

USA VOLLEYBALL MINUTE OF BOARD OF DIRECTORS MEETING

Wednesday May 25, 2022 – ROSEN CENTER ORLANDO, FLORIDA

I. CALL TO ORDER & WELCOME

- **Welcome, Meeting Guidelines, Introductions – Dave Gentile, Chair**

Mr. Gentile welcomed the Board to Orlando. He indicated that all votes will be taken by hand, unless done by secret ballot upon request by the Board.

- **Roll Call, Directory Update, Declaration of Quorum – Rachael Stafford**

Present: B. Baker, S. Bishop, D. Blanton**, D. Donaghy, D. Eldridge, D. Gentile, S. Kenyon, E. King, C. Lichtman, J. McGhee, P. Lucas-White, N. Nieves**, D. Peixoto, B. Rasmussen, C. Rojas, K. Shoji**, G. Thompson (Treasurer, non-voting)

** Attended by video conference

Absent: S. Hughes, T. Bourne

Others: J. Davis, R. Stafford**, S. Smith (Recording Secretary), C. Vadala, E. Duda, N.

Funk**

- **Signatures Requested (To Be Posted on Teams)**
 1. **Conflict of Interest Declaration**
 2. **Duty of Loyalty and Care Confirmation (USOPC Audit documentation)**

Ms. Stafford directed the Board members to certain documents on line for them to review and, with respect to the documents listed above, to sign electronically.

II. BOARD ADMINISTRATION

- **Approval of Board Meeting Minutes (March 2022 Minutes) – Dave Gentile**

Motion #1 to approve the minutes, made by Lichtman, seconded by Peixoto, approved unanimously.

- **Approval of May 25, 2022, USAV Board of Directors Agenda – Dave Gentile**

Mr. Gentile reviewed the agenda. Mr. Bishop asked that a review of the business plan for the RVAs and beach activities be added to the agenda.

Motion #2 to approve the agenda as modified made by Rasmussen, seconded by King, approved unanimously.

III. BOARD CHAIR REPORT

Mr. Gentile reported that his focus has been on governance activities, noting that some items are coming forward to the Board at today's meeting. He has also been involved in the athlete representation efforts. Mr. Rasmussen reminded Mr. Gentile that there is a budget for Board Chair's activities. Mr. Gentile agreed that he would look into that so he can be at certain events.

IV. CHIEF EXECUTIVE OFFICER REPORT (4)

Mr. Davis went through the membership numbers. Total memberships through the end of April have already surpassed the pre-COVID numbers, as well as for Full Memberships. He noted that all three categories of membership (Junior Girls, Junior Boys and Adults) are all up.

USAV conducted a Membership Survey. 76% of members play volleyball because they enjoy the competition. 100% said improvement of skills was a reason to join USAV. 35% of members began playing in 4th grade or younger, and another 31% started in 5th and 6th grade, which he viewed as an opportunity and highlighted the need to focus on youth programs for those age ranges. Mr. Bishop noted that, when John Kessel was with USAV, there was equipment tailored for youth, and he suggested that USAV use that equipment again. Ms. Donaghy noted that her Region often has a "Kids Court" at events that is tailored for youth. Mr. Kenyon added that the Cross-Net was very popular with kids.

A large group of boys have elected to attend the AAU Championships in lieu of the Boys National Championships. USAV has set up a boys working group of the Championship Events Commission to solicit additional feedback. The Boys National Championship currently has 350 estimated teams attending, down from 500 in 2021. Mr. Gentile noted that AAU has 690 for their Championships. He also noted that the real test will be whether the additional Boys members will renew their memberships in September. Mr. Vadala noted that the highest number of Boys teams playing in the BNC was 620 a number of years ago.

USAV launched a new qualifier, the Salt Lake City Showdown, to replace Colorado Crossroads' event. Almost 1100 teams participated and it was a huge success.

The All Star Championship – USAV has partnered with the Regions in 2022 on this event. This represents a change in philosophy at the National Team Development Program level. USAV is no longer fielding "USA Teams" which allows the top athletes available to compete for their regional teams. The Regions will now drive the event, in conjunction with USAV. Mr. Bishop noted that, previously, there had been competition among the Regions for

the same players, so this new approach has proven very beneficial. The 2023 event will be in Ft. Lauderdale. Mr. Davis noted that the NORCECA Girls U19 Pan American Cup will also be held in conjunction with this event.

