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## USA VOLLEYBALL BOARD OF DIRECTOR MINUTES

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March 24, 2021

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Meeting held electronically

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**Wednesday, March 24<sup>th</sup> 5:00 pm Eastern; 4:00 pm Central; 3:00 pm Mountain; 2:00 pm Pacific**

### **1. CALL TO ORDER & WELCOME**

Present: Steve Bishop, Donna Donaghy, David Eldridge, Dave Gentile, Sara Hughes, Steve Kenyon, Elizabeth King, Cassidy Lichtman, Nicki Nieves, Dave Peixoto, Brent Rasmussen, Cecile Reynaud

Joined 15 minutes later: Bob Baker, Tri Bourne

Absent: Dain Blanton, CiCi Rojas, Kawika Shoji, Jenny McGhee

Guests: Jamie Davis, Rachael Stafford, George Thompson (Treasurer)

### **2. NEW BUSINESS**

#### **a. Operating Code edits**

Ms. Reynaud reported that the Operating Code section 5.02 has been finalized by the Governance Committee. This will be sent electronically to the Board for a vote.

#### **b. Board Composition**

Ms. Reynaud opened that it was important to continue Board composition conversations in light of USOPC requirements and future open Board positions. Ms. Reynaud reported that she met with each of the USAV Assemblies (with the exception of the Officials Assembly) regarding the recommendations of the Board Composition Task Force. Due to elections coming up and the Coach Position being open it was recommended to move ahead with no changes as this time.

Ms. Hughes said we appreciate the opportunity for athletes to have more representation. We'll have to make sure athletes understand they will need to make this commitment and be prepared to be fully engaged.

Mr. Kenyon questioned why Ms. Reynaud did not conduct a town hall meeting with the Officials Assembly. Ms. Reynaud reported that several attempts were made to schedule one with the Officials Assembly Chair, but understands officials are trying to officiate at many levels during this time (club, high school and college matches). She would continue to attempt to get a meeting scheduled, but time was running out for open board seat elections.

There was significant discussion centered on the issue of having more Independent positions on the Board. Ms. Reynaud indicated she called a former independent Board member as well as another former board member regarding their thoughts on potential

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Board composition changes and the role of independent board members. There was agreement that another independent would be favorable in the future.

Mr. Bishop asked about what deficiencies in the USOPC requirements needed to be addressed in USA Volleyball's current Board structure. Ms. Reynaud stated that the current board composition is "compliant" with USOPC standards in that the board has 33% athlete representation and at least 1 independent.

Mr. Gentile asked about restructuring the Junior Assembly to facilitate more club involvement.

Ms. Reynaud provided more information regarding Board composition and board terms ending for current members, including the Male Athlete Representative (currently held by Kawika Shoji who is eligible for a second four-year term); the Independent Director position (currently held by David Eldridge who is eligible for a second term); the High-Performance Director (currently held by Jenny McGhee who is eligible for a second term), and the Coach Director position (currently held by Ms. Reynaud who is not eligible for another term as she completes her 2<sup>nd</sup> four year term June 30<sup>th</sup>). Also discussed was the current Nominating Committee and the plan to fill the vacant seats on that Committee.

### c. **Board Chair**

Mr. Bishop inquired about when and how voting will take place for the Chair of the Board. Ms. Reynaud indicated voting will be conducted online at the end of the next board meeting and should have all interested names by the next Board meeting.

Ms. Reynaud asked the Board its thoughts regarding the USOPC suggested criteria of having an Independent Director be the Chair of the Board. The Board engaged in discussion on this topic. Mr. Davis was asked about the implications of meeting or exceeding the USOPC criteria and whether there were other categories where we might look to exceed USOPC criteria.

There was more discussion about having the Chair always be an Independent Director. Ms. Reynaud indicated she was not calling for a vote on the topic, however, did want to raise the topic for discussion. Mr. Baker indicated Bylaws should not be written for a specific person. The Board felt for election this year the Chair position will be open to any member on the board.

Ms. Reynaud reminded the Board that it had asked candidates for the Chair position to identify by April. David Eldridge and Dave Gentile identified as candidates for the Chair position during the meeting.

### d. **Other Business**

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Ms. Reynaud requested the Board consider implementing an Executive Committee or Advisory Group to the Chair.

Ms. Reynaud requested the Board consider all of these important topics moving forward. She then asked to move the next Board meeting dates to allow Mr. Davis to attend his daughter's college graduation. It was agreed to move the next Board meeting to June 1, 2021 tentatively, to be held electronically.

Mr. Gentile asked to remind the Board of Mr. Davis' upcoming State of the Game address on April 21<sup>st</sup>.

Mr. Bishop asked the Board to hold off on a vote regarding the Operating Code edits in order to reconcile terminology with the member management system.

Motion #1, made by Peixoto and seconded by Gentile to enter Executive Session, approved unanimously.

### 3. EXECUTIVE SESSION (closed)

Ms. Reynaud reported that a separate Board meeting was called and held in Executive Session. During that session, the following business was conducted:

Motion #2, made by Bishop and seconded by Hughes, to allow the CEO, Mr. Davis, to explore ways to advance beach volleyball in the United States.

Motion #3, made by Eldridge and seconded by Rasmussen, to exit Executive Session and adjourn the meeting.