

# MINUTES | BOARD OF DIRECTOR MEETING MINUTES

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Thursday, August 17, 2023, 1:00 p.m. – 3:30 p.m.  
In-Person/Virtual Hybrid

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**Meeting Chairman:** Kipp Nelson  
**Vice Chair:** Steve Strandberg

**Board Members Present:**

Liz Arky (Foundation), Frankki Bevins (At-Large), Rosie Brennan (Cross Country Athlete), Alex Deibold (Snowboarding Athlete), Brandon Gayle (At-Large), Karen Ghent (Alpine), Jasper Good (Jumping/Nordic Combined Athlete), Ken Graham (Foundation), Troy Murphy (Freestyle Athlete), Warner Nickerson (Alpine Athlete), Mike Page (Freestyle), Henri Rivers (Foundation), Steve Shafran (Foundation), Dune Thorne (Foundation), Tom Wallisch (Freeskiing Athlete), Andrew Weibrecht (USOPC AAC Athlete) and Tom Yaps (Freeskiing).

**Ex-Officio Board Members Present:**

Sophie Goldschmidt (President & CEO), Brian Leach (Audit Chair), Kelly Pawlak (NSAA), and Hannah Kearney (FIS).

**Board Members Excused:** Rick Kapala (Cross Country), Nina Lussi (Jumping/Nordic Combined), Dylan Omlin (Snowboarding), and Kikkan Randall (Overall Athlete).

**Ex-Officio Board Members Excused:** Emily Cook (USOPC AAC Alternate), Dexter Paine (Immediate Past Chair), and Nick Sargent (SIA).

**Additional Attendees:**

Brooke McAfee (Chief Financial and Administrative Officer), Anouk Patty (Chief of Sport), Trisha Worthington (Chief Revenue and Philanthropic Officer), Guy Slattery (Chief Marketing Officer), Alison Pitt (General Counsel), Jodi Deputy (Vice President, People, DEI, and SafeSport), Ashley Deibold, Sheryl Barnes, Amanda Black, Tami Strong, Skogen Sprang, Rick Bower, Matt Gnoza, Darlene Nolting, Erin Doyle, and Gus Kaeding

**1. Chairman Calls the Meeting to Order & Established Quorum: Kipp Nelson**

Mr. Nelson called the meeting to order at 1:00 p.m., mountain time. Ms. Pitt made a roll call and noted that a quorum was present.

**2. U.S. Ski & Snowboard Chairman's Report: Kipp Nelson**

Mr. Nelson asked if any director had a conflict of interest with any of the items on the agenda. Mr. Yaps disclosed that he is a sports agent and represents a few athletes on the team. Mr. Page declared that his adult son is on the U.S. Team and that he owns a ski distribution company that is currently an equipment supplier for most of the athletes on the Freestyle Team and he has a foundation that supports the team. Neither of the directors felt that they had conflicts with the agenda items at today's meeting.

Mr. Nelson provided an update on the U.S. Center for SafeSport's letter to Senator Grassley's office early last year. He reported that the Center finished its investigation last week, which found that U.S. Ski & Snowboard had not interfered. We are still awaiting the final report.

Mr. Nelson noted that we have Board members from diverse backgrounds, and he thanked the Board members for their service. He mentioned that we will continue to have education for our Board members on their fiduciary responsibilities and good governance. There will be outreach over the remainder of the year. Mr. Graham mentioned that there is a broad range of experiences on the Board and having continuing education will assist our Board.

### **3. U.S. Ski & Snowboard May 18, 2023 Meeting Minutes' Approval: Alison Pitt**

Ms. Pitt asked for a motion to approve the minutes from the last Board meeting.

***Mr. Strandberg moved, and Ms. Thorne seconded the motion to approve the meeting minutes from May 18, 2023. There was no comment and the motion passed unanimously.***

### **4. U.S. Ski & Snowboard Chief Executive Officer's Report: Sophie Goldschmidt**

Ms. Goldschmidt mentioned the increased training for all teams at the USANA Center of Excellence (COE). The teams had made an effort to come for the high performance training. We can already see the benefits of the interactions and training.

The financial forecast will be provided in further detail by Ms. McAfee, but we are on track for our projections. Ms. Worthington's team has had a few key renewals and new partnerships. We have secured a title partner for our snowboard team. It is a first for this team and will provide support for this team. Ms. Goldschmidt thanked Ms. Worthington and her team for their efforts.

