Nelson that doping control was high-profile and that the track & field report, of which he'd read an abridged copy, was interesting because WADA had taken over both testing and adjudication of doping. One of the things that track & field got into was as it turned out, an excessive concern for athlete privacy and incorporated rules that were more restrictive than their International Federation on the issue of privacy.

17. Old Business: Jim McCarthy

No old business.

18. New Business: Jim McCarthy

McCarthy asked if there were any new business. None, but USSA was required under new business to have an opportunity for member comment. No comments.

19. Meeting Dates: Jim McCarthy

McCarthy stated that the USSA board was scheduled for a joint meeting with the foundation trustees at Vail the last weekend of November at which time there would be a second pass at reviewing the training center plan and it would be important to have everyone there.

Tauber asked what the distance would be between the spring board meeting and the FIS Congress. Gorton responded that the meetings were scheduled between the 14th and 19th of May for the Rendezvous and Congress and that he assumed the board meeting would take place on the Saturday as it normally did, which would be the 18th of May. He commented that these were not listed due to the pending bylaw amendments.

20. Closing Comments & Adjournment: Jim McCarthy

There being no further business, McCarthy thanked the board members and staff for their participation.

Meeting adjourned at 3:00 p.m.

M/S/D = Motion/Second/Defeated

M/S/C = Motion/Second/Carried

Minutes prepared by Suzette.

10/1/01

Legal review 10/2/01

Addendum A

FREESTYLE SPORT COMMITTEE

Motions Passed at the May 18 Meeting of the Executive Committee

Motion (Eddy): Move to move the date that athletes do not drop off the list for not renewing their membership until list #2 (Jan. 15)

PASSED for: 10 against: 1 abstention: 2

Rationale: The committee feels that dropping athletes for non-membership off the points list as early as November is penalizing the athletes that compete against said athlete, even though appearing on the points list is a benefit of USSA membership. On the Freestyle points list the each event is rated on the quality of the best skier of the top five. If that athlete (the best skier) hasn't renewed his membership by the November points list, then that athlete is not rating the event and therefore all other athletes' rankings are not as high as they might otherwise be. The committee feels that this is penalizing the many for the actions of a few.

Motion (Eddy): Adopt halfpipe as a discipline of freestyle skiing.

PASSED for: 11 against: 0 abstention: 2

Rationale: Young people are trying new things, and halfpipe on skis is one of those things. At this time we see the addition of this discipline as a critical part of our recruitment and development pipeline. The younger athletes can learn a lot of the skills necessary for advancement into moguls and aerials. In addition our clubs can attract more kids to their programs and once involved, it becomes easier to make the transition to the other disciplines of Freestyle skiing.

Motion (Eddy): Establish a rookie freestyle membership \$30 for first time members.

PASSED - unanimous

Rationale: In an effort to grow the sport of Freestyle we need to provide an inexpensive option for people who are interested in getting involved with Freestyle competitions. Currently just to get started it would cost someone a minimum of \$70 USSA membership, an event entry fee and a divisional membership fee. We feel that this is prohibitive to adding people to our sport.

Addendum B

USSA ATHLETES' COUNCIL REPORT TO THE BOARD

First, the USSA Athletes' Council would like to welcome Jon Engen, who is replacing John Aalberg as Cross Country representative.

Recent Athletes' Council initiatives have been:

- 1) Continued athlete involvement in judicial-committee proceedings; including the proposed re-structuring of the judicial process to include the discipline committees and their chosen representatives. The AC feels this is another strong move by the organization to promote and protect Athletes' rights.
- 2) The proposed Athlete Training Center.
- 3) The proposed bylaw amendments.

Greg Boester
USSA Athletes' Council Chairman

USOC ATHLETES' ADVISORY COUNCIL REPORT TO THE BOARD

As USSA staff and athletes know by now, the USOC is very focused on the drug issue. In fact, other than some rumblings about the China bid and eventual bid victory, drug testing is the only subject I have heard about all spring and summer.

First, there is a potential high profile track & field athlete who allegedly tested positive some time ago and whose test may not have been reported, then competed in Sydney. Other countries and WADA are demanding the information, but nothing has happened yet.

Second, many US athletes have tested positive for substances found in over-the-counter supplements. In some cases the banned ingredients were not listed on the package, and the athletes were most likely not aware of the entire contents of what they were taking. Any athlete taking any supplements needs to know this information. The same applies to many cold and allergy medications. USSA staff has this information or USOC.

