

USSA BOARD OF DIRECTORS' MEETING MINUTES

McLane Family Board Room, USSA Center of Excellence

1 Victory Lane, Park City, UT

Wednesday, October 10, 2012; 11:00 a.m. – 12:00 p.m. mountain time

CHAIRMAN

Dexter Paine – Chair

FOUNDATION

John Bucksbaum, Treasurer

John Cumming, Vice Chair, absent

Jeanne Jackson, absent

Andy McLane, absent

Kipp Nelson

Hank Tauber

SPORT REPRESENTATIVES

Alpine Representative: Bob Dart

Snowboard Representative: Jon Casson

Freestyle Representative: Glenn Eddy

Cross Country Representative: Jon Engen

Jumping/Nordic Combined Representative: Joe Holland

ATHLETES

Alpine Athlete: Scott Macartney

Snowboard Athlete: Danny Kass, absent

Freestyle Athlete: Landon Gardner

Cross Country Athlete: James Southam, absent

Jumping/Nordic Combined Athlete: Willy Graves, absent

CEO

Bill Marolt

AT-LARGE

Greg Boester

EX-OFFICIO/NON VOTING

USOC Athletes' Advisory Council Representative: Andrew Johnson, absent

NSAA President/Chair: Michael Berry, absent

SIA President/Chair: David Ingemie

FIS Representative: Bill Marolt

USOC Representative: Bill Marolt

GUESTS: Luke Bodensteiner, Calum Clark, Mike Jaquet, Tom Kelly, Mark Lampe, Alex Natt, Ruth Flanagan, and Pat Vaughn.

1. Chairman Opens the USSA Board Meeting: Dexter Paine

Dexter Paine called the meeting to order and asked Alex Natt to take a roll call of the board members present.

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

Alex Natt read the names of the members of the USSA Board of Directors and confirmed the presence of a quorum, with 13 voting members and one non-voting member in attendance. He advised the participants to mute their phones when they were not addressing the board. He also admonished the board to not put their phones on hold or we would have music playing in the background of the call.

3. **USSA May 2012 Meeting Minutes' Approval: Alex Natt**

Paine then asked Natt to walk through the approval for the meeting minutes and Natt stated that the meeting minutes had been distributed and asked if there were any changes; and if not, he asked for a motion to approve the May 2012 USSA meeting minutes as presented.

Motion # 1: To approve the USSA Board of Directors' meeting minutes as presented.

M/S/C – Bob Dart/Hank Tauber, approved by acclamation

4. **USSA Chairman's Report: Dexter Paine**

Paine thanked everyone for taking the time to be on the call when many were entering the busy season. Paine stated that he noted that Andy McLane was not on the distribution list and confirmed that the USSA had a new board member from the Foundation side. Andy McLane was replacing Andy Daly; McLane had been a longstanding member of the Foundation board. He noted that many of the board members knew him and that he anticipated that McLane would be a great board member. He added that McLane had been very supportive of, and very active with, the organization at the Foundation level.

Paine said that he would make his comments brief and welcomed the board to ask any questions. He said that we had an incredible amount going on with the ski, snowboarding and freeskiing teams right now. There was a lot going on across all our sports. It was very exciting, but a bit overwhelming as well.

The first thing he wanted to address was that we'd made a concerted effort to try to influence the organizations that influenced our success, organizations such as the USOC and the FIS; and in that vein, we had nominated Bill Marolt for a position on the USOC Board and he was one of two finalists. Marolt had been nominated by the USSA and his nomination was under consideration by the USOC Nominating Committee. The selection would be between Marolt and the Athletic Director of Notre Dame. Paine noted that he believed that Marolt, as the most successful CEO in the USOC organization, and given his 12 years as AD at Colorado, made him the most qualified candidate. He stated that there were a number of very qualified candidates but we believed Marolt was very well positioned to be on that board.

On the USOC board, we had Nina Kemppe; so should Marolt be elected, between the two, snow sports would be very well represented within the USOC. Paine mentioned that he, Luke Bodensteiner and Bill Marolt had just attended the USOC Assembly and he complimented the USOC on having its act together.

Paine then mentioned that, as related to the CEO search, a committee was being formed and he stated that he had spoken with a few individuals on this board about being part of that committee. That committee would choose a search consultant and would begin its work very quickly with the idea of bringing in someone who would work with Marolt for a period of time and then take over when Marolt retired after Sochi. We had undertaken the transition process for a couple of years and had carefully thought through this process. Marolt would continue for a

period of two years as a consultant to the organization, working with us in his FIS role and on the Executive Committee for Vail 2015, and his role as, hopefully, a USOC board member. Paine addressed the fact that the USSA would be undertaking a new capital campaign, wherein Marolt would be the face of that campaign, and continue to work with the board and the new CEO on that project.

He indicated that the next project was that we were in the process of working with McKinsey, stating that McKinsey and Company was the most well known consulting agency in the world. We were working with them on a project to look at our regional programs and how we were set up, as the world had changed in terms of technology and they would focus on our clubs and how to best communicate with them. The goal was to figure out a more efficient way to work with our clubs and academies to enhance all of our sports going forward. That project was kicking off over the next few months.

McKinsey had agreed to do this work pro bono. A number of people at McKinsey who were active in skiing would be working with us. We were excited about this and the genesis was due to some tensions that we had, particularly with the east, in terms of how the regional and club system was currently working. He stated that we needed to do some things to improve ourselves and things to improve the system. We were incredibly lucky that McKinsey had agreed to work with us on a non-compensation basis, with the ultimate goal of how to have the best development clubs and regional programs in the world. That was what they would look at and we would come back to the board and keep you updated as we worked through this process.

Finally, and Marolt would address this, we were kicking off a capital campaign focused on education with perhaps some part of it focused on development as well. We saw this as the next logical step in the provision of our athletes with increased opportunities and as an enhancement to keep them in the sport longer. We thought this was complementary to everything that we were currently doing with our elite programs.

Paine said he was happy to answer any questions now or take calls or email from the board after the meeting or at any time, and turned the meeting over to Bill Marolt.

5. USSA Chief Executive Officer's Report: Bill Marolt

Marolt thanked Paine and said that he would address where we were in terms of the organization with our elite teams, development, infrastructure and the endowment as well as address a few comments on the FIS and the USOC.

Marolt said that, as we sat here today, from the business and financial sides, we were on track to have a good year-end position, as we'd had over the last 16 years. We came off a good year and we'd taken that base to move ahead into this season.

He noted that two vice presidents had been hired. Mike Jaquet was the new VP, Chief Marketing Officer, who had been on staff for three months and hit the ground running, doing a strong job. He mentioned that Jaquet had grown up in Sun Valley and had quite a career in publishing, sales, television and events. He, with his staff, had done a robust job in developing strong partnership renewals and done an admirable job in new sales and growth which was what was needed, as we were looking at numbers that were starting to approach where we were in early 2000 and that was a good sign for our future.

Marolt stated that Jaquet had done an admirable job in television programming coverage, and for those of you looking at the schedule in the handout, this was the first time in history with two live shows, a women's slalom in Aspen and a men's GS in Vail. We were thrilled to be in two key resorts with our top athletes. In addition, we've traditionally done a week delay in most of our programs and this year, we would have next day coverage with 16 shows. What's critical

there is that it makes us more live, more relevant and more marketable. What we are seeing as it relates to television is one of the valuable resources that Michael brings to the organization. This will continue to evolve and we will continue to see more live and better programming as we moved forward to the Olympic year.

