

USA VOLLEYBALL BOARD OF DIRECTORS

MEETING AGENDA, Wednesday, May 21, 2025 and Thursday, May 22, 2025

WEDNESDAY, May 21, 2025

I. CALL TO ORDER & WELCOME - Dave Gentile, Chair

Mr. Gentile welcomed the Board, staff, and guests to the Board meeting.

II. MEETING GUIDELINES, INTRODUCTION OF GUESTS - Dave Gentile

Mr. Gentile noted that this is a two-day meeting held at the Hilton Denver City Center. The first day, Wednesday, May 21, 2025 will adjourn by 3:00 pm MST to give attendees the opportunity to prepare for the Hall of Fame dinner. The second day, Thursday, May 22, 2025 will be an Executive Session, open only to certain Board members and invited guests.

III. ROLL CALL, DIRECTORY UPDATE, DECLARATION OF QUORUM - Rachael Stafford

Ms. Stafford conducted roll call and declared quorum.

Present: B. Baker, D. Eldridge, D. Gentile, T. Karlin, K. Kezbers, E. King, A. Lau, C. Litchman, P. Lucas-White, J. McGhee, N. Nieves, D. Peixoto, A. Reitingner, T. Ricks, C. Seilkop, K. Shoji, G. Thompson (Treasurer, non-voting).

Absent: D. Blanton, S. Hughes, C. Patterson.

Guests: S. Bishop, W. Garard, K. Castillo, S. Kearns, N. Kingston, K. Mooradian, J. Speraw, R. Stafford, P. Vint, J. Weston, N. Wilkinson.

IV. CONFLICT OF INTEREST DECLARATION FOR ANY BOARD MEMBER - Dave Gentile

Mr. Gentile reminded the Board of their fiduciary duties and confirmed that no Board members need to provide a conflict of interest declaration.

V. BOARD ADMINISTRATION - Dave Gentile

A. Approval of Agenda

Motion #1 to approve the agenda as presented for the May 21, 2025 and May 22, 2025 Board Meetings, made by Dave Gentile, approved unanimously.

B. Approval of March minutes

Motion #2 to approve the meeting minutes from the March 12, 2025 Board meeting, made by A. Reitingner, seconded by C. Lichtman, approved unanimously.

Mr. Gentile noted that during the Executive Session of the March 12, 2025 Board meeting, the Board discussed the concept of restructuring the Nominating Committee. On March 30, 2025, a written proposal was shared with the Board that outlined the proposed restructuring of the Nominating Committee, and on April 7, 2025, such written proposal was approved by the Board.

C. Board Chair Update (verbal)

Mr. Gentile noted that the May 21, 2025 and May 22, 2025 Board meetings will contain thorough reports from USAV Staff and Board Committees.

VI. CEO REPORT - John Speraw

A. Six Month Review and Outlook for the Remainder of 2025

Mr. Speraw provided a broad overview of the current volleyball landscape, including a discussion about 1) the focus on youth sports, 2) decentralization and fragmentation within the sport, 3) increased costs of sports travel, and 4) developmental pathways for growth within the sport. Mr. Speraw re-emphasized USAV's mission statement and the need to ensure premium experiences for athletes to ensure growth within the sport.

B. Olympic and Paralympic Updates

i. LA28 Readiness and Initiatives

Mr. Speraw noted that the LA28 budget was impacted by the relief efforts following the January 2025 Los Angeles wildfires.

ii. FIVB / Volleyball World Update

Mr. Speraw noted that there are Board-level discussions regarding a joint-venture partnership between USAV and FIVB to support international events.

iii. Beach Teams Update

a. Olympic Tryout Structure Update

Mr. Speraw noted that USAV is currently engaged in ongoing discussions with NBC about the structure of the LA28 Olympic trials. No final decisions have been made regarding the tryout structure, and as such, USAV expects these discussions to continue throughout the fall season.

b. Beach Event / Newport Beach

Mr. Speraw noted that the beach events may be restructured to an indoor model. Mr. Speraw indicated that there are significant budget and cultural implications involved in such a shift. As a result, USAV is contemplating a hybrid beach/indoor model. Mr. Speraw also noted that there is a meeting on Friday, May 23, 2025 to discuss the Beach Event in Newport Beach.

iv. Indoor Teams Update

Mr. Speraw discussed the need for new coaching staff to prioritize performance in LA28.

v. Sitting Teams Update

Mr. Speraw noted that once the Beach Event is complete, USAV's focus will shift to events

for the Sitting Teams.

