

# Board Meeting Agenda

## Annual Meeting

### USA Fencing Board of Directors

Sunday, September 10, 2023 at 1:00PM (MT)– Denver, CO

Public Zoom Link: <https://us02web.zoom.us/j/88399117987?pwd=NG95TkdwWTIzVi8rTDElbnJueSt0QT09>  
Passcode: 053338

#### **I. Call to Order**

Roll Call

General Announcements

Opening Remarks –Chair

Conflict of Interest announcements for this agenda

#### **II. Consent Agenda Items (Mr. Lee)**

- a. To approve the minutes from the July 4, 2023 meeting attached as [Appendix A](#).
- b. To approve updates to the Member Code of Conduct as attached in [Appendix B](#).
- c. To approve the minutes from the September 8, 2023 meeting to be attached as [Appendix J](#) when available.
- d. To approve the record of e-voting from September 1, 2023 attached as [Appendix K](#).

#### **III. CEO, Operations & Financial Update (Mr. Andrews, Ms. Chamberlin)**

#### **IV. Committee, Resource Teams & AC Updates (as applicable)**

- a. Election Committee Report ([Appendix C](#))
- b. Division Resource Group Report ([Appendix D](#))
- c. Nominating Committee Report ([Appendix E](#))
- d. Black Card Review Group Report ([Appendix F](#))
- e. Referees' Commission Report ([Appendix G](#))
- f. International Relations Committee Report ([Appendix H](#))

#### **V. New Business**

*2020 Olympic Team Recognition*

**MOTION 1 (Mr. Lehfeldt):** To the extent it is within its' jurisdiction and to the extent possible, that Adam Rodney be recognized by USA Fencing as a member of the Tokyo 2020 Olympic Team.

**Rationale:** Due to bureaucratic circumstances largely outside of his control, Adam Rodney was unable to compete in the 2020 Tokyo Olympics as the alternate athlete. While USA Fencing lacks the jurisdiction to credential Mr. Rodney as an Olympian (or OLY), the official records of the NGB should be updated to reflect Mr. Rodney as the alternate in the Tokyo Olympics.

#### *Approval of the 2023 Financial Policy and Procedures*

**MOTION 2 (Mr. Lee):** That the 2022 Financial Policy and Procedures now updated to the 2023 Financial Policy and Procedures be approved as our USA Fencing policy subject to review by an independent auditor. 2023 Financial Policy and Procedures are attached as [Appendix I](#).

**Rationale:** Following a review and update by the USA Finance team, minor updates have been made to the Financial Policy & Procedures which requires the formal approval of the Board of Directors. Primarily items addressed include expense requirements, and clarifying the levels at which the CEO and/or the Board of Directors need to be involved or made aware.

#### *Youth Competition*

**MOTION 3 (Mr. Lee):** That all Youth-8 competitions conducted under the authority of USA Fencing abide by and apply the field of play rules applicable to Youth-10 competitions conducted at the same divisional, regional, or national level, and that the Athlete Handbook, Operations Manual, Regional Handbook and other applicable documents be revised accordingly.

**Rationale:** During the 2022-23 season, USA Fencing's Board of Directors approved Youth-8 as a sanctioned but optional regional and divisional event. However, no decision was made at the time regarding what rules would apply in such competitions, e.g., concerning blade length, uniform requirements, DE bout formats, etc. Certain local and regional organizers have begun scheduling Y-8 events without such guidance. Without the adoption of this resolution, standard Rules of Competition would apply in these youngest of our youth events, including, for example, full length blades and 15 touch DE bouts. After consultation with the US SEMI Committee and the Youth Development Resource Team, the Referees' Commission recommends use of the same rules in this age group as apply to Y-10 competitions, at least as a temporary measure.

Other issues such as age minimums for Y-8 events, whether a points list will be maintained, etc., will be reviewed at a future date.

This motion was drafted by the Board Liaison to the RC as at the 8/19-20/2023 meeting of the Referee Commission in Denver CO, Mr. Donald Alperstein, with the approval of the Referee Commission.

*Referee Commission Nomination & Election*

**MOTION 4 (Mr. Lee):** That the Referees' Commission Nominating Committee for the Referees' Commission election to be held in 2024 comprise eight individuals and be constituted as follows:

The Referees' Commission Chair if not running for reelection. If the Chair is running for reelection, then a Referees' Commission vice-chair who is not running for re-election, to be chosen by the Referees' Commission members who are not running for re-election. This individual will chair the Referees' Commission Nominating Committee;

One additional vice-chair of the Referees' Commission who is not running for reelection;

Three referees who have worked as referees at least two North American Cup, Summer Nationals and July Challenge, National Junior, Senior or Wheelchair Championship, or international events during the 2022-23 or 2023-24 seasons, to be selected by a vote conducted by the Election Committee among referees who meet that same qualifications;

Two athletes selected by the USA Fencing Athlete Council; and

One member of the Board of Directors selected by the Board of Directors.

**Rationale:** Section 12.11.b.ii of the Bylaws provides, with regard to the election of the Referees' Commission Chair and Vice-Chairs:

The . . . method for nominating candidates for these positions shall be determined by the Board of Directors consistent with these Bylaws . . .

The foregoing motion addresses the portion of this section that calls for the Board of Directors to establish "the method for nominating candidates" for positions to be filled on the Referees' Commission. The proposed method of establishing a Referees' Commission Nominating Committee to vet candidates follows the practices used in previous elections for the positions. The standards for referee representation on the Referees' Commission Nominating Committee, and for the electors who will choose those representatives, reflect the importance of current high-level experience in filling those positions. (Note that the standards for electors to fill the open positions, as opposed to those for the Referees' Commission Nominating Committee, is the subject of a separate motion.) The proposed composition of the Referees' Commission Nominating

Committee meets the requirement for athlete representation, provides substantial rank and file input during the nomination process, places two individuals with Referee Commission experience on the committee, and assures Board input in the nominating process.

This motion was drafted by the Board Liaison to the RC as at the 8/19-20/2023 meeting of the Referee Commission in Denver CO, Mr. Donald Alperstein, with the approval of the Referee Commission.

**MOTION 5 (Mr. Lee):** That the eligible voters in the Referees' Commission election to be held in 2024 shall be those licensed referees who have worked at least as referees at least two North American Cup; Summer Nationals and July Challenge; National Junior, Senior or Wheelchair Championship; or international events during the 2021-22, 2022-23, or 2023-24 seasons.

**Rationale:** Section 12.11.b.ii provides, in pertinent part:

The Chair and Vice-Chairs of the Referees' Commission shall be elected by experienced referees. The standards for electors . . . for these positions shall be determined by the Board of Directors consistent with these Bylaws, and nominees for the positions shall be elected by a vote of the electors that is conducted by the Election Committee.

The foregoing motion addresses the provision of this section that calls upon the Board of Directors to establish "the standards for electors" for Referees' Commission positions to be filled by the 2024 election (conducted by the Election Committee during the spring or early summer months). The proposed qualifications for electors who will fill the open positions are broader than the qualifications for the Referees' Commission Nominating Committee as proposed in a companion motion because the Referees' Commission oversees the entire referee cadre and the active members of that group should have a say in their leadership.

This motion was drafted by the Board Liaison to the RC at the 8/19-20/2023 meeting of the Referee Commission in Denver CO, Mr. Donald Alperstein, with the approval of the Referee Commission.

#### *Rule T109*

**MOTION 6 (Mr. Burchard):** To appoint a working group to discuss and recommend the future of rule T109, to report back as soon as possible, but no later than the December 2023 meeting of the USA Fencing Board of Directors. Such a working group to be composed of 1 active FIE Referee, 1 member of the Tournament Committee, 2 Elite Athletes as defined by the USOPC bylaws and appointed by the USA Fencing Athlete Council, 1 current National Coach, the Chair of the Referee Commission, the Vice Chair for Rules & Examinations of the Referee Commission, and the Board of Directors' RC liaison by name as follows:

Chair of the Referee Commission: Tasha Martin  
 Vice Chair of the Referee Commission for Rules & Examinations: Bradley Baker  
 The Board of Directors Liaison to the Referee Commission: As determined in the Friday 8 September meeting of the USA Fencing Board of Directors.  
 Tournament Commitee: Maggie Dull  
 Active FIE Referee to be appointed by the Chair of the Referee Commission  
 Elite Athlete 1: As appointed by the USA Fencing Athlete Council.  
 Elite Athlete 2: As appointed by the USA Fencing Athlete Council.  
 National Coach: Natalie Dostert

Staff Liaison/Staff Support: Michael Aiken

**Rationale:** The Board of Directors voted in its' 2022-2023 sessions to implement the FIE wording of the T109 rule, replacing the USA Fencing adaptation of this rule. However, in recognizing there is significant work to be done and agreement across all stakeholders to be made about the way the rule is implemented, appointing a group of key stakeholders to evaluate how we best do this as a sport offers a way forward that can be agreed upon by all.

## **VI. Good and Welfare**

## **VII. Adjourn to Executive Session (if necessary)**

## **VIII. Executive Session**

## **IX. Adjournment**

### **Reporting Dates of Committees & Resource Groups**

<b>Committee/RT</b>	<b>Date of Last Report</b>	<b>Report This Meeting</b>	<b>Board Liaison</b>
Referee Comm.	2/23	Yes	Donald Alperstein
Hall of Fame Comm.	2/23	No	Peter Burchard
Audit Comm.		No	Aimee Rice
Budget Comm.	6/10	No	David Arias
Election Comm.	7/4	Yes	Darryl Jacobs
Nominating Comm.		Yes	Kat Holmes
DEIB Comm.		No	Darryl Jacobs
IR Comm.	6/23	Yes	Sam Cheris
SEMI Comm USA	10/22	No	Donald Alperstein
Tournament Comm	7/4	No	Peter Burchard
Veterans Comm.	7/4	No	Abdel Salem
Club and Member RG		No	David Arias
Division RG	6/23	Yes	Donald Alperstein

Mar/Comm RG		No	Darryl Jacobs
Parafencing RG		No	Abdel Salem
FenceSafe RG		No	Donald Alperstein
Sports Medicine RG		No	Kat Holmes
Youth Development RG	4/23	No	David Arias
Sports Performance RG		No	Lorrie Marcil Holmes
Coaching Advisory RG		No	Ben Bratton
Data Science RG		No	Kat Holmes

# Board Meeting Minutes - DRAFT

## Scheduled Meeting

### USA Fencing Board of Directors

July 4, 2023 at 6:00pm – Phoenix Convention Center Room 126 B&C and Zoom

#### I. Call to Order

**Present:** David Arias, Donald Alperstein, Emily Bian, Ben Bratton, Peter Burchard, Sam Cheris, Lauryn Deluca, Kat Holmes, Darryl Jacobs, Selina Kaing, Ivan Lee, Lorrie Marcil-Holmes, Amanda Nguyen, Abdel Salem, Peter Barton (Parliamentarian) and Nzingha Prescod joined starting with the Good and Welfare section.