In addition, Ruth Flanagan became the VP of the Foundation; she worked for us for a number of years and she has taken this position and jumped in and is doing a very able job. He was delighted with her and the staff's work to date. He expressed that we were looking at the gold pass program as the cornerstone of the fundraising program, and were celebrating the 40th anniversary of this program. This year was especially exciting because we developed new technology for the gold pass holders; now, at most areas of the country, we will have direct to lift access and won't have to stop at the ticket window to pick up a daily pass. We were seeing strong results with our gold pass program. Our goal was to reach the 400 level.

Team Sochi, which is our Olympic hospitality program started in 2002, has continued to grow and ultimately has helped to provide the incremental revenue needed to fund Athletics. The target was 50 packages and we were currently at 44. We had potential for the 50 and hoped to exceed that number. He noted that Sochi would be an interesting Olympic Games. All the facilities would be brand new. We were optimistic that everyone would enjoy what they would see and that it would be a unique experience.

Marolt then moved to the elite teams and stated that we had had good training, but the snow had not been as good in South America and New Zealand as the past couple of years; in spite of that, the training has been good; the athletes were motivated, maintained positive attitudes, and the coaches were doing a commendable job and the program directors were doing a really good job of providing leadership and direction. This was one of the strengths of the company.

We had good early season success in Olympic qualifiers in freeskiing and snowboarding, taking four of six wins in those events. The other exciting news was that, over the past three years, we were working on the idea of developing a high school here in Park City and we looked at a number of models and ended up with a partnership with a company called DeVry, basically an on-line program with a blended approach so that the athletes were actually in class here down the hall in the Center of Excellence as we speak.

As we looked at our teams and more and more athletes were coming onto the team at high school age, we believed that this academic model combined with what we were doing with Westminster, Dartmouth and so on would develop an academic pipeline that overlaid the athletic pipeline and provide a great combination of athletics and academics, which would equate with a higher level of athletic success.

In development throughout the years, and all of us on this board who worked at the local clubs, or universities or with the US team, had long talked about development. A year and a half ago, we looked at our strengths and what we needed to do as we moved to 2014, 2018 and 2022. We'd always had great athletes but what we needed to make sure was that we delivered the programs that led to the depth needed to really compete on the world stage year in and year out.

We focused on what we call sport development, working directly with clubs to enhance their efforts and to be a resource. We developed programs such as SkillsQuest which addresses the needs of the coaches to teach better skills and the athletes to learn better skills. We had a strong growth in coaches' education and certification. Jon Nolting had done a terrific job with that program. Marolt stated that he had attended a clinic in Boston, held in conjunction with a team fundraising event, and that the content and delivery were unquestionably on target and he was encouraged by what we were doing there.

The next area, SafeSport, was an effort on the part of the USSA and he added that the USSA had been on the leading edge of this, but the USOC, due to the problems that occurred in

swimming, took a lead role to provide athletes with a safe environment in which to train and to compete and have a positive productive environment for athletes to enable them to become Olympians.

Fast Start education for coaches he said was part of our development program and ensured that every one of our certified coaches had some form of basic information and education as it related to SafeSport and concussion management and as it related to just doing a better job of being an entry-level coach. This program was begun this fall. It's an on-line program that the coaches go through before they can become members.

The eastern alpine issue, which Paine alluded to and the McKinsey project would address, was the result of an ongoing discussion with the east over the past three months. This dialogue related to the staffing and servicing we were providing to the region. The discussions had been constructive and ultimately we would have a positive outcome and create better partnerships with the clubs, not only in the east, but throughout the country; and for development, positively impact our ability to deliver that content to the local clubs.

Looking at infrastructure at Copper Mountain where we invested with them and built a full downhill training facility; we were going into year two with that project. As of this call, we were 80% ready right now to start downhill training, which was a phenomenal accomplishment. Copper Mountain staff and crew had totally bought into this and we made good improvements over the summer. Marolt said that, while we might not have gotten as good training in Chile this summer as in the past, we now had this facility to catch up and clean up anything we missed during the summer. There was an anticipated opening of October 31. Copper Mountain season pass holders would have the opportunity to sign up to ski with the US Ski Team and we would offer that same opportunity to some of our USSA members. It'll be a fun day with the athletes skiing with some of our fans and members.

As Paine mentioned, we had good success with capital projects in the past. Our Legacy Campaign was now complete; we'd done the Copper Project; and now we wanted to take the next step to provide support to our Team Academy as well as to our older athletes. We were working on the concept of an educational endowment and at the same time, include support for our development athletes. This potentially could be a significant endowment. We've retained a consulting firm based in New York and Washington DC, Orr Associates (OAI). Their principal is Steve Orr, who is a skier and is enthusiastic about consulting with us and helping to drive this campaign. This would be a real opportunity for us to build on our athletic and academic pipelines and, ultimately, provide the support and resources needed as we moved forward.

Marolt stated that, as a member of the FIS Council, we had a good partnership with the FIS. That partnership had resulted in more and better World Cups in this country, particularly in freeskiing and snowboarding. We continued to work diligently on our alpine World Cups and Aspen and Beaver Creek and looking down the road all of this enhanced our ability to serve our athletes.

He remarked that the FIS made some changes in minimum age for FIS competition, which they designated as U16 and U18. USSA made an outstanding effort to accommodate this change concurrently, which was a significant change, and made that happen.

At the same time, we were working closely with Vail/Beaver Creek and the FIS on the 2015 FIS Alpine World Championships. The physical work being done there with the new construction of the women's downhill were pretty much completed. They were making changes in the finish area as well. The FIS was generally happy with the work of the Organizing Committee and he anticipated that this would be an outstanding world championship and one that gave us a focus as we lead on out to 2018.

As Paine mentioned, we did have a very strong partnership with the US Olympic Committee. It was the strongest it had ever been. 15% of our annual revenue came from the USOC. That

allocation was a result of our ability to present to them a plan that made sense and where they could see that their support of our teams was based on performance. That's where the USOC wanted to be. He said that we had good alignment of their mission with ours. Our vision was best in the world and the USOC's was sustained competitive excellence. We were in total alignment. They understood what they could best provide to us and how they best could support us.

We had a great Olympics in Vancouver and the USOC had tremendous success in London and that was a direct result of their focus on sustained competitive excellence. As we looked forward to Sochi he believed that partnership would continue to grow and that we would see incremental support that would allow us to be best in the world in 2014.

Larry Probst, president of the board, and Scott Blackmun, the Executive Director, were doing a terrific job of leadership decisions with the staff that they had hired and the programs that they were delivering. He foretold that our relationship would continue to grow and get even better.

He added one final note, that the board members should all have a copy of the annual report. It illustrated in pretty good detail what we'd done this past year and he asked everyone to take some time to go through it. He said that it would serve us well in sales and marketing and fundraising, and in telling our story.

That concluded his report and he said he was happy to answer any questions.

Paine said that we would also have some time at the end to answer questions, but if the board had any questions for Marolt at this time, they should feel free to ask them.

Paine asked Lampe to walk through the financial projections.

