



MINUTES
USA BOXING BOARD OF DIRECTORS
FORMAL MEETING
January 25, 2009
9:00AM MST
CROWNE PLAZA
COLORADO SPRINGS, CO

I. Call to Order – 9:05 AM MST

II. Roll Call

Board Members Present: Jim Beasley, Tom Virgets, Boyd Melson, Angel Bovee, Kevin Franklin, Robert Blaha (arrived at 11:45am)

Board Members by Phone: Frank Filiberto

Staff Present: Jim Millman, Executive Director/CEO; Linda Gleeson, Business Manager; Cathy Newell, Executive Assistant

Guests: Charles Butler, Non-Voting Medical Issues Advisor

III. Quorum Established

IV. MOTION/SECONDED/CARRIED (Franklin/Melson): Approval of minutes from Los Angeles BOD meeting on August 1st, 2008. Unanimously passed.

V. Chairman's Opening Remarks

A. Review of Board duties and responsibilities:

1. Oversees effective organizational governance.
2. Oversees effective organizational correspondence.
3. Monitors to determine whether USA Boxing's assets are being properly protected.
4. Reviews and approves significant corporate actions.
5. Reviews and approves strategic plans.

6. Sets policy and provides guidance and strategic direction to Management on significant issues facing USA Boxing.
7. Hires and evaluates the CEO.
8. Approves:
 - a) Capital structures
 - b) Financial strategies and reporting process
 - c) Borrowing Committees
 - d) Long-range financial planning
9. Represents the non-profit to the public.
10. Board must be able to ensure that both the Board and Management are structured and prepared to act in case of an unforeseen corporate crisis.
11. Board is responsible for the performance of the organization in all its work.

VI. AIBA Report (Butler)

- A. International Olympic Committee (IOC): Review of set-up under the Olympic Charter and adherence to its principles.
- B. Olympic Charter: Review of International and National Federation guidelines:
 1. Must be compliant with principles and structure of the Olympic Charter.
 2. Must independently govern their sport.
 3. Must have articles prohibiting outside interference.
 4. Must be independent of government, but can have cordial relationship.
- C. AIBA: Review of AIBA model and guidelines:
 1. Follows Olympic Charter and model:
 - a) All members volunteer except administrative office (Olympic Charter).

- b) The President/EC of each National Federation make nominations for AIBA positions (AIBA Statutes 12c).
 - c) The President/EC of AIBA accept/appoint.
 - d) No paid member of a Federation can hold AIBA position (AIBA Statutes 34.4).
2. Governs boxing in 195 countries.
 3. Sanctions: Olympics, World Championships, World Cup, President's Cup
 4. Competitions:
 - a) Chooses all competition sites (except Olympics).
 - (1) Advantages of Hosting competitions:
 - (a) The Host appoints 3 judges.
 - (b) The Host has "home field advantage".
 - (c) The Host usually wins a lot of bouts.
 - b) Makes all rules of competition.
 - (1) Number and length of rounds
 - (2) Scoring system
 - (3) Equipment
 - (4) Defines fouls
 - (5) Selection and replacement of athletes
 - c) Supplies all Judges and Referees.
 - (1) Before each competition day, the "Technical Delegate" (TD) tells the Judges and Referees how to apply the rules.
 - (2) The R/Js score the bout.
 5. Advantaged Winning:
 - a) Host competitions (bid on them)

- b) Help choose the competition site (AIBA EC)
 - c) Help make and interpret the rules (T&R)
 - d) Supply R/J's (R/J's)
 - e) Oversee doping/block dangerous rules (Medical)
 - f) Punish cheaters (Disciplinary)
6. USA Boxing's Role in AIBA:
- a) Executive Committee Bureau:
 - (1) Has all power of the Executive Committee between its Annual Meetings.
 - (2) May make or change the Rules of Boxing.
 - (3) 5 of 195 countries have Representation.
 - (4) USA Boxing has a Representative.
 - b) Three AIBA Commissions (USA Boxing is Represented):
 - (1) Technical and Rules (Represented)
 - (2) Referees and Judges (USA has Vice-Chair)
 - (3) Medical Commission (USA has Chair)
 - c) The Judicial Bodies of AIBA:
 - (1) Ethics Committee: Reviews conduct; USA has only AIBA member position.
 - (2) Discipline Committee: Punishes violations; USA has only AIBA member position.
 - d) Strengthening USA Relationship with AIBA:
 - (1) Excellence in Boxing
 - (2) Host Events
 - (3) Win Competitions

