



USATT Board Teleconference Minutes February 1, 2021

Board Chair **Richard Char** called the Board Teleconference to order at **6:03 pm** US Mountain time.

Board Members in attendance: **Kelly Watson, Tom Feng, Tara Profitt, Sergio Garcia, Thomas Hu, Dan Reynolds, Will Shortz** and **Board Chair Char**

USATT Outside Counsel: **Brian Moran, Esq.** and **Stephen Hess, Esq.**

USATT Staff Present: **Mark Thompson** (COO, General Secretary); **Sean O'Neill** (High Performance Director); and **Jasna Rather** (High Performance Assistant Director).

USATT Foundation Representative: Pam Fontaine.

USOPC Representative: **David Patterson**.

Other Persons Attending: **Niraj Oak, Kagin Lee, Larry Hodges, Willy Leparulo** (NCTTA), **Shelly Leparulo** (NCTTA), **Spencer** (NCTTA), **Mark Wei** (NCTTA), **Al** (Princeton Meadows, NJ), **Brandon Lawrence** (NCTTA), **hkfas** (Toronto, Ontario), **Ying Wang** (NCTTA), **Jenna Kiyasu** (NCTTA), **Michael Reff** (NCTTA), **Jasper Maniates** (NCTTA), **Alan Chu** (NCTTA), **James Wang** (NCTTA), **Burair Kothari** (NCTTA), **Nancy Zhou** (NCTTA), **Rishabh Srivastava** (NCTTA), **Kyle** (Bartlesville, OK), **Joe Ma** (PA), **Xinye Ji** (NCTTA), **Aditya Vasta (?)** (NCTTA), **Edmund Suen, Derrick Lee (718-753-7198)** (NYC), **Brian Crisp** (AGTTA), **Francis Street, Paul Zhang (917-836-1916)** (NYC), **917-658-5927** (NYC), **904-347-6281** (Saint Johns, FL).

Board Chair Call for Conflicts

None noted.

Approval of Minutes from Board Meeting of December 7, 2020

Upon Motion properly presented and seconded, the following unanimous Resolution was approved:

RESOLVED: That the Minutes from the Board Meeting held on December 7, 2020 are approved and formally entered into the record.

Chief Executive Officer's Report

On behalf of USATT Chief Executive Officer Virginia Sung, Mark Thompson (USATT Chief Operating Officer) provided an overview of the organization's plans for upcoming year. Mr. Thompson reported that, understanding the uncertainties and challenges posed by the COVID-19 pandemic, USATT nonetheless seeks to implement actions and policies that would put the organization in the best possible position to be prepared for the full return to play if and when that becomes possible. USATT is working to grow the membership, grow revenues, increase the quality of the organization's partnership with the Member Clubs, encourage and initiate elite level tournaments at the local and



regional level, and improve the quality and revenue production from the organization's elite national events. The policies for 2021 include the implementation of a new membership program, a new tournament sanctioning application, a new coaching licensing program, an effort to revitalize the equipment supplier pool, and continuation of the effort to expand and grow the on-line coaching certification program. USATT's High Performance Director, Sean O'Neill, provided an update and overview of preparation for and participation in international competitions for USATT's National Team.

Audit Committee Report

Board Member Kelly Watson reported that the Audit Committee has reviewed USATT's 2021 Budget and current cash flow situation. Ms. Watson noted that, as the circumstances related to the COVID-19 situation continue to evolve, the Audit Committee will continue to analyze USATT Budget projections. Ms. Watson stated that USATT has applied for and expects to receive a second loan under the Small Business Association's Payroll Protection Program. Ms. Watson stated that the Audit Committee continues to work with USATT's third-party accountant, Altruic, to keep expenses under tight control. Ms. Watson stated that the USATT Annual Audit Process is currently out to bid.

Proposed Amendment to Bylaws – Athlete Representation

Board Chair Char stated that pursuant to a 2019 Amendment to the Ted Stevens Act of 1978, USATT (as with the USOPC and all other NGBs) is required to increase athlete representation on the Board of Directors and Committees from 20% to 33%. USATT proposes to accomplish this by amending the organization's current Bylaws to add one more Athlete Board Member, thereby increasing the size of the Board from eight to nine and increasing Athlete Representation from two to three.

