

USA Cycling Meeting of the Board of Directors
Colorado Springs, CO
September 7, 2016 – Day 1

12:00 PM mtn – Nancy Belenke, presiding Secretary called the meeting to order followed by a formal roll call

Roll Call:

Name	Association	Present
Adam Duvendeck	Track	x
Alex Nieroth, Vice Chairman	At Large	x
Alison Tetrick	PRO-Athlete	x
Bob Stapleton, Chairman	At Large	<i>x appeared via phone</i>
Brook Watts	Cyclo-cross	x
BA Anderson	BMX	x
David Helfrich	USACDF	absent
Dorothy Nichols	MTB	x
Gina Kavesch	Road	x
Jame Carney	Track- Athlete	x
John Bucksbaum	USACDF	x
Kristin Klein	At Large	x
Lea Davison	MTB- Athlete	x
Dean Peterson	Collegiate	x
Matt Barger	USACDF	x
Michael Patterson	USACDF	x
Mike Day	BMX- Athlete	x
Nancy Leon	At Large	x
Sean Petty	PRO	x
Derek Bouchard-Hall - President	CEO	x

Also present for some or all of the meeting - USAC Staff members – Nancy Belenke, Todd Sowl, Kelly Reyes, Kelly Feilke, Joan Hanscom, Shane Garman, Micah Rice, Chuck Hodge, Steve McCauley, Jeffrey Hansen, Jim Miller and Steve Blank.

Vice Chairman Alex Nieroth motioned for approval of the April 4-5, 2016 board meeting minutes. Motion was seconded by Sean Petty. All in favor, passed without objection.

Bob Stapleton, Board Chairman made opening remarks, to include comments about the organization's progress with sweeping changes in USAC behavior, an effective marketing team and the transformational IT project. "There is a real sense of unity inside the organization". Bob gave his perspectives on challenges, i.e. decline in road racing, IT changes, reload & lock down women's and athletic development programs.

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CEO Derek Bouchard-Hall gave an overview of the overall Agenda and objectives for the next two meeting days. Derek presented his CEO management update to include membership & participation trends; budget and financial management; IT project well under way; staff and organization changes/new hires; launch of Safety & Anti-doping Committees; update on RaceClean; USAC Development Foundation; and Athletics (successes in Rio) and future direction of our athletic programs.

CFO Todd Sowl followed up with an update on the company's financial performance including the 2016 YE Forecast and an overview and strategic objectives regarding the 2017 budget.

Kelly Reyes, VP of Membership, presented an update on the Ride Membership program highlighting success in hitting overall membership numbers for the year which are compensating for the decline in Race memberships. Ride trends showing solid new net uptake. Roadside assistance added to new Ride product. Update on Race Membership heading into 2017 to include launch of tier memberships and bundles.

Joan Hanscom, Director of Event Services, discussed event permitting moving forward; outreach and new sales strategies; how we will drive growth; explaining how the new IT project will accelerate success in bringing on new events; and the priorities of a 2017 LA agreement and relationship.

Jeffrey Hansen, Director of Member Experience, updated the board on the IT Project in progress and partnership with CCN, including timing of the project. Todd Sowl followed up with an update on financial specific related to the IT project.

Kelly Feilke, VP of Marketing, discussed brand evolution; marketing campaigns for Ride Membership; social media success out of Rio; and an update on sponsor partnerships.

Quick announcements from Nancy Belenke regarding dinner locale, transport, etc.

Board meeting to continue to day two.

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September 8, 2016 – Day 2

8:00 AM mtn – Nancy Belenke, presiding Secretary called the meeting to order followed by a formal roll call

Name	Association	Present
Adam Duvendeck	Track	x
Alex Nieroth, Vice Chairman	At Large	x
Alison Tetric	PRO-Athlete	x
Bob Stapleton, Chairman	At Large	x
Brook Watts	Cyclo-cross	x
BA Anderson	BMX	x
David Helfrich	USACDF	absent
Dorothy Nichols	MTB	x
Gina Kavesh	Road	x
Jame Carney	Track- Athlete	x
John Bucksbaum	USACDF	x
Kristin Klein	At Large	absent
Lea Davison	MTB- Athlete	x
Dean Peterson	Collegiate	x
Matt Barger	USACDF	x
Michael Patterson	USACDF	x
Mike Day	BMX- Athlete	x
Nancy Leon	At Large	x
Sean Petty	PRO	x
Derek Bouchard-Hall - President	CEO	x

Also present for some or all of the meeting - USAC Staff members – Nancy Belenke, Todd Sowl, Kelly Reyes, Kelly Feilke, Joan Hanscom, Shane Garman, Micah Rice, Chuck Hodge, Steve McCauley, Jeffrey Hansen, Jim Miller, Steve Blank and Justin Evans.

Jim Miller gave his presentation on Athletics, first praising his staff and athletes, and everyone that went full gas to make the Olympics a success. Highlights of the Olympics – Women’s Road, BMX, and Women’s Team Pursuit. 5 medals in Rio – making us 4th overall in NGB medal counts out of 23 NGB’s. Successful partnership with Felt. Discussion about the future – Tokyo Olympics and beyond. Plans for a review and evaluation of future Selection Procedures.

Micah Rice, VP National Events, update on focus areas for 2017 and beyond, to including streamlining championship events; creating more value in top tier calendars; planning process for future events; and PRT calendar.

Chuck Hodge, Technical Director, discussion on Racing Collegiate proposed regulation changes. See attached document. Motion made by Gina Kavesh to approve Regulation Changes as proposed, seconded by Alex Nieroth. All in favor, no one opposed, changes to Collegiate Racing as shown on attached document approved.

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Chuck updated everyone on other UCI Rules and Regulations, as well as the USAC's involvement in a Transgender Policy and the IOC's guidelines.

Motion by Alex Nieroth to move into Executive Session. Seconded by Jame Carney.

Motion by Alex Nieroth to move out of Executive Session, seconded by Sean Petty.

Shane Garman, legal counsel conducted the governance portion of the board meeting to include a description of the role of Sport Committee members; update and results of Sport Committee elections finalized August 15th, and informed the members of two At Large Board positions up for re-election. Michael Patterson, Governance Chairman, motioned for a vote to re-elect Alex Nieroth and Kristin Klein, seconded by Sean Petty. All in favor. Alex Nieroth re-elected for a 3rd term and Kristin Klein re-elected for a 2nd term on the Board of Directors, both to run through 2018, terms effective December 2016.

Motion to move into Executive Session by Sean Petty, seconded by Adam Duvendeck. USAC staff exited room. Discussion amongst board members. Motion to move out of Executive Session by Alex Nieroth, seconded by Nancy Leon.

Other business – Nancy Leon suggested an update from the Development Foundation at future board meetings.

Motion made by Alex Nieroth to adjourn, seconded by BA Anderson. All in favor, meeting adjourned.