**Absent:** Aimee Rice.

**USA Fencing Staff:** Phil Andrews, Shannon Jolly, Brad Suchorski, Glen Hollingsworth, Tabitha Chamberlin, and Christina Pachuta.

**Opening Remarks (Mr. Arias):** Donald Alperstein and Lorrie Marcil-Holmes were honored for their significant service to USA Fencing as Board Members.

#### II. Consent Agenda Items (Mr. Arias)

- a. To approve the minutes from the June 10, 2023, meeting attached as [Appendix A](#).
- b. To approve clerical updates to the Gift and Entertainment Policy, Whistleblower and Antiretaliation Policy, and the Complaint and Hearing Procedures attached as [Appendix B](#) per USOPC Audit recommendations.

**Second:** Kat Holmes

**Result:** Passed by voice vote

#### III. CEO, Operations & Financial Update (Mr. Andrews, Ms. Chamberlin)

#### IV. Committee, Resource Teams & AC Updates (as applicable)

- a. Veterans Committee Report ([Appendix C](#))
- b. Tournament Committee Report ([Appendix D](#))
- c. Election Committee Report ([Appendix E](#))

#### V. New Business

## *Division Map*

**MOTION 1 (Mr. Alperstein as liaison to the Division Resource Team):** That pursuant to Sections 5.2 and 7.16 of the USA Fencing Bylaws, the Board of Directors hereby delegates to the Division Resource Team authority to assign geographical descriptions for the Affiliated Units of USA Fencing, know an “Divisions,” to resolve any shortages and discrepancies in existing geographical descriptions, and to resolve territorial disputes between Divisions. In exercising this authority, the Division Resource Team may adjust boundaries currently believed to exist.

**Rationale:** The Division Resource Team was prompted to forward this motion by the move currently underway to adopt uniform bylaws across the divisions. The template Division Bylaws set forth each division’s official name and define the geographical area it serves. During the adoption process, many discrepancies in various descriptions and understanding of division boundaries have been found. The Bylaws place the duty to define administrative unit (division) boundaries on the Board of Directors, and also allow the Board to delegate such functions. Allowing the DRT to define division boundaries and to adjust them in order to resolve any discrepancies and disagreements will relieve the Board of Directors of the burden of performing this important organizational function itself.

The Operations Manual states on page 9 that the current list of divisions can be found in Appendix G, yet there is no such appendix, and on information no archive of existing division charters has been maintained and no official comprehensive compilation of the division boundaries approved by the Board of Directors seems to exist. The Operations Manual, again on page 9, states that division boundaries must be defined by political (e.g., city, county or state) or postal boundaries, yet there are divisions that continue to be defined by geological features such as rivers or mountain ranges, some divisions have lost track of or attempted to adjust assigned boundaries, and USA Fencing has for some purposes used other means of delineating division territory. This needs to be addressed.

In recent years, the National Office, albeit without consulting the Board of Directors, began using postal zip codes to define the areas encompassed by the divisions. This substitute description of division definitions was driven by USA Fencing’s Design Sensory membership data management system which uses member (individual and club) addresses to assign division membership and automatically specifies division affiliation based on zip codes. While this practice should have been adopted in consultation with the Board, and with its approval, the approach may make sense for data processing purposes and certainly enhances the functionality of the membership database as presently configured. The motion, if adopted, will allow the Division Resource Team to define division boundaries in any practical manner. It also allows, if advisable for data purposes, the DRT to provide the National Office with a listing of the zip codes, counties, or other defined areas encompassed by the divisions’ boundaries for the automated assignment of members to their respective divisions.

**Second:** Lorrie Marcil-Holmes



**Result:** Passed by voice vote

*2023 Committees & Resource Teams Task Force*

**MOTION 2 (Mr. Arias):** To re-appoint the previous Board taskforce to review applications for, and approve, members of Board Committees and Resource Teams, working in close collaboration with USA Fencing staff to solicit a wide range of USA Fencing membership. The membership of said taskforce shall be as follows:

Selina Kaing (Chair)  
Donald Alperstein  
Peter Burchard  
Nzingha Prescod OLY  
Kat Holmes OLY

And to further direct the CEO and Athlete Council to designate their appointments no later than 10 days after the adoption of this motion.

The task force is requested to complete its work by the latest of the September meeting of the USA Fencing Board of Directors.

**Rationale:** USA Fencing needs to appoint members to various Committees and Task Forces for the coming financial year, and to recommend both board and staff liaisons. The above task force has institutional knowledge of success factors in seating committees and have expressed a willingness to serve in the same roles again.

**Second:** Lauryn Deluca

**Result:** Passed by voice vote

**VI. Good and Welfare**

- a. The Good and Welfare portion of the meeting included a discussion of referee compensation and reimbursements, and veteran competition with respect to start times and double stripping. There was no action taken by the Board as a result of these discussions.
- b. The Annual Weekend Board Meeting & Retreat will occur September 8-10 in Denver, CO. Board was requested to be in Denver by 1pm on Friday if possible.

**Motion to Recess to Executive Session:** David Arias

**Second:** Peter Burchard

**Result:** Passed by voice vote

**Reporting Dates of Committees & Resource Teams**

Committee/RT	Date of Last Report	Report This Meeting	Board Liaison
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Referee Comm.	2/23	No	Donald Alperstein
Hall of Fame Comm.	2/23	No	Peter Burchard
Audit Comm.		No	Aimee Rice
Budget Comm.	6/10	No	David Arias
Election Comm.		No	Darryl Jacobs
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Sports Performance RT		No	Lorrie Marcil Holmes
Coaching Advisory RT		No	Ben Bratton
Data Science RT		No	Kat Holmes



## USA Fencing Code of Conduct

The purpose of this Code of Conduct is to establish the United States Fencing Association's ("USFA") expectations for all those engaged in this great sport of fencing. It is a foundation intended to promote a positive environment and good sportsmanship. By practicing these shared values we can create a culture that empowers and supports all members of the fencing community.

This Code of Conduct applies to the following individuals at all times: all members of USFA, Board of Directors members, officers (including division officers), committee members, task force members, working group members, resource team members, hearing panel members, volunteers, employees of USFA, officials, athletes, coaches, contractors, and others appointed or authorized to act on behalf of the USFA (collectively, "Members").

The USFA's Codes of Conduct requires all participants in USFA activities to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As members of USFA, we all must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations. Specifically, compliance with the Ted Stevens Olympic and Amateur Sports Act ("the Act"), the USOPC Bylaws, all USFA policies and procedures, and state and federal laws.

As a Member of USFA, you are committed to fair competition and respect for other members, including athletes, coaches, referees, volunteers, tournament officials, spectators, and fans. You understand that sportsmanship is a key tenant of competition and will exhibit the qualities of sportsmanship at all times.

You will:

- Act in a sportsmanlike manner consistent with the spirit of fair play and responsible conduct;
- Conduct yourself in a dignified, professional manner relating to emotions, language, attitude, and actions.
- Respect the rights, dignity and worth of all opponents, coaches, referees, officials, administrators, parents, fencers and spectators regardless of race, creed, color, religion, national origin, ethnicity, gender or sexual orientation.
- Engage in no verbal or physical threats or have any unwanted physical contact with others.

- Respect your competitors and other members of the fencing community in person or via electronic or phone communication or social media. Accordingly, you will not bully, harass or otherwise be disrespectful or disparaging to others.
- Remember that at all times you are an ambassador for the sport of fencing, whether in or out of competition.
- Report all Code of Conduct violations.
- Support clean competition, including an environment free of doping, and will follow all applicable rules related to anti-doping as established by the United States Anti-Doping Agency, the World Anti-Doping Agency and the Federation International d’Escrime.
- Abide by all applicable USA Fencing rules and regulations, including but not limited to the Athlete Handbook, and Fencing Rulebook, FenceSafe Handbook, USA Fencing MAAPP, and the US Center for SafeSport Code.
- Adhere to the rules governing fair play and competitive manipulation per the Olympic Movement Code on the Prevention of the Manipulation of Competitions, and the International Paralympic Committee Code of Ethics.
- Adhere to all applicable state, federal, and foreign laws, as applicable, including those governing the possession and use of drugs and alcohol and providing of drugs to any person and alcohol to minors.
- No USFA employee, contractor, or agent of USFA shall assist a Member or former Member in obtaining a new job (except for the routine transmission of administrative and personnel files) if the individual knows that the Member or former Member violated policies or procedures of the US Center for SafeSport related to sexual misconduct or was convicted of a crime involving sexual misconduct with a minor in violation of applicable law or the policies or procedures of the US Center for SafeSport per Section 220524(a)(10) of the Act.

## **REPORTING & RESOLUTION**

A violation of this Code of Conduct may be grounds for action, which could result in sanctions up to and including termination of membership.

Code of Conduct violations must be reported promptly through our online reporting portal which can be accessed [here](#), to the Athlete Safety & Compliance Manager at [c.pachuta@usafencing.org](mailto:c.pachuta@usafencing.org), or to the Grievance and Discipline Committee at [Grievance@usafencing.org](mailto:Grievance@usafencing.org). Reporters are permitted to submit reports anonymously. All reports will be reviewed and resolved per our Complaint and Hearing Procedures which can be found [here](#). The Grievance and Discipline Committee in coordination with the USFA Senior Manager of Compliance (“Manager”) will

determine whether to resolve the matter via an informal compromise or mediation or proceed with formal disciplinary action. If an informal compromise or mediation is pursued, the Manager will investigate and provide notice of a resolution. If formal disciplinary action is pursued, the matter will be decided by a panel of disinterested members pursuant to the Complaint and Hearing Procedures. Respondents will be afforded an opportunity to be heard on the merits before the panel prior to the imposition of any sanctions. Athlete Representatives will make up 33.3% of the panel. Temporary measures, such as a temporary suspension, may be imposed as necessary for the good of the sport of fencing and the protection of USFA or its members. For questions regarding procedural review of complaints, please reach out to Athlete Safety & Compliance Manager at [c.pachuta@usafencing.org](mailto:c.pachuta@usafencing.org).

## **ANTI-RETALIATION**

It is the right and responsibility of all members to report violations or suspected violations of this Code of Conduct. All Members, good faith reporters or any person who participates or is involved in the investigation or adjudication of claims of violations (“Covered Third-Persons”) is protected under this Code of Conduct from retaliation. An individual who retaliates against someone who has reported a violation in good faith or a Covered Third-Person is subject to disciplinary action up to and including termination of membership.

No individual who in good faith reports a violation of the Codes of Conduct shall suffer harassment, retaliation, or adverse membership consequences. “Retaliation” means any adverse or discriminatory action, or the threat of an adverse or discriminatory action, including removal from a training facility, reduced coaching or training, reduced meals or housing, and removal from competition, carried out against a protected individual as a result of any communication, including the filing of a formal complaint, by the protected individual relating to the allegation of physical abuse, sexual harassment, or emotional abuse with (a) the US Center for SafeSport (b) a coach, trainer, manager, administrator, or official associated with the corporation (c) the Attorney General (d) a Federal or State law enforcement agency (e) the Equal Employment Opportunity Commission or (f) Congress.

