



**USA Gymnastics Board of Directors Meeting
August 13, 2020
Zoom Conference Call. 1 p.m. ET**

Board of Directors

Kathryn Carson (Independent Director), Chair
David C. Rudd (Independent Director), Vice Chair / Secretary - *Absent*
Brent Lang (Independent Director), Treasurer

Lois Bingham (Independent Director)
Kittia Carpenter (National Membership Director – Women)
Ivana Hong (Athlete Director – Women) - *Absent*
Scott Lineberry (National Membership Director – Combined)
Brandon Wynn (Athlete Director)
Rebecca Sereda (Athlete Director)
Staci Slaughter (Independent Director)
Justin Spring (National Membership Director – Men)
Julie Springwater (Independent Director)
Kimberly Till (Independent Director)
Justin Toman (Independent Director)
Kevin White (Advisory Council Director)

Others Present

Li Li Leung, USA Gymnastics President and Chief Executive Officer
C.J. Schneider, USA Gymnastics Outside Counsel and Chief Legal Officer
Lauryn Turner, USA Gymnastics Chief of Staff
Kim Kranz, USA Gymnastics Chief of Athlete Wellness
Sara Weskalnies, USA Gymnastics Outside Counsel

I. Welcome

The Chair called the meeting to order at 1:02 p.m. ET.

The Chair thanked everyone on the call for joining the meeting. The Chair welcomed and introduced Brandon Wynn as the newest director. Mr. Wynn spoke about his background and remarked on the expertise that he will bring to the Board. The Chair commented that Mr. Wynn will be a great addition to the Board.

II. General Update

Julie Springwater and Scott Lineberry joined the meeting at 1:04 p.m. ET.

The Chair updated the Board on the progress of revised governance documents, including the bylaws. The Chair, Ms. Leung, and Mr. Schneider have prepared information for the Nominating and Governance Committee's consideration, a draft of the proposed amended and re-stated bylaws.

III. Executive Session

A motion to enter Executive Session was made by Scott Lineberry and seconded by Rebecca Sereda. (Time 1:05 ET). The motion was approved unanimously.

The Board entered the Executive Session at 1:05 p.m. ET. Li Li Leung, C.J. Schneider, Lauryn Turner and Sara Weskalnies remained on the call.

The purpose of the Executive Session was to discuss financial and legal matters.

Justin Spring joined the call at 1:23 p.m. ET.

Rebecca Sereda left the meeting at 1:41 p.m. ET.

A motion to exit Executive Session was made by Kimberly Till and seconded by Kevin White. The motion was unanimously approved.

The Board exited Executive Session at 2:01 p.m. ET. Staci Slaughter left the meeting at 2:01 p.m. ET.

IV. Safe Sport Update

Kim Kranz joined the call at 2:02 p.m. ET.

Ms. Kranz presented to the Board on data and reporting metrics for the Safe Sport department. Ms. Kranz remarked that a recent upward spike in Safe Sport reporting was likely due to the recent release of the documentary *Athlete A*.

Ms. Kranz updated the Board regarding the organization's progress on reviewing and closing cases. There is now a tiering system that will allow the organization to efficiently and consistently review cases. Ms. Kranz also presented the July Safe Sport data to the Board.

Ms. Leung informed the Board that Safe Sport is working toward moving the organization to a new and more efficient database called iSight. Julie Springwater remarked that Safe Sport is trying to rework the database to be more conducive to effective reporting.

Ms. Springwater congratulated on Ms. Kranz on her recent promotion to Chief of Athlete Wellness.

The Chair updated the Board on the ongoing efforts to create charters for each committee. The Safe Sport Committee is the first committee to prepare and adopt a charter, which can be used as a template for other committees. The Safe Sport Committee approved the charter by majority vote before presenting it to the Board. The Board discussed the draft charter.

A motion to approve the Safe Sport Committee Charter was made by Julie Springwater and seconded by Lois Bingham. The motion was approved unanimously at 2:24 p.m. ET.

The Board agreed to post the Safe Sport Charter online as an addendum to the meeting minutes. The Charter is attached as Exhibit A to these regular session minutes.

Kim Kranz left the meeting at 2:26 p.m. ET

V. Olympic Games Selection Procedures

Ms. Leung presented to the Board the recently-revised Olympic Games selection procedures. The selection procedures were amended to reflect date changes and changes in athlete representation. Ms. Leung proposed that the Board vote on the procedures.

A motion to approve the revised Olympic Selection Procedures was made by Kimberly Till and seconded by Kevin White. The motion was approved unanimously at 2:30pm E.T., except that Mr. Wynn recused himself from the vote.

VI. Business Update

Ms. Leung updated the Board regarding the recent virtual National Congress. The event had over 2,800 participants attend, including 38 vendors. Ms. Leung remarked that it was the second highest attended Congress. The feedback has been that the event was an overall positive experience.

The Board discussed continuing education opportunities for members.

