

USA Swimming Board of Directors Special Meeting Minutes

July 1, 2025/Virtual

PRESENT

Maya Andrews, Katy Arris-Wilson, Chris Brearton, Frank Busch, Kenneth Chung, Nic Fink, Kathy Fish, Natalie Hall, Clark Hammond, Ira Klein, Caitlin Leverenz Smith, Katie Playko, Sabir Muhammad, Kathleen Prindle, Michelle Steinfeld, Bob Vincent.

STAFF

Eric Skufca.

GUESTS

Bronwyn Pepple (outside counsel).

CALL TO ORDER

Chris Brearton, Board Chair, called the July 1, 2025 Board of Directors meeting to order at 12:00 p.m. Mountain Time.

CLOSED SESSION

USOPC AUDIT UPDATE

The Board went into Closed Session to discuss changes to the U.S. Olympic & Paralympic Committee's audit standards.

PRE-LITIGATION MATTER UPDATE

The Board discussed a pre-litigation matter from its June meeting.

INTERNATIONAL RELATIONS UPDATE

Mr. Brearton provided an update on the International Olympic Committee and the World Anti-Doping Agency.

FINANCE UPDATE

Kenneth Chung, Vice-Chair, Fiscal Oversight, and Eric Skufca, Chief Financial Officer, discussed a draft financial update to membership.

CEO TRANSITION FUND UPDATE

Mr. Brearton provided a confidential update on the CEO Transition fund.

OPEN SESSION

The Board came into Open Session to vote on the following motions.

MOTION: *To approve the current expenses in the CEO Transition Fund, and for the Board Chair to seek prior Board approval for any material additions to the CEO Transition Fund. Seconded. Motion passed 13-1.*

MOTION: To approve the new campaigning language in Corporate Bylaw 6.3.3.(D), attachment 1. Seconded. Motion passed 12-0. Note: Two Board members were recused from the vote due to conflicts of interest.

CLOSED SESSION

CEO TRANSITION FUND UPDATE

The Board returned to Closed Session to complete its discussion of the CEO Transition Fund.

CEO UPDATE

Bob Vincent, Interim Chief Executive Officer, provided a confidential personnel update.

EXECUTIVE SESSION

CEO TASK FORCE UPDATE

The Board went back into Closed Session so it could conduct an Executive Session; all members of the staff left the meeting except for Mr. Vincent.

ADJOURNMENT

Mr. Brearton adjourned the July 1, 2025 meeting of the Board of Directors at 1:30 p.m. Mountain Time.

Respectfully submitted:



Michelle Steinfeld, Secretary and General Counsel



Chris Brearton, Board Chair

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Attachment 1

Page 2 - Updated Corporate Bylaws