VII. USAV FOUNDATION UPDATE AND MERGER OUTCOME – Wade Garard

A. Synopsis of Key Purchase Agreement Terms

B. Goals for 2025

C. Approval of Purchase Agreement

Mr. Garard led a discussion on the business combination between USAVF and First Point Foundation. Mr. Garard explained the structure of the business combination as an asset purchase, whereby USAVF will acquire assets that are beneficial for the Foundation, including: First Point intellectual property, donor grants, and director transitions. USAVF will also assume certain liabilities in the form of unfunded grant obligations of approximately \$526,000 through 2025 and 2026. Mr. Garard then discussed how the fundraising approach at the Foundation will change as a result of the potential business combination and the benefit of adding many of the First Point directors to the Foundation board, many of whom are previous high capacity donors at First Point with relationships that will be helpful to the Foundation in future fundraising efforts. Mr. Garard then discussed the proposed go-forward corporate structure, governance, and leadership of the Foundation following the potential business combination, including proposed revisions to the Foundation's Bylaws. Mr. Garard also announced that, at its March 12, 2025 meeting, the Foundation's Board approved moving forward with the negotiation of definitive documentation for the proposed business combination with First Point Foundation, based on the terms and conditions outlined in the term sheet presented to the Foundation Board. After discussion and deliberation by the Board, Mr. Garard asked the Board to adopt the resolutions presented to the Board which, among other things, approved the Amended and Restated Bylaws of the Foundation, which among other things, authorized an increase in the number of directors of the Foundation Board in connection with the business combination.

Motion #3 to adopt the resolutions presented to the Board, which approve the Amended and Restated Bylaws of the Foundation, made by A. Reitingger, approved unanimously.

VIII. USAV STAFF REPORTS

A. Chief of Sport - Peter Vint

Mr. Vint discussed the resource allocation process among the National Teams and updated the Board on performance targets for key competitions between 2026-2028.

i. Special Discipline Sub-Groups Indoor/Sitting/Outdoor (High Level Overview of National Team Performance Plans)

With respect to indoor, sitting, and outdoor programs, Mr. Vint then discussed ongoing performance improvement plans which include 1) hiring new coaching staff to prioritize building roster depth, increasing international experience, and prioritizing performance for the 2028 Olympic Games, 2) hosting more top international teams to train and compete, 3) increasing investment in and national awareness of programs (including consideration of compensation issues) and 4) advancing analytical technology to track player metrics. Mr. Vint also noted that NCAA Men's Volleyball will be vulnerable to NIL-based rulings.

ii. Update on USAV's Education Program

Mr. Vint then provided an update on USAV's Education Program, which has been relaunched to include live programming, coaching development, education programs and athlete programming on various topics including body image positivity.

B. Chief Commercial Officer - Jaime Weston

Ms. Weston emphasized that strategic partners and investment in resources are required for USAV to be the voice of volleyball. Ms. Weston discussed the need to increase staffing and expand USAV's media platform.

C. Chief Operating Officer Update - Steve Bishop

Mr. Bishop provided an overview of the activities of various divisions, key completed items, and in-progress initiatives.

D. Chief Financial Officer Update - Stacie Kearns

Ms. Kearns provided an update on the Memorandum of Understanding between USAV and USA Wrestling regarding either 1) a proposed sale of the USAV building to USA Wrestling, assuming the receipt of a mutually agreeable appraisal, or 2) a lease of the second floor to USA Wrestling.

Motion #4 to approve the proposed lease or sale of the USAV building to USA Wrestling, made by S. Kearns, approved unanimously.