USADA is attempting to test 100% of likely Olympic athletes prior to the start of the Games in February. USSA has been assisting USADA with athlete schedules, locations, etc. There has also been an issue regarding snowboarding, as many of the potential athletes who will be selected for the Games are outside of USSA control. I believe this has been worked out for these athletes between USOC, USADA, and the other snowboarders, but this issue may surface again as selection events take place for snowboarding.

I will be attending the AAC meeting in Chicago September 29th and 30th and will have more to report after that time.

Nelson Carmichael
USOC Athlete Advisory Council

Addendum C

ARTICLE IX

Grievances, Suspensions and Appeals

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

1. A grievance shall be defined as an allegation by a member that USSA, its Board, any of its committees or any member while acting in an official capacity ~~on behalf of USSA~~ has violated the Articles of Incorporation or bylaws of USSA or the official written policies and procedures of USSA, or has failed to discharge its obligations as a National Governing Body under the USOC Constitution and Bylaws or the Amateur Sports Act. The grievance procedures set forth in this Section A do not apply to USSA staff employment issues, Competition Jury appeals, Team Selection appeals or Suspensions. 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 USSA.

2. A complainant may initiate the grievance process by filing a written complaint with the principal office of USSA. The Complaint shall include the following:

- (a) The identity of the complainant;
- (b) The identity of the member(s), Board(s), or committee(s) ~~or employee(s)~~ of USSA against whom the grievance is directed (hereinafter collectively the "Respondents");
- (c) A short and plain statement of the facts giving rise to the grievance, including the action at issue, the Articles of Incorporation, Bylaws or official written policies or procedures adopted by the Board which are alleged to have been violated by the action, the parties involved in the action, the harm to the complainant as a result of such action, and the relief sought;
- (d) The signature of the complainant (and the signature of his/her parent or legal guardian if he/she is under eighteen (18) years of age); and
- (e) Any reasonable filing fee adopted in advance by the Board.

3. ~~Within thirty (30) days of receiving the Complaint, a member of the Judicial Committee shall complete an investigation and written report of the findings of its investigation, which report shall include a preliminary ruling. The report and preliminary ruling shall be provided to the Complainant, Respondents and the full Judicial Committee. Within ten (10) days of receiving the Complaint, a member of the USSA Judicial Committee shall notify the Complainant in writing whether the USSA Judicial Committee shall hear the Complaint, refer it to a lower body, or decline to consider it entirely for the reasons set forth above. Normally, if the USSA Judicial Committee does not decline to consider the matter in its entirety, it shall refer the matter to a Discipline Committee Judicial Committee for disposition. Notwithstanding the foregoing, the USSA Judicial Committee may choose to hear the matter if it is urgent or concerns a matter of great significance to USSA.~~

4. Regardless of whether or not the USSA Judicial Committee chooses to hear the matter or refers it to a lower body, within thirty (30) days of receiving the Complaint, a member of the appropriate Judicial Committee shall complete an investigation and written report of the findings of his/her investigation, which report shall contain a preliminary ruling. The report and preliminary ruling shall be provided to the Complainant, Respondent, and the full body of the appropriate Judicial Committee.

5. Within ten (10) days of delivery of the report and preliminary ruling, the Complainant or any Respondent may demand a ~~formal hearing on the allegations in the Complaint~~ by submitting written notice of such demand and any reasonable filing fee adopted in advance by the Board to the CEO, who shall in turn immediately forward copies of such notice to the Judicial Committee responsible for preparing the preliminary ruling. If the Complainant has already been afforded a hearing by a lower tribunal, the USSA Judicial Committee may decline to conduct a second hearing and will focus its review only on the adequacy of the process and the reasonableness and appropriateness of the result afforded by the lower tribunal based upon the written record. ~~If any party demands a formal hearing,~~ If the appropriate Judicial Committee grants either party's request for a hearing, it shall be scheduled and conducted at such time as is convenient for the committee and all parties, but in any event not more than one hundred twenty (120) days after the demand for hearing is made, unless all parties consent in writing to such delay. If the committee and the parties are unable to agree upon a convenient location for such hearing, then the hearing shall be conducted at the principal office of USSA, but in such event, any party or member of the Judicial Committee may then participate in the hearing via telephone or video-conference. If no party demands a formal hearing, the report and preliminary ruling shall become final.