Retaliation may be present even where there is a finding that no violation occurred, but retaliation does not include good-faith actions lawfully pursued in response to a report of a violation. In addition, no Member nor USFA itself shall take or threaten to take any action against an athlete as a reprisal for disclosing information to or seeking assistance from the Office of the Athlete Ombuds as outlined in the Ted Stevens Act.

A copy of the full USFA Whistleblower & Antiretaliation Policy can be found [here](#).

## **ACTING IN GOOD FAITH**

Anyone reporting a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and that prove to have been made maliciously or knowingly to

be false will be viewed as a serious disciplinary offense and will be considered a Code of Conduct violation.

## RESOURCES

For information on the Code of Conduct, including any of its provisions, contact Athlete Safety and Compliance Manager at [c.pachuta@usafencing.org](mailto:c.pachuta@usafencing.org) or [EthicsCommittee@usafencing.org](mailto:EthicsCommittee@usafencing.org).

**USOPC INTEGRITY UNIT** - Through its Speak Up Policy, the USOPC Ethics and Compliance team seeks to empower athletes, USOPC employees and volunteers, NGB employees and volunteers, and other individuals within the U.S. Olympic and Paralympic Movement to raise and report their concerns.

Any individual may report concerns confidentially, or anonymously, online using the [USOPC Integrity Portal](#).

### Team USA Athletes:

**ATHLETE OMBUDS:** The Athlete Ombuds Office provides free cost-free, independent, and confidential advice regarding Team USA athlete rights, grievance procedures and any other guidance pertaining to selection procedures and can assist in mediating disputes between athletes and USFA.

To contact the Athlete Ombuds Office:

Website: <https://www.teamusa.org/athlete-ombuds>

Phone: (719) 866-5000

E-mail: [ombudsman@usathlete.org](mailto:ombudsman@usathlete.org)

**USFA REPORTING PORTAL** - For additional resources and to access the USFA online reporting portal please visit: <https://www.usafencing.org/fencesafe-report>



## USA Fencing Spectator Code of Conduct

As a spectator and supporter of the sport of fencing, I understand that it is my role to help create a positive and supportive environment for everyone involved in a tournament – both on and off the strip.

I will:

- Display good sportsmanship by respecting athletes, coaches, referees, officials and other spectators.
- Act appropriately and remain orderly so I do not disturb the smooth running of the competition. I will remember to enjoy the competition – regardless of the outcome – and will not taunt or disturb other spectators.
- Abide by all applicable USA Fencing rules and regulations, including USA Fencing's FenceSafe policies, Athlete Handbook and Rulebook.
- Support the referees and coaches by trusting their judgment and integrity. I understand that continually vocalizing criticism so that it detrimentally affects the good order of the competition is a violation of fencing rules.
- Never physically contact a referee in an aggressive or confrontational manner.
- Be a role model by positively supporting athletes and not shouting instructions or criticism to the athletes, coaches or officials.
- Help provide a safe and fun environment for all participants.
- Encourage all competitors in a positive manner, remembering that the use of profanity and objectionable gestures are offensive and are prohibited.
- Be supportive after the competition – win or lose. I will recognize good efforts and sportsmanship.
- Recognize that USA Fencing competitions should be safe spaces for everyone and refrain from using harmful or discriminatory language.

I acknowledge that failure to comply with the USA Fencing Spectator Code of Conduct may result in removal from the venue or other disciplinary action. I understand its requirements and agree to abide by the letter and spirit of the Code.

## Election Committee Interim Report to the Board of Directors

Submitted by Susan Belanich, Election Committee (EC) Chair

July 3, 2023

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Below please find the annual report from the USA Fencing Election Committee. Items requiring special attention are called out in bold. Links to detailed, round by round results of the election are provided in the appropriate areas.

### Committee Composition and Challenges

This committee saw the return of four members. The last two slots were filled by recommendation from the CEO to the Board, and by our athlete member beating the bushes to find a replacement for his departing colleague from among eligible athletes when the Board seemed unable to fill the slot in a timely manner. These two remaining positions were not filled until the election planning was already underway. **The committee feels that all slots should be filled prior to ANY election-related planning has begun, so that they can be involved in all committee activities.**

In addition to the inability to fill a committee in a timely manner, the National Office (NO) had difficulty identifying the recipients of an email distribution list that they were continually sending emails to, even when asked to stop (i.e., ElectionsCommittee@usafencing.org). There is no telling who is on that list, and it is possible that people were receiving confidential emails that they should not have gotten.

**The committee respectfully requests that a new liaison to the Board be assigned for the next fiscal year.** The liaison identified for this year's election cycle did not attend meetings, and more importantly, did not respond to repeated requests to meet with the Chair when it was made clear that there were serious concerns that required immediate attention.

### Elections Contested

This year's USA Fencing election includes candidates for Hall of Fame and two At-Large Director positions.

Following their selection process, the Nominating Committee supplied their list of nine candidates, and three additional candidates petitioned successfully for inclusion on the ballot. One candidate dropped out of the race prior to the start of voting.

One-minute videos and candidate statements were posted to the USA Fencing website by the Communications Director. **The Election Committee was not provided time to review the materials prior to posting**, as had been the norm in past elections. As a result, there were complaints that two of the candidates had combined their statements and videos into a unified posting, which the Election Committee decided must be separated. The two candidates did post separately soon afterwards.

Some concern was expressed that the NO was messaging voters directly via SMS with election reminders. **This method of communication was not approved by the EC.** While we agree that it can be an effective tool, we request verification that members have agreed to be contacted by the organization in this manner, as questions of privacy remain. The EC does support the regularly scheduled reminders and e-blasts that the NO generates, as voters tend to vote early and late, with very little activity in the middle.



### Election Processing

Our multi-year relationship with the election processing vendor eBallot was severed, after a quick back and forth in email initiated by the National Office. Reasons cited were quality of support and high cost. The full Election Committee was not in place at this time, and what remained from last year agreed to hire ElectionBuddy, which both the CEO and Comms Director had had experience.

The committee assumed incorrectly that ONLY the vendor had changed. It was not until elections were about to begin that we learned that the new vendor was using an instant run-off method of vote tally, which was far more confusing for our voting members. (The Borda Count method for preferential voting, used the previous year, was more easily explained.) There was much discussion between the NO, the EC, and the former BoD liaison regarding whether the NO has it within its power to make that switch without approval of the Board, and whether the new method complies with the Bylaws as amended in July 2021. **More discussion among the BoD and NO is requested to ensure we are following Bylaws, and using the method that best reflects the desires of the voter base.**

### Test Election

Shortly before the official election began, we received a few test ballots that we could vote with. Last year, the committee conducted a 25-user test election on the eBallot system. This year, there was very little time, and too few test ballots. **The EC felt it was not involved enough in this process, and requests that more time and more access be granted in the next election cycle.**

### Official Election

The election began on June 15 and ended on June 5, 2023.

- Midday on the second day of the election, we received reports that **people who had voted were able to see LIVE RESULTS for the election, and the results made it appear that the election was over and winners identified.** This was incorrect, and these results should NEVER have been made public, to ANYONE.
- The Communications Director immediately contacted Election Buddy, and disabled the feature that showed results. That afternoon, he put out a communication on the official USA Fencing website explaining what had happened, and how many voters had the potential to see those early results (i.e., fewer than 100).
- Investigation revealed that a member of the National Office staff had gone into the administrative account, enabled a feature that showed live results, and had not disabled it when logging out. This setting actually allowed ALL voters to see live results after they had voted. **The committee feel strongly that NO ONE should EVER open the results of an ongoing election. If there is a way to disable this feature altogether, then we must go that route.**
- After these events transpired, we received a complaint from a candidate that he had not had access to those early numbers. The EC Chair followed up with an email to all candidates, explaining what had transpired, ensuring them that data integrity had not been compromised, and sharing screen shots of exactly what information had been visible to the few candidates who had already voted and followed the link when it was still active.
- The rest of the election proceeded smoothly.

- Next year, the EC should discuss whether the three-week election is an appropriate duration. Feedback has been mixed – some voters expressed appreciation for the extra time, and the additional reminders, while others felt it is too long.
- This election saw a slight increase in voter turnout, with a **26.59% voter turnout** vs. 25.28% in the 2021 election where similar positions were contested. **This is a new record for USA Fencing.**

#### **Election Turnout and Results**

<b>Title</b>	<b>Total Cast</b>	<b>Total Eligible Voters</b>	<b>Turnout %</b>
Board of Directors + Hall of Fame	2,498	9,395	26.59%

**Board of Directors:** see [https://www.usafencing.org/news\\_article/show/1275665](https://www.usafencing.org/news_article/show/1275665).

<b>Candidate</b>	<b>Votes</b>	<b>Percentage</b>
Abdel Salem OLY-Egypt	598.77	28.63%
Damien Lehfeldt	569.26	27.22%
Ivan Lee OLY	528.42	25.26%

**Hall of Fame:** see [https://www.usafencing.org/news\\_article/show/1275694](https://www.usafencing.org/news_article/show/1275694).

**Athletes Elected:**

<b>Name</b>	<b>Voting Results</b>	<b>Objective Scoring</b>	<b>Total Points</b>
Nzingha Prescod OLY	1st place (400 points)	2,205	2,605
Marty Lang OLY	2nd place (350 points)	1,150	1,500
Harold Goldsmith OLY	4th place (250 points)	1,145	1,395
Nat Lubell OLY	5th place (225 points)	1,135	1,360
Stephen Netburn OLY	8th place (170 points)	1,100	1,270
Joey Brinson PLY	3rd place (300 points)	600	900

**Coach elected:**

Name	Voting Results	Objective Scoring	Total Points
Andrey Geva	1st place (300 points)	8,525	8,625

**Final Comments**

This was a rough election cycle. The EC was not filled and in place early enough in the process to effect change, and to provide the necessary guidance and oversight that it had done in the past. That vacuum was filled – for good or bad – by decisions made at the NO. These were NOT all decisions that should have been made by the NO, and belonged under the purview of the EC. As a result, a lot of time was spent doing damage control on situations that need never have occurred. If the EC is to be successful in its mission to provide a fair disposition of our elections, they must be fully staffed, and empowered to make decisions with Board oversight. We cannot be successful if the entity we are battling is from within the organization, with every intention of being proactive but in reality serve to disempower us. When situations arise that force us to turn to our Board liaison for support and guidance, we need that liaison to show up. We all need to work together – but in the end, the EC must own the areas that the Board has established in its Bylaws.

