

**Minutes**  
**USACK Board of Directors Meeting**  
**Special meeting to discuss NGB Reform and Election Postponement**  
**Conference Call**  
**October 27, 2008 8:00pm EDT**

**Approved at the December 6, 2008 Board meeting in Charlotte**

Scott Greifenberger  
Connie Hagler  
Maggie Hogan *late*  
Jim Ingram  
Angela Lokken  
Aaron Mann  
Gina Sanchez  
Eric Giddens  
Cliff Meidl  
Sandra Lowe *about 8:12*

**Staff** – David Yarborough  
**USOC** – Eric Parthen  
**USOC Sport partner** Bob Gambordella

**Absent**  
David Mason  
Charles Yatman  
Scott Mann  
Charles Luckman

**Agenda**

Call to Order at 8:08PM ET

Gina presented opening comments.

Everyone agrees that Comprehensive Board Reform should happen. The short window we have to complete the reform process can help make sure it happens in a timely manner.

Eric Parthen – There is never great time for change of this magnitude but “the time to fix the roof is when the sun is shining”. The timing is not great but things are pointed in the right direction. Thirty four NGB’s have gone down this road and it has lead to success. Many Non-profits are going through board reform and adopting best practices for non-profits. The quicker this organization can do this – the faster the organization will improve.

Scott Greifenberger (moved), Aaron Mann (2<sup>nd</sup>) **To Postpone the Election for the USACK Board of Directors, the Sprint and Slalom Committees as well as postpone the Annual Meeting for 53 days to allow the Reform Task Force to prepare and present revised Bylaws and Organizational Structure. The revised bylaws and structure will be approved at the Annual meeting at the end of January.** All were in favor but Connie Hagler voted against pending adoption of the Guiding Principles that were presented by Eric Parthen.

**The following guiding principles will be voted on by the USACK Board by Thursday. Please read and offer suggestions or approve by Thursday.**

1. USA Canoe Kayak EC – David Yarborough will appoint a Reform Task Force to work with Eric Parthen and create new bylaws and committee structure to be presented to the Board and General Membership at the December 6 – 7 meeting that was originally scheduled to be our Annual Meeting. The Annual Meeting will be postponed to January 31 – February 1. The

new bylaws and committee structure will be completed in time for the 30 days of general membership review required in our current bylaws. Members of the Reform Task Force will not be any of the currently elected officers of the board of directors. David may appoint up to one member of the current board of directors to the Reform Task Force. Accountability will be clear in the new structure. The Non Olympic Disciplines will be represented and their needs will be addressed in the new structure.

2. The initiating New Board will not contain any of the current board members to assure that we have a fresh start and adoption of new best practices occurs. The Reform Task Force could make this requirement longer if it is felt that would be better.
3. All Committee and Task Force Members will be appointed by the board rather than elected by the membership.
4. New Committee and Task Force members appointed by the Board will be selected from any pool necessary (including those currently serving on the board or sport committees) to recruit the best individuals with the skills and resources needed to accomplish the goals of the committee or Task Force.
5. The Nominating Committee will recruit independent directors and will receive nominations. The Nominating Committee will include someone with Human Resources and or recruiting background and will be charged with recommending a slate of nominees who are diverse in skills, gender and background. Specific skills will be recruited to create a well rounded board.
6. The Board will be charged to govern. The Board will be composed of a diverse group of individuals willing and will be expected to give of their treasure, time and specific expertise.
7. The Staff will be charged to manage the sport.
8. The Current Board of Directors will have the responsibility of approving the new bylaws and selling it to our membership. The Legacy of the Current Board will be leading the Reform resulting in improvement in the management and culture of the sport.
9. The Current Board is charged with fundraising for the needs of the current year for both sprint and slalom.

Motion to Adjourn 9:53 PM ET

Respectfully submitted,

Connie Hagler - Secretary