6. Each party shall have the following rights during the ~~formal~~ hearing:

(a) To be assisted or represented ~~by any member, or~~ by legal counsel of the party's choosing;

(b) To call witnesses and present oral and written evidence and argument which the ~~Judicial Committee hearing panel,~~ during the hearing, deems relevant;

(c) To confront and cross-examine adverse witnesses; and

(d) To have an audio, video or stenographic record made of the hearing at the party's own expense.

7. Within fifteen (15) days of the formal hearing, the committee shall issue written findings and conclusions, and shall issue its order, if any, along with a written explanation of the reasons for its order. If prepared by the USSA Judicial Committee the ~~The~~ order so entered shall be non-appealable within USSA ~~but may be reconsidered by the Board in its discretion in accordance with Section D below.~~

8. The prevailing party in any grievance shall be entitled to a refund of any filing fees he/she has paid during the course of the grievance procedure.

B. ~~Team Selection Appeals.~~ Any member who believes that he/she has wrongfully been denied membership on any team whose members are selected through participation ~~regularly compete~~ in "protected competition," as that term is defined in the USOC Constitution, shall be entitled to appeal such decision in accordance with the following procedures:

1. As soon as possible after receiving notice of an adverse team selection decision (but in all cases within three (3) days of any written notice of such decision, unless the third day falls on a weekend or holiday, in which case such deadline shall be extended until the next business day), a member who believes that such decision was arbitrary or unreasonable shall file a written appeal with the CEO of USSA. The written appeal may be filed in person, via facsimile, electronic mail, by regular mail or by other overnight delivery service. Failure to timely file such an appeal shall be deemed a waiver of any objections to the

Team Selection decision, and that decision shall then become final and non-appealable within USSA. The written appeal shall include the following:

- (a) The identity of the appellant;
- (b) The identity of the USSA representative apparently responsible for the decision (hereinafter collectively the “appellee”);
- (c) A statement identifying whether the appeal requires action within five (5) days, and if so, the reasons why “urgent” attention is required;
- (d) citation of the criteria, standards or other material which the appellant contends USSA was obliged to follow in rendering the decision at issue;
- (e) A short and plain statement of all facts which the appellant contends demonstrate his/her satisfaction of the selection criteria at issue, and any other facts which the appellant contends demonstrate that the decision was ~~arbitrary or unreasonable~~ not in accord with the published team selection procedures and criteria; and
- (f) The signature of the complainant (and the signature of his/her parent or legal guardian if he/she is under eighteen (18) years of age).

2. Upon receiving the written appeal, the CEO shall immediately distribute a copy of the appeal to each member of the USSA Judicial Committee ~~via facsimile and regular mail to such numbers and addresses as have been provided to him/her by the Judicial Committee.~~ Within ten (10) days of receiving the Complaint, a member of the USSA Judicial Committee shall notify the Complainant in writing whether the USSA Judicial Committee shall hear the matter or refer it to a lower body for disposition.

3. If the appeal is urgent (i.e., requires a decision within five (5) days), the USSA Judicial Committee shall convene a hearing via teleconference as soon as possible which shall include as many members of the Judicial Committee as can be gathered for the emergency teleconference after best efforts to obtain a quorum, and shall also include the aggrieved member and appellee if possible.

4. If the appeal is not urgent, the appropriate Judicial Committee ~~committee~~ shall schedule a hearing either in person or via teleconference at the earliest time convenient for members of the Judicial Committee, the aggrieved member and the appellee, and shall provide written notice of the date, and time ~~and type of~~ for the hearing. Any person entitled to participate in the hearing may do so via teleconference.

5. Notwithstanding anything herein to the contrary, if the urgency of the appeal requires a decision before a quorum of the appropriate Judicial Committee can be gathered despite best efforts to obtain a quorum, then the decision of those Judicial Committee members who were able to participate in the hearing shall be final, and shall not be subject to attack on the basis that a quorum was not present.

6. In any hearing conducted under this section, the aggrieved member shall have the same rights afforded complainants with grievances under Section A, paragraph 5 of this Article.

7. In any hearing conducted under this section, the Judicial Committee shall affirm the team selection decision at issue unless the aggrieved member proves by clear and convincing evidence that the decision was ~~arbitrary or unreasonable~~ not in accord with the published team selection procedures and criteria.