Respectfully yours,

Susan Belanich, Chair

April Alford

Alice Dungey

Eli Dershwitz

David Hitchcock

Ariel Simmons

### REPORT OF THE DIVISION RESOURCE GROUP

To USA Fencing Board of Directors

August 17, 2023

Since our last report, for the Board's June meeting, the process of implementing the uniform Division Bylaws and Division Operating Guide has begun in earnest, with mixed success. As expected, there was resistance and pushback from a small number of divisions. Between communications from the National Office (mainly via Brad Suchorski and Phil Andrews) and members of the DRT, most of these have been addressed and resolved. Still, official adoption of the documents has been slower than hoped. Whether this is due to scheduling issues, resistance, misunderstanding at the division level, or ignorance of the ongoing process isn't clear in each case. As of the date hereof, 23 of the 67 Divisions have submitted newly adopted Bylaws and 19 have submitted Division Operating Guides. At its August 15, 2023 meeting, the DRT explored ways of identifying obstacles to adoption in each noncomplying division and approaches to resolving them. Clearly, the original deadline of August 31 for completion of the process will not be met, and in fairness it was always largely aspirational. The DRT members assigned to each USA Fencing Region will work with divisions having scheduling and understanding problems. Those that seem recalcitrant will experience accelerating pressure and offers of assistance. Ultimately it may be necessary to impose punitive or coercive measures on the most unwilling of divisions and to provide outside assistance to those internal process challenges.

As reported in June, there are discrepancies in some division boundary descriptions, both those on file at USA Fencing as understood by the divisions themselves. In June, the Board authorized the DRT to make boundary adjustments as appropriate. The DRT is exploring the use of county and political boundaries in lieu of the National Office's current use of postal zip codes and the existing descriptions in some bylaws and charters based on geographical or other features. Design Sensory has indicated that migrating to political boundaries is feasible within their system. The DRT is formulating a recommendation for dealing with division boundary discrepancies. The current approach is to continue the adoption of uniform Bylaws with whatever boundary descriptions are available, and to make necessary adjustments at a later date.

Since its last report, the DRT has received three inquiries about the creation of new divisions. All three have been answered with a description of the formal process for creating new divisions or adjusting division boundaries. Two of these inquiries clearly arise from internal division disfunctions and perceived power imbalances. The DRT has responded in these cases by discouraging pursuit of division creation, advising the inquiring party that the new Bylaws are designed to give all clubs an effective voice in division governance and scheduling, and informing them that the DRT can provide mediation or intervention where needed. The third inquiry seems to have a possibly reasonable basis for the request. That party has also been

advised of the charter application process. They are currently discussing internally whether to pursue the project.

At its August 15 meeting, the DRT adopted guidelines for the use of division held funds and other assets. After being converted to graphic format the guidelines will be posted on the website and published to the divisions. Some will surely protest that such guidelines represent overreaching by the national organization, but we anticipate that most will welcome having some guidance in this area. The project was undertaken and is important because divisions hold their funds and other assets as agencies of USA Fencing. The organization's §501(c)(3) status limits how its assets may be expended and employed, and if such limitations are not observed, the divisions could jeopardize this important (and legally required) tax status.

Future projects identified but not yet undertaken by the DRT include how best to deal with non-functional divisions (mainly those without sufficient membership to operate), and establishing criteria and a selection process for USA Fencing's Service to Divisions award.

Finally, but importantly, the Board is advised that over the past several years the DRT has operated under the leadership and direction of its Board of Directors liaison. It appears that individual will no longer be operating in that capacity. If the DRT is to continue the work assigned to it by the Board, then the Board needs to assure strong and engaged work by the liaison or another member of the DRT, essentially acting as its chair. Failing to do so jeopardizes what has been accomplished and what remains to be done.

Respectfully submitted by the Division Resource Group,

Dan Berke, Rebecca Chimahusky, Shanna Davis, Dennis Kolakowski, Jennifer Nollner, Brenda Waddoups, Rich Weiss, Donald Alperstein (outgoing Board of Directors liaison).

# Appendix E

## **Report of the USA Fencing Nominating Committee For USA Fencing Board Meeting 9/8-10/2023**

### **Joint Recommendations of the Nominating Committee & Election Committee.**

In reviewing the nominating and subsequent Election process for the 2023 At-Large Board Elections, the Election Committee and Nominating Committee jointly met. Among other observations the group had a specific recommendation regarding the Petition process, as follows – the recommendation will require an amendment to the USA Fencing Bylaws.

That an individual who petitions to the ballot of USA Fencing's board elections achieve the supporting signatures of at least 1% of the membership from at least 2% of USA Fencing Clubs at least 2 regions, with those numbers measured as at July 31 of the previous year; and published (together with the associated calculations) at the same time as the call for nominations ensuring transparency for those wishing to participate. The reason for this is to assist in showing broad support from around the whole membership and across a larger geographical area than is currently required.

Currently 0.5% based upon current numbers is 50 signatures, so at current membership numbers this would increase the petition amount to 100 signatures. Similarly, the current requirement is 10 clubs agnostic of region; which increases slightly to 12 clubs from 2 regions based upon current numbers. Part of the intent here is to future proof for growth or shrinkage of USA Fencing, while providing a fair process to those who wish to petition.

Further, while updating the bylaws, the group also recommended that the acceptance of electronic transmission of the signature pages in PDF or JPEG format be formalized for the benefit of both the petitioning individual and wider access for Committees and USA Fencing staff..

While not a bylaw update, the Nominating & Election Committees also noted that the candidate forums were well received, but may benefit from a 2 hour debate format with approximately 3 candidates per forum, and further recommends in-person meet and greet sessions.

The group also noted that the elected candidates were exclusively male, which is an issue the organization needs to be aware of going forward.

### **Appointment of the Nominating Committee's liaison with respect to the Board Readiness Plan**

The Nominating Committee thanks the Board of Directors for the opportunity to nominate the individual to work with on the Board Readiness Plan, and has selected Selina Kaing to fill this responsibility.

### **Recommendations for Special Board Members**

The Nominating Committee recommends the following as Special Board Member, it is recommended the board read the following in detail prior to voting.

The Nominating Committee recommends without reservation based upon the Gap Analysis of the organization, and perceived needs of the organization:

Selina Kaing  
Mike Joo

The Nominating Committee further puts forward\* with comment as a Special Board Member for the consideration of the Board:

Donald Alperstein.

\*It is noted that if Mr. Alperstein is appointed a further female non-voting member might be desired to be appointed and sought based upon the Gap Analysis of the organization.

It is recognized that Mr Alperstein has served significant time, above that which would be considered term-limited in the current bylaws, on the USA Fencing Board of Directors, and it is further recognized by the Nominating Committee that Mr Alperstein was not elected by the membership. On the other hand, it is also recognized by the Nominating Committee; that the Board has had significant turnover in recent years and will benefit from Mr. Alperstein's institutional knowledge and experience which may prove of significant value in the short term to the Board of Directors.

**Black Card Review Group**  
**2022-2023 End-of-Season Review**  
**Submitted to USA Fencing's Board of Directors**  
**23 August 2023**

Per [USA Fencing's Black Card Policy](#), the Black Card Review Group (BCRG) met via Zoom on August 17th, 2023, to conduct our annual review of both given and rescinded Black Cards. The group also discussed our current policies and procedures, both in terms of the issuing of Black Cards and the BCRG itself. A summary of our discussion is below.

### **Review of Recorded Cards for the Season**

The group reviewed a spreadsheet of all of the Black Cards reported to and recorded by the National Office during the 2022-2023 season, provided by Tanner Gonzalez. A summary of the results is provided below:

- 37 black cards were awarded to 35 individuals
- 35 Men, 1 Female, 1 Unidentified
- 6 non-fencers (3 of which were identified as parents) (16.2%)
- 5 coaches (13.5%)
- 26 fencers (70.3%), of which 20 are minors and 6 are adults
- 14 fencers were carded for throwing equipment (40%)

Based on previous years, we noted a decrease in the number of Black Cards awarded to spectators. This correlates with the cessation of USA Fencing's masking policy, the violation of which resulted in the issuance of Black Cards during the 2021-2022 season. During the season under review, the BCRG convened twice to address a Level 2 Black Card. One Black Card was issued as a Level 2, while the second Level 2 was necessitated by the awarding of two Level 1 Black Cards to the same individual during the probationary period.<sup>1</sup> This is also a decrease from the previous season.

We also discussed the significant number of cards issued to younger fencers. This may be reflective of the overall demographics of USA Fencing (i.e., the number of minors relative to the total number of fencers). This may also speak to a larger cultural issue that may need to be addressed. We also discussed the number of cards awarded to

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<sup>1</sup> In our review, we realized that a Level 2 Black Card awarded in April 2023 was never shared with this group. As this was noticed months out from the original incident, the group agreed to leave carded individual on probation and will not go back at this point to review and consider a sanction. We will work with the National Office to ensure timely notification in future.



fencers who threw their equipment at the end of the match, 14 fencers or 40%. This perhaps indicates that fencers are struggling with managing or channeling their frustrations.

Some “green flags” from our review are that, with one exception, we did not note any one club, individual, or referee associated with multiple Black Cards. The lack of multiple “repeat offenders” may suggest that the Black Card Policy’s mandatory probationary period and possible additional sanctioning are having an impact on individual behaviors at tournaments. We also noted that the 2022-2023 season featured at least 110 Regional Events/NACs. These tournaments, and any Local tournaments, are required to report their awarded and rescinded Black Cards to the National Office. We felt that 35 cards across all of these tournaments suggest that the awarding of Black Cards may not be as prevalent as folks might perceive.

This led to a larger conversation on the value of sharing information about the recorded black cards, especially demographics/total numbers, with the wider USA Fencing community. This communication could help demystify the Black Card process. We agreed to share a summary of our end-of-year review with the Board of Directors and to work with the National Office on additional communication opportunities.

## **Discussion on Process and Procedures**

The BCRG discussed possible improvements to the process of awarding Black Cards as well as the functioning of the BCRG itself. We discussed the value of ensuring that the referee, when completing the Black Card Form, cites the rule concerned in awarding the Black Card (i.e., t.109). This is critical for the appellate process, ensuring that the referee is creating an accurate record and that the referee knows the rule they're applying. One of the Referees’ Commission (RC) representatives on the BCRG agreed to bring this up at the annual RC meeting. We also discussed adjusting the Black Card Form to ensure that this area is not missed. The group also agreed to edit the Black Card Form to note that the signature of a Tournament Committee member is only required for National Tournaments.

The BCRG conducted two appeals regarding sanctions awarded to individuals who were awarded/earned Level 2 Cards. We appreciated the feedback and support from Christina Pachuta in the National Office to help ensure our appeals process is well-structured, equitable, and repeatable. We are updating our internal guidelines to assist in future appeals. We also noted the challenge of keeping the process moving,

especially if the carded individual retains counsel, and will work in the coming season to ensure we move the process along as quickly and fairly as possible.

Relatedly, the group discussed the confusion/challenges due to the long stay of the sanction for the carded individual in the appeal process. This presents us with an opportunity to look at how we communicate the sanctions, the stay of sanctions, etc. Per our current policy, any awarded sanction is stayed during the appeals process. However, there is concern that we might have a situation where we do not want the sanction stayed (i.e., when the situation includes physical violence and threats). We agreed that if such a situation arises, we will direct our concern to the Board of Directors immediately since any change to this process is under their purview.