USATT is also proposing to increase the eligible Athlete Pool for representation on the Board of Directors and Committees by creating a new category of eligible Athletes, known as the 10-Year-Plus Athlete. Previously, eligible Athletes were required to have participated in elite international competition within the last ten years. The new category would open Board and Committee positions to Athletes who participated in elite international competition greater than ten years ago. This is consistent with the current policies and practices of the USOPC.

Board Chair Char stated the first two Athletes on the USATT Board of Directors would continue to be filled by the First Athlete and Second Athlete from USATT's Athletes' Advisory Committee, and that the newly added third Athlete position would be an At-Large Position determined by a majority vote of the eligible Athlete pool.

The proposed Amendments to the USATT Bylaws will be posted on the USATT website for two weeks, during which the Board will solicit comment. After considering such comment, USATT's Board of Directors will vote on the proposed Amendments.

Richard Char addressed the question of the adequacy of three Athlete Representatives on the USATT Board despite a current vacancy in a seat reserved for a National Member Organization. David Patterson of the USOPC stated that, despite the open seat on USATT's Board, the determinative factor of Athlete Representation on the Board of Directors is the actual number of Board Members. Since USATT would have nine Board Members under the proposed Bylaw Amendments, the 33% Athlete Representation on the Board would be satisfied with three total Athlete Board Members.



Upon further discussion later in the Meeting, Board Chair Char noted that, if the National Member Organization seat on the USATT were to be filled, under the proposed Bylaw Amendments, USATT would add a fourth Athlete Member to satisfy the 33% Athlete Representation Rule.

Later in the meeting, USATT pro bono outside counsel, Brian Moran, provided an update on the dispute raised by the NCTTA with respect to being recognized as a National Member Organization for the purposes of representation on the USATT Board of Directors.

Diversity, Equity and Inclusion Committee

Board Chair Char stated that, under the guidance and recommendation of the USOPC, USATT should consider the creation of a new Diversity, Equity and Inclusion Committee. The USOPC's David Patterson provided several reasons in support of the creation of this new committee, including the continuing effort to become more aware and responsive to concerns about protecting the interests of all persons in athletic competition.

After discussion, upon Motion properly presented and seconded, the following Resolution was unanimously approved:

RESOLVED: That the Diversity, Equity, and Inclusion Committee is hereby authorized.

RESOLVED FURTHER: that members of the USATT shall be invited to submit their applications to join the Diversity, Equity and Inclusion Committee.

RESOLVED FURTHER: that Tara Profitt and Thomas Hu are authorized to review the applications and interview the applicants and recommend to the Board the members for the Diversity, Equity and Inclusion Committee.

USATT Committee Participation

Board Chair Char noted that the terms for virtually all of the Chairs of USATT's Committees are set to expire on February 28, 2021. Char stated that he and Board Member Dan Reynolds intend to reach out to all Committee Chairs to determine whether they seek to continue in that role for another term. They intend to also request that all Committee Chairs canvas their Committee Members to determine their interest in serving another term on their respective Committee. The Committee Chairs are also being asked to consider what changes may be required to conform to the new 33.3% Athlete representation requirement.

Executive Session

Upon Motion properly presented and seconded, the Board excused the General Membership and moved into Executive Session where it discussed various matters.

Upon Motion properly presented and seconded, the following unanimous Resolution approved:

RESOLVED: That the Sobel Co. is hereby authorized as auditor for 2021.

Upon Motion properly presented and seconded, the following unanimous Resolution approved:



RESOLVED: That the Board concludes the Executive Session and move back into the Board's General Session.

Adjournment

Upon return to the Board Teleconference General Session, it was properly moved and seconded to adjourn the meeting. Board meeting adjourned at 8:21 pm US Mountain time.

Respectfully submitted.

Mark Thompson
USATT General Secretary

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