6. USSA Financial Report: Mark Lampe

Lampe reported that the first slide of FY '12 Actuals was very similar to the slide that they had seen at the May board meeting with FY '12 finalized to where we finally ended up. He commented that we usually present this slide by department or area of responsibility and this reflected how we managed the company by those departments. We finished with an operating surplus of \$52,000.

Lampe said he wanted to highlight the continued growth in the elite athletic programs, growing from 9.997 M in FY '10 to 10.649 M in FY '11; and 12.489 M in FY '12. As you might recall from the meeting, leading into FY '09/10 we had to take a couple million out of athletic programs and were just now starting to add that back in. Not everything was added back in, unfortunately, because at the same time we started dealing with more sports and, obviously, higher costs.

He stated that you could see the comparatives in our revenue line items with Sales & Marketing taking a dip in FY '11, which was fairly typical post-Olympics. We were also investing additional costs to replace cuts made in FY '09/10. FY '12 got us about even with where we were in FY '10 and as reported at the May meeting, we were ready to see some growth due to those investments.

Foundation was flat for FY '10/11 and then got momentum going in FY '12 to score their second best year ever. Flanagan's team had taken on that challenge and did a really great job of staying in touch, particularly with our trustee and Inner Circle base, to ensure that pledged gifts were coming in timely and that led to a very good year there.

The Team Sochi program that Marolt touched on had 34 pledged in FY '11 and six more pledged in FY '12 to get us to 40; and he would touch on how we were doing in FY '13 on the next slide.

Member dues and fees took a small dip primarily due to the weather, with the lack of snow hurting renewals and head tax revenue.

Other revenue had a spike over the last two years as a result of a lot of unique one-time gifts. Those were big contributors for keeping the athletic program growing over that period.

Moving forward to the FY '13 slide, Sales and Marketing was looking to show at least \$2 million of growth. It had the highest level of under contract to open the year that we'd seen in the last 15 years. So, it was positioned nicely for some good growth. All renewals were done, basically, leading into May, with some fine tuning with Audi, but the commitment was there, and that allowed the team to focus on new deals.

In this forecast we have \$1.3 million that has been finalized or is very close to being finalized, encompassing ten different deals there, which brings us to the \$7.3 million level, net of expenses, and \$9.8 million before fulfillment expenses are deducted against it. The target is to get to \$10.1 million. There were seven more deals being fervently worked on with a worth of \$800,000. If half that amount was reached, Sales and Marketing would achieve the target.

On the Foundation side, we are already showing small year-over-year growth. The budget number assumes that all 400 gifts from the Gold Pass program are secured, and that is a huge target. Currently, there were 50 more donations needed to get to this level. He indicated that we would see a tighter forecast at the time of the Foundation trustees' meeting in Vail. The potential is there to grow above the current forecast. From the monthly reviews, they had a lot of activity planned to grow that number.

On the Sochi program, this was catching some good momentum again. Flanagan and team have secured four more pledges already this summer, with an additional eight promising targets, which could get us above the initial goal of 50. The one area of challenge with this is that, in the initial negotiations with the hospitality vendors, the pricing was enormously high on this trip, so we have to work very hard to either beat that pricing down or find a different way to handle the costs or that would put a dent in our net revenue from the program.

As far as the rest of it, Marolt touched on the USOC grants and that was up a little over budget and that was a reflection of support of the new sports of about \$500,000 and another \$100,000 for new projects which Bodensteiner pushed the USOC hard to get certain projects supported.

Other revenue is settling back into its traditional level. Elite athletic program budgets are up year over year and we were looking at just over \$13 million. Domestic programs were also climbing as we were reinvesting there. Those were areas that had taken hits as well in FY '09/10, when we cut back on staffing and programs, and we were now focused on getting that back. You heard a lot of what would be added back in during Bill Marolt's report.

We were benefitting in the Center of Excellence expenses with interest rates still staying down, so that was to our benefit. Unfortunately, that would expire next May when we would be back to our fixed rate. So we would have a good 12 month period of the low floating interest rate, then we would be back in the \$2.2 million range of expenses as in FY '10.

He indicated that was primarily the forecast going forward and he stated that we were showing a small deficit right now but that it was much smaller than was typically projected at this time of the year. He said that the company had upsides in both Sales & Marketing and the Foundation and we would continue to manage expenses as best as we could. As we gained momentum and got out of deficit and into surplus, then we would start adding in mid-year initiatives as Luke Bodensteiner had a stack lined up for Athletics; so those were, as usual, in our focus.

Lampe covered the endowment balances as of the end of August:

Legacy Campaign Athletic Endowment	\$31,963,000
Borgen Swartz Athlete Education Endowment	\$ 2,283,000
USSF Investments	\$ 1,716,000
Other investments	\$ 697,000
Total	\$36,659,000

Lampe stated that we'd had some good investment earnings this summer and, actually, better than many of us might have expected. The board approved the 5% annual Athletic grant for FY '13 in accordance with the Investment Policy, which had been re-written in January and February of last year. Our advisors had been following through on that rewrite and deploying investments into the new target ranges. He said that was going well and there would be a lengthier report from J. Crandall at the time of the Foundation trustee meetings in December.

The next slide was a review of the endowment earnings through August. Earnings for calendar 2012 were \$2.2 million (6 %) and essentially flat in the four months of the new fiscal year (.6%). He indicated that the end of May and early June took a beating and it had climbed its way back out. He said that the investment policy set this investment allocation basically at a beta of one half of the S&P and that was about how the calendar was tracking. We were virtually even with the S&P in this fiscal year. He mentioned that the investment managers had moved into more domestic equity positions as part of the ongoing re-allocation.

He stated that concluded his report and that he was happy to field any questions. There were no questions, so Paine asked Natt for the legal report.

7. Legal and Judicial Reports: Alex Natt

Natt stated that the USSA was notified in July of this year that one of its member officials, a 78 year old man by the name of Jack Edwin Gravenmier of Charleston, WV was arrested in St. Louis, in the eastern district of Missouri traveling across state lines in an alleged attempt to have sex with a 14 year old boy. He was arrested by the Internet Crimes Against Children Task Force of the Dept. of Justice and has been incarcerated since then.

Natt stated that he spoke with the US Assistant Attorney in the Eastern district yesterday and Gravenmier was scheduled to go to trial this week and would likely result in a plea. He is facing indictment in MO, which would put him in jail for 70 years and there is also an indictment in WV on similar charges, based on the sexual charges and the creation of pornography.

Natt stated that, from our perspective, he was arrested on February 11, 2012 and the USSA was not notified, even Gravenmier's arrest was reported in press in West Virginia, until an anonymous notification in late June; obviously there was a lag reporting period to us that is of concern. In this instance, he was incarcerated and remains incarcerated so there was no further danger to any USSA athletes. Mr. Natt made it clear that USSA has no evidence that any USSA athletes were preyed upon by Mr. Gravenmier, but we will continue to conduct an investigation.

Natt stated that he had discussed this case with Marolt and that he would recommend once the plea is entered, that Mr. Gravenmier be banned for life, that his ban be published to the membership and use that as an opportunity to highlight the necessity of paying attention to the USSA's and the USOC's safe sport policies, and reporting things of concern.

Kipp Nelson asked what position this individual held. Natt replied that he was a technical delegate and he worked mostly in the Southern Alpine Racing Association. He had traveled to other areas within our organization; in 2012 he was a TD for some races in Massachusetts. He was a long-time technical delegate. Nelson asked if he had perhaps been a coach. Natt did not know, but for the last several years he held an officials license as a TD.

