

MINUTES OF MEETING OF USA VOLLEYBALL BOARD OF DIRECTORS

Held electronically Monday, December 12, 2022

I. Call to Order and Welcome **Dave Gentile, Chair**

Mr. Gentile called the meeting to order and welcomed the Board members.

II. Meeting Guidelines, Introductions **Dave Gentile**

III. Roll Call, Directory Update, Declaration of Quorum **Rachael Stafford**

Present: D. Gentile, N. Nieves, D. Peixoto, S. Kenyon, K. Shoji, D. Donaghy, P. Lucas-White, D. Blanton, C. Lichtman, D. Eldridge, J. McGhee, E. King, S. Bishop, B. Baker, K. Shoji and T. Bourne.

Absent: S. Hughes, C. Rojas

Guests: J. Davis, R. Stafford, G. Thompson (Treasurer), S. Smith (Recording Secretary), E. Duda, C. Vadala, S. Kearns, B. MacLean, L. Reyna and N. Wilkinson.

IV. Conflict of Interest declaration for any board member **Dave Gentile**

V. Board Administration **Dave Gentile**

a. Approval of Agenda

Mr. Gentile asked that the discussion of the investment fund be moved to the Executive Session.

The Agenda was approved by acclamation.

b. Board Chair Update (verbal)

Mr. Gentile reported that a lot of things have been occurring. The biggest news is the alignment of JVA with Three Step. We are working on the governance issues. Rachael along with Jamie and his team were able to complete the audit, which we will hear more about during the next meeting.

c. Approval of Megan Sweeney to USAV Foundation BOD (resume found in Teams)

Mr. Gentile introduced Megan Sweeney and discussed her qualifications to serve on the Foundation Board.

Motion #1 made by Lichtman, seconded by Baker, to approve Ms. Sweeney to serve on the Foundation Board, approved unanimously.

VI. CEO Update

Jamie Davis

a. Update on Strategic Plan Revision (verbal)

Mr. Davis reported that he reviewed the Strategic Plan for 2020-24. He has received comments from two Board members on the draft updates, and he hopes to have more to provide at the January meeting.

VII. Governance Committee Report

Andy Reitingger

a. Motion to Waive 30 Day Notice of By-Laws edits

Mr. Reitingger reported that there was a meeting in November to discuss Bylaws changes in response to USOPC requirements for language to be added and to address changes on selection of a beach representative.

Motion #2 made by Eldridge, seconded by McGhee, to waive the 30-day notice requirement to amend the Bylaws, approved unanimously.

b. Approve Edits to USAV By-Laws for USOPC Compliance (found in Teams)

Mr. Reitingger walked the Board through the proposed changes, a copy of which is attached to these minutes.

Motion #3 from Governance Committee to approve the proposed amendments to the Bylaws, approved unanimously.

c. Discuss Athlete Representation Voting Protocols (pending)

Mr. Reitingger updated the Board of the progress in athlete representation voting protocols. There are still some questions to be worked out that the Governance Committee is working on. The plan is to present a complete package on athlete voting at the January meeting.

EXECUTIVE SESSION

Motion #4, made by Peixoto, seconded by Nieves to go into Executive Session, approved unanimously.

Motion #5, made by Baker, seconded by Peixoto, to come out of Executive Session, approved unanimously.

Mr. Gentile reported that the Board discussed the following in Executive Session:

1. The Audit, Finance and Budget Report, provided by Mr. Thompson.
2. The 2023 Budget was approved unanimously by the Board.

3. The Event Investment Fund concept, which was discussed by Mr. Davis, and which the Board approved without dissent to support.
4. A report from the Personnel Committee, led by Mr. Kenyon.

VIII. Adjournment (approximately 5:30pm CST)

Motion #6, made by Peixoto, seconded by Lucas-White, to adjourn, approved unanimously.