



## **U.S. Biathlon Association, Board of Directors Meeting Meeting Minutes, Submitted by Art Stegen, Secretary**

### **I. Call to Order**

William "Bill" Lilly, Interim President called to order the Board of Directors meeting of the U.S. Biathlon Association at 8:30 A.M. on 10 September, 2005 at Pineland Farms, New Gloucester, ME.

### **II. Roll Call**

Bill Lilly conducted a roll call and asked each attending to give a brief introduction and update of their personal lives since the last meeting. Members of the Board present were: Bill Lilly, Alan Nye, Art Stegen Charles Kellogg, Andy Shepard, Bill Alford, Larry Pugh, Chad Salmela and Bill Haggett (8:55). Members present represent a quorum. Others presents were Ed Williams, Steve Sands, Max Cobb, James Upham and Gail Holister. Members of the Board absent from the meeting: Jeff Thielen, Jeff Roth, Curt Schreiner, Chris Caviziel, Tom Stiles and William Spencer. In his opening remarks, Bill Lilly recognized and welcomed new Board member Bill Alford, who was attending his first Director's meeting. Bill Lilly then reviewed the meeting agenda.

### **III. Approval of Minutes from Last Meeting**

Following a correction to the date of the first U.S. Biathlon Championships at Williams Lake Hotel in 1965, a motion was made and seconded to accept the minutes as written. The motion passed without opposition.

### **IV. President's Report**

In his report, Bill Lilly reviewed the following issues:

- A) The By-Laws revision has been generally received little negative comments from the Directors. A detailed report specific to the By-Laws reviewing all the areas that require changes in order to be in compliance with the USOC, Ted Stevens Amateur Sports Act and New York Non-profit laws of incorporation, prepared by Ed Williams was distributed to the Directors. Bill outlined the general process required for membership approval, adjusting membership groups and voting strength, which would then lead into the quadrennial election of the new Board of Directors. This issue was to be revisited in a separate report later in the meeting.
- B) A review of the TD BankNorth sponsorship status and its expectations, which still requires a review and finalization of the Agreement. The issue of USOC "protected" sponsorship is in conflict with the current understanding and remains unresolved. The USOC has ownership of "Olympic Team Trials" and as such makes is difficult to negotiate with potential NGB sponsors. Bill asked Steve Sands to explain how this issue was worked out for the 2006 season. Steve reviewed the decision to decline the USOC offer of \$10,000 for a clean trials and

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after extended discussion with the USOC, agreement was reached with the USOC allowing a one-time trials, but without the "Olympic Trials" title and no change in the selection criteria. The trials will be a "Festival" at Ft. Kent with the same criteria and purpose, and allowing TD BankNorth sponsorship. Steve Sands was complimented for his efforts in resolving the issue for 2006. However this issue goes beyond the USBA in that the USOC's expectations are unfair, and without any agreement on how to proceed makes it difficult to know how to negotiate with NGB sponsors. An October meeting is scheduled at USOC in attempt to resolve the issues. As future guarantees of funding to NGB's are not solid, finalization of the TD BankNorth agreement needs to be completed, especially in the details of future "Olympic Trials." Currently there is a Memorandum of Understanding in place, with remaining details to be worked out; however Bill explained that he had signed an agreement, which requires revision. He further explained that he would approach the bank to accomplish this in the near future. Andy Shepard felt there would be no difficulty with the bank concerning this issue.

- C) A cause for concern with the plans to move the USBA office to Maine surfaced when the letter of intent included a lease agreement that identified fees for rent and other costs. It was explained that a management corporation owns Pineland Farms, and the intention was for the Libra Foundation to provide a grant to offset the costs, however the funding needed to be up front and to continue to coincide with the term of the TD BankNorth sponsorship agreement. Larry Pugh offered to work out the details with Bill Haggett.
- D) The budget discussion from the spring meeting identified an \$18,000 deficit. However since then, due to additional actions, additional cost has arisen and anticipated revenues have not developed, creating additional shortfalls. Bill suggested that some initiatives and committee actions would need to be reviewed as a part of the agenda items later in the meeting.
- E) Bill also reviewed other items he felt needed discussion. Included in these items were: USBA Long-range scheduling, Hall of Fame nominations, development of an "Operations Manual," a hosting policy, venue selection and cooperation between areas, NorAm revival, and the Membership Convention. The group complimented Bill for the thoroughness of his report.