Natt affirmed that was one of the items we background screened against and presumably because he was never charged or convicted of anything like this before, he did not get red lighted by the background screening.

Paine said that he thought it was fair to say that we had over time a couple of individuals with whom we've had to deal who have come up as red lights on our background screening and that we dealt with them in what was an appropriate manner at that time.

Natt concurred that if someone was red lighted they could try to appeal that through the background screening company; but if they were red lighted, they were simply not eligible to be members so USSA has not had to make those kinds of determinations in those situations.

He said that was his legal report but that we had some corporate authority under new business if Paine would like him to move onto that.

8. USSA New Business: Dexter Paine

Paine said that before moving onto the topics, he asked if Andrew Johnson had joined the teleconference. He noted that Johnson was our USOC AAC rep and that he had done a great job since taking over from Nina Kempel, who went on the USOC board. Johnson was stepping down in January and Chip Knight, whom many of you knew, would be taking over as our representative and Grete Eliassen would be the alternate. Paine wanted to be on the record thanking Johnson for his efforts in serving as our AAC rep, which he commented was a tough job at times, and he'd done a great job.

USSA CORPORATE RESOLUTION & OFFICER AUTHORITY (Addendum B)

Alex Natt addressed the board stating that on page 3 of the meeting materials, there was the corporate resolution and officer authority, and anyone who had been on the board for a while was familiar with these documents. These were the ongoing resolutions that our lenders and others needed on an annual basis so that Marolt and Lampe could borrow and dispense the assets of the corporation in their fiduciary capacity, subject to the business judgment rule. He said they would be appended to the meeting minutes and asked for a motion to approve the USSA Corporate Resolution and Officer Authority to conduct the business of the USSA Corporation & its Affiliates.

Motion # 2: Motion to ratify the USSA Corporate Resolution & Officer Authority to conduct the business of the USSA Corporation & its Affiliates.

M/S/C – Hank Tauber/Dexter Paine, approved by acclamation
Natt and Paine asked Bodensteiner to cover the next topics.

**SNOWBOARDING OWG SELECTION CRITERIA (Addendum C)
ALPINE OWG SELECTION CRITERIA (Addendum D)**

Bodensteiner said that, as the board would recall from the spring, we were on a timeline to approve and distribute to the athletes the Olympic Selection Criteria six months prior to the first selection event. Given the timing of Sölden next fall and the Boardercross World Cup potentially next summer, we were asking for approval of the snowboarding and alpine criteria at this meeting. Subsequently, at our next meeting of the board in the spring, we would present our final selection criteria for approval.

He stated that the means by which we were selecting all of these teams was very similar and consistent with what we did in Vancouver. We had a very successful selection process leading into those Games. We haven't found much reason to change that, with the exception in

snowboarding that we had an additional sport to select from – also a bigger athlete quota, which required that we make some modifications to that criteria to accommodate that additional team.

The mechanism for selecting the teams remained the same as it had been in the last couple of Olympics with the halfpipe and slopestyle events being selected through our own events and the Grand Prix, and Boardercross and parallel snowboarding being selected through World Cup results.

The committee that put the criteria together both in alpine and snowboarding did a skillful job and had great participation from the athlete reps as well as the sport committee chairmen. One of the important pieces that we put into the snowboarding criteria was really an evaluation of our international level of performance across the different disciplines and, as a result, we made some modifications to reduce the objective evaluation, particularly in parallel snowboarding, to allow ourselves a bit more coaches' discretion. Mechanically and in principal these are much the same criteria with some minor tweaks which you have seen as you've done your reviews.

The alpine side really had no significant changes from what we did in 2010. The only section of language that we had to replace from 2010 was the conflict of interest section, which was in there essentially for any conflict a member of the selection working group would have in making those selections; i.e. if your athlete representative was an actively competing athlete trying out for a slot on the Olympic team; in that instance, the athlete would need to be replaced. Bodensteiner confirmed that the USSA did not have any of those conflicts at this point, but that language was in there as a protection.

Bodensteiner said that concluded his overview, and that he would like to present the criteria for approval. Natt said that we would move approval of both criteria together.

Motion # 3: Motion to ratify the alpine and snowboarding OWG selection criteria as submitted.

M/S/C Jon Casson/John Bucksbaum, approved by acclamation.

Paine stated that Bodensteiner had the always pleasant task of discussing the dues and fees for FY 13/14.

USSA MEMBERSHIP DUES STRUCTURE FY 13/14 (Addendum E)

Bodensteiner stated that it would be a simple discussion this year. He said that changes had been made at the last fall meeting and the increased fee and head taxes went into place this year. They certainly took some management to push those out and to gain acceptance and he added that we'd done well on that front. But, we recommend that we take some time now and let those fees stabilize and come back with an evaluation that we will do next summer regarding fees, but at this point, he would recommend to leave those flat.

Natt stated that there was no need for motion. Paine said that he would move this action since he had just paid his daughters membership fees. Natt replied that a motion was unnecessary but to have the minutes reflect that the board supported the decision of the staff to leave the fees as they are for FY '13/14.

Questions from the Board

Bob Dart asked if we saw an increase in the FY '14/15 going forward or would we see what the membership numbers looked like before we adjusted any more fees? Bodensteiner replied that what we did was a continuous internal evaluation of our fees and dues structure and given that they were coming active right now, we wanted to see where we were headed before making any further decisions or recommendations.

Jon Engen suggested that to add a quick note on the subject, for the fallout that we had especially on the head tax and fees last spring, on this subject; at the spring conference, if we could have a person from the management team visit the sport committee and briefly explain what the impacts were so that you were explaining the reasons for the increase rather than appearing an arbitrary decision. It would be helpful, he said, because the membership feels they should have a direct say on this. The last time required a lot of unnecessary disgruntled action. I just wanted to see if something like this would be possible.

Bodensteiner said that he would note that and he appreciated that feedback. Many of you probably also saw the opportunity we took with *Ski Racing* to explain member revenue vs. expenses. But I agree that that was a useful exercise to do in person.

9. Chairman's Closing Comments & Motion to Adjourn the Board Meeting: Dexter Paine

Paine closed the meeting stating that he had never seen the organization busier or as focused on athletes as they were right now. It was pretty remarkable; and you never knew how seasons were going to turn out with injuries and so on that impact teams' performances, but he thought that we were really well prepared and a lot of thought had gone into how to maintain that success over the next decade, whether the endowment or the CEO search, or the work we would undertake with McKinsey – it's all about how we make this organization better for every kid, whether they are snowboarders, skiers, nordic, or freeskiers ten years from now. Also, how do we have athletes who are executing at peak levels but also are successful after they leave the team? He said it was a really exciting time, but that we had to keep all the balls in the air. But, he praised the entire team in Park City for tackling all these things at the same time.

Paine asked if there were any more comments or questions by anyone. Hearing none, Paine wished everyone a great winter and hoped that we would have the kind of athletic success that we had last year, and he appreciated everyone taking the time today to participate.

Natt requested a motion to adjourn.

Motion # 4: To adjourn the USSA Fall Board of Directors' Meeting.

M/S/C – Dexter Paine/Bob Dart, approved by acclamation

Minutes transcribed by Suzette 10/18/12;
Legal review 10/23/12;
Exec review 10/24/12.