Regarding fundraisers, we've had a successful start to our fundraising at the beginning of this season. We've had generous support from our donors. On the expense side, we have increased our management of our team budgets to address the variability with the increasing costs of travel logistics.

Ms. Goldschmidt provided an update on the Loppet Cup and the ticket sales, which sold out quickly. We hope to bring more Cross-Country World Cups to the U.S. and will continue to work with FIS on our request.

On broadcast rights, FIS and Infront continue to discuss the rights. We are making good progress with InFront and Outside on consolidation and improving broadcasts of events to our stakeholders and fans. We are dependent on the negotiations of the rights.

Mr. Rivers and several athletes from the National Brotherhood of Skiers and Snowboarders are training at the COE this week. It is a great opportunity for shared learning.

Ms. Goldschmidt provided an update on our sustainability. The Sustainability Board was established with members including Erik Snyder, Sydney McNiff Johnson, Mike Kaplan, Kelly Pawlak, Sophie Goldschmidt, Brooke McAfee, and Guy Slattery. We are evaluating our carbon footprint and building strategic partnerships including Protect Our Winters and Green Sports Alliance. We will come back to the Board when we have a draft plan. On the communication and education side, we are developing a platform to engage our brand partners and athletes.

Mr. Nelson thanked Ms. Goldschmidt for her report and for her team securing a sponsor for the Snowboard team.

### **5. FY24 Finance Update: Brooke McAfee**

Ms. McAfee reported that the FY23 financial audit was completed by our independent auditors. We ended the year with positive results. We have financial stability and year over year improvements. Ms. McAfee also reported that we received our ERC funding of \$999K and the USOPC initiative funding. Additionally,

the rental income received from the third floor of the COE is covering debt costs. Financially, we are doing monthly and quarterly reviews of budgets to ensure that we are within our budgets by department. We are hiring an associate counsel to assist our legal department and our membership renewals are on track to meet targets.

Ms. McAfee noted that the areas of focus for the remaining fiscal year include increased costs for travel (addressing the challenges of inflation and monitoring department budgets), budgeting software (a tool for linking financial systems to budget planning), the USOPC audit (new round of updates needed for the bylaws, code of conduct policy, whistleblower and anti-retaliation policy), potential rental of remaining space on the third floor, and managing administrative load with organizational growth.

For FY24, the organization has new sport investments in athletic teams of \$1.88M including \$820K core budget investment, \$594K in new USOPC initiatives, \$190K in restricted grants from the Foundation, and \$280K added sport support. Additionally, we've had employee investments in compensation and new sports staff and with the transfer of the para sports for Alpine and Snowboard, we have an additional \$2.2M from the USOPC to support these sports. Finally, the addition of new World Cups in Cross Country and Freestyle should have a positive financial impact.

For the FY24 total operating revenue and Q1 forecast, revenues are expected at \$54.53M. Ms. McAfee further compared FY22, FY23, and FY24 for commercial revenue, foundation operating revenue, and earned revenue growth. She noted that there has been growth in commercial and foundation operating revenues. For the FY24 budget, we had increased spending in new sport investments, domestic programs with a shift towards development budget being held in athletic teams, and increased broadcast expense. We are taking a conservative approach to our forecast.

There were a few questions from the Board, which Ms. McAfee responded to. The Board noted the new sources of revenue growth.

## **6. Commercial & Foundation Report: Trisha Worthington**

Ms. Worthington provided an update on partners including the partners that have renewed (Intermountain Health, USANA, Xfinity, and Textron Aviation). We have new business partners (United, Arctic Cat, Knockaround, Backcountry, and a title sponsor for our Snowboard Team, which will be announced shortly). Her team continues to work on *Heroic* and Para Team interest from partners. Ms. Worthington thanked Board members that have provided partnership leads. The connections are greatly appreciated by our Commercial team. She noted that the majority of her partnership team has a full year with us now.

For the remainder of the year, she has key areas of focus on beer, para team naming, new event sales, as well as several open categories. With the addition of new events at Minneapolis and Waterville, we will have new event sales opportunities.

On the Foundation update, Ms. Worthington provided a donors program update. The team continues to work on inside tracks, ambassador programs, and sport specific fundraising. Areas of focus for the remainder of the year include the 57th New York Gold Medal Gala, the principal gift commitments, and the next endowment campaign build out.