C. **Non-Disciplinary Start Right and Participation Appeals.** Any member of USSA who claims that he/she is threatened with denial by USSA or its representatives of the right to start or participate in any ~~amateur competition under the jurisdiction of USSA or the International Ski Federation~~ 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.

1. The officer, representative or staff member of USSA responsible for determining start or participation rights for any protected competition must immediately notify any member with any expectation of competing or participating in such competition of any decision limiting or blocking such member's competition or participation in the event, and must provide reasons for the decision.

2. As soon as possible after receiving notice that he/she will not be permitted to start or participate in a protected competition (but in all cases within three (3) days of any written notice of such decision, unless ~~the third day falls on one or more of the days is~~ a weekend or federal holiday, in which case such deadline shall be extended ~~until the next business day~~ so as to afford the member the benefit of three business days), a member who believes that such decision was ~~arbitrary or unreasonable~~ improper shall file a written appeal with the CEO of USSA. The written appeal may be filed in person, via facsimile, by electronic mail, regular mail or by other overnight delivery service. Failure to timely file such an appeal shall be deemed a waiver of any objections to the decision, and that decision shall then become final and non-appealable within USSA. The written appeal shall include the same information required under Section B, paragraph 1(a) through 1(f) of this Article.

3. Upon receiving the written appeal, the CEO shall immediately distribute a copy of the appeal to each member of the USSA Judicial Committee ~~via facsimile and regular mail to such numbers and addresses as have been provided to him/her by the Judicial Committee.~~

4. If the appeal is urgent (i.e., requires a decision within five (5) days), the USSA Judicial Committee shall convene a hearing via teleconference as soon as possible which shall include as many members of the Judicial Committee as can be gathered for the emergency teleconference, after using best efforts to obtain a quorum, and shall also include the aggrieved member and appellee if possible.

5. If the appeal is not urgent, the USSA Judicial Committee ~~committee~~ may refer the matter to a lower body within USSA for disposition. In that case, the appropriate Judicial Committee shall schedule a hearing either in person or via teleconference at the earliest time convenient for members of the Judicial Committee, the aggrieved member and the appellee, and shall provide written notice of the date, time and type of hearing. Any person entitled to participate in the hearing may do so via teleconference.

6. Notwithstanding anything herein to the contrary, if the urgency of the appeal requires a decision before a quorum of the Judicial Committee can be gathered, then the decision of those Judicial Committee members who were able to participate in the hearing shall be final, and shall not be subject to attack on the basis that a quorum was not present.

7. In any hearing conducted under this section, the aggrieved member shall have the same rights afforded complainants with grievances under Section A, paragraph 5 of this Article.

8. In any hearing conducted under this section, the Judicial Committee shall affirm the decision at issue unless the aggrieved member proves by clear and convincing evidence that the decision was ~~arbitrary or unreasonable~~ improper.

9. ~~If a quorum of the Board can be gathered to meet either in person or via teleconference prior to the start of the competition at issue, the aggrieved member shall be entitled to have the decision of the Judicial Committee reviewed by the Board. In any such appeal to the Board, the decision of the Judicial Committee shall be affirmed unless the aggrieved member proves by clear and convincing evidence that the decisions below were arbitrary or unreasonable. If the USSA Judicial Committee refers the matter to a lower body for disposition, and the aggrieved member demands review of that body's decision, if a quorum of the USSA Judicial Committee can be gathered to meet in person or via teleconference prior to the start of the competition at issue, the aggrieved member shall be entitled to have the decision of the lower body reviewed. In any such appeal, the decision of the lower body shall be~~

entitled to deference and shall be affirmed unless the aggrieved member proves by clear and convincing evidence that the decisions below were arbitrary or unreasonable.

D. Suspension from Participation in Competition. USSA shall not, through its officers, employees, representatives or otherwise, suspend any member for disciplinary reasons (including violations of the USSA Code of Conduct or the provisions of any contract between the member and USSA) from participating or competing in any future “protected competition” (as defined in the USOC Constitution) without fair notice and the opportunity for a hearing concerning such action as set forth below.