ADDENDUM A

USSA BOARD OF DIRECTORS' TELECONFERENCE AGENDA

McLane Family Boardroom, USSA Center of Excellence
1 Victory Lane, Park City, UT
Wednesday, October 10, 2012; 11:00 a.m. – noon mountain time

Meeting chair: Dexter Paine

- | | | | |
|-----|--------------------------------------------------------|-------------------|--------|
| 1. | Chairman Opens the USSA Board Meeting | Dexter Paine | 1 min |
| 2. | Roll Call of Board Members & Establishment of Quorum | Alex Natt | 2 min |
| 3. | USSA May 2012 Meeting Minutes' Approval | Alex Natt | 1 min |
| | – Motion to approve the meeting minutes as presented. | | |
| 4. | Chairman's Report | Dexter Paine | 5 min |
| 5. | Chief Executive Officer's Report | Bill Marolt | 10 min |
| 6. | Financial Report | Mark Lampe | 5 min |
| 7. | Legal & Judicial Reports | Alex Natt | 3 min |
| 8. | New Business | | |
| | USSA Corporate Resolution & Officer Authority | Alex Natt | 3 min |
| | USSA Membership dues/fees structure for FY 13/14 | Luke Bodensteiner | 2 min |
| | Snowboarding OWG Selection Criteria | Luke Bodensteiner | 5 min |
| | Alpine OWG Selection Criteria | Luke Bodensteiner | 5 min |
| | Questions from the Board | Dexter Paine | 3 min |
| 9. | Next USSA Board Meeting | Dexter Paine | 1 min |
| | – USSA Congress 2013: May 13 - 18, 2013, Park City, UT | | |
| | – USSA BOD & Annual Meeting: Saturday, May 18, 2013 | | |
| 10. | Closing Comments & Motion to Adjourn the Board Meeting | Dexter Paine | 2 min |

To refer back to the USSA BOD meeting minutes, they are posted to the web at the following:

<http://ussa.org/ussa/ussa-board-meeting-minutes>

ADDENDUM B

USSA CORPORATE RESOLUTION

U. S. SKI AND SNOWBOARD ASSOCIATION BOARD RESOLUTION

RESOLVED, That the Chief Executive Officer and/or Chief Financial Officer are hereby jointly and severally authorized and empowered on behalf of this Company and its affiliates to purchase and acquire, and to exercise options and/or rights for the purchase and acquisition of stocks, bonds, rights, warrants, and other securities, and to sell, assign and transfer all or any stock, rights, warrants, bonds and/or other securities, and to execute the instruments proper or necessary to effect any such purchases and/or transfers, and the sale of other assets including real property.

FURTHER RESOLVED, That the Chief Executive Officer and/or Chief Financial Officer acting for and on behalf of this Corporation, and its affiliated Corporations, and as its act and deed be, and they are, empowered and authorized to: borrow money, obtain lines of credit, authorize company credit cards, execute notes, grant security, execute security documents, negotiate items, acquire, lease or dispose of assets including vehicles and other property and equipment in the ordinary course of operations of the organization.

FURTHER RESOLVED, That any and all resolutions heretofore adopted, inconsistent with the above resolution, be and they are hereby rescinded.

I HEREBY CERTIFY That the foregoing is a true and correct copy of a resolution passed at a regular meeting of the Board of the U. S. Ski and Snowboard Association, a corporation duly authorized and existing under and by virtue of the laws of Utah, held on the 10th day of October, 2012 at the USSA Center of Excellence, 1 Victory Lane, Park City, UT and I further certify that due notice of said meeting was given to each member of said Board; that a quorum was present and voting throughout and that said resolution is now in full force and effect and has not been amended or repealed.

USSA OFFICER AUTHORITY

To Whom It May Concern:

I hereby certify that the following individuals have been authorized by the Board of Directors of the U. S. Ski and Snowboard Association to hold the following positions and are authorized to conduct the business of this Corporation and its affiliates:

William Marolt

President and CEO

Mark Lampe

Chief Financial Officer

ADDENDUM C

OWG SELECTION CRITERIA - SNOWBOARDING

United States Ski & Snowboard Association (USSA)
ATHLETE SELECTION PROCEDURES
2014 Olympic Winter Games
Men's and Women's Snowboarding
Halfpipe, Slopestyle, Snowboardcross, Parallel Giant Slalom, Parallel Slalom

September 5, 2012

1. SELECTION SYSTEM

1.1. Provide the minimum eligibility requirements for an athlete to be considered for nomination to the Team:

1.1.1. Nationality/Passport requirements:

Athlete must be a national of the United States at the time of nomination.

Athlete must hold a valid U.S. passport that will not expire for six months after the conclusion of the Games.

1.1.2. Minimum International Olympic Committee (IOC) standards for participation:

Any competitor in the Olympic Games must be a national of the country of the National Olympic Committee (NOC) which is entering such competitor. For additional information regarding an athlete who is a national of two or more countries, has changed his or her nationality or acquired a new nationality, refer to the IOC Charter (Rule 42).

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

Only competitors who hold a valid and active FIS license and who meet the FIS minimum eligibility standards of a Top 30 in a FIS World Cup or World Championships, in the event concerned, during the qualification period of July 2012 through January 19, 2014 and have at least 100 FIS points in the event concerned at the time of nomination or 50 FIS points for Slopestyle.

1.1.4. Other requirements (if any):

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

1.2. Tryout Events:

1.2.1. Names, dates and locations of all trials, events and camps to be used as part of the selection process.

The schedule of tryout events will be finalized and published by June 30, 2013 and shall be available on the USSA website: www.ussa.org. Tryout events shall be scheduled between September 1, 2013 and January 25, 2014. Each discipline will have between three (3) and six (6) scheduled tryout events.

- 1.2.2. Names, dates, locations and description of how athletes qualify for the trials, events and camps listed above in 1.2.1.

The qualification procedures for the tryout events will be finalized and published by June 30, 2013 and shall be available on the USSA website: www.ussa.org

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

The International Olympic Committee (IOC) has determined that a maximum of Twenty Four (24) athletes representing any one nation may compete in the 2014 Olympic Winter Games in snowboarding. The maximum number of athletes named to the U.S. team will be up to the maximum team size of Twenty Four (24), with a maximum of fourteen (14) athletes per gender. The maximum quota for a nation in any one (1) event per gender will be four (4). Athletes named to the team will start in the event for which they qualified.

The objective criteria for each discipline outlined below are subject to the U.S. earning those Olympic Nations Quota Starts, in the respective discipline, through the International Ski Federation (FIS) Olympic Nations Quota World Ranking List.

After the objective criteria have been applied, any unfilled quota slots will be filled via discretionary selection outlined in Section 2 of these procedures.

Objective Criteria Halfpipe

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

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

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

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

Objective Criteria Slopestyle

1. Up to three (3) Slopestyle men and two (2) Slopestyle women athletes, who have had a top four (4) result, against the entire competition field, in the selection events will be named to the Olympic team. If more than three (3) men and two (2) women athletes have had a top four (4) result then ties will be broken as follows:

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

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

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

Objective Criteria Snowboardcross

1. Up to three (3) Snowboardcross men and two (2) Snowboardcross women athletes who have had a top four (4) result, against the entire competition field, in the selection events will be named to the Olympic Team. If more than three (3) men and two (2) women athletes have had a top four (4) result then ties will be broken as follows in order of priority:
 - a. Single highest point result during the selection events.
 - b. Second highest point result during the selection events.
 - c. Highest World Ranking at the conclusion of the selection events from the 2013/14 FIS World Cup ranking list within the relevant discipline.