Finally, we discussed how this group might communicate with the RC if, while working through our review and appeals process, we determine that a referee exhibited behaviors or actions that rise to the level of an Ethics complaint. Individuals involved may be reluctant to engage with the Ethics reporting process out of fear of retaliation. As our group is in a unique position to see these situations, we agreed that if, as a group, we agree that the actions of a referee involved in a situation under review rise to the level of an Ethics complaint, we will communicate that back to the RC.

# Appendix G

## Referees' Commission 2023 Summer Meeting

August 19-20, 2023

Denver, CO

### Day 1 – August 19, 2023

Start time: 8:30 am MT

Welcome – 5 minutes

Welcome message from RC Chair Tasha Martin and introduction of attendees.

Tasha Martin, Sue Borgos, Kelly Koehler, Sean Shumate, Rick Swauger, Tanner Gonzalez, Phil Andrews, Donald Alperstein, Patrick Webster (Glen Hollingsworth joined shortly after)

Misc Business – 15 minutes

- Review and approve last year's meeting minutes  
Approved
- Review committee make-up and liaison designations  
Committees updated

National Office – 60 minutes

- NAC/SN Operational Issues  
Two of largest costs at national events are food and coffee  
Investigating options that are cost effective
- Referee pay
  - Rumors of P-level referees not getting paid because they are being “observed”  
Expectation that all referees who work an effective day should be paid, including new referees who are receiving initial ratings.  
Will go out as guidance this season and be incorporated into bid documents for future seasons.
  - Honorarium increase for 2023-2024 season  
N1: \$125 -> \$140  
N2/R1: \$100 -> \$115  
Coordinators: \$125 -> \$150  
International events \$150  
No change to per diem

Discussion of allocating increases to honorarium versus per diem

Future discussion of where rates need to be eventually to represent appropriate working conditions.

Discussion of better tracking of hours worked (e.g., via scan in/out of credential)

Better data collection of hours worked can feed into discussions of overtime pay

**ACTION ITEM:** Work group led by Sean Shumate and Patrick Webster to organize data collection of hours worked (e.g., via credential scan in/out) for use in discussions at February meeting.

- Ground transportation reimbursement policies  
NO Reviewed past three seasons  
Significant increase in ground transportation costs (excludes primary travel by personal car)  
\$56k for 2020-21 season  
\$72k for 2021-22 season  
\$87k for 2022-23 season  
Discussion of high costs for Uber, etc.  
Need to manage egregious examples; how can we solve the issue while respecting referees?  
More encouragement of sharing rides between officials, facilitated with departure lists

\$400 cap on mileage remaining in place

- Update policy regarding expense form submission deadline  
Must be submitted within 21 days. Many submissions come in (substantially later).  
Informal approach has been submissions within 30 days are processed  
Request: receipt confirmation of expense reports  
This should already be happening, however is not. This will happen moving forward.  
Payments to officials should be issued within a maximum of 30 days of submission  
Request: paystubs include breakdown of what expenses were included  
To be checked and answer depends on automatability
- Submission parameters for supporting documentation for expenses  
Standardizing format

**ACTION ITEM:** Working group for finance issues; prepare documentation to be distributed at the start of season. Working groups initially populated with Kelly Koehler and Patrick Webster and NO staff, to recruit additional members.

- Regional tournaments – some organizers not hiring L2s  
Documentation clarified to emphasize referees can be any level P and up  
Update documentation that head referees at regional events can be R1  
Clarification to be sent to tournament organizers
- Black Cards and Black card with conduct issues, update black card form  
Sense that cards are not awarded due to concern of not being backed up  
Culture change takes time. We've been working on culture.  
Narrative that high profile athletes/coaches are treated differently

Need for mentor and mentor training program.

**ACTION ITEM:** Sue Borgos to take lead on developing plan for training trainers for soft skills training

Update black card form to include line for specific rule(s) cited  
Education for form reviewers (assigner) to ensure rule(s) noted

- Parent and referee education  
Parents who show up for education are typically not the parents that require the education  
How can NO better support RC efforts?
- Update on suit distribution  
Suits should be delivered by October 1  
Long-term referee outfitting
  - Nike deal expires after Paris Olympic Games
  - Potential to incorporate referee attire into new deal with partner
  - Potential move away from suits
- Referee packet  
Credential, information packet, set of cards including p-cards  
Information to be included:
  - Policy and procedures, particularly finance
  - Rules updates, interpretation updates, rules highlights
  - Contact information (ombuds, staff)
  - Highlight card with QR codes to electronic detailed information
- Ratings notification emails  
Notifications of renewals should not include language congratulating referees on new rating  
Language can be notification that the record has been updated  
**ACTION ITEM:** Glen will ensure referee ratings change notification emails have been corrected

Board of Directors Update- Donald (5 minutes)

New Board liaison starting in September TBD

Working relationship between RC and liaison can be determined by RC

Upcoming Board retreat September 8-10 – Tasha will be present for portions of the meeting

FIE Update – Iana/Kelly/Donald (15 minutes)

Referees on master list: Tyler Jacobson, Kelly Koehler, Jason Chang, Jelana Zeljkovic, Laura Decker, Adam Brewer

Iana recently returned to FIE Arbitrage

Two-weapon referees preferred for World Championships

FIE Exam in September in El Salvador

Will send four candidates (waiting on confirmation from one before announcing list)

IWAS Update – Sean/Jon Moss (15 minutes)

Good experiences with new referees

Compliments on US-hosted world cup this past season

Sean Shumate holding seminars and working on new referees

Moving along with referees going to international events  
Need clarification on who is conducting tests domestically  
Need new referees going internationally – need to establish 8 referees for LA2028 (by 2025)  
Plan to host events in US in 2025 and 2027 – with referee seminars and classifiers

US SEMI – Kathy/TBD (5 minutes)

No update provided

Athlete Rep – Rick (5 minutes)

No update provided

BREAK (15 minutes)

International Assignments and Development – Kelly (45 minutes)

- Committee report
  - Status report based on past season
  - Overview of assignment/candidate selection processes
  - Continued practice of publishing all assignments
  - Review of improvements for 2023-24
    - Increase athlete representation
    - Formalize on-boarding process
    - Improve consistency and communication between weapons
    - Grow para fencing advisory group and participation
    - Bring practices more in line with FIE while respecting IWAS calendar
    - Formalize roles throughout the season
    - Structure data collection and feedback throughout season
  - FIE advisory committee to focus on cadet with input to junior
  - LA2028 focus
  - Formation of new development committee
  - EFC mandating more referees – we will be paying fines this season in part because athlete performance already reduces available bouts for US referees at many events and in part because our budget is already in place
  - Have budget to help with development. Used in 2022-23 to fund Tyler Jacobson to Summer Nationals in a development role.
  - Development committee includes one GP list and one rising referee in each weapon to help establish succession training; will be adding para fencing component
  - COVID exemption for FIE license inactivity expires December 31, 2023
  - Development sessions will be open to all referees
  - The pipeline between IA&D to Arbitrage has improved. Next steps extending from Domestic Development onward.

**ACTION ITEM:** Monthly coordination of office hours and similar opportunities – remote and at events. Initially a quarterly RC newsletter – Coordination between Tasha Martin and Tanner Gonzalez

- New business

- State of Epee report
  - Budget includes 2-3 weekends of IA&D people at events
  - Tyler Jacobson to Summer Nationals 2023
  - Very positive feedback from epee cadre in response to resources dedicated to epee development
  - Differences between domestic and international calls in epee reviewed:
  - Visible issues
    - Tendency to call halt prematurely
    - Variability in corps-a-corps interpretations
    - Inconsistent off the strip calls
  - Below the surface
    - Tendency to look for reasons to enforce cards and reasons to annul touches
    - Insertion of referee into bout
    - Fearful of making calls when the touch is decisive (i.e., 14-14)
  - Recommended next steps – to be implemented by development committee
- Finance concerns
  - Confirming expense reports
  - International per diem/honorarium payment schedule
    - Move honoraria/per diem paid after event rather than via expense form to speed payment (i.e., similar to domestic approach)
  - International referees taxation

Ombuds group – Sue (25 minutes)

- Committee report
  - Increasing number of complaints and concerns from regional events
- New business
  - Referee Bill of Rights – Work in Progress

LUNCH (60 minutes)

Domestic Assignments – Sean (45 minutes)

- Committee report
  - Review of committee membership, 2023-24 coordinators and hirers
  - Developing revised forms, checklists
  - Working with TC to have event formats in proper handbooks – in progress
  - Continued effort regarding coaching/recruiting while working at events
  - New policy in effect assigners not permitted to assign events with students in top 16
  - New policy in effect assigners not permitted to assign events with family members by blood or marriage
  - 2023-24 coordinator and hiring assignments published, assigner selections will be published no later than October 1
  - Next steps:
    - Revised usage reports
    - Update assigner selection criteria

Continue work in progress

- New business
  - Usage reports
    - Track pod captain assignments
    - Ensure timely posting to website
  - Best practices for Ref Coord, Assigners, etc.
  - Current list of Ref Coord, Assigners

**ACTION ITEM (ALL):** Feedback on best practices and checklist forms to Sean Shumate by September 30

#### Domestic Development – Patrick (45 minutes)

- Committee report
  - Updates on growth in CRI/CRO lists, referee seminars, referee database list (and active cadre)
  - List of parafencing referees to be made available for tournament organizers
  - Video library with basic fencing actions available for training – currently 50 videos
    - Available to CRIs
    - Discussion: Make available to CROs
  - Annual meeting for CRIs/CROs
  - Launching autodegradation of referee ratings after four years of non-renewal
  - Online seminar formats and tracking
  - Development of video referee seminars in progress
    - Initial seminars to be ready for review at end of Q3 2023
- New business
  - Assessment program update
  - Auto degrading of ratings
  - Regional event referee development
  - Online training module update

#### Rules and Examinations – Bradley (75 minutes)

- Committee report
  - Review of how rules questions are handled
  - ACTION ITEM:** Develop rules FAQ for common rules-related questions
- New business
  - Rules updates
    - Review changes in O and M sections
  - New rule interpretation and implementation
    - In April 2023, the Board adopted a change to the t.109 rule to align with the equivalent rule in the FIE Rules. The revised language reads:  
  
Everybody taking part in or present at a fencing competition must **remain orderly and must not disturb the smooth running** of the competition.  
During bouts no one is allowed to **go near the strips, to give advice to the fencers, to criticize the Referee** or the judges, to insult them or to attempt



to influence them in any way. Even the **team captain** must remain in the space assigned and may only intervene in the situations and in the manner provided for in Article [t.130](#) of the Rules. The Referee must stop immediately any activity which disturbs the smooth running of the bout which [the Referee](#) is refereeing (cf. [t.137.1-3](#)).

Any person who, for any reason, threatens or insults an official commits an offence of the 4<sup>th</sup> group and is penalized according to Article [t.169](#).

