

USA Cycling Meeting of the Board of Directors September 6, 2023, via Zoom – 9 a.m. mtn time

Formal Roll call by Secretary Nancy Cowan

Greg Allen	<input checked="" type="checkbox"/> Present
Chad Blankenship	<input checked="" type="checkbox"/> Present
Mike Cole	<input checked="" type="checkbox"/> Present
Lucia Deng	<input checked="" type="checkbox"/> Present
Maddie Godby	<input checked="" type="checkbox"/> Present
Spencer Guinn	<input checked="" type="checkbox"/> Present
Dereka Hendon	<input checked="" type="checkbox"/> Present
Cari Higgins	<input checked="" type="checkbox"/> Present
Meredith Miller	<input checked="" type="checkbox"/> Present
Mel Strong	<input checked="" type="checkbox"/> Present
Alison Tetrick	<input checked="" type="checkbox"/> Present

Guests: Dr. Michael Roshon, Dr. Madeleine Pape and attorney Richard Young

Cari Higgins, Board Chairwoman called the meeting to order, followed by a thank you to the board members for their volunteer time and commitment to the Board. Also, acknowledgement of Ali Tetrick taking on a bigger leadership position as the USOPC's AAC representative. Some housekeeping items: December 11th in person board meeting in Louisville, KY; 2023 Board Assessment through Board Span will launch soon and is due end of September. Cari gave a quick recap of the day's Agenda to include transgender policy discussion, department updates, sport performance Paris prep, fundraising updates and progress made in USAC's business innovation work.

Brendan Quirk, CEO, thanked Shane Garman and Bonnie Walker for their invaluable work around the proposed USAC transgender policy; and gave an introduction to today's guests who will speak on the topic of transgender in sports: Attorney Richard Young (who has extensive experience in the Olympic movement and pro sports, and is one of the foremost experts on transgender in sports); Madeleine Pape PhD (internationally recognized as an expert in diversity, equity & inclusion and currently serves as the Inclusion Specialist for the IOC); and Dr. Michael Roshon (MD, PhD and Chief Medical Officer for USA Cycling). Brendan stated that the proposed Transgender Policy was given to all board members for review in advance of today's meeting.

Guest Richard Young spoke to the group on transgender case studies and provided his expertise on the legal framework and his legal opinion on the risks surrounding policies/rules, including adoption of UCI policy.

Guest Madeleine Pape gave a description of her background and presented slides on the IOC's 10 principles for the framework on fairness, inclusion and non-discrimination and a timeline of the IOC consensus through the years 2015-2023. She also presented some international case study examples related to human rights and wellbeing of athletes. And finally, a brief overview of the IOC's policy approach, it's learnings and findings from recent research; indicating that policy decisions have significant impact, and their approach to include the consideration of vulnerable athletes' needs.

Guest Dr. Michael Roshon gave a description of his role with USA Cycling, and his background of scientific research and clinical study work for hospitals in Colorado and Utah. He presented a recap of the IOC and UCI policies, summary of UCI conclusions, his opinion on implications for USA Cycling and its own policy and described next steps to include developing an internal review mechanism, proposed process for testosterone testing/monitoring and the formation of a review panel of medical experts, with an appeal process.

Q & A with guests and board members on topic, followed by board member discussion. Cari Higgins thanked today's guests for their expertise and presentations as they were dismissed from the meeting.

Chairwoman Cari Higgins stated it is the Board's role to set policy and provide guidance and strategic direction to management, and moved by making a Motion to approve the USA Cycling Transgender Athlete Participation Policy in a substantially similar form as the board has reviewed and to allow USA Cycling's management to make revisions to the policy from time to time that in the opinion of general counsel are not material, seconded by Mike Cole, all in favor, no one opposed, motion to approve policy passed. Brendan Quirk outlined next steps include working on a communication plan announcing the policy scheduled for the first or second week of October, with details around rolling out the policy effective January 1, 2024.

Brendan gave quick updates on organizational changes within the national events department, as well as a partnership with Medalist Sports. US Pro moving to Charleston, press release to go out shortly with details. In conversations with Zwift on E-sports, Pan Am Championships in the USA next year for track and mountain biking and the organization is continuing to invest in marquis events. An update on the research and results from the business innovation internal working group, to include key work done around sanctioning and membership models.

Jim Miller, Chief of Sport Performance gave an update on results at Super Worlds (5 World Champions and 9 individual medals) and talked about the athlete bonding and compassion surrounding the tragedy of Magnus White. Jim updated the board on Paris 2024 projects, preparation and qualifications process.

Scott Usher, Chief of Business Development gave an update on the Foundation's donor events for the remainder of 2023 and status of fundraising to include information on the silent auction and Bluegrass event in Northern California in November.

Cara Miller, Chief Financial Officer, updated the board with YTD financials through July, a snapshot of the company balance sheet and cash flow, and explanations on some timing issues and variances on shortfalls. Update on investment income.

[Motion to move into Executive Session by Ali Tetrick, seconded by Mike Cole, all in favor, no one opposed, approved and in Executive Session.]

[Motion to move out of Executive Session by Ali Tetrick, seconded by Mike Cole, all in favor, no one opposed, out of Executive Session.]

No other business to conduct. Motion to adjourn by Ali Tetrick, seconded by Mike Cole, all in favor, no one opposed, meeting adjourned.