For the inside tracks with the athlete gift officers program, we have built out curated zoom calls where gift officers provide commentary and color throughout the season. We have five coming up in the next few months. Mr. Nelson mentioned that he recently attended an Alpine call, and he encouraged participation from Board members for further engagement. Mr. Nelson thanked Ms. Worthington for her report.

## **7. Sport Report: Anouk Patty**

Ms. Patty provided a sport summary and the focus on the athlete experience. Ms. Patty provided an update on what is going well in sport programs including progress in developing a high performing athlete culture with transparency, better communication, and accountability. We've had increased incremental funding as well as established the Para and Ski Jumping/Nordic Combined programs.

We've had a lot of success with the mandatory athlete training at the COE. It builds team culture, team unity, and also builds a strong strength and conditioning program. It is an expense, but well worth it for the team building.

All teams in or headed to Australia, New Zealand, Chile, or Argentina for training. Ms. Patty has completed one full season and is looking forward to this season. For areas of focus, Ms. Patty continues to focus on building a strong team including leadership skills for direct reports and athletic results in the face of constantly changing variables.

Ms. Patty detailed the incremental sports funding for FY24. \$1.88M in incremental investment across all sports on top of compensation adjustments. All World Cup Teams are now fully funded through the WC competition period. We are also investing in development and recently added two new rookie coaches in Snowboard and Freeski.

On what is not fully funded, Ms. Patty noted that we have a need for funding strength and conditioning coaches to stay with Teams during the season as well as prep camp programming across all sports. We also need funding for sports science innovation and additional training venues and jumps for Snowboard, Freeski, and Freestyle.

The Board asked about the air bag at the UOP as it has been delayed. Ms. Patty noted that it is still delayed, and we will not have it as an option for the Freeski and Snowboard teams this season. We will have a plan B for next year, if needed.

Ms. Patty discussed the integration of new sports. Para sports came over from the USOPC, but we are creating this team. We hired a full staff including a sport director (Erik Leirfallom) and we hired new head coaches for Para Alpine (Ryan Pearl) and Para Snowboard (Skiddy Kelly). The Board asked about the funding from USOPC on the Para teams. Ms. Patty mentioned that the current plan is to use the funds from the USOPC. Ms. Goldschmidt noted that we are seeking specific partnerships and sponsorships for these teams.

With Ski Jumping and Nordic Combined, we hired Anders Johnson as the sport director. USA Nordic funds this team. We did a recent onboarding with the athletes two weeks ago. The integrations are going well.

Ms. Patty provided the development teams update including the grassroots programs across the country, the project gold camps, and a few international camps. We have a few national team head coaches attend the camps to see the talent in development.

Mr. Nelson thanked Ms. Patty for her report and commended the efforts to have the athletes come to the COE for team training. Ms. Goldschmidt thanked Ms. Patty and Ms. Worthington for their efforts to fund the training programs at the COE so that all athletes could attend.

## **8. Marketing and Events Update: Guy Slattery**

Mr. Slattery provided an update on marketing. With social media and PR, we continue to have growth in our impressions and channels, with significant growth for the off season. We have continued to build a new

editorial strategy as well as expand our broadcasting on NBC and Outside. We have more athlete participation and engagement providing a rich opportunity for content capture.

The team will focus on event budget management, broadcast outreach, fan engagement, content development, and a new style guide. Mr. Slattery thanked Ms. Bevins and McKinsey's assistant in reviewing our strategy and providing recommendations for key areas.

The Board asked about whether we were developing a story for a potential series on our sport. Mr. Slattery noted that we have built a message that we are pitching.

For the 2023-24 teams, we are focusing on 10 sports, 200+ athletes, and ONE Team. We feel that there are different commercial opportunities around each sport which creates the most value for current and potential partners. The social strategy will continue to build the editorial strategy with a goal of providing transparency to athletes, coaches, staff, and stakeholders. We have published a full editorial strategy detailing our approach to where and how we share competition results on social media. The key factors that his team will focus on include timeliness/speed to market, assets, how to watch, live updates during events, and highlighting achievements and celebrating milestones. The goal is providing the core fan the content they want, while growing our audience.

