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USA Shooting Board of Directors

Meeting Minutes

December 22, 2022

Zoom Video Conference Meeting

Board members present: Chad Whittenburg, Sandra Uptagrafft, Eric Uptagrafft, Ana English, Troy Bassham, Jim Mitchell, McKenna Geer, Gregory Shaner (Finance Committee)

Board members absent: Randal Garrett, Dan Genter, Vincent Hancock, Kim Rhode, Rick Marsh, Sarah Scherer-Oursland

USAS Staff present: Reya Kempley (Secretary), Craig Kozeniesky (CEO to start January 6, 2023), Brent McPherson, Bernie Axelrod, Mike Axelrod, Andrew Traciak, Sharee Waldron, Jay Waldron, Pete Durben, Brenda Silva, Sharee Waldron, Jay Waldron

USAS Staff absent (attendance not required): Brittany Nelson, Alex Szablewski

A. Call to Order: Chad Whittenburg, 10:04 AM Mountain Time. A quorum is present with seven Board members.

B. 2023 Proposed Budget: Ana English.

1. Ana reviewed the Finance Committee budget process, which started December 5, and continued with adjustments, meetings with coaches, the December 15 Board meeting, and another Financial Committee meeting December 19.
2. The Finance Committee recommends moving forward with the “low” version of the budget, which includes \$3.6M in fundraising, \$6.15M total income, \$2.4M athlete funding, and a net operating income of \$14k.
3. Ana mentioned that we are looking to double the donations in 2023 from 2022 levels. Chad asked if Bill Moore/Resource One think we can get the projected income. Ana replied that their response is we didn’t take full advantage of their campaigns in 2022.
4. Athlete funding is still significantly higher than in previous years, despite using the low version. Ana reviewed how the Finance Committee and coaches adjusted the initial budget projections down to the low plan. Coaches will be deciding what areas are of higher value within their programs.
 - a. Chad asked to clarify the process of the Bunker Club grant. Ana said the funds are reflected as revenue on P&L even though it is not usable cash, since the account is held in the name of USAS and restricted by use according to Col. Behrens and the Bunker Club’s wishes. Grant payments we pay out are shown as expenses on our books. USAS is acting as the custodian but is not able to use even a 5% distribution. Jim expressed frustration at the limitations given USAS’s need for cash.
5. Ana made a motion for approval of the low plan for 2023, with a recommendation from the Finance Committee. Jim seconded.
 - a. Troy asked how we plan to accomplish over a \$1M increase in unrestricted and restricted donations. Jim discussed the plan, including asking Bunker Club to extract more money, being more involved in the direct mail program, and

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revisiting potential partner organizations (Bass Pro). Ana reviewed the discussion from the October 24 Board meeting where Resource One presented several strategies that have not been utilized in the past. Jim further discussed the purpose of the Foundation to assist USA Shooting in their immediate cash needs.

- b. Troy asked how much money the Foundation has raised so far [since January 2021], and how much is in the works. He expressed a fear of overpromising and underdelivering. Jim listed a few donations that he said totaled roughly \$500k. Troy expressed doubt in being able to meet the fundraising projections in this proposed budget. Jim admitted that fundraising is a crapshoot and the timing of going into political elections increases the difficulty. Ana said that the roundup program as one example has large potential but needs execution and could show proceeds starting in Q2.
- c. Troy pointed out that this proposed budget reflects the highest number ever targeted that he's seen in USA Shooting history. Discussion followed around the history of USA Shooting and how budgets were managed. Jim mentioned the need for highly skilled fundraisers that USA Shooting can afford to hire.
- d. Chad started a discussion around the potential of needing to adjust this budget later in the year if we do not meet revenue goals, considering the heavy projected spending in Q1-Q2. He would like to see quarterly budget reviews and reforecasts with the coaches. Ana said the monthly financials do have reforecast components in them and there is a commitment to regularly review them with coaches. The coaches plan to hold off on funding some training camps and a World Cup in Q1. The potential Para budget does not start significantly spending until May. Jim, Troy, and Ana discussed the history and potential of the direct mail program.
- e. Chad made a motion as an amendment to the budget motion made by Ana to ask the Finance Committee to conduct quarterly reviews and reforecasts, with monthly evaluations of revenue streams. Jim seconded. The amendment passed 7-0.
- f. Chad called for further discussion on Ana's motion. Having none, a roll call vote was conducted.
Ana: Aye
Rick: Aye (Rick's vote was submitted to Chad in advance since he could not attend.)
Jim: Aye
Troy: No
Sandra: Abstain (Sandra stated her conflict of interest as current athlete; Chad clarified that Board members may vote if they state their conflict and vote their conscience.)
Eric: Aye (Eric stated his conflict with his wife as an active athlete.)
McKenna: Aye (McKenna stated her conflict as an active athlete.)
Chad: No
- g. The motion passed: 5 Aye, 2 No, 1 Abstain.

- C. Chad thanked the Finance Committee and the staff for their work and stated his "no" vote does not reflect on that, but he is concerned about revenue. He said the coaches need to be mindful

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of expenses to avoid tough decisions down the road if fundraising goals are not met. He called attention to Foundation to hear the challenge of revenue.

- D. Chad gave an overview of the Board schedule for 2023, including a January meeting to seat new Board members.
- E. Chad asked for an overview presentation highlighting the increase in athlete funding in 2023 as important messaging along with some public announcement.
- F. Chad made a motion to adjourn. Ana seconded. Meeting adjourned at 11:26 AM MT.