### **V. By-Laws Revision Report, Alan Nye**

Alan Nye reported to the Directors the status of the By-Laws revision concerning the process and review by Legal Counsel. Ed Williams provided the Directors with a comprehensive report on compliance with USOC, Amateur Sports Act and State of New York requirements. Art Stegen, as chair of the Committee for BOD Restructure provided some additional comments as to the background into the recommendations on the number and nature of the future Directors, the reduction of membership classes and readjustment of voting strength for each group. An important required outlined in Ed Williams' report is that the Association must go to the membership for approval of changes in the number of Directors and membership groups. Future member of the Board will be called "Directors." Bill Lilly reviewed a potential sequence of events and time-line leading to the BOD revisions, By-Law revision and elections that would achieve the goals of each in time for the next quadrennial. An important concern of the

discussion that followed was that of the membership categories. The Executive meeting had suggested eliminating the membership class for corporations, however the discussion tended to go in the opposite direction. Max Cobb would be to prepare a document that Larry Pugh would present to potential corporate contacts to determine interest. The document would be a two page explanation of the benefits of membership.

#### **VI. Nominations Committee Report, Bill Lilly**

Bill Lilly reviewed the time-line, committee staffing and ethics review. He then reviewed the progress, with the Ethics committee in place, the Nomination committee's recommended candidates names were sent forward for an ethics review which is now in progress. The ethics review was originally due for completion prior to the meeting; however it was not possible and is now anticipated for completion within two weeks. As mentioned in the By-Laws revision report, the time-line projects ballots to be mailed to the membership by December 1<sup>st</sup>.

#### **VII. Executive Director's Report, Steve Sands**

A written report was provided to the Directors. Budget items are to be further discussed in new business. A question concerning the sponsorship agreement with Lapua (ammunition) was brought up due to a projected shortfall of anticipated revenue associated with that agreement. Max Cobb explained that Lapua felt they did not receive their "value" from the television exposure, but that Max was continuing to discuss the issue with them and had provided additional information concerning the programming. He also explained that the IBU failed to provide T.V. bonus money, saying the money provided to Euro Broadcasting was their support.

#### **VIII. Marketing Director's Report, Max Cobb**

A written report was provided to the Directors. Max Cobb summarized the main points of the document adding that an agreement in principle had been concluded with Hilton. He explained how the \$50,000 value in kind could be turned into cash and how the reservation portal and links from the USBA website works. The relationship with OLN is continuing and additional sponsorship opportunities in Maine show promise for an additional \$50,000.

#### **IX. Athletes' Report, Chad Salmela**

Chad Salmela reported that there was a sense of high spirit, motivation and fitness among the athletes. A remaining concern for the athletes is the issue of budget deficit and how it impacts their programs and plans.

#### **X. Additional Reports**

Among the written reports provided the directors were:

- A. Development Director's Report – Jerry Kokesh
- B. National Team Report – Algis Shalna

- C. Junior National Team Report – Vladimir Cervenka
- D. Development Team Report – James Upham

**XI. High Performance Committee Update, Andy Shepard**

The proposed plan had previously been distributed and a final document was provided to the Directors prior to the meeting. The plan had received many constructive comments and positive feedback from the USOC. A common concern was the lack of details, especially the steps and tasks needed to accomplish the goals, the organization and the people involved and responsible as well as a time-line. Andy identified the plan as a "business" plan that was a "strategic" framework. As the committee work was completed, he felt that it was now up to the staff to supply the details that would give the plan further structure in order to make it operational. He also pointed out that the plan now needed to be resourced. Larry Pugh made a motion to approve the plan with Chad Salmela seconding the motion. In the call for discussion, it was pointed out that some of the elements of the plan are easy to accomplish, however prioritization needs to be developed with funding applied to the right requirements. It was also questioned as to whether the mission statement included in the plan was an attempt to change the mission statement of the organization, as stated in the By-Laws. Andy Shepard responded that it was the intention of the plan to change the mission statement. Comments that followed were not universally supportive of this intention, and it was decided that it was neither the proper method nor venue for such changes. Larry Pugh called for the vote, with modification to the motion, adding that the minutes should reflect that further action, details and resourcing, on the HPP would be taken by the staff. The motion passed without opposition.