Ms. Leung introduced to the Board the Athlete Bill of Rights, which is a new document developed in concert with the Athletes' Council. The Board discussed the draft document, including how it could be implemented.

Brandon Wynn and Scott Lineberry left meeting at 2:58 p.m. ET.

Lauryn Turner updated the Board regarding membership progress given COVID-19 and the stay-home orders. Ms. Turner presented on approaches to drive membership this season. The Board discussed ways to add value to membership, including providing resources to help clubs address issues related to COVID-19.

Julie Springwater left meeting at 3:04 p.m. ET.

Justin Spring left meeting at 3:07 p.m. ET.

Justin Toman left meeting at 3:08 p.m. ET.

The Board discussed opportunities for addressing health and wellness of athletes in the organization. The Board wants the organization to be a leader in this area.

VII. Adjournment

A **motion to adjourn the meeting was made and seconded.** The motion was approved unanimously.

The meeting was adjourned at 3:12 p.m. ET.

Respectfully submitted,

David Rudd
Secretary
USA Gymnastics Board of Directors

USA Gymnastics Safe Sport Committee Charter

The USA Gymnastics Safe Sport Committee (the “Committee”), a standing committee reporting to the Board of Directors of USA Gymnastics (the “Board” or “Board of Directors”), is established by USA Gymnastics’ Bylaws. The purpose of the Committee is to advise the Board on, and monitor USA Gymnastics’ compliance with, policies and procedures related to Safe Sport and athlete safety, including without limitation all rules and policies of the U.S. Center for SafeSport (the “Center”) and USA Gymnastics’ SafeSport Policy and Procedures. The Committee shall not be involved with the investigation or resolution of any specific Safe Sport report.

The Committee consists of no more than five (5) voting members. The Committee will include one (1) Board member, one (1) former athlete who meets the criteria for an Athlete Director, one (1) owner or managing director of a USA Gymnastics Member Club, and one (1) subject matter expert, all selected by the affirmative vote of a majority of the Board of Directors after nomination by the Nominating and Governance Committee. The Committee will also include one (1) Athlete Director or one (1) other member of the Athletes’ Council selected by the Athletes’ Council. The Chief of Athlete Wellness (or equivalent position) shall be a non-voting member of the Committee. A USA Gymnastics Safe Sport Department employee shall coordinate with and assist the Committee.

The Committee shall meet at least monthly by telephone or videoconference and may hold at least one in-person meeting each calendar year. The Committee may hold more frequent meetings as necessary or desirable. A majority of the voting Committee members present at a meeting shall constitute a quorum. Once a quorum is established, a majority vote of the present Committee members shall constitute action of the Committee.

The Committee shall elect a chair from among its members. The chair shall be elected for a 3-year term. The Committee shall maintain minutes of all meetings. Upon approval by the Committee or request of the Board, the Committee’s minutes will be distributed to the Board. The Committee will report regularly to the Board with recommendations on matters of policy, education, and funding related to Safe Sport that require Board consideration and approval.

Committee Specific Duties

The Safe Sport Committee will:

- Review and assist with the development and implementation of the Safe Sport strategic plan.
- Monitor compliance by USA Gymnastics with the policies, procedures, and requirements of the Center, as well as other safe sport initiatives of the United States Olympic & Paralympic Committee (“USOPC”), except that the Committee shall not influence the investigation or resolution of any specific Safe Sport report.
- Review monthly data as it relates to Safe Sport reports and resolutions.
- Educate the community regarding the work and effectiveness of Safe Sport and its programs
- Regularly use data from club audits and other sources to inform and continuously improve Safe Sport programs and to determine whether Safe Sport reflects the Corporation’s mission of “Athlete First.”
- Advise the Board of Directors on Safe Sport-related topics, but not specific reports.

- Act as ambassadors to the community to promote Safe Sport initiatives, policy, and education in the gymnastics community.
- Uphold confidentiality as it relates to reports, cases, data and proprietary information.
- Undertake a commitment to the health and safety of athletes of the gymnastics community.
- Take responsibility for serving as diligent and knowledgeable Committee members regarding USA Gymnastics Safe Sport and the Center's SafeSport policies.
- Committee will perform duties as assigned by the Board, the Chair or the President.

Terms of Service

All Committee members will serve a three-year term. Committee members' terms will be staggered so that no more than two Committee members' terms end in any calendar year. No Committee member will serve more than two consecutive terms. A Committee member's term begins on January 1 and ends on December 31 of the third year. The Committee will notify the Nominating and Governance Committee and the Board at least three months before a Committee member's term ends, in order to facilitate the prompt re-appointment or replacement of the Committee member.

Disclosure of Charter

This charter shall be made available on the USA Gymnastics website.

Effectiveness and Amendment

This charter must be approved by the Board. Any amendment or other modifications of this charter shall be made a majority vote of the voting members of the Committee, subject to approval by the Board.