

Minutes
USOPF
Board of Directors Meeting
New York, NY
September 30, 2014

A meeting of the Board of Directors (the "Board") of the United States Olympic and Paralympic Foundation ("USOPF") occurred on September 30, 2014 commencing at 8:40 a.m. local time, following notice duly given pursuant to the USOPF Bylaws. Pursuant to the attached list, the following members of the Board were present in person or by telephone for the meeting. The attached present members **did not** constitute a quorum of the Board under the USOC Bylaws Section 3.10(a).

Present for the meeting from USOC management were: Alan Ashley, Jon Denney, Walt Glover, Megan Berg, Blanton Jones, Charlie Huebner, Christine Walshe, Gene Derkack, Eric Pond, Alex Triumph, and Allie Johnson.

The minutes were recorded by Megan Berg, Acting Secretary.

1. Call to Order and Welcome

The Vice Chair called the meeting to order at 8:40 and welcomed the Board.

2. Opening Remarks

Kevin White, as vice chair of the Board, gave an overview of the volunteer structure of the USOPF Board, expectations of Board members and Executive Committee report. He then gave an overview of three (3) USOPF Board nominees: William Ackman, Robert and Alicia Lovelace, and Barry Sternlicht. Kevin stated that the Executive Committee approved the additions and would like to nominate the parties for a vote of the full board. At this time, Megan Berg, Acting Secretary, stated that it did not appear that there was a quorum to conduct the vote. It was decided to table the vote for a later date to be conducted via email.

3. Financial Report

Walt Glover, Chief Financial Officer, reported to the Board about the structure of USOC revenue and expenses, the types of gifts accepted and the establishment of a Finance Committee. Mr. Glover then presented the consolidated financial position of the USOPF and USOC and discussed the role of pledge commitments and endowment funds. He reviewed the USOC statement of activities and explained the role of broadcast marketing contracts in the budget process in Games and non-Games years. A question was asked about expenses to gift ratios and there was a continuing conversation about the ideal ratio. Scott Blackmun and Jon Denney explained that this year should be

considered a start-up year with large investments in personnel. There was a request to review the line items of the budget at the next Board Meeting.

4. Board Engagement

Jon Denney began his presentation by stating that by amending the Bylaws the USOPF now has a standing Executive Committee with 10 current members out of a maximum of 12 members and will be seating a Finance Committee with 3-9 members. In addition, the USOPF will be establishing working groups based on regional needs and/or USOC initiatives to potentially include: NGB Relations, Athlete and Career Education, Development and Nominating, and Research & Innovation.

The Research and Innovation working group is now in existence. Its purpose is to find trends and insight in the data to aid in supporting athletes. It would take further investments of \$3 - \$4 million dollars to create a Research and Innovation Venture Fund that would allow the USOC to underwrite innovative projects, utilizing cutting-edge technology that will have a significant impact on the success of Team USA.

Mr. Denney then discussed the Athlete Career and Education (ACE) program and proposed working group. ACE is a three-year pilot program offering athletes services in education, mentoring, internships and job placement. The pilot program needs an addition \$1.5 million to meet its goals. There is a suggestion to create a USOPF fundraising working group to help support the pilot program.

5. USOPF Growth

Mr. Denney presented the plan to grow USOPF fundraising efforts from annual gifts through mid-level giving and major gifts. He further explained that most gifts to the USOPF are unrestricted or budget relieving. As donor dollars increase, it is likely that there will be more donor restrictions imposed. It is the USOPF role to minimize restrictions and support the specific funding needs of the USOC while also supporting Donor intentions.

6. Open Discussion

There was a discussion about the role that the college athlete movement to unionize is playing in the USOC. Scott Blackmun explained that the USOC is working with the NCAA and may look for opportunities to partner in support of Olympic sport programs.

At which point the meeting was adjourned at 10:00 am, a break was taken and Trustees were welcomed into the Annual Meeting.

The **Annual Meeting** was called to order at 10:17 a.m.

A. Welcoming Remarks

Kevin White, Vice Chair of the USOPF Board of Directors welcomed the Board Members and Trustees to the Annual Meeting and introduced Scott Blackmun, CEO of the USOC

B. USOC Executive Report

Mr. Blackmun gave a history of the establishment of the USOPF and USOC. He also reported on the Sochi Games and the cost and affordability of hosting games.

Mr. Blackmun reported on the Safe Sport initiative. The USOC has committed to contribute \$5 million to the \$25 million budgetary needs of Safe Sport. The NGBs have committed an additional \$5 million and an additional \$15 million needs to be raised. The purpose of Safe Sport is to educate volunteers and investigate and adjudicate claims to protect athletes while also protecting due process rights of all involved.

Alan Ashley, Chief of Sport Performance, reported on Rio's preparation for the Games. He shared that the World Cup, held in Rio, was handled proficiently and that there was a focused sense of urgency among the venue managers to prepare for 2016. He took an informal poll of attendees of who planned to attend the games and nearly all indicated preliminary plans.

Mr. Blackmun then reported on the IOC and Olympic Agenda 2020 which will be released in December and will address the Olympic Bid process.

Mr. Ashley reported on Sport Performance. He shared that resources are allocated to impact medal opportunities. Funding is made through either (1) direct funding of NGBs and athletes or (2) through International Games support.