Discussion of the RC:

RC organized an open meeting for coaches to provide feedback at Summer Nationals  
Fear that rule change may be making strip coaching obsolete – Clarify this is not the case  
Clarify:

Coaching during minute breaks of DE bouts remains permitted under the rules

General discussion

What type of instruction is allowed?

When is instruction allowed?

Differences by level of event?

Allow minimal coaching during active fencing

Avoid weaponization of the rule

Key points re: volume, disturbance, frequency

Application across situations and officials. Our guidance needs to be implementable across a wide range of situations.

Continued discussion suspended to Day 2

- Guidance around weapon changes
- Y8 events – formalize ruleset

**RECOMMENDATION:** USA Fencing should adopt the policy that rules governing tournaments for age groups younger than Y10 should follow the rules in effect for Y10 events at the same level (local, regional, or national). This should be reflected as needed in updates to the Athletes' Handbook, Operations Manual, and other USA Fencing documents.

**ACTION ITEM:** Advance recommendation for Y8 (sub-Y10) policy to Board for consideration at September meeting

- Review of Covid measures still present in our policies going into next season  
Clarify for referees that we allow blade tap as alternative for post-bout handshake

**ACTION ITEM:** Point of emphasis at start of 2023-24 season that salutes should be more formal

- Hair

**ACTION ITEM:** Coordination between Rules, Domestic Development, RC DEIB for communication of guidance regarding application of rules related to fencers' hair. Bradley Baker to lead coordination.

Put up your hair, don't be a jerk, be understanding

RC Ethics – Tasha/All (30 minutes)

- Updated complaint process
  - Adopt (with minor modifications) USA Fencing's process for submitting complaints, complaint and hearing procedures
  - Agreement on who has jurisdiction over complaints received
    - Sexual harassment, bullying, etc. – moved to USA Fencing
- Review of Workplace Code of Conduct, Referee Code of Ethics, and Referee Contract
  - Combine workplace code of conduct and code of ethics to one document
    - Address refusal to work/refusing assignments

Online Question Submissions – All (45 minutes)

- Review and respond to questions received

The right of hearing-impaired fencers to be permitted to use devices (FM system, Mini mic) to communicate with coaches on a level basis with other athletes

**ACTION ITEM:** NO to develop language to provide mechanism for handling accommodations where needed

ADJOURN – 5 pm MT

## Day 2 – August 20, 2023

Start time: 8:30 am MT

Outstanding items from Day 1 (15 minutes)

- Assessment Program report video
- Continuation of t.109 discussion
  - Need concrete guidance for everyone to follow
  - The RC doesn't make the rules; the RC/referees enforce the rules
  - Concerns with elimination of coaching role; focus on reducing aggressive advocacy by coaches; suggestion to recommend the Board suspend implementation to provide time for coaches to self-police behavior
  - Coaches have an avenue to pursue if they want further revision to the rule
  - Suggestion: Implement application of the rule as written; report to the Board that strict application is challenging and Board may want to consider further revision
  - Keep it concise and as easy to follow as possible
  - De-escalation before cards
  - Discussion of definitions of "during the bout"

### General Consensus:

Referees should enforce t.109 as written. No advice may be given to fencers during the bout. During the bout is defined as from the initial salute through the handshake at the end of the bout (cf. t.122). There is an exception that during the one-minute rest between periods in direct elimination bouts, a person named before the bout may have access to the fencer (cf. t.39.2). Coaching is permitted between bouts, including in pools. The rule, and therefore rule application, is the same across levels of competition, without exceptions for youth fencing.

**ACTION ITEM:** Communication of interpretation of the modified t.109 rule for implementation beginning September 1, 2023

- Letter from referee regarding implications of a safety plan put in place on another referee

Position Descriptions/RC Election – All (45 minutes)

- Review of Chair, Vice-Chair, and BoD liaison Position Descriptions
  - Add attendance requirement for NACs?  
Deferred
- Positions up for election in 2024: Chair, Ombuds, Domestic Development
  - RC Open House for potential interested candidates
    - ACTION ITEM:** Need for update to website to provide information regarding 2024 RC election, timeline, and associated information
- Revisit creating 2 vice chair positions for Domestic Development
  - Documentation and training
    - Reviewing observations submitted from regional and local events
    - Updating of the referee database
    - Maintaining CRIs and CROs lists
    - Updating documentation including standardized CRI materials and study guides
    - Online module development
  - Development and mentoring
    - National event seminar schedules

- Regional push list and review with regional leads
- Provide push list to domestic assignments from the observations provided
- Link developing referees with mentor for national and regional events

Expand roles? For example, add CRI/CRO training, post-seminar feedback surveys, to D&T role  
It may be possible to implement for this election cycle with substantial work performed quickly to present to the Board for their consideration

Coach Feedback – All (30 minutes)

- Create coach feedback survey?
- How can we foster better relationships with coaches?

Expand: Referee feedback surveys

**ACTION ITEM:** Tasha Martin, Bradley Baker, Sue Borgos, and Laura Decker to develop and plan coach and referee feedback surveys

Visions/goals/expectations for the upcoming season (60 minutes)

- Review ratings renewal/award process
- Improved communication with cadre
- Foster collaboration in the referee cadre
- Subcommittee meetings
- NAC attendance
- Responsiveness
- Other.....

Improved communication

Quarterly newsletter

Other channels

Culture change

Reduce cliques

How can we make change?

Referee retention

Committees under vice chairs should be meeting regularly

Report out to RC; public

Presence at national tournaments – multiple attendance, availability at need for issues during events

Shared coordination calendar

## Appendix H

August 25, 2023

### **USA Fencing International Relations Committee Report for the USA Fencing Board Co-Chairs – Donald Anthony and Rita Comes**

The USA Fencing International Relations Committee (USA Fencing IR) members actively communicate with each other about actions of the FIE and IOC regarding the status of the Russian and Belarussian athletes in preparation for the Paris 2024 Olympics. The information that is shared is important for USA Fencing IR. International FIE events continue to be relocated due to the restrictions that will allow the Russian and Belarussian athletes to participate in FIE qualifying events for the 2024 Olympics. USA Fencing has publicly stated its opinion on this issue and the designated voter during the March 10<sup>th</sup> FIE Extraordinary Congress – Voted No on all three issues that were up for vote and made a statement on behalf of the USA Fencing from a USA Fencing press release. The IR Group continues to keep abreast of this and other issues and shares information with USA Fencing.

The USA Fencing IR Committee selected Saul Mendoza as Chef de Mission to the Pan American Senior Championships, the Senior World Championships in Milano, Italy and for the Pan American Youth and Veteran Championships in Montevideo, Uruguay. The USA Fencing IR Committee has selected Don Alperstein to be Chef de Mission for the FIE Veteran World Championships in Daytona Beach, Florida. Note that Iana Dakova was to be the Chef de Mission in Milano but due to the unfortunate untimely passing of Aida Khasanova, Iana was then moved into the Referee Commission based on the voting at a previous FIE Congress. We are saddened by the loss of Aida Khasanova and according to the FIE rules Iana Dakova will fulfill the remainder of the period on the commission. Saul Mendoza and others will be joining the International Relations Committee this season.

USA Fencing has had incredible results at international competitions during the season, members of the International Relations Committee were present at each event and held different levels of responsibility and authority.

The 2022-2023 Season will be closed out by the FIE Veteran World Championships which are scheduled to be held in Daytona Beach, Florida. The event is on track for October 2023. The LOC working is working hard and plans for this event to be a success. We are very proud to host this World Championship that had to be rescheduled from 2021 due to Covid 19.

The USA Fencing International Relations Committee is very bonded on a common goal of helping the US National Team Members, cadre and staff succeed internationally this year and for years to come.

Donald Anthony

Co-Chair – USA Fencing International Relations Committee

Rita Comes

Co-Chair – USA Fencing International Relations Committee



## Financial Policies and Procedures

### General

The United States Fencing Association, dba USA Fencing, intends this manual to be used as a set guideline for day-to-day business operations. This manual must be approved by USA Fencing's Board of Directors annually and will serve as the sole authority for financial policies and procedures in USA Fencing. Interpretation of the policies and procedures will be at the reasonable discretion of the executive director and director of finance. USA Fencing reserves the right to modify any or all of the material contained in this manual with or without notice, but only with the approval of the board of directors.

### Financial Planning and Reporting

USA Fencing's fiscal year officially coincides with the USA Fencing membership year (August 1 to July 31).

The organization's financial statements are prepared in accordance with Generally Accepted Accounting Principles (GAAP). The presentation of the Financial Statements shall follow the recommendation of the Financial Accounting Standards Board (FASB) No. 117, "Financial Statements of Not-For-Profit Organizations." Under GAAP, revenues are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the organization are classified as unrestricted, temporarily restricted and permanently restricted.

### Internal Controls

The internal controls of USA Fencing are designed to ensure that the financial transactions of the Association are recorded in accordance with generally accepted accounting principles and represent actions desired by USA Fencing's Board of Directors.

The objective of internal controls is to provide reasonable assurance that assets are protected and that reliable financial records are maintained in order to prepare accurate financial statements in a timely manner.

USA Fencing is dedicated to ensuring that all financial operations are conducted under the highest standards of integrity and ethics in compliance with strict internal controls. It is the responsibility of all members of USA Fencing to follow established policies and procedures and to be alert to opportunities for improvements in internal controls.

### Lines of Authority

While the ultimate responsibility rests with the board of directors, the day-to-day supervision of the controls is the responsibility of the director of finance, reporting to the executive director.

- The board of directors are required to approve the annual budget.

- The audit committee is responsible for selecting the auditors annually. The board of directors are required to approve the selected auditors annually.
- Executive director or in his/her absence the director of finance is responsible for reviewing all contracts, review by in house counsel is optional and utilized on a case-to-case basis. See below for more detail on contracts.
- Contracts must be signed by the director of finance or executive director. See below for more detail on contracts.
- Departmental director and/or director of finance approval is required for all expenses, unless there are unbudgeted expenses above \$500.00, this must be approved by the director finance and anything over \$700.00 must be approved by the director of finance and the executive director.
- Unbudgeted expenses that create a variance of \$50,000, in which case board of directors' notification is required.
- The executive director is responsible for all hiring, firing and compensation adjustments.
- The Financial Policies and Procedures should be reviewed annually, and any changes must be approved by the board of directors.
- The Operations Manual should be reviewed annually and approved by the executive director.
- The Employee Handbook and Athlete Handbook should be reviewed annually, and any changes must be approved by the executive director.

## **Contracts**

Contracts must be specifically reviewed and approved by the board of directors when:

- The contract, by its terms, purports to impose requirements on the individual members of USA Fencing.
- The total value of the contract in the present fiscal year (i.e., the potential monetary obligation incurred by USA Fencing under contract) exceeds \$50,000;
- The term of the contract exceeds three (3) years, regardless of value;
- The term of the contract exceeds one year, and either:
  - The total obligation undertaken would cause a variance to the approved budget of more than \$25,000 or
  - Ten percent (10%) of the relevant budgetary line item; or
  - The total value of the contract in any single fiscal year is not provided for by a specific dedicated budgetary allocation and exceeds the greater of \$50,000 or ten percent (10%) of the general budgetary line item to which the contract is to be charged.

