

USA Cycling Meeting of the Board of Directors

March 27, 2025, via Zoom - 9 a.m. mtn time

Formal Roll call by Secretary Nancy Cowan

Greg Allen	<input checked="" type="checkbox"/> Present
Chad Blankenship	<input type="checkbox"/> Present – absent
Cory Coffee	<input checked="" type="checkbox"/> Present
Mike Cole	<input checked="" type="checkbox"/> Present
Lucia Deng	<input checked="" type="checkbox"/> Present
Connor Fields	<input checked="" type="checkbox"/> Present
Spencer Guinn	<input checked="" type="checkbox"/> Present
Dereka Hendon	<input checked="" type="checkbox"/> Present
Cari Higgins	<input checked="" type="checkbox"/> Present
Meredith Miller	<input checked="" type="checkbox"/> Present
Mel Strong	<input checked="" type="checkbox"/> Present

Secretary Nancy Cowan stated that the Minutes from the December 2024 board meeting were approved by email and have been posted on the USA Cycling website. The meeting Agenda was circulated in advance and board members were asked to disclose any conflicts of interest pertaining to today's meeting topics. For the record, none of the members disclosed a conflict.

Shane Garman, General Counsel, lead the Governance portion of the meeting indicating the board needs to approve the Section 125 Cafeteria Plan for Dependent Care required by Insperity ("Plan"). Plan was reviewed by USAC counsel and it's CFO and clarification that the Plan has no financial implication to USAC; Cari Higgins motioned for approval of the Plan, Mike Cole seconded, no one opposed, all in favor, Plan approved.

Election held for Chair and Vice Chair, with Cari Higgins running for Chair and Greg Allen running for Vice Chair; the opportunity was given for discussion, and with no other candidates running for these two positions, Mike Cole motioned for Cari Higgins to be re-elected to the position of Chairwoman, Meredith Miller seconded, all in favor, no one opposed, Cari Higgins elected to serve a 2-year term. Cari Higgins motioned for Greg Allen to be re-elected to the position of Vice Chairman, Mike Cole seconded, no one opposed, all in favor, Greg Allen elected to serve another 2-year term.

Cari Higgins made the recommendation as Chairwoman that Connor Fields serve on the Finance Committee and Cory Coffee serve on the Nominating & Governance Committee. There was an opportunity for questions or further discussion for these appointments. Greg Allen motioned for approval of the committee appointment recommendations, Mike Cole seconded, all in favor, no one opposed, recommendations approved and will now go to the AAC for final committee approval.

Cari Higgins, Chairwoman reminded the board that the next meeting will be held in Tulsa, OK, and with the new fiscal year, the July 2025 – June 2026 budget will need to be reviewed and approved at that meeting.

Brendan Quirk, CEO, gave an overview of the meeting agenda. Brendan informed the board that the organization is kicking off a strategic plan process for the upcoming quad. The strategic plan will include a new revised vision, mission, values, and organization priorities, working with an outside facilitator. The key stakeholder group involved in the strategic plan includes internal staff as well as outside expertise to include members, athletes, clubs, coaches, para, board members and race directors), this strategy process will involve a series of workshops. The goal is to complete the process by the end of May. Brendan gave an update on sponsorship, thanking board members Mel Strong and Chad Blankenship for their work on sponsorship structure recommending involvement of outside agencies and internal staffing changes to include a new hire in a coordinator role. Discussions are in progress with Rapha on a potential brand project. Brendan gave an update on the Foundation indicating a scale back of the travel program in 2025 with a strategic plan going forward including a new hire with extensive hospitality experience and fundraising background. Currently searching for a new Executive Director for the Foundation using an outside search firm. Also working on a geographical strategy for fundraising, and a grant application in the works. Brendan gave an update on the Paracycling transition, and the current focus is on integration and incorporating programs into our operations, stating that this transition is the single most important thing happening within the organization right now. USAC Staff is headed to paracycling time trials in Huntsville, AL. Brendan indicated it would be a benefit for the board to learn about the process of para classification and suggested we add that topic to the agenda for the next board meeting in June. Brendan touched on membership and tech improvements and indicated Erika and Nick will update the board in today's meeting on those areas. Brendan discussed discipline venues for LA28. Brendan touched on the status of the Trump Administration executive orders around transgender participation and DEI indicating USAC policies remain unchanged. Discussion around Road Worlds being held in Rwanda. Kelsey Erickson was elected to the COPACI Management Committee during the Congress in Panama. Steve McCauley was also rewarded the Order of Merit from COPACI for his work in international relations. Brendan stated he is running for a position on the UCI Management Committee, with the election to be held at Congress in September in Rwanda. Wrapping up, Brendan gave a brief update on recent NGB Council items.

Cara Miller, CFO covered the financial portion of the meeting giving an update on YTD through February financials comparing budget vs. actuals, and gave an overview of the current state of company financials describing line-item variances/offsets/timing by department. Cara also gave an update on re-forecasting through June 2025. Greg Allen, Chairman of the Finance Committee reassured the board members that both he and Cari Higgins, Chairwoman, have frequent conversations with Brendan and Cara to go over financials and all board members should reach out to him at any time for further information and/or detail.

Erika Lehman, COO, gave an Operations update, including membership units sold to date, a year over year comparison on performance and growth, update on marketing paid social campaigns, update on national events and the reasoning behind outsourcing production of events, recap on

sponsorship strategy going forward including an improved focus on deliverables, brand presence with Tulsa/USA BMX, 8-part mountain bike series in Arkansas as well as mechanics clinic to be held in Arkansas. Erika gave an update on business innovation and initiatives in the works including testing a new membership offer, eliminating one day licenses at select dirt events, developing and testing new permitting/sanctioning marketing materials, leveraging data science and technology around member retention, and reframing membership value prop with mitigation to Sport 80 i.e. upgrades and rankings.

Jim Miller, Chief of Sport Performance, gave an update on high performance highlighting LA28 and the goal of 10 medals. Jim laid out his five strategic pillars: (1) world class coaching (new hires Paul Manning with an impressive background in track cycling, also the exceptional hire of Jamie Bestwick for BMX Freestyle national team); (2) performance services team; (3) developing & retaining world class athletes; (4) team culture and (5) tech/innovation. Jim wrapped up his presentation with a tally of medals per discipline to date.

Kelsey Erickson, Senior Director of Athlete Services, SafeSport & Compliance gave a high-level overview on SafeSport (both domestically and international), covering main areas of concern, audit committee formed, and the current number of open cases with the center. Focused on better communications and engagement. Launched RealResponse.

No other business to conduct. Motion to adjourn by Cari Higgins, seconded by Meredith Miller, all in favor, no one opposed, meeting adjourned.