USAV is working on extending the lease in Anaheim for another year, through September 30, 2023. The parties just reached an agreement on this. Mr. Gentile asked if USAV should focus on a long-term solution for this, including possible purchase. Mr. Davis said that USAV does not use the facility for that many hours, estimating that USAV uses the courts for about 30% of the time between May and September, and only about 5% from October through April. If USAV purchased a facility, it would have to rent courts out for championships on the weekends, and effectively go into another business. He noted that renting courts is not difficult, but the challenge is finding facilities for sports performance and sports medicine. Ms. McGhee asked what other NGBs are doing for facilities. Mr. Davis responded that many use the Olympic and Paralympic Training Centers, and a number of NGBs' athletes train individually at their local clubs and facilities.

The Volleyball Nations League is next week. The US will be hosting seven other nations in Shreveport, Louisiana. This is the first such event in the U.S. since 2019, when the event was held in Shreveport, and this is being billed as a victory lap from 2019 when the U.S. qualified for the Olympics. Ms. White asked about the level of publicity; Mr. Davis responded that USAV has been promoting this heavily. USAV has put in an "intent to bid" to host a leg of both the Men's and Women's VNL in 2023 and 2024. Because of changes in the format, not everyone who bids will host. Mr. Davis noted that hosting is important because 2023 is an Olympic qualifying year and 2024 is the year of the Olympics.

USAV hosted the first World ParaVolley Recognized Development Zone Tournament in Gulf Shores, AL in early May. Mr. Bishop reported on the event, noting this was the first event held in the U.S. in this discipline. Mr. Duda expressed his thanks that the event could be held despite some cancellations, noting this is important in the road to getting Beach Paravolley in the Paralympics. Mr. Hamiter noted that the IPC has emphasized the need to grow women's participation to get into the Paralympics.

Mr. Davis then discussed officials, which is the biggest challenge in youth sports. USAV has been studying this issue, and has increased compensation, travel stipends, meals and merchandise, including catering breakfast and lunch at the Girls Junior National Championships. Ms. Donaghy noted that Regions are facing difficulties getting officials for high school matches. USAV is also discussing two new incentive programs, providing an official shirt for new Officials and an official shirt for any official who works four or more national events this year.

The NTDP Academy launched this year, which provides instruction and training materials targeted towards athletes. This will now be available for free for USAV Members, with charges for non-USAV members.

The Wholesale Store has added products incorporating Regional Unified Marks which will offer products to Regions at wholesale.

Mr. Davis then noted that USAV is in very healthy financial shape, but there are some financial headwinds facing USAV from inflation, Anaheim Rent, insurance, officials, VNL hosting costs, and the free NTDP Academy.

Mr. Davis has also focused on ways to improve RVA communication through detailed staff reports, and a CEO update presented twice per year. USAV currently receives no reports from the Regions and is proposing that twice per year, each Region prepares a detailed report to USAV to improve communication and cooperation. Mr. Bishop saw no downside to this, other than some stress for those Regions with limited or no staff. Mr. Davis noted that these reports could also go to the Regions' members.

Mr. Davis updated on the transgender landscape, noting this is the biggest topic affecting youth sport. More states are passing anti-transgender participation laws, and the IOC has passed the requirement for a policy to the International Federations, and FIVB has put the burden on an athlete to prove she does not have a competitive advantage. Ms. McGhee discussed the NCAA policy, which is to use the NGBs' transgender policies.

Mr. Davis also noted that Non-Binary participation is growing as an issue. A participant must fall within the normal testosterone range for the gender in which the athlete participates, and must declare at the beginning of the year and cannot change during the year.

BOARD COMMITTEE REPORTS

V. AUDIT, FINANCE & BUDGET COMMITTEE REPORT - George Thompson (To be Posted in Teams / To be handled in Executive Session)

Mr. Thompson reported that AFB is ahead of schedule. The AFB also approved the audit, which was a clean audit. Specific information on finances will be discussed in the Executive Session.

Motion #3, from the Audit, Finance and Budget Committee, to approve the audit, approved unanimously.

VI. NOMINATING COMMITTEE - Nancy Funk

Ms. Funk, the Chair of the Nominating Committee, reported that most elections have already been completed. Sara Hughes was re-elected, the Committee has asked Ms. King to return as Independent Director, subject to election by the Board. Mr. Gentile noted that election of athletes needs to be coordinated with the AAC, so he will work with Eric Duda on this.

VII. PERSONNEL COMMITTEE – Brent Rasmussen (To be handled in Executive Session)

VIII. GOVERNANCE COMMITTEE – Andy Reitingner

(Report and various topical reports To be Posted on Teams)

Motion #4 to approve a waiver of the 30 Day Notice requirement for Changes to By-Laws, made by Eldridge, seconded by Lichtman, approved unanimously.