IX. BOARD COMMITTEE REPORTS (INCLUDING MOTIONS AS NEEDED)

A. Nominating Committee - Andy Reiting

Mr. Reiting discussed upcoming changes to the Nominating Committee, but noted the desire for necessary background checks to be completed prior to sharing the further details. Mr. Reiting indicated that the USAV Bylaws need to be updated to reflect revised Nominating Committee processes.

Motion #5 to approve the proposed revisions to the USAV Bylaws regarding a 30 day waiver, made by A. Reiting, approved unanimously.

Motion #6 to approve the proposed revisions to the USAV Bylaws regarding a 2 year partial term, made by A. Reiting, seconded by C. Rodriguez, approved unanimously.

B. Governance Committee - Travis Karlin

Mr. Karlin discussed proposed changes to the USAV Bylaws, including revisions to the filling of vacancies, the creation of a Chair-Elect position, and the restructuring of the Nominating Committee.

Motion #7 to approve the proposed revisions to the USAV Bylaws, made by B. Baker, approved unanimously.

C. Audit, Finance and Budget Committee - George Thompson

While a more comprehensive discussion of the Audit, Finance, and Budget Committee will be discussed in the Executive Session, Mr. Thompson provided a high-level update and confirmed that USAV successfully completed and passed its audit.

X. USAV ADMINISTRATIVE COUNCIL UPDATE - Lisa DiGiancinto

Ms. DiGiancinto noted that at the beginning of 2025, the USAV Administrative Council updated its family manuals, but has otherwise remained fairly quiet.

XI. ASSEMBLY REPORTS (SOME REPORTS MAY BE WRITTEN)

A. RVA Assembly - Steve Meuth

Mr. Meuth discussed the dynamics between USAV and Regions and noted that the relationship between the two is continuing to improve.

B. Junior Assembly - Kaylee Bridges

Ms. Bridges discussed the results of recent elections of the Junior Assembly. Ms. Bridges also noted that internal discussions within the Junior Assembly have been focused on coaching education and the desire for the Junior Assembly to have greater involvement within USAV.

XII. ATHLETE REPORTS

A. AAC Indoor and Para - Miles Partain/Eric Duda/Travis Ricks

Mr. Duda and Mr. Ricks noted that the AAC had an internal meeting this past week to discuss its maternity and paternity leave policies, but that, otherwise, there were no other significant updates to share with the Board.

B. Indoor - Cassidy Lichtman

Ms. Lichtman provided a brief update on participation by the National Teams at international indoor tournaments.

C. Beach - Chris Seilkop

Mr. Seilkop noted that beach tournaments will be taking place over the next several weekends.

D. Para/Sitting - Nicky Nieves/Chris Seilkop

Mr. Seilkop noted that there is ongoing discussion regarding airline travel policies for athletes.

XIII. INTERNATIONAL HALL OF FAME UPDATE - George Mulray

Mr. Mulray acknowledged that the International Volleyball Hall of Fame (“IVHF”) is celebrating 130 years of volleyball’s history in 2025. Mr. Mulray noted that the IVHF is planning to build a new \$100M+ complex in Holyoke, Massachusetts, with construction estimated to begin in Spring 2027.

XIV. NEXT MEETING DATES AND LOCATIONS

Friday, July 11, 2025 – Board Meeting (In-Person / Arlington, TX)
September/October TBD and December TBD at AVCA Convention / NCAA Women’s Final Four

XV. ADJOURNMENT FOR THE DAY (RETURN TOMORROW FOR EXECUTIVE SESSION ONLY)

Motion #8 to adjourn the meeting, made by A. Reiting, seconded by B. Baker, approved unanimously.

THURSDAY, May 22, 2025

Motion #9 to go into Executive Session (including staff), made by D. Gentile, approved unanimously.

Motion #10 to exit the Executive Session and return to regular session, made by A. Reitingner, seconded by D. Peixoto, approved unanimously.

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

Personnel Committee Report from Ms. McGhee

Financial report from Mr. Thompson

SafeSport update from Ms. Stafford

Review of current USAV structure and business demands from Mr. Speraw and Mr. Bishop

Motion #11 to adjourn the meeting, made by A. Reitingner, seconded by D. Gentile, approved unanimously.