Objective Criteria Parallel Giant Slalom/Parallel Slalom

1. Up to one (1) Parallel Giant Slalom/Parallel Slalom athlete, per gender, who have had a top four (4) result, against the entire competition field in the selection events will be named to the Olympic Team. If more than one (1) athlete in either gender, have had a top four (4) result then ties will be broken as follows in order of priority:
 - a. Single highest point result during the selection events.
 - b. Second highest point result during the selection events.
 - c. Highest World Ranking at the conclusion of the selection events from the 2013/14 FIS World Cup ranking list within the relevant discipline.

2. DISCRETIONARY SELECTION

- 2.1. Athletes who have not met the objective criteria in Section - 1.3., may be recommended by the Head Coach for selection to the team via discretion if they have indicated the potential for Olympic success and if there are available slots after the objective criteria have been applied.

- 2.2. Athletes (including those not selected objectively due to illness or injury) may be recommended by the Head Coach for selection to the team via coaches' discretion if they satisfy any of the following, and have indicated a potential for Olympic success.
- Outstanding competition results from the 2012/2013 or 2013/2014 seasons.
 - Recent positive direction or trend of competition results indicating a potential for Olympic success.
 - Indication of medal potential in future Olympic or World Championship competition (such as international age group results and rankings) that would be materially enhanced by selection to team.

- 2.3. The following committee is responsible for making discretionary selections:

USSA President and CEO
USSA Executive Vice President of Athletics
U.S. Snowboarding Director
USSA Board Athlete Representative

- 2.3.1. Specify the process that will be used to identify and handle any potential conflicts of interest involving a member of the committee.

Conflicts of interest may arise for Selection Committee Members during the team selection process. Conflicts of interest exist when a Selection Committee member stands to benefit privately from a decision made by the Selection Committee. A conflict may arise, but is not limited to, when a Selection Committee Member is in a position to participate in discussion or a vote concerning an athlete whom he or she coaches or trains privately who is being considered for a position on the Team. In the interest of assuring a fair selection process, the following rules will be followed by the Selection Committee when a conflict of interest arises:

Any member of the selection committee that has a possible conflict of interest must disclose it. If such conflict exists, the selection committee member must recuse him/herself from committee discussions and voting. Further, the committee member should not otherwise influence other members of the committee in the nomination process. However, a committee member who recused him/herself, but who has relevant and necessary information with respect to athlete performance, for example a national team coach or high performance director, may, if requested by the selection committee, provide such information to the committee so long as such information is provided in a fair and unbiased manner.

3. REMOVAL OF ATHLETES

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

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

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

3.1.3. Violation of the USSA's Code of Conduct (Attachment 1).

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

3.2. Once an athlete nomination is accepted by the USOC, the USOC has jurisdiction over the Team, at which time, in addition to the USSA's Code of Conduct, the USOC's Code of Conduct and Grievance Procedures apply. The USOC's Code of Conduct and Grievance Procedures can be found at:

<http://www2.teamusa.org/For-Athletes/Athlete-Ombudsman/Games-Information.aspx>

3.3. An athlete may be removed as a nominee to the Team or from the Team for an adjudicated violation of IOC, WADA, FIS, USADA and/or USOC anti-doping protocol, policies and procedures, as applicable.

4. REPLACEMENT OF ATHLETES

4.1. Process for determining replacement athlete(s) should a vacancy occur:

4.1.1. Prior to submission of Entries by Name to the Local Organizing Committee, including any applicable group or committee; Replacements athletes will be identified using the same method of selection specified in Section 1 and 2 of this document.

4.1.2. After submission of Entries by Name to the Local Organizing Committee, including any applicable group or committee; replacement athletes will be identified using the same method of selection specified in Section 1 and 2 of this document.

5. SUPPORTING DOCUMENTS

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

6. REQUIRED DOCUMENTS

In addition to the USOC Code of Conduct, the following documents are required to be signed by an athlete as a condition of nomination to the Olympic Games and are included as attachments:

USSA Code of Conduct (Attachment 1)

7. PUBLICITY/DISTRIBUTION OF PROCEDURES

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

7.1. These procedures will be posted to www.ussa.org as soon as possible, but not more than five (5) business days following notice of approval by the USOC.

8. DATE OF NOMINATION

The Nomination of Athletes form, including replacements, will be announced to all athletes and submitted to the USOC on or before: January 26, 2014

9. MANDATORY TRAINING AND/OR COMPETITION

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

10. ANTI-DOPING REQUIREMENTS

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

11. DEVELOPMENT OF SELECTION PROCEDURES

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

Bill Marolt	President & CEO
Luke Bodensteiner	Executive Vice President, Athletics
Jeremy Forster	U.S. Snowboarding Director
Peter Foley	U.S. Snowboarding Head Coach
Danny Kass	Athlete Board Representative

12. USSA BYLAWS AND GRIEVANCE PROCEDURES

The NGB Bylaws and Grievance Procedures can be found at: <http://ussa.org/ussa/u-s-ski-and-snowboard-association>.

13. INTERNATIONAL DISCLAIMER

These procedures are based on IOC, and FIS rules and regulations as presently known and understood. Any change in the selection procedures caused by a change in IOC and FIS rules and regulations will be distributed to the affected athletes immediately. The selection criteria are based on the latest information available to USSA. However, the selections are always subject to unforeseen, intervening circumstances, and realistically may not have accounted for every possible contingency.

If any force of nature, or force majeure, should cause the alteration or cancellation of any of the selection events listed in this document, these selection procedures will be revised, pursuant to their resubmission to the USOC.

14. ATHLETE OMBUDSMAN

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

- Telephone at (719) 866-5000
- Toll-free telephone at (888) ATHLETE (1-888-284-5383)
- E-mail at john.ruger@usoc.org
- www.athleteombudsman.org

15. USSA SIGNATURES

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

Position	Print Name	Signature	Date
USSA President & CEO	Bill Marolt		
U.S. Snowboarding Director	Jeremy Forster		
USOC Athletes' Advisory Council Representative*	Andrew Johnson		

ATTACHMENT 1: USSA CODE OF CONDUCT

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

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

While participating in any USSA activity:

1. USSA members shall be subject to the jurisdiction of the International Ski Federation Statutes, the United States Olympic Committee Bylaws, the USSA Bylaws, and the USSA Code of Conduct.
2. USSA members shall conduct themselves at all times and in all places as befits worthy representatives of the United States of America, the United States Olympic Committee, USSA, their region, division, state or club and in accordance with the best traditions of national and international competition.
3. USSA members are responsible for knowledge of and adherence to competition rules and procedures. Members are also responsible for knowledge of and adherence to the rules and procedures of the USSA national teams, camps or other projects when participating in such.
4. USSA members shall maintain high standards of moral and ethical conduct, which includes self-control and responsible behavior, consideration for the physical and emotional well-being of others, and courtesy and good manners.
5. USSA members shall abide by USSA rules and procedures while traveling to and from and participating in official USSA activities.
6. USSA members shall abstain from illegal and/or immoderate consumption of alcohol. Absolutely no consumption of alcohol is permitted for those individuals under the age of 21. Members

under 21 years of age shall not participate in gatherings involving consumption of alcohol unless it is an official USSA or event organizer function.