Contracts for which provisions are otherwise specifically provided by resolution of the board of directors (including provisions of the Operations Manual, contracts related to the renting of venues and running of tournaments and existing policies for reimbursement or payment of volunteers) are exempt from this requirement.

In addition to the foregoing requirements, all contracts, or obligations in aggregate or related financial exposure exceeding \$100,000 or that meet any of the following criteria must be reviewed,



prior to their execution, by General Counsel (or under his direction by a member of the Legal Resource Group designated by him) or by such other legal counsel as the board of directors may approve in specific cases:

- Any contract that has rights and or commitments extending for more than one (1) year; or
- Seeks to limit the amount of types of liability of the other contracting party, its subcontracts, agents or USA Fencing successors.

#### Contract Signing Authority Levels:

Amounts	Signors
Under \$50,000	CEO or Director of Finance
\$25,000 to \$50,000	CEO
\$50,000 and over, multi-year	CEO, with Board Approval

#### Conflict of Interest and Confidentiality Policy

Conflict of interest, confidentiality and whistleblower policies are provided for in the employee handbook.

- All employees are provided with the employee handbook upon hire and USA Fencing maintains signed acknowledgement letters.
- In the event that changes are made to the employee handbook, employees are notified, in writing, of the change.
- All employees, board, committee, resource team and task force members are required to submit a Conflict-of-Interest form annually.

#### Segregation of Duties

The organization's financial duties are distributed among multiple people to help ensure protection from fraud and error. The distribution of duties aims for maximum protection of the organization's assets while also considering efficiency of operations.

- All mail is opened daily by a non-finance department employee and date stamped. Checks are immediately endorsed "for deposit only", currency receipts are marked "CASH" on accompanying documentation. Copies of checks from membership are made prior to turning the checks in to the finance department, all other checks are copied prior to making the deposit.
- Checks are signed by an authorized check signer with the ability to review documentation attached to the invoice in the online accounting system. It is not permissible that any member of the finance department to be an authorized signer on any account. For check payments in excess of \$5,000, two authorized check signers are required to sign. Payments are not returned to the check preparer and are immediately mailed.
- The same person is not permitted to initiate and approve any wire or ACH transaction. Requesting party of wire or ACH transaction cannot approval their own payment in the bank
- Deposits are completed and recorded in the accounting system by the finance manager. Supporting documentation is reviewed and reconciled with the deposit by the director of finance.

Check Signing and ACH/Online Bill Pay Authority levels are:

Amount	Signors
Under \$5,000	One Signer
Over \$5,000	2 staff signors or CEO and one staff signor
All ACH and Wires Approvals	Finance Manager initiates payment/Director of finance approves, or one signer must approve. Documentation of requested must be approved by department director and attached to request.

### Computer Security

The organization maintains physical and cyber security of its assets and information to ensure that only people who are authorized have physical or indirect access to money, securities, real estate, personal information, member data and data systems.

- Personal access passwords must be kept secured and protected and should be changed every three months. Passwords, usernames, safe combinations, and access procedures for any system should not be left on desks, posted on computer monitors or otherwise left unsecured.
- The finance department will exit from the accounting system at the end of each day. The accounting system is not to be left open when unattended.
- Anti-virus software firewalls and other IT security will be kept updated.
- Sensitive information must be encrypted prior to being emailed.
- Unsecured internet works should be avoided whenever possible.
- Receiving personal information must be received in designated format, current software is SharePoint or another approved format by the IT manager.

### Budgeting Process

The organization's annual budget is prepared and approved by the board of directors annually for all departments. The budget is prepared by the director of finance in conjunction with the department directors, executive director, and treasurer. A draft budget is submitted to the Budget Committee for review, edit, comments and approval prior to being presented to the board. The budget is to be approved by the board of directors prior to the start of each fiscal year. Budget revisions during the year, internally known as the "Working Budget", do not require board approval as long as the net income target is not affected. If the budget is revised during the year and this affects the target net income the board of directors' approval is required.

- The board of directors are required to approve the annual budget.
- The director of finance will work together with the executive director, department directors and treasurer to ensure that the annual budget is an accurate reflection of programmatic and infrastructure goals for the coming year.
- Operating reserve goals should be considered in drafting the budget.
- The director of finance will present a draft budget to the Budget Committee at least 90 days prior

to the end of the fiscal year and at least 30 days prior to its submission to the full board of directors.

- The Budget Committee shall review and approve a recommended fiscal year budget and submit it for approval to the board of directors. The budget shall contain a report of all of the sub budgets' income and expense totals, as well as a comparison to prior years and a narrative for each sub budget.
- The board of directors will review and approve the budget by no later than the last meeting prior to the start of the fiscal year.
- A 4-year rolling quad budget will be maintained and updated annually.

### **Internal Financial Reports**

The organization prepares regular financial reports on a monthly basis. All reports are finalized no later than 30 days after the close of the prior month with exception to the fiscal year end.

- The director of finance is responsible for producing the year-to-date reports within 30 days of the end of each month.
- In addition to the year-to-date reports, the director of finance prepares a narrative report that summarizes the organization's current financial position and includes explanations for budget variance.
- Budget variances over \$10,000 year to date and 5% annual budget by department discrepancies are explained. Directors of each department will provide reasons for variances.
- The department directors, executive director and treasurer review financial reports each month, and the director of finance and executive director presents reports to the full board of directors on a monthly basis.
- All directors and senior managers are provided with limited access to the online accounting system. This provides real time reports with the ability to drill down to account detail.

### **Audit**

To ensure that correct accounting and financial practices are being implemented, USA Fencing will appoint an Auditor to perform a general audit annually. This auditor will be chosen by USA Fencing's Audit Committee with the approval of the board of directors on an annual basis. This is in addition to any audits conducted on behalf of the United States Olympic Committee (USOC) or other grant provider.

- The Audit Committee is responsible for recommending the selected auditors, reviewing and overseeing the financial procedures, controls, reports and regulatory filings of USA Fencing, and reporting on the foregoing to the board of directors.
- The board of directors approves the selection of the auditor.
- The director of finance works directly with the auditors and oversees the audit until its completion. Additional finance and non-finance department staff may be asked to assist with obtaining information needed by the auditor.
- The draft audit report is presented to the audit committee and treasurer for review and approval.

- The annual audit report will be presented to the board of directors for approval and posted on the USA Fencing website.

## **Tax Compliance**

### ***Exempt organization returns***

#### **Form 990**

- Form 990 is due to the IRS on the 15<sup>th</sup> day of the 5<sup>th</sup> month following the end of the organization's taxable year or December 15<sup>th</sup>. Extensions may be allowed if the 990 Form is not completed by that date.
- The same audit company selected for the annual audit should be used to prepare the 990. The director of finance works directly with the tax preparer and oversees the 990 reports until its completion.
- The Draft 990 Form report is presented to the director of finance and treasurer for review and approval and signed by the executive director.
- The 990 Form Report will be presented to the board of directors and posted on the USA Fencing website.

The Colorado Charities and Fundraiser Electronic Registration, State of Colorado personal Property Tax Exemption and other state reports are to be completed in a timely manner by the director of finance.

- The USA Fencing's Colorado Charities and Fundraisers Electronic Registration number is: 20043011244. The director of finance is responsible for the registration renewal on the 15<sup>th</sup> day of the 5<sup>th</sup> month following the end of the organization's taxable year or December 15<sup>th</sup>, and if needed, submitting a request for an extension. Registration is completed online.
- State of Colorado personal property declaration paper form is due annually on April 15<sup>th</sup>.
- Copies of completed returns are saved on the SharePoint in Finance Documents\990 Taxes and filed.
- Additional registrations may become necessary in future years and the director of finance is responsible for completing all registrations in a timely manner.

### **The 1042 Annual Withholding Tax Return**

USA Fencing is required to withhold taxes for non-resident alien independent contractors. This applies to non-resident alien contractors that are selected and employed by USA Fencing. This does not include non-resident alien independent contractors that are hired by the Federation Internationale d'Escrime (FIE). Documentation of the interpretation of the requirements under this tax law is on the QuickBooks drive in Taxes\1042 Filing.

- The finance department calculates the required tax withholding on a monthly basis. This expense is entered into the accounting system.
- The director of finance reviews the calculation and approves payment by means of EFTPS.
- Annual returns listed below are prepared by the director of finance and are due by March 15<sup>th</sup>.

- Copies of completed returns are saved on the SharePoint drive in Taxes\1042 Filing and filed.
- Annual returns due March 15<sup>th</sup>:
  1. Form 1042 Annual Withholding Tax Return – This form is used to report the liability, if any, and serves as a reconciliation of liability to payments made for the year.
  2. Form 1042-T – Annual Summary and Transmittal of Forms 1042-S – This form serves as the cover sheet that summarizes the 1042-S forms.
  3. Form 1042-S – Foreign Person’s U.S. Source Income Subject to Withholding – This form reports the income and withholding information for each individual payee. At the end of each year these forms will be mailed or emailed by secure email to individuals.
- Extensions:
  1. Form 7004 – Application for Automatic Extension of Time – This extends the time to file form 1042 (#1 above) six months. Note that this is only an extension of time to file the report and not an extension of the time to pay.
  2. Form 8809 – Application for Extension of Time to File Information Returns – This automatically extends the time to file Forms 1042-T and 1042-S (#2 and #3 above) for 30 days. If USA Fencing requires additional time, the form may be submitted again before April 14<sup>th</sup> to request an additional 30 days but the second extension is not automatic, and only granted in extreme circumstances.
- Payments
  - All deposits are required to be paid via EFTPS. The frequency the deposits are required depends on the amount of withholding.
- See Form 1042 instructions

## **1099 Forms**

USA Fencing is required to provide the independent contractors with 1099 forms no later than January 31. In February, copies of the IRS Forms 1099 will be forwarded to the IRS with the appropriate summary report.

- The finance department is responsible for setting 1099 vendors in the AP system. Finance will assist each department in collecting any new W-9.
- The finance manager is responsible for sending out the 1099 forms and forwarding them along with Form 1096 to the IRS.
- The finance department will prepare form 1099 and mail to the individual’s last known address, for each individual who was paid \$600 or more in the calendar year.
- These procedures will be revised automatically to comply with any statutory or regulatory changes.

## **Quarterly/Annual Payroll Reports**

USA Fencing currently utilizes PEO to handle payroll and all applicable tax withholding and payments. Employees will receive a W-2 directly from the PEO. In February, copies of the IRS Forms W-2 will be forwarded to the IRS with the appropriate summary report from the PEO.

## **Accounting Procedures**

### **Basis of Accounting**

USA Fencing follows the accrual basis of accounting. Accrual accounting is an accounting method that measures the performance and position of a company by recognizing economic events regardless of when cash transactions occur. The general idea is that economic events are recognized by matching revenues to expenses (the matching principle) at the time in which the transaction occurs rather than when payment is made (or received). This method allows the current cash inflows/outflows to be combined with future expected cash inflows /outflows to give a more accurate picture of a company's current financial condition.