Mr. Ashley next reported on the Elite Athlete Health Program (EAHP) which offers detailed health analysis of individual athletes with action steps for improvement and sport-specific tracking to reduce injuries and to identify deficiencies in training.

The NGBs have identified 66 high performance projects that they would like to pursue to improve results which include (1) applied science of human performance and athlete performance longevity; (2) equipment and apparel needs and (3) sport analytics.

Mr. Ashley concluded by stating that Sport Performance also plays a role in supporting USADA and WADA, and the Team USA Ambassador program.

C. Development Report

Jon Denney, USOPF President and USOC Chief of Development, reported on development revenue and forecasting. Through the end of August, the Development Division had recorded gifts and pledges of \$7.5M.

Mr. Denney shared that going forward, the development team will put particular emphasis on principal gifts, prospect development, support staff and the growth of an annual fund. The key to USOPF success will involve: regional committees, trustee council gifts, expertise and involvement of Board of Directors and an active Executive Committee.

The Development Division has developed and highlighted the following gift opportunities: (1) Team USA Fund as the annual fund; (2) Olympic Champions Fund and Paralympic Champions Fund, which offer direct athlete support; and (3) Trustee Council gifts, which provide unrestricted support.

Additionally, Mr. Denney reported on the following specific projects and initiatives that the Development Division and USOPF will be fundraising to support:

1. Athlete Endowments – Support for elite athlete in the Olympic and Paralympic pipeline, on average, approximately \$50,000 per year. A \$1 million endowment with an annual payout of 5% will support a single athlete. Aspirational goal would be to have each Team USA athlete endowed and USOPF may undertake an endowment campaign at some point in the future.
2. Team USA Honorary Captain – Unique opportunity for 4 individuals with gifts of \$2.75 million each to be recognized as Honorary Team Captain for the Rio Games. The gift amount was determined because the actual cost to take Team USA to the Rio Games is \$11 million.
3. ACE (Athlete Career and Education) has a specific need of \$1.5 million to fund the three-year pilot.
4. Research and Innovation USOPF working group has a specific need of \$4 – 5 million to take the program to the next level.
5. Honorary Paralympic Sport Captains will be named for each sport with gift of \$1 million.

Next, there was a discussion about the role of social media in the growth of the annual fund.

Finally, Mr. Denney issued a call to action for the Board and Trustees to (1) consider an incremental increase in personal gifting; (2) share their passion for the Olympic Movement with their friends and contacts including facilitating introductions of potential prospects to USOPF fundraising professionals; and (3) volunteer to lead project-specific fundraising campaigns.

Thereafter, Mr. Denney introduced members of the USOC Development Division staff in attendance and referred all to the Development website: give.TeamUSA.org

D. Adjournment

There being no further business, the meeting was adjourned at 12:00 PM EST.

This document constitutes a true and correct copy of the minutes of the meeting of the Board of Directors of the United States Olympic and Paralympic Foundation and Annual Meeting.

MSB
Megan S. Berg
Acting Secretary

12/17/2014
Date

		Larry	PROUST		
	X	Scott	Blackmun		
Independent Board Members					
1	X	Dwight	Anderson		
2		John	Babcock		
3		Andy	Barth		
4		Tony	Bates	Cory	Bates
5		Ernie	Blake		
6		Loren	Bough		
7		Sam	Byrne		
8	X	Tom	Cerabino		
9		Ron	Clutter	Tracy	Clutter
10	X	Rob	Cohen		
11	X	Tony	Coles	Robyn	Coles
12	X	Kevin	Compton	Gayla	Compton
13	X	Gordy	Crawford		
14		Jim	Davidson	Julia	Davidson
15	X	Daniel	Dickinson	Gina	Dickinson
16	X	Dave	Dollinger		
17	X	Steve	Freidheim		
18		John	Goldman		
19	X	Gary	Goldring		
20	X	Joanie	Hall	Mike	Ray
21		Jim	Hirschmann		
22		Bill	Hybl		
23	X	Jim	Keller	Erin	Keller
24	X	Kathy	Kendrick		
25	X	Jon	Ledecky		
26	X	David	Leuschen		
27		Dan	Loeb	Margaret	Loeb
28	X	John	MacFarlane		
29	X	Scott	Malkin		
30		Paul	Martinez	Mari	Sinton-Martinez
31		Aria	Mehrabi		
32		Rob	Merrilees	Joan	Criswell-Merrilees
33		Roberto	Mignone	Allison	Mignone
34	X	Corinne	Nevinny		
35		Vadim	Nikitine	Kristin	Ehrgood
36		Greg	Penner		
37	X	Michael	Polsky		
38		David	Poms		
39		Brad	Powell	Tracey	Powell
40		Tony	Pritzker		
41		Rick	Rieder		
42	X	Gary	Rieschel		
43		Barry	Ritter	Christine	Dockstader
44	X	Bruce	Robson		
45	X	Greg	Rosenbaum	Marti	Rosenbaum
46		Barry	Rosenstein	Lizanne	Rosenstein
47		Mark	Stevens	Mary	Stevens
48		Stuart	Weitzman		
49		Greg	Wendt	Lisa	Wendt
50	X	Kevin	White		
51	X	Geoff	Yang		