7. No USSA member shall violate the customs, travel or currency regulations of a country while traveling with a USSA group or on a USSA ticket.
8. No USSA member shall commit a criminal act.
9. No USSA member shall engage in any conduct that could be perceived as harassment based upon gender, age, race, religion or disability.
10. USSA members will avoid profane or abusive language and disruptive behavior.
11. USSA members agree to abide by anti-doping rules and procedures established by WADA, USADA, and/or FIS.

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

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

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

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

ADDENDUM D

OWG SELECTION CRITERIA - ALPINE

US Ski & Snowboard Association (USSA)
ALPINE SKIING ATHLETE SELECTION PROCEDURES
2014 OLYMPIC WINTER GAMES

September 12, 2012

1. SELECTION SYSTEM

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

1.1.1 Nationality/Passport requirements:

Athlete must be a national of the United States at the time of selection.

Athlete must hold a valid U.S. passport that will not expire for six months after the conclusion of the Games.

1.1.2 Minimum International Olympic Committee (IOC) standards for participation:

Any competitor in the Olympic Games must be a national of the country of the National Olympic Committee (NOC) which is entering such competitor. For additional information regarding an athlete who is a national of two or more countries, has changed his or her nationality or acquired a new nationality, refer to the IOC Charter (Rule 42).

1.1.3 Minimum International Ski Federation (FIS) standards for participation (if any):

Competitors are eligible for nomination that are ranked within the top 500 in the respective event of the FIS Points list published at the end of the qualification period (January 28, 2014). In Downhill, Super Combined Downhill and Super-G, the competitors must have a maximum of 120 FIS points in the event concerned to be eligible.

1.1.4 Other requirements:

USSA will consider for nomination only those USSA members in good standing with a valid FIS license.

1.2 Tryout Events:

1.2.1 Event names, dates and locations of all competitions to be used as part of the selection process.

All FIS World Cup alpine races between October 15, 2013 through January 28, 2014 (the "selection period"). The schedule of competitions will be posted at www.fis-ski.com when approved.

1.2.2 Event names, dates, locations and description of how athletes qualify for the events listed above in 1.2.1.

Qualification criteria for the FIS Alpine World Cups for 2013/2014 will be published at www.ussa.org.

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

There will be a maximum of twenty-two (22) athletes representing the United States in the 2014 Olympic Winter Games, with a maximum of fourteen athletes (14) per gender. For specific qualification system rules for establishing team size, go to www.fissski.com.

Up to four (4) male and four (4) female athletes may start for the United States in each event. The top two athletes to qualify in each event under the objective criteria below will be assured of a start in that event. Additional starts will be filled at the discretion of the coaching staff.

Up to three (3) athletes for each event (Men's and Women's Downhill, Men's and Women's Slalom, Men's and Women's Giant Slalom, Men's and Women's Super-G) and up to two (2) athletes in Men's and Women's Super Combined may be nominated to the OWG Team based solely upon their FIS Alpine World Cup results during the selection period provided these athletes fit into the IOC/FIS maximum team size requirement. Criteria for objective selection shall be as follows, in order of priority:

1. One or more top three (3) finishes. Athletes with a top three (3) FIS Alpine World Cup finish in an event shall be nominated to the OWG Team for that event, unless application of this criterion would result in a total of more than three (3) objective selections for the event (Men's and Women's Downhill, Men's and Women's Slalom, Men's and Women's Giant Slalom, Men's and Women's Super-G) or a total of more than two (2) objective selections in Men's and Women's Super Combined or the application of this criteria would exceed total team size, in which case USSA shall use the following tie-breaking mechanisms in order:
 - a) Ranked by best FIS point result in FIS Alpine World Cup races in the particular event (race points and penalty)
 - b) Ranked by total FIS Alpine World Cup points in the event.
2. One or more top ten (10) finishes. Athletes with one (1) top ten (10) FIS Alpine World Cup finish in an event shall be nominated to the OWG Team for that event, unless application of this criterion would result in a total of more than three (3) objective selections for the event (Men's and Women's Downhill, Men's and Women's Slalom, Men's and Women's Giant Slalom, Men's and Women's Super-G) or a total of more than two (2) objective selections in Men's and Women's Super Combined or the application of this criteria would exceed total team size, in which case USSA shall use the following tie-breaking mechanisms in order:
 - a) Ranked by best FIS point result in FIS Alpine World Cup races in the particular event (race points and penalty)
 - b) Ranked by total FIS Alpine World Cup points in the event.
3. Total FIS Alpine World Cup Points in an event. If fewer than two (2) athletes are nominated to the OWG Team for an event based upon the criteria numbered (1) through (2) above, then the athlete with the highest total FIS Alpine World Cup points in that event shall be nominated to the OWG Team if it does not exceed total team size. If two (2) or more athletes tie for the highest total FIS Alpine World Cup points, then USSA shall use the following tie-breaking mechanism:
 - a) Ranked by best FIS point result in FIS Alpine World Cup races in the particular event (race points and penalty).

If, after application of criterion number (3) above, fewer than two (2) athletes have been nominated to the team for an event, then criterion number (3) shall be applied again, if possible (i.e., -- if there are remaining athletes with FIS Alpine World Cup points), to ensure that a total of two (2) athletes are nominated to the team for the event.

4. Decreasing Team Size. If, after application of the above criterion more athletes are identified objectively than the allowable maximum team size then USSA shall use the following tie breaking mechanisms in order among the third (3rd) objective selections across events.
 - a) Ranked by highest FIS Alpine World Cup placing.
 - b) Ranked by total FIS Alpine World Cup points earned in an event.
 - c) Ranked by best FIS point result in FIS Alpine World Cup races in an event (race points and penalty).

The Athletes with the lowest point total will not be selected to the team.

5. If team positions remain open after application of criteria 1-4 above, the discretionary selection may be used (see Section 2. below) to determine additional nominations.

2. DISCRETIONARY SELECTION

2.1. Rationale for utilizing discretionary selection:

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

- Outstanding competition results from the 2012/2013 or 2013/2014 seasons.
- Recent positive direction or trend of competition results indicating a potential for Olympic success.
- Indication of medal potential in future Olympic or World Championship competition (such as international age group results and rankings) that would be materially enhanced by selection to team.

2.2 Committee that will be responsible for making discretionary selections, along with a complete list of the members' titles currently serving on the committee:

Bill Marolt	USSA President and CEO
Luke Bodensteiner	USSA Executive Vice President, Athletics
Patrick Riml	USSA Alpine Director
Scott McCartney	USSA Athlete Representative

2.2.1 Process that will be used to identify and handle any potential conflicts of interest involving a member of the committee.

Conflicts of interest may arise for Selection Committee Members during the team selection process. Conflicts of interest exist when a Selection Committee member stands to benefit privately from a decision made by the Selection Committee. A conflict may arise, but is not limited to, when a Selection Committee Member is in a position to participate in discussion or a vote concerning an athlete whom he or she coaches or trains privately who is being considered for a position on the Team. In the interest of

assuring a fair selection process, the following rules will be followed by the Selection Committee when a conflict of interest arises:

Any member of the selection committee that has a possible conflict of interest must disclose it. If such conflict exists, the selection committee member must recuse him/herself from committee discussions and voting. Further, the committee member should not otherwise influence other members of the committee in the nomination process. However, a committee member who recused him/herself, but who has relevant and necessary information with respect to athlete performance, for example a national team coach or high performance director, may, if requested by the selection committee, provide such information to the committee so long as such information is provided in a fair and unbiased manner.