1. **General Provisions.** Credible allegations that any member has violated any relevant federal, state or local law ~~while representing USSA or~~ in connection with his/her participation in USSA activities, has violated USSA codes of conduct or agreements with USSA, or other policies of USSA and that such conduct warrants disciplinary action including suspension of competition eligibility may be presented to any member of the USSA ~~Board of Directors~~ Judicial Committee, or the CEO or his/her designee. Upon receipt of such credible allegations, it is the duty of such person to immediately notify the Chairman of the Board of Directors and the CEO of the same.

2. **Long-term Suspension Proceedings.** If the CEO or his/her designee determines that the member who is subject to any allegations contemplated by paragraph 1 (i) may be eligible to compete in a competition under the jurisdiction of USSA, FIS or USOC which is scheduled to occur more than fifteen (15) days from the date the CEO or designee receives the allegations, or (ii) may be subject to sanctions including suspension from more than one such competition in which that member is objectively qualified to participate, USSA shall comply with the following procedures:

(a) The CEO or his designee shall immediately cause the USSA staff to refer any such allegations referenced in Paragraph 1 of this Section D and any documents or materials relevant to those allegations to ~~a Special Disciplinary Counsel pre approved by the Board. The Special Disciplinary Counsel need not be a member of USSA but should be familiar with the bylaws of USSA, USOC, etc.~~ the USSA Judicial Committee.

(b) ~~In consultation with the CEO or his/her designee, the Special Disciplinary Counsel shall determine within twenty four (24) hours after receipt of the referral whether to retain and prosecute the referral in accordance with the procedures set forth herein or whether to forward the referral for prosecution by the Judicial Committee. If the referral is routine in nature and is not urgent, the Special Disciplinary Counsel shall forward the referral to the Judicial Committee which shall then be responsible for investigating and prosecuting the alleged conduct. Otherwise, the Special Disciplinary Counsel shall retain the referral and shall be responsible for leading an investigation into and prosecuting the alleged conduct himself/herself. The party responsible for prosecuting the alleged conduct in hereinafter referred to as the “Prosecuting Authority.”~~ The USSA Judicial Committee may consider the matter or may refer it to a lower body within USSA for disposition. In either case, one member of the appropriate Judicial Committee shall prepare and transmit to the USSA CEO and the member written notice of proposed disciplinary proceedings via overnight delivery service or other similar, verifiable delivery method which notice shall include the following:

(c) ~~The Prosecuting Authority shall prepare and the USSA staff shall transmit to the Disciplinary Panel (see Article VI, section A, paragraph 8 above) and the member written notice of proposed disciplinary proceedings via overnight delivery service or other similar, verifiable delivery method which notice shall include the following:~~

(i) identity of the member at issue;

(ii) citation of any rules, laws, codes of conduct, policies or provisions of any agreement between the member and USSA which the member is alleged to have violated;

- (iii) factual basis for such allegation;
- (iv) the maximum potential sanction; and

(v) proposed time, date and place of the hearing (which shall be scheduled to begin at least seven (7) days before any affected competition, but no more than thirty (30) days after the date of the notice). The time, date and place of the hearing may be subsequently modified by the CEO or his/her designee if necessary to accommodate the schedules of parties, witnesses and other participants, provided however, that the hearing shall not be moved or rescheduled if doing so would prevent participation by the member at issue or prevent the hearing from being concluded at least forty-eight (48) hours before any affected competition.

(d) The ~~Prosecuting Authority~~ designated member of the appropriate Judicial Committee shall conduct such investigation as ~~it~~ he/she deems necessary. ~~If the Prosecuting Authority is the Special Disciplinary Counsel, then the Judicial Committee shall assist him/her in conducting any such investigation. The Prosecuting Authority and~~ shall prepare a written report of findings and recommendations, which shall include a short and plain statement of the operative facts, set forth in numbered sentences or paragraphs, which would form the basis for any disciplinary action. ~~The Prosecuting Authority shall transmit its~~ This report shall be transmitted to the ~~Disciplinary Panel~~ appropriate Judicial Committee and the member no less than forty-eight (48) hours prior to the start of the hearing.

(e) At any disciplinary hearing, the ~~Prosecuting Authority~~ designated member of the appropriate Judicial Committee shall be responsible for presenting all evidence of wrongdoing against the member to the balance of the appropriate Judicial Committee. The designated member shall have voice but no vote at the hearing.

