

MINUTES OF MEETING
OF THE BOARD OF DIRECTORS OF
THE UNITED STATES ROWING ASSOCIATION

January 23, 2019

Directors present telephonically: Marcia Hooper (Chair), Jim Dietz, Bill Donoho, Falesha Thrash, Nobu Ishizuka, Charlie Haight, Jamie Redman, Nick LaCava, Jimmy Sopko, Darlene Disney, Steven Shure and Megan O’Leary.

Directors not present: Joe Manion, Lisa Stone

Others present: Patrick McNerney (CEO), Susan Smith (Chief Domestic Officer), Brian Klausner (CFO), Andrew Lee (outside counsel)

The Chair called the meeting to order.

Approval of Minutes

Ms. Hooper presented the minutes of the previous meeting of the Board on December 8-9, 2018 for approval. Ms. Redman made a motion to approve the minutes, which was seconded by Mr. Dietz and unanimously approved. The minutes were approved as presented.

Ms. Hooper presented the minutes of the previous meeting of the Board on December 18, 2018 for approval. Mr. Donoho made a motion to approve the minutes, which was seconded by Mr. Dietz and unanimously approved. The minutes were approved as presented.

Report of the CEO

Mr. McNerney began by discussing planning for 2019. Mr. McNerney discussed the recent Chris Chase conference in Saratoga Springs, which included more than 200 high school coaches and discussion of the future of junior rowing. Mr. McNerney advised that the relaunch of the coaching development program has been well-received by the rowing community. Mr. McNerney explained that USRowing has recently completed an organizational survey, which reinforced that coaching development is and should be a priority for the organization. Mr. McNerney further reported on USRowing’s recent Level 2 coaching clinic in Princeton, led by Kris Korzeniowski, and the initial “Olympic Development Program” event held in Sarasota in December, where more than 430 high school athletes participated in a camp and racing events. Mr. McNerney advised that the core Olympic Development Program team would be meeting within the coming weeks to discuss ways for the program to evolve over the next few years. With regard to SafeSport, Mr. McNerney advised that the Center for SafeSport currently has approximately 850 open cases across all sports with eight full time investigators. Mr. McNerney told the board that diversity and inclusion is a focus of the organization. With regard to junior lightweight rowing, Mr. McNerney

explained that the current structure will remain in 2019 but will be phased out over at the USRowing National Championships as USRowing revises the junior rowing structure.

NRF Update

Ms. Hooper advised that the National Rowing Foundation had closed its fundraising for 2018 with a shortfall against forecasted budget. A discussion ensued of the possible explanations for the shortfall and efforts to improve for 2019. Mr. McNerney explained this shortfall would have an impact on the 2018 results which would now be negative. Mr McNerney stated that management is committed to achieve a balanced budget for 2019 that would now revise downward the 2019 NRF grant taking into account the 2018 NRF funding shortfall.

Budget

Mr. McNerney reported on the 2019 budget process, advising that the revised budget will be submitted to the board in the near future. He noted that agreement will be required on the compensation plan as part of the process.

Compensation

Mr. Sopko provided an update from the Compensation Committee. Mr. Sopko advised that the committee is working towards setting realistic incentive compensation goals in light of the revised budget for 2019 and hopes to present a compensation plan to the board for discussion/approval at the next meeting.

High Performance

Mr. McNerney explained that coaching reports have been reviewed and discussed by the High Performance Committee and are available for the board to review.

Rules Committee

Mr. McNerney referred to the proposed Para rules changes he had distributed to the board by email in advance of this meeting. Mr. Haight made a motion to approve the proposed rules changes, which was seconded by Ms. Hooper and which passed unanimously.

Strategic Planning

Mr. McNerney explained that management is in the process of compiling comments from members on the previously published draft strategic plan, which will be distributed to the board in the near future. Mr. McNerney advised that the goal of the Strategic Planning Committee is to complete and publish the final Strategic Plan later this year.

Governance and Ethics

Mr. Ishizuka advised that a board of directors survey had been distributed and that responses were due by the end of the following week. Mr. Ishizuka reported that the revised Board Policy Manual has been drafted and will be presented for the board's consideration/approval at the March meeting.

Ropes & Gray Report

Mr. Lee briefly discussed the recently released report by Ropes & Gray LLP setting forth the findings of its independent investigation into the abuse of athletes by former USA Gymnastics doctor Larry Nassar. Mr. McNerney explained that Mr. Lee would present at the next meeting a discussion of lessons to be learned from the report.

Mr. Sopko made a motion to adjourn the meeting, which Ms. O'Leary seconded and which passed unanimously.