- **Discussion of By-Laws Changes**

Mr. Baker walked the Board through the proposed Bylaws amendments, which are attached to these minutes.

Motion #5 to approve the proposed Bylaws amendments as attached to the minutes (other than 9.2(D)(i)(1)), forwarded by Governance Committee, approved unanimously.

- **Discussion and/or consideration of an Executive Committee to the Board**

Mr. Baker noted that the Governance Committee is looking for direction from the Board on an Executive Committee, but no specific proposal will be up for a vote at this meeting. The draft put forward by the Governance Committee would not allow the Executive Committee to act on behalf of the Board between meetings. Mr. Gentile noted that, if the Board ultimately adopts this, it can always be removed by the Board. Mr. Kenyon noted that the method of dissolution of the Executive Committee would have to be included in the Bylaws proposal, as well as terms and term limits for those on the Executive Committee. Mr. Peixoto suggested that the Governance Committee incorporate a Vice-Chair into this proposal. Ms. Lichtman suggested that the Vice-Chair might fill a specific constituency and thus another person from that constituency would not

Motion #6 to endorse the proposal of the Governance Committee, subject to the changes listed above, made by Rasmussen, seconded by Peixoto, approved unanimously.

- **Discussion and proposal of revisions to USAV Administrative Council**

Mr. Baker then discussed the concept of a restructuring proposal involving the Administrative Council. The concept would enhance the Administrative Council to provide a high level review of matters before the Assemblies. Part of the goal would be to attract individuals with certain

skills in key areas to serve on Administrative Committees. Mr. Peixoto expressed some concern as to the impact on the Insurance Committee and whether this would be an improvement or not. Mr. Bishop also noted that insurance is an interesting area right now, so this may not be a good fit.

Motion #7 to endorse the concept of the restructuring, with the exception of the RVAA being the sole members of the insurance committee, made by Peixoto, seconded by Bishop, approved unanimously.

- **Discussion of Beach Positions into the Future**

Mr. Bishop led a discussion of the beach positions on the Board in the future, noting that there is no Beach Assembly to elect the directors. This would impact the election of Beach representatives to the Board in 2023 and 2024. Mr. Gentile suggested this be referred to the Governance Committee to consider, and to include beach experts in the discussions, and he simply wanted the Board to be aware of this issue.

IX. ELECTIONS

- **USAV Foundation**

Renew Current Board Members for New Term – Dave Gentile

1. **Todd Rodgers**
2. **Stu McDole**
3. **Add New Foundation Member (TBD)**

Motion # 8 to re-appoint Todd Rogers and Stu McDole to the Foundation Board, made by Bishop, seconded by McGhee, approved unanimously.

- **USAV Board**

Acknowledgement of Nominating Committee Athlete Appointments

Sara Hughes (2nd terms) and Chris Seilkop

Mr. Gentile acknowledged that Sara Hughes and Chris Seilkop have been elected to the Board.

Acknowledgement of Assembly Board Appointments

RVA Assembly (TBD) and Junior Indoor (TBD)

Mr. Gentile recognized that Mr. Peixoto was elected to the Board by the RVA Assembly and Dave Gentile was elected to the Board to represent Junior Indoor.

Approval of 2nd Term Independent for Elizabeth King

Motion #9 to re-elect Ms. King as Independent Director, made by Lichtmann, seconded by McGhee, approved unanimously.

Board Chair, Nominations and Election – Steve Smith

Mr. Smith was temporarily appointed to oversee the election of the Chair. Mr. Smith opened the floor to nominations, and Mr. Gentile was nominated. No other nominations were received. The Board voted without dissent to elect Mr. Gentile for another term, with Mr. Gentile abstaining.

X. REPORTS FROM ASSEMBLY'S, CONSTITUENT'S, AND BOARD APPOINTED REVIEW GROUPS

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Mr. Gentile noted that Mr. Davis is working on a number of key areas, including the Boys Championships and Boys Membership, membership generally, the RVA communication process, conducting a survey of junior membership, and a national indoor team ranking system (Mr. Gentile thanked Mr. Vint for his efforts in this area). Others on the radar include competitor assessment, revamp marketing to target junior clubs on a national basis, bringing more events to regions, and a strategic assessment on whether there are other alliances with outside organizations.