- e) Political Conclusions:
 - (1) USA must support the current AIBA administration.
 - (2) Current AIBA administration will not tolerate any violation of the rules or Statutes.

7. The Future:

- a) Reform Committee (USA Represented): Recommends future changes.
 - (1) New rules for boxing.
 - (2) Educate boxers, coaches, ringside physicians, and R/Js to a higher standard.
 - (3) Control boxing in every aspect of the sport.
- b) New Rules in Process
- c) AIBA Boxing Academy: Boxing Academy, Coaches Academy, R/Js Academy, Physicians Academy.
- d) World Series of Boxing:
 - (1) Team competitions between cities and continents
 - (2) Integrity in non-Olympic Style Boxing
 - (3) Support for National Federations
 - (4) Employment and Safer Conditions for Boxers
 - (5) Maintain Olympic Eligibility
 - (6) More marketable on TV than current rules of Olympic style boxing
 - (7) USA Boxing will share in the rewards of the project as its degree of sponsorship increases

- (8) USA Boxing will profit from any athletes in the league competition
- (9) As the World Series grows in popularity, so will USA Boxing's membership and influence

VII. AAC (Bovee)

- A. Winter Newsletter is completed; approval needed for distribution.
- B. Boyd Melson elected as AAC Representative for USOC AAC & USAB Board of Directors.
- C. Two AAC positions will be filled this summer (2009); one is a junior position (age 15-17).
- D. Compiling list of LBC athlete reps to increase capability of reaching athletes.
- E. AAC website update is still in process.
- F. Exploring athlete mentoring program.
- G. Recommendations to the BOD from the AAC:
 1. Request for computerized database of all athlete and staff after-action reports in order to track specific performance and improvements. Patrick Borkowski from the National Office reported that this is in process.
 2. **ACTION**: Post the USAB website in Spanish (Millman to discuss with appropriate staff members at National Office).

VIII. Women's Program Report (Bovee)

- A. Medal report for Women's Pan Ams and World's (15 international medals).
- B. Christy Halbert has been promoted to the AIBA Women's Olympic Boxing Promotion Team to incorporate women's boxing in the 2012 Olympic Games.

- C. Sportaccord conference will be held in Denver. Sportaccord is the biggest sports meeting in the world for Olympic Games sports. The AIBA booth will use Women's Olympic Boxing 2012 as its theme.
- D. **ACTION**: Millman and Virgets to write letters of support for women's boxing on the AIBA website and for the Olympic proposal due to the IOC in mid-January.
- E. **ACTION**: Millman to update Women's Task Force on progress with Women's Program discussed at Los Angeles BOD meeting on Aug. 1, 2008:
1. Women's Task Force has requested that National Office develop business plan to fund/market/develop Women's Program, based on items presented by Women's Task Force. Millman recommended that Women's Task Force take a proactive lead in pursuing sponsorship and funding, with staff support from National Office.
 2. USA Boxing to research funding responsibilities under TITLE 9 and the Ted Stevens Act.
 3. National Office to aggressively lobby USOC for High Performance Funding, pending approval of women's boxing in 2012 Olympics.
 4. Millman confirmed that 2009 US Women's National Finals will be nationally televised. Plans to be announced in March.
 5. **ACTION**: Bovee to report back to Women's Task Force that they will take lead on acquiring sponsorship and funding. Meeting between Millman and Women's Task Force to be set to determine fundraising plan.