On social campaigns, we are building the "What Makes a Champion" campaign as well as "#ontherise" campaign and the "Heroic Trailblazers" campaign. We've had great success with visits with other sport teams noting the recent engagement with UFC.

Mr. Nelson thanked Mr. Slattery for his report.

#### **9. Nomination and Governance Committee Update: Steve Strandberg and Liz Arky**

Mr. Strandberg noted that there are no action items from Nomination and Governance Committee today. However, we will have changes in the future. With the addition of the para sports, we will have a new Para Athlete Representative on the Board elected by the athletes and we will also add a para Sport Rep to the Board, which will be elected by the Board.

We are losing several board members next year including athlete representatives Mr. Nickerson, Mr. Wallisch, and Ms. Brennan, and board members Mr. Omlin and Mr. Yaps. It is a good time to start thinking about potential candidates for these positions for the Board.

Mr. Nelson thanked Mr. Strandberg for the update.

#### **10. AAC Update: Alex Deibold**

Mr. Deibold provided an update on the transition from Mr. Nickerson to him as the Chair. Mr. Deibold noted that the AAC will continue to work on athlete representation on committees to maintain the 33% athlete representation.

On training, Mr. Deibold noted that the athlete feedback on the summer training programs has been positive with many athletes agreeing with the value. Mr. Deibold noted the on snow training taking place around the world, mostly in the southern hemisphere.

As the Snowboard athlete representation, Mr. Deibold mentioned that several athletes on snowboard have contacted him. There have been challenges with change, but Mr. Deibold thanked Rick Bower, the sport director for addressing the challenges with professionalism. Ms. Goldschmidt mentioned that we will continue to build the support for this team.

Mr. Nelson thanked Mr. Deibold for his report.

#### **11. People, SafeSport & DEI: Jodi Deputy**

Ms. Deputy provided an update on people and culture since she started with the organization about four months ago. She is building the HR infrastructure, initiating training including leadership and professional development. On culture, we are working to improve engagement.

On the USOPC required training, it is required by all Board members and staff. We've only had two board members attend and there are only two live training sessions remaining (September 13th and December 6th). Ms. Deputy will send out another email. The Chair asked all Board members to try to complete the September 13th training.

We have reinvigorated the DEI committee. We are in the early stages of updating the approach including changing the name as DEI is an outdated term. We are fostering an inclusive culture and seeking to provide equitable opportunities and broadening diversity. The name has been changed to DEI Task Force.

Ms. Deputy provided an update on the DEI roadmap, which includes live and online training. We will also add a commemoration calendar so that we can celebrate, honor, showcase, educate, and give space for a wide range of identity groups and stakeholders.

Ms. Deputy noted that Board members can view the report on the open cases with the U.S. Center for SafeSport and within their jurisdiction as well as the open cases in our jurisdiction in the Board book.

#### **12. Floor Open for Member Comments/Questions**

Mr. Nelson asked if there were any comments or questions. The Board noted that they appreciated the Board book and presentations on what is going well and areas of key focus. The Board thanked staff for the commercial partnerships, noting that it is a positive highlight to see the growth in partnerships and media.

Ms. Goldschmidt thanked the Board for their governance and guidance as well as staff for their work.

#### **13. Upcoming U.S. Ski & Snowboard Board of Directors' Meeting Dates: Kipp Nelson**

Mr. Nelson discussed the future Board meeting dates.

*FY24*

*November 16, 2023 - Thursday 1 pm – 3:30 pm MST, Virtual*

*February 16, 2024 – Friday Noon to 2:30 pm MST, In-person/Virtual – Minneapolis Cross Country WC*

*May 17, 2023 – Friday 1 pm – 3:30 pm MST, Virtual*

*FY25*

*August 15, 2024 - Thursday, Virtual*

*November 14, 2024 - Thursday, Virtual*

*February 13, 2025 - Thursday, Virtual*

*May 16, 2025 - Friday, In-person/Virtual*

Mr. Nelson thanked Board members and employees for their work and focus.

#### **14. Closing Comments & Motion to Enter Executive Session**

***Mr. Deibold moved, and Ms. Bevins seconded the motion to adjourn the open session of the meeting and move to the executive session. The motion passed.***

At 3:30 p.m., the Board went into an executive session.

Respectfully submitted.

/s/ Alison Pitt  
Alison Pitt, Secretary of Meeting