(f) The ~~Disciplinary Panel~~ appropriate Judicial Committee shall conduct a hearing at the appointed time and place in which the participants shall have the rights set forth in Section A, paragraph 5 of this Article. The ~~Disciplinary Panel~~ appropriate Judicial Committee may suspend or revoke a member's right to participate in protected competition only if it finds by a ~~majority~~ unanimous vote that a preponderance of the evidence shows the member has, in fact, engaged in conduct which violated applicable laws while representing USSA or in connection with his/her participation in USSA activities, or has violated USSA codes of conduct, policies or agreements with USSA.

(g) At least twenty-four (24) hours before any affected competition, but in no event more than fifteen (15) days after the hearing, the ~~Disciplinary Panel~~ appropriate Judicial Committee shall issue a written decision dismissing the allegations against the member, or imposing such disciplinary action as the Panel finds necessary or appropriate.

(h) The foregoing procedures need not be followed, and the ~~Disciplinary Panel~~ appropriate Judicial Committee may summarily impose sanctions including suspension or revocation of the member's right to compete if the member at issue waives his/her right to such procedures in writing, which shall be deemed to be an admission of the allegations.

3. **Emergency Suspension Procedures.** If the CEO or his/her designee determines that the member who is the subject of any allegations contemplated by Paragraph 1 of this Section D above may be eligible to compete in a competition under the jurisdiction of USSA, FIS or USOC which is scheduled to occur within fifteen (15) days, the CEO or his/her designee shall comply with the following procedures:

(a) The allegations at issue shall immediately be transmitted to all available members of the ~~Disciplinary Panel~~ USSA Judicial Committee. Any member of the ~~Disciplinary Panel~~ USSA Judicial Committee who receives such allegations, and on the basis thereof, believes that ~~a preponderance of the~~ the clear and convincing evidence available demonstrates that

emergency suspension is necessary or appropriate, may cause the USSA staff to provide oral and, if possible, written notice of that decision and proposed action, and shall specifically identify the competition from which the member is proposed to be excluded. The decision must be based on clear and well-documented ~~allegations~~ evidence that the member has violated federal, state or local laws, codes of conduct or policies approved by USSA.

(b) The proposed action shall not deprive the member of the right to participate in more than one competition.

(c) The member shall have the right to seek ~~Disciplinary Panel~~ review of the suspension before it is carried out by providing to the CEO or his/her designee oral, and if possible, written notice of his/her intent to appeal within twelve (12) hours of notice of a suspension is received. Absent such notice, the proposed suspension shall be carried out. If the member notifies the CEO of his/her intention to appeal, the CEO shall immediately refer the matter to the USSA Judicial Committee for disposition.

(d) If review is demanded by the member, the suspension must be approved by a majority of those ~~Disciplinary Panel~~ USSA Judicial Committee members who, through the best efforts of USSA, can be contacted prior to the competition and who have a reasonable opportunity to hear both the member and any responsible USSA representative present and address the charges, personally or via telephone or fax.

(e) ~~Disciplinary Panel~~ Judicial Committee members may approve the suspension only if the evidence demonstrates that it is the result of clear and well-documented allegations that the member has violated any code of conduct or policy approved by USSA or any applicable federal, state or local law. In addition, if the ~~Disciplinary Panel~~ Judicial Committee determines that further action is appropriate, it shall initiate long-term disciplinary proceedings in accordance with Paragraph 1 of this Section.

(f) Notwithstanding anything herein to the contrary in this Section 3, or any of its subparagraphs, if the urgency of the request for review requires a decision before the entire ~~Disciplinary Panel~~ Judicial Committee can be gathered, then the decision of those ~~Disciplinary Panel~~ Judicial Committee members who are able to participate in the hearing shall be final, and shall not be subject to attack on the basis that fewer than three panel members participated.

E. Competition Jury Appeals. Any member aggrieved by the decision of any competition jury shall have the right to appeal such decision in accordance with the competition jury appeal policies and procedures established and adopted by the relevant Discipline Committee and approved by the Board, which procedures shall comport with general principles of fairness, efficiency, due process and FIS regulations where applicable.

F. USOC Review and Arbitration. Any member who alleges that he/she has been denied the right to compete in any protected competition as defined in Article I, Section 2(G) of the USOC Constitution shall have the right to petition the USOC and pursue all remedies available under Article IX of the USOC Constitution, including arbitration.