3. REMOVAL OF ATHLETES

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

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

- 3.1.1 Voluntary withdrawal. Athlete must submit a written letter to the USSA's CEO.
- 3.1.2 Injury or illness as certified by a physician (or medical staff) approved by USSA. If an athlete refuses verification of his/her illness or injury by a physician (or medical staff) approved by USSA, his/her injury will be assumed to be disabling and he/she may be removed.
- 3.1.3 Violation of the USSA's Code of Conduct (Attachment 1).
- 3.1.4 Following the nomination of the 2014 OWG Team, mandatory-training camps may be organized in preparation for the Olympic Games. Failure to attend these mandatory camps may result in removal from the Team.

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

- 3.2 Once an athlete nomination is accepted by the USOC, the USOC has jurisdiction over the Team, at which time, in addition to, any applicable; USSA's Code of Conduct, the USOC's Code of Conduct and Grievance Procedures apply. The USOC's Code of Conduct and Grievance Procedures can be found at: <http://www.teamusa.org/about-usoc/athlete-ombudsman/olympic-paralympic-and-pan-am-games-information>.
- 3.3 An athlete may be removed as a nominee to the Team or from the Team for an adjudicated violation of IOC, WADA, FIS, USADA and/or USOC anti-doping protocol, policies and procedures, as applicable.

4. REPLACEMENT OF ATHLETES

- 4.1 Selection and approval process for determining replacement athlete(s) should a vacancy occur:
- 4.1.1 Prior to submission of Entries by Name to the Local Organizing Committee, replacement athletes will be identified using the same method of selection specified in sections 1 and 2 of this document.

- 4.1.2 After submission of Entries by Name to the Local Organizing Committee, replacement athletes will be identified using the same method of selection specified in sections 1 and 2 of this document.

5. SUPPORTING DOCUMENTS

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

6. REQUIRED DOCUMENTS

In addition to the USOC Code of Conduct, the following documents are required to be signed by an athlete as a condition of nomination to the Olympic Winter Games and are included as attachments:

- USSA Code of Conduct (Attachment 1)

7. PUBLICITY/DISTRIBUTION OF PROCEDURES

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

- 7.1 USSA's Web site: www.ussa.org

These procedures will be posted as soon as possible, but not more than five business days following notice of approval by the USOC.

- 7.2 Other: N/A

8. DATE OF NOMINATION

The Nomination of Athletes form, including replacements, will be announced to all athletes and submitted to the USOC on or before January 29th, 2014.

9. MANDATORY TRAINING AND/OR COMPETITION

Mandatory training camps may be organized prior to the Games. Location, schedule and duration of these training camps will be announced 30 days prior to the start of the camps, and will be posted at www.ussa.org. Final arrangements will be confirmed immediately prior to any camp based on weather conditions and availability for the best opportunity to train.

10. ANTI-DOPING REQUIREMENTS

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

11. DEVELOPMENT OF SELECTION PROCEDURES

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

Bill Marolt, USSA President and CEO
Luke Bodensteiner – USSA Executive Vice President, Athletics
Patrick Riml – USSA Alpine Director
Scott Macartney – USSA Athlete Representative

12. NGB BYLAWS AND GRIEVANCE PROCEDURES

The NGB Bylaws and Grievance Procedures can be found at:
<http://ussa.org/ussa/u-s-ski-and-snowboard-association>

13. INTERNATIONAL DISCLAIMER

These procedures are based on IOC and/or FIS rules and regulations as presently known and understood. Any change in the selection procedures caused by a change in IOC and/or FIS rules and regulations will be distributed to the affected athletes immediately. The selection criteria are based on the latest information available to USSA. However, the selections are always subject to unforeseen, intervening circumstances, and realistically may not have accounted for every possible contingency.

If any force of nature, or force majeure, should cause the alteration or cancellation of any of the selection events listed in this document, these selection procedures will be revised, pursuant to their resubmission to the USOC.

14. ATHLETE OMBUDSMAN

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

- Telephone at (719) 866-5000
- Toll-free telephone at (888) ATHLETE (1-888-284-5383)
- E-mail at john.ruger@usoc.org
- www.athleteombudsman.org

15. NGB/PSO/HPMO SIGNATURES

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

Position	Print Name	Signature	Date
USSA President/CEO	Bill Marolt		
USSA's Alpine Director	Patrick Riml		
USOC Athletes' Advisory Council Representative	Andrew Johnson		

ATTACHMENT 1: USSA CODE OF CONDUCT

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

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

While participating in any USSA activity:

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

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

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

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

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

ADDENDUM E

FY 13/14 PROPOSED USSA MEMBERSHIP DUES STRUCTURE

		FY 12/13	FY13/14
Alpine	Youth	80	80
	Student	100	100
	Competitor	150	150
	Master	110	110
	Official	60	60
	Coach	135	135
	Cert. Coach	N/A	N/A
	Associate	35	35
	FIS	85	85
	Late FIS (after Aug 15)	155	155
	Provisional FIS	N/A	N/A
	Alpine Masters FIS	30	30
	USSA Points Confirmation	100	100
	FIS Points Confirmation	120	120
Freestyle	Youth	60	60
	Rookie	80	80
	Competitor	150	150
	Official	60	60
	Coach	115	115
	Associate	35	35
	FIS	65	65
	Late FIS (after Dec 15)	105	105
	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
	Snowboarding	Regional Comp	80
National Comp		150	150
Official		60	60
Coach		115	115
Associate		35	35
FIS		85	85
Late FIS (after Aug 15)		N/A	N/A
Provisional FIS		N/A	N/A
USSA Points Confirmation		100	100
FIS Points Confirmation		N/A	N/A
Grand Prix Entry			
Snowboard Finals			
Cross Country	Youth	60	60
	Competitor	150	150
	Official	60	60
	Coach	115	115
	Associate	35	35
	FIS	85	85
	Late FIS (after Dec 15)	155	155
	Provisional FIS	N/A	N/A
USSA Points Confirmation	100	100	

	FIS Points Confirmation	N/A	N/A
Jumping / Nordic Comb	Youth	60	60
	Competitor	150	150
	Official	60	60
	Coach	115	115
	Associate	35	35
	FIS	30	30
	Late FIS (after Aug 20)	N/A	N/A
	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
Disabled Alpine	Competitor	150	150
	Coach	135	135
	Associate	35	35
	IPC AS	100	100
	IPC AS Late	200	200
	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
Disabled Cross Country	Competitor	150	150
	Coach	135	135
	Associate	35	35
	FIS	100	100
	Late FIS (after Dec 15)	200	200
	Provisional FIS	N/A	N/A
	USSA Points Confirmation	100	100
	FIS Points Confirmation	N/A	N/A
Other	Club	200	200
	Rush Processing	25	25
	Late Fee	25	25
	NSF Check Fee	25	25
	Temporary Registration	25	25
	Member Card Replacement	N/A	N/A
	Back Screening Reinstate	N/A	N/A