IX. CEO Report (Millman)

- A. **CENTRAL STRATEGIC ISSUES**: Millman reported on the strategic issues of USA Boxing moving forward:

1. *Money*: Reviewed both revenue generating pursuits, and areas of weakness:
 - a) Positives: Assets to sell, Octagon relationship, Foundation pursuits, Golden Boy partnership.
 - b) Weaknesses: Foundation funds, USOC loan turn down, national viability/presence, Connecticut pursuit, donors, membership/sanctions.
 2. *Elite Program*: Reviewed changes/improvements needed going forward for the program - - USOC relationship, upgraded High Performance approach, coaching upgrade, returning Olympians, personal coach integration, Resident Program, AIBA scoring, recruitment.
 3. *Weak/Struggling Grassroots*: Reviewed changes/improvements needed for USAB grassroots - - financial resources, growth marketing, communications, rules diligence, safety, State Commissions, LBC issues, Best Practices.
- B. **TASK FORCE DISCUSSION**: The Board discussed the role of the Task Forces, particularly the Coaches Task Force. Millman reported his concern that the Coaches Task Force was skewed with older representatives, and that the assignment and identification of new, young coaches could be limited by the lack of young coaches being represented on the Task Force. It was agreed that the Task Forces need to be an effective offshoot of the National Office, and that the make-up of the Task Forces should be subject to change if they aren't operating effectively.
- C. **ACTION**: Board to review 2009 Information packets (and Octagon disc) and give suggestions to Jim over next two weeks.

D. **ACTION:** Board meetings to be set far enough in advance to accommodate calendars (2 month lead-time for all future meetings).

E. **2009 BOARD MEETINGS SCHEDULED:**

1. 1st week of March, 2009 in Colorado Springs

a) **ACTION:** Millman to have update/progress report on Foundation prepared for March meeting. Balanced budget to be presented with Foundation funds and without Foundation funds.

2. June, 2009 in conjunction with the National Championships in Denver.

F. **ACTION:** Millman to have 1 Board member on every 3rd webinar.

X. **Foundation Update and Strategic Direction Discussion (Virgets)**

A. *Discussion Points:*

1. BOD disappointed with quality of legal advice over Foundation issue:

a) Negative outcomes not fully addressed up-front

b) Affidavits not pursued to match/offset Trustee affidavits

c) Chance of winning case not accurately represented

d) Link between use of transfer funds and appeal flexibility not addressed

2. Extensive discussion on Foundation next step strategies, and critical financial impact on USAB of Foundation requiring immediate transfer payback.

B. **ACTION:** Virgets to schedule meeting with Bradford Smith and key Foundation and Board members to discuss possible resolution to Foundation lawsuit.

C. **ACTION:** Millman to approach the USOC legal council for their guidance.

D. **ACTION:** Millman to begin search for alternative legal representation, and report to the Board on findings.

- E. **ACTION:** Millman to instruct current legal council to temporarily “stand-down” with regard to appeal on decision.
- F. **ACTION:** Millman to reach out to Deni Auclair to discuss resolution possibilities for lawsuit.
- G. **ACTION:** Frank Filiberto to contact 4 Trustees he knows to pursue settlement interest.
- H. **ACTION:** It was reported that Tom Coulter intended to discuss settlement with Gary Pickard.

XI. BOD Self Evaluation Assessment (Virgets)

- A. **Board Improvement:** More leadership initiative, less micromanaging, operate ethically and in the best interests of the mission, goals and objectives of the organization.
- B. **Setting of new policies and measurable plans:**
 - 1. **Policy:** Board Chairman will meet once a month with Management, and report back to the Board on any significant issues.
 - 2. **Policy:** CEO to communicate on a monthly basis with Task Forces.
 - 3. **Policy:** Board must approve budget expenditures over \$20k (on non-fixed costs).
 - 4. **Policy:** Minutes from Board meetings need to be distributed to membership 3 weeks after each meeting (National Office to submit to Board Chair at 2 weeks, Board Chair to have synopsis for posting on website at 3 weeks).

XII. Adjourned 5:25pm MST.

Respectfully submitted,

Cathy Newell
Executive Assistant