

Date of Board Meeting	August 9th, 2023 Q3 Quarterly Meeting
Subject	06/21/2023 Board Meeting Minutes
Subject for	Review and approval
Presenter	Johnathan Atkeison
Brief Summary	Minutes from the 06/21/2023 catch up meeting
Recommendation	Review and approve
Financial implications	None
Appendices for Noting	None

1. Meeting Details

- a. Wednesday, June 21st, 2023. Virtual
- b. Participants
 - i. **Board Members:** Tom Cusack (Independent, Director), Steve Argeris (Independent), (Independent), Denis Shanagher (IA), Victoria Folyan (IA), Brett Thompson (International Athlete), Jamie Burke,(International Athlete), Bill Stevens (Youth and High School), Rick Humm (Senior Club), Paul Keeler (College),
 - ii. **USAR National Office:** Ross Young, Johnathan Atkeison, Corey MacDonald
 - iii. **Observer:** Steve Tew, Bob Latham

2. Welcome/Roll Call

3. Conflict of Interest

- a. Jamie Burke noted that given her role with the Women's 15s program, she would recuse herself from the high performance update.
- b. Steve Argeris noted that General Counsel Corey Macdonald had contacted Hogan Lovells regarding representation, and he will recuse himself from the discussions regarding NCR.

4. Chair

- a. Tom Cusack noted that his initial term as Chair of the Board was expiring.
- b. Motion to elect a Chair of the Board: Motion by Steve Argeris; seconded by Jamie Burke
 - i. Motion passed by acclimation.

- c. Motion to re-elect Tom Cusack as Chair of the Board: Motion by Jamie Burke; seconded by Steve Argeris.
 - i. Motion passed by acclimation.
- d. Motion to elect Steve Argeris Vice-chair of the Board: Motion by Tom Cusack; Seconded by Rick Humm
 - i. Discussion: Steve Argeris noted that he will support a bylaw change to open the Vice-Chair position to Community or International Athlete Directors.
 - ii. Motion passed by acclimation.

5. Finance

- a. Denis Shanagher provided the Board with an update on the current financial situation of the National Office and the individual high performance programs. He noted that the National Office was tracking to budget for the year, and that a fractal CFO, Todd Sowl, had been engaged on a limited contract. The Board then engaged in a general discussion of the high performance budgets, and the budgetary implications of scenario planning for staffing changes and competition opportunities through the end of 2023.
- b. Per the Board resolution to revisit the 2023 budget no later than June of 2023, Johnathan Atkeison then provided the Board with an overview of the organizational impact of the proposed \$10 dues increase.
 - i. The Board then engaged in a discussion regarding the proposal and revisions to the 2023 budget.
 - ii. Motion to vote electronically on the dues increase proposal on or before June 30th. Motion: Denis Shanagher; seconded by Paul Keeler.
 - 1. Motion approved by acclimation.

6. World Rugby Executive Board elections

- a. Ross Young provided the Board with an overview of the World Rugby Executive Board election process, and an overview of the four candidates standing for the two open positions.

7. Compliance

- a. Johnathan Atkeison then provided the Board with an update on progress with the US Center for Safesport audit process, and remediation steps outlined in the Management Response for the USOPC audit.
 - i. Motion to approve the revised USA Rugby Grievance policy. Motion: Denis Shanagher; seconded by Paul Keeler.
 - ii. Motion approved by acclimation.

8. NCR

- a. Corey Macdonald then provided the Board with an update on recent communications received from National Collegiate Rugby.

9. AOB/Executive Session/Close

- a. The Board entered executive session at 2:15 MTN.
- b. The Board exited executive session at 3:00pm MTN.

10. Close

- a. The meeting closed at 3:00pm MTN.