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- **USAV Hosting Non-USAV Events Review Group – Verbal Report**

Mr. Eldredge reported on this group, noting the main issue is whether Regions should host non-USAV sanctioned events. Mr. Eldredge was elected chair of this group, and the group is conducting a survey to see how other NGBs handle this, as well as what Regions are currently doing, and whether this would impact insurance. The Group has a goal to have a report prepared by July 1 to provide to the Board. Mr. Bishop reported on a meeting with the RVA Zones. Zones are hosting non-USAV events, but most tend to be local, grassroots events, like high school or YMCA events, or outreach programs. Most of these involve some USAV members or are covered by insurance provided by the other organization (like the YMCA).

- **Junior Assembly Report – Verbal Report – Dave Gentile**

Mr. Gentile reported that meetings took place on Monday and Tuesday and covered a number of different topics, such as now national team development impacts juniors and how to get into the high performance space.

- **RVA Assembly Report – Verbal Report – Andy Reitingier**

Note: part of the RVAA Report - Update on Regions Performance Standards (To be Posted on Teams) – Bob Baker

Mr. Baker reported that the RVA Assembly had a joint session with the Junior Assembly and Dave Gentile was re-elected to the Board. Much discussion centered on the increase in insurance costs. Mr. Peixoto reported that \$4 of membership fees were allocated to insurance. A stabilization fund was established to create a reserve, but that has been exhausted, so the insurance portion of membership needs to be raised to \$9. This will necessitate changes to the membership fee provisions, so he expects this to be done by electronic vote in the next few weeks. This insurance increase is being driven by liability issues, particularly with respect to athlete protection. Mr. Bishop noted that each Region will have a choice in how to pass this along to the membership, and some may even absorb some

or all of the \$5 increase. RVA will also now encourage independent directors at the Regional level, as well as separate seats representing boys and girls programs.

Mr. Baker then reported on the Regions Performance Standards. Ten Regions agreed to the original audit on these standards. Overall, this has been a great process that has helped the Regions upgrade in key areas and to use templates from Regions that have been successful.

- **DE & I Committee – Verbal Report – Cassidy Lichtman**

The DE&I committee will be meeting in the near future.

- **Officials Assembly Report – Verbal Report - Carlos Rodriguez**

Mr. Rodriguez noted that he has submitted a written report covering the key developments.

XI. ATHLETE REPORTS

- **Kawika Shoji, Cassidy Lichtman, Brent Rasmussen, Nickie Nieves, Sara Hughes, Tri Bourne**

Ms. Lichtman reported that almost everyone is back from overseas for VNL. Congrats to those who won Champions League. The women have a favorable travel schedule, and the team will have a lot of new faces, while the men will have a mix of about 50% returning veterans and 50% new. The status of the Anaheim facility is always a concern for the players.

Mr. Rasmussen and Mr. Duda reviewed the upcoming schedule for the sitting discipline.

Ms. Nieves noted than athletes are getting ready for Worlds.

- **USOPC AAC Report (Eric Duda)**

Mr. Duda reported that the USAV AAC name has officially been changed. We are waiting on the USOPC to approve the weighted voting.

Mr. Davis noted that today is Mr. Rasmussen's last day on the Board is today, and Mr. Davis presented him with a plaque in appreciation of his many years service.

- **Beach**

Mr. Bishop updated on the Board on developments in the beach discipline. Things are moving forward well, and he expects a lot more events this summer. USAV and AVP have announced the creation of a joint club championship in Ft. Lauderdale. They also hope to develop a unified national ranking system.

- **Hall of Fame**

Mr. George Mulvey, the Executive Director of the Hall of Fame, announced the Hall of Fame inductees for 2022, which included Kerry Walsh-Jennings.

XII. NEW BUSINESS

There was no new business to discuss.

XIII. ANNOUNCEMENTS

There were no announcements.

XIV. EXECUTIVE SESSION (closed)

Motion #10 to go into Executive Session, made by Baker, seconded by McGhee, approved unanimously.

Motion #11 to come out of Executive Session, made by Bishop, seconded by Peixoto, approved unanimously.

Mr. Gentile reported that the Board discussed the following topics:

- **Audit, Finance and Budget Report – George Thompson**
- **Strategic Threats Workgroup Report – Dave Gentile**
- **Legal Review & SafeSport Report – Rachael Stafford**
- **E & E Report – Rachael Stafford**
- **Personnel Committee Report – Brent Rasmussen**

XV. ADJOURNMENT

Motion #12 to adjourn, made by Rasmussen, seconded by King, approved unanimously.