

# USA Badminton Board Meeting Minutes

**Date:** October 8, 2024

**Location:** Zoom

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**Meeting Called to Order:** 8:04 AM Pacific.

**Attendees:**

**Board Members Present:** Pavan, Paula, Ken, Patty, Nibu, Philip, Iris (left at 8:45 AM), Richard (joined at 8:11 AM), Eva (joined at 8:45 AM)

**Board Members Absent:** None

**Staff:** John Ruger

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## 1. Conflict of Interest

- No conflicts of interest were disclosed by any attendees.
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## 2. Motion to Move to Executive Session with John Ruger

- **Motion:** Pavan made a motion to move to executive session with John Ruger. Patty seconded.
  - **Outcome:** Passed unanimously.
  - **Time:** Executive session began at 8:07 AM and lasted for 10 minutes.
  - **Topic:** The board discussed filling the independent director position and also the board chair position left vacant by Fred's recent resignation.
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## 3. Election of Chair (for the remainder of the current Chair term, which expires December 31, 2024)

- **Nominations:**
  - Patty nominated Ken, who accepted.
  - Philip nominated Nibu, who accepted.
- **Voting:**
  - Votes were sent via text or private chat to the secretary.
  - **Outcome:** Ken was elected chair. He accepted the position, effective immediately, filling the vacancy for the term ending December 31, 2024. .

- **Remarks:** Ken shared his gratitude for the board's support and emphasized collaboration to move the organization forward.
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#### 4. Vote for Audit Committee Vacancy

- **Motion:** Patty moved to vote for filling the audit committee vacancy created by Fred's resignation with Ken. Pavan seconded.
  - **Outcome:** Motion passed unanimously.
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#### 5. Approval of Minutes (9/23/24 Meeting)

- **Motion:** Pavan moved to approve the minutes from the September 23, 2024, meeting. Patty seconded.
  - **Outcome:** Passed. Iris, Ken, and Eva abstained from voting.
  - **Result:** Minutes approved.
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#### 6. Compliance Audit Update by Patty

- **Compliance Audit Report:** Patty provided an update on the audit from the United States Olympic & Paralympic Committee (USOPC).
  - **Progress:** Some deficiencies noted in the report have been addressed, including conflict of interest forms for 2024. Patty is in communication with the USOPC auditor to determine if the recently completed forms will be valid for 2025.
  - **Details:** Of the items in [the audit](#), 6 were identified as deficiencies. Philip agreed to help with the financial audit procedures changes required. *Patty or John to provide Philip the current version of USAB's Financial Policies and Procedures to review and update per USOPC findings of audit deficiencies and improvements needed.*
  - **IRS Form 990:** Philip noted that this form is due on November 15, 2024, and expressed concern over delays in staff providing necessary information to the auditors.
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#### 7. Grievance Procedure Update

- **Issue:** Patty raised the need to update the grievance procedure to allow the Ethics chair for the replacement of a hearing panel member if a conflict of interest arises.
- **Motion:** Patty moved to update the grievance procedure. Pavan seconded.
- **Outcome:** Motion passed unanimously.

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## 8. Conflict of Interest Forms and request to respond to votes via email for approving the bylaw and procedure changes to address the issues raised in USOPC audit

- Patty reminded the board to submit their conflict of interest forms and requested timely feedback on bylaw changes to ensure compliance.

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## 9. Ethics Committee & ARC (Athlete Representation Committee) Updates

- **Ethics Committee:**
  - John requested the board to fill the athlete position on the ethics committee.
  - **Motion:** Patty moved to appoint Stephanie Vardavas as ethics chair. Ken seconded.
  - **Outcome:** Passed unanimously.
  - **Motion:** Patty moved to change the ethics committee structure (as documented in the bylaws) from 5 members to a range of 3-6 members, which is in alignment with other committees. Pavan seconded.
  - **Outcome:** Passed unanimously.
- **ARC Discussion:**
  - The board discussed the current status of the ARC chair position. Richard mentioned that notes prepared by Amy from a previous ARC meeting indicated Amy as chair, though official minutes have not been approved and hence he is not sure if Amy can be considered a chair as the minutes were never approved.
  - John suggests ARC to have a meeting and to ensure that all positions are filled and to elect an ARC chair. If they need any help in procedures on how to run ARC he can provide guidance if requested as he has experience from his association with USOPC.
  - Patty and John reiterated that ARC needs to operate as an independent body and only if they need any guidance others can give their suggestions.
  - Patty asked if Elizabeth Ramsey has TeamUSA AC bylaws that could be used as a template by the USAB ARC (or other NGB athletes councils), as a starting point for its bylaws.

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## 10. Financial Audit Update

- **Status:** John updated the board on the financial audit, noting that Guillermo, who was initially assigned to the task, had left USAB. Four transactions during Linda's tenure were flagged, two of which have been resolved. John is awaiting approval from

SafeSport to speak with Linda about the remaining transactions. Philip offered to assist by reaching out and escalating this serious matter to SafeSport CEO Juriese Colon. He indicated that USAB can't be getting delayed because of lack of response from Safe Sport. *John to provide Philip more details on the information he is wanting from Linda and his previous unsuccessful communication with Ms. Colon on the matter.*

- **501(c)(3) Status:** Philip inquired about the resolution of the 501(c)(3) status, and John is continuing to investigate.
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## 11. Executive Session

- **Motion:** Pavan moved to enter an executive session with John. Patty seconded.
  - **Time:** Executive session began at 9:30 AM and ended at 9:35 AM.
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## 12. CEO Interest Letter

- John mentioned receiving a letter from a candidate expressing interest in the CEO position. The letter will be sent to the chair.
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## 13. Meeting Adjournment

- **Motion:** Pavan moved to close the meeting. Ken seconded.
- **Outcome:** Motion passed.
- **Time:** Meeting adjourned at 9:45 AM.