At 11:40 the meeting entered into Executive Session.

**XII. ICC Report, Alan Nye**

Following a short break for lunch the meeting opened with the International Competition Committee report. Alan Nye distributed ICC proposals for:

- A. the 2006-07 Senior National Team criteria,
- B. early World Cup participation,
- C. start positions for 2005-06 Season,
- D. participation in WC 5-6 and attendance at Olympic Preparation Camp
- E. participation in WC 7-8
- F. participation in relays

Questions and discussion on each clarified the proposals. Bill Haggett made a motion to accept the proposals with a guideline to the athletes indicating that the Directors wish that the athletes know the organization wants them to participate in the relays in light of the future. Chad Salmela seconded the motion and with no additional discussion, the motion passed without opposition. Alan Nye then explained that the ICC was not yet ready to present a Junior selection criteria for approval.

**XIII. New Business, Budget, Steve Sands**

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Actions taken at the last BOD meeting are shown in the budget as expenses. Not shown is the approved Europa Cup 2 "limited trials" which will add to the current \$55,582 shortfall. Steve felt that there are no additional cuts possible, either in athlete programs or staff benefits. In addition, Jerry Kokesh and Roger Hartely have submitted requests for funding. Current options, including \$14,000 in line of credit, withdrawal of USOF funds, anticipated new revenues or funding cuts would not make up the deficit. Other options discussed were the Hilton program, Kenai Wild (\$5,000), USOF interest (\$10,000) and raising membership dues. Larry Pugh made a motion to raise the membership's dues to \$50, with a second by Andy Shepard. In the discussion following the motion, the various classes of membership (family, club, corporate) were viewed as each having different objectives and impacts. The motion was amended to raise the dues according to the recommendation of the Executive Committee and passed without opposition. With regards to the budget shortfall, the BOD asked Steve Sands to continue operating and report by March 1<sup>st</sup> to alert the BOD as to the status of the budget deficit, with the organization to continue targeting new sponsorships with objective of reducing it. Concerning the Kokesh and Hartely proposals, it was suggested that they be informed the current lack of resources could not support either proposal.

### **XIV. Other New Business**

- A) Office move update – Details concerning the cost identified in the lease agreement are still to be resolved. Current plans are for an office on the 2<sup>nd</sup> floor of the Gloucester building at Pineland Farms.
- B) World Junior Biathlon Championships – The dates are Jan 28<sup>th</sup> – Feb 3<sup>rd</sup> and it will be the largest sporting event in Maine. A new waxing building and spectators area has improved the Presque Isle site.
- C) Junior Trials – Will be held at Mt Itasca, Coleraine MN, 17-19 December. The racing includes all classes since it will also be a NorAm race. The selection criteria are still in development.
- D) TD BankNorth Festival (Olympic team selection races) – The lack of Olympic Trials title reduces potential funding sponsors. The dates of races are 28-29 December and 2-3 January. There is possible Canadian participation and there will be planned events for spectators.
- E) Protocol Committee – Comprehensive manual is in development with the goal to have it ready prior to the competitive season. Its primary focus is team and staff guidance.
- F) Committee Chair Nominations – With the objective to activate committees, including Hall of Fame, Venue Selection and Requirements. Bill Lilly will work towards establishing new committees.
- G) Annual Membership Meeting – The required annual members meeting sparked discussion concerning moving the financial year. There was high interest in development of the concept of a membership convention, elections that includes proxy votes and the required audit report, meeting the By-Laws requirements.
- H) Next meeting – The next meeting would be a critical as the new BOD would be mapping out the next 10 years. There was discussion on the logistical issues concerning the budget and establishing a consistent future date for a spring meeting. The date of May 20<sup>th</sup> was established for the next meeting.

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- I) Alan Nye asked for recognition of Bill Lilly for taking on the role of Interim President. It was agreed by the Directors that the minutes should reflect their thanks and appreciation to Bill for his willingness and professionalism in accomplishing this difficult task.

### **XV. Meeting Adjourned**

Bill Haggett made the motion to adjourn with a second from Alan Nye. The motion passed and Bill Lilly adjourned the meeting at 4:30 P.M.