- Throughout the fiscal year, expenses are accrued in the month in which they are incurred\*. The books are closed no later than fifteen (15) days after the close of the month. Invoices received after closing the books will be counted as the current month's expense.
- At the close of the fiscal and calendar years, this rule is not enforced. All expenses that should be accrued in the prior fiscal year or calendar year, are so accrued, in order to ensure that year-end financial statements reflect all expenses incurred during the fiscal and calendar years. Year-end books are closed no later than ninety (90) days after the end of the fiscal year.
- Revenue is always recorded in the month in which it was earned or pledged.

\*As noted above, immediate recognition of sport performance expense and revenue is acceptable for management ease of use of financial data as long as the calendar and fiscal year end of accrual cut offs are strictly followed.

### **Journal Entries**

Journal entries are made for transactions that do not hit the accounts receivable (AR) or accounts payable (AP) ledgers. All expenses and revenue should be entered by use of the AR and AP ledgers whenever feasible. Journal entries are used for transactions that do not hit the AP and AR ledgers, reclassifying of accounts or dimensions, accruing for expenses, recognizing deferred income or expenses and other accounting corrections.

- Journal entries may be made only by the finance department.
- All journal entries are reviewed by the director of finance and/or executive director on a monthly basis.

### **Bank and Credit Card Reconciliations**

All bank and credit card statements will be opened and reviewed in a timely manner. Bank reconciliation and approval will occur within fifteen (15) days of the close of the month.

- Bank statements and cleared checks are reviewed monthly by the director of finance.
- Once reviewed the finance manager reconciles the accounts.
- Any adjustments resulting from the reconciliations will be entered into the accounting system immediately.
- The director of finance will review and approve reconciliation reports by signing and dating

the report in the upper right-hand corner.

- In the case that the director of finance completes the reconciliations, or the credit card charges are from the director of finance's business credit card, the executive director will review and approve reconciliation reports by signing and dating the report in the upper right-hand corner.

### **Monthly Close**

The books are closed no later than fifteen (15) days after the close of the month. Invoices received after closing the books will be counted as the current month's expense. At the close of the fiscal and calendar years, this rule is not enforced.

- All credit card charges, invoices, receivables and deposits are entered by the finance manager.
- Monthly journal entries are completed by the finance department.
- The director of finance monitors and assists with the monthly close where needed.
- Bank and credit card reconciliations are completed and reviewed monthly.
- Monthly financials are reviewed by the director of finance and treasurer for variances and unusual transactions or balances.

### **Revenue & Accounts Receivable**

#### **Invoice Preparation**

All services not available for purchase directly from the online portals should be invoiced within one week of purchase to ensure all revenues are captured and to maintain a regular healthy cash flow for the organization.

- The USA Fencing staff that takes the order is responsible for providing all relevant expense documentation to the finance department within seven (7) days of the date the order was placed.
- The finance department will enter the receivable and send out the invoice immediately upon receipt.
- As part of the monthly closing process the director of finance will send out A/R aging report to all department directors for review. Each department director is responsible for reviewing any accounts over 60 days past due.
- The director of finance will notify department heads and executive director of all accounts that will be blocked after 90 days past due.
- The executive director is also notified of any receivables that are more than 120 days outstanding and/or more than \$5,000.
- Unpaid balances will be periodically reviewed for uncollectable items. Uncollectable balances will be written off as bad debt at least annually.
- Bad debt allowance will be reviewed at least annually.

#### **Revenue Recognition**

All revenues and contributions will be recorded in accordance with GAAP, with specific attention to standards FASB 116 and 117. Contributions are recorded as pledged or received in accordance with

FASB 116 and must be credited to the appropriate revenue lines as presented in the annual budget and coded as designated in the organization's chart of accounts.

- The finance manager records the deposits and revenue. The director of finance reviews the deposits monthly as part of the monthly close to ensure the proper period, account and dimensions are utilized.
- Revenues from membership-related transactions are recognized in the fiscal year it relates. National and international\* event revenue is recognized in the month of the event. Contributions are recorded as pledged or received in accordance with FASB 116.

\*For non-championship international events immediate recognition of sport performance expense and revenue is acceptable for management ease of use of financial data as long as the calendar and fiscal year end accrual cut offs are strictly followed.

## **Receipts**

### **Check Receipts**

- Checks are immediately endorsed "for deposit only" and currency receipts are marked "CASH" on accompanying documentation by employee opening the mail.
- Checks/money orders, and all documentation is date stamped and provided to the finance department. Copies of checks from membership are made prior to turning the checks in to the finance department, all other checks are copied prior to making the deposit.
- Miscellaneous funds (contributions, accounts receivable and non-membership) are processed by the finance department.
- Contributions/donations are acknowledged via a standard letter prepared by the development department and signed by the executive director.
- The finance department marks accounts receivable as paid at the time of entry into the accounting system by applying the deposit to the receivable.
- Returned checks will be charged a \$25.00 fee in addition to the amount of the returned check. Amounts are invoiced and payment is expected in the form of a money order or cashier's check.
- Membership applications/renewals are forwarded to a member services representative. The processed checks are turned in daily to the finance manager, who pulls the report and balances the deposit.
- Tournament entries for national events are processed as received by the finance department.

### **Credit Card Receipts**

- Payments made by credit card, received either via mail that are not membership dues or a national tournament entry, are forwarded to the finance department for processing through the online virtual terminal.
- The virtual terminal company closes and deposits daily. Virtual terminal company (Versapay) inputs into the accounting system daily once it runs batch closing at the end of each night. The Finance director will review batch closing with batch report to



confirm accuracy.

- Memberships are processed by the member services department through the USA Fencing database.
- National event and international events entries are processed by the national events and sports performance department through the USA Fencing database.

## **Cash Receipts**

At times it may be necessary for staff members to handle cash at events. The following procedures will be used to limit the possibility of loss.

- At the point of receipt, cash is placed in a secure receptacle.
- The staff member that is responsible for the cash and a second party will open the receptacle and count currency onsite. The amount collected should be recorded on the daily register report and initialed by both individuals that counted the cash.
- Once the cash has been counted, secure it in a location that can only be accessed by authorized individuals.
- Cash payments made at tournaments are delivered to the office by the events staff member that is responsible for the money with the accounting sheet and documentation for processing. The finance department reconciles the cash receipts using the account sheet and prepares the deposit.
- It is preferable that a finance department staff member attend international events hosted by USA Fencing, when a large amount of cash is expected to be collected, to collect and track all cash that is received and disbursed per event requirements.
- It is preferable that a finance department staff member attend national events, when a large amount of cash is expected to be disbursed to tournament staff.

## **Deposits**

- Check deposits are processed through First Interstate Check scanner by the finance department. Director of finance will verify deposit information, then finance manager will process deposit user scanner.
- Receipts not deposited on the day of receipt are kept in a locked fireproof file cabinet or safe. UNDER NO CIRCUMSTANCES IS A DEPOSIT TO BE LEFT UNSECURED.
- Deposits will be made whenever funds exceed \$10,000. However, deposits are to be made a minimum of once a week regardless of the amount and deposits should never be left over a weekend or when the office will be closed longer than one full day.

## **Grants**

### **USOC Grants**

The USOC provides grant funding for specific projects and purposes. It is the responsibility of the director of sports performance and the director of finance to ensure USOC grant funds are properly accounted for and properly expended.

- USOC grant fund payments will be recognized as revenue when received. The use of funds will be

reviewed against qualifying expenses at the fiscal year end. If revenues do not match up with qualified expenses, an adjustment for the remaining revenue balance will be recorded as “deferred USOC revenue” until qualifying expenses can support the recognition of the revenue.

- All USOC supported projects will have separate budgets and/or be accounted for with accounting system dimensions that can be isolated to the funded activity.
- The director of finance and director of sports performance will collaborate to complete semiannual reports. The director of sports performance has the ultimate responsibility to review reports for accuracy and complete the narrative for the annual USOC report.
- The USOC report will be reviewed and signed by the executive director.

## **Other Grants**

Accounting for grants from sources other than the USOC shall be in accordance with the requirements of the grant provider.

- Grants will have separate budgets and/or be accounted for with the accounting system dimensions that can be isolated to the funded activity.

## **Expense and Accounts Payable**

### **Payroll**

The employees of USA Fencing pay will be commensurate with position duties, experience and specific skills sets as determined by the human resources manager and executive director. All employees are paid on a bi-weekly basis. Regular full-time exempt employees are paid through the end of each pay period. Non-exempt employees are paid one week in arrears.

- Salary must be authorized by the director of finance, executive director, and should be documented by an offer letter or salary increase form. Acceptance of the offer, the signed offer letter, should be kept in the employee’s personnel file. All merit increase forms should be signed by the employee’s direct supervisor, director of finance or executive director and human resources manager.
- The finance director assembles timecards and personnel data changes.
- The data is entered online to an outside payroll service for processing. The payroll reports are available online after processing from the outside payroll service. Final approval of payroll will be completed by the finance manager, executive director or department director.
- The Finance Director/Administrator will reconcile payroll entries into the accounting system.
- Most employees are paid by direct deposit; however, any physical checks and hard copy earnings statements are shipped to the national office overnight by the payroll service. All payroll information (direct deposit) is available to each employee online.
- The finance department prepares a journal entry of the payroll transactions.
- Employees must submit any changes to withholding to the payroll processing company by entering the changes in the manner specified by that company or by working through the finance department.
- The executive director, director of finance and human resources manager are responsible for choosing a payroll processing company (PEO). If such a company is not utilized, the finance department will be responsible for the following activities:

- Issuing payroll checks
- Setting aside into accounts payable the sums withheld for such items as FICA and federal and state withholding taxes.
- Paying federal and state government the amounts due as noted in the accounts payable dependent on the reporting requirements (weekly, monthly or quarterly)
- Keeping payroll records for each employee showing the total earnings, amounts withheld, and the amount of withholding paid to government agencies.
- In January, issuing IRS Form W-2 for each employee to keep with payroll files.
- Payroll advances are not provided for any employee.
- Loans to employees and volunteers are prohibited.
- All employee compensation is to be paid through payroll, with the proper taxes withheld and remitted.

### **Timesheet Preparation & Approval**

- All non-exempt and part time employees must complete timesheets by the Friday preceding the week of payroll.
- The employee's direct supervisor, department director or director of finance approves the timesheet.

### **Pay Upon Termination**

- When an employee leaves employment due to voluntary or involuntary circumstances the final payroll is provided by check or direct deposit for days worked and accumulated vacation.
- PEO Company will work with the finance department to process the final payment.
- Access to all accounting systems, membership databases, website, email and other platforms will be removed no later than the end of the workday on the final day of employment.
- Notification of available coverage with COBRA will be provided by the PEO along with additional notifications. The notifications will be documented by the PEO.

### **Purchase & Procurement**

Any expenditure in excess of \$5,000 for the purchase of a single item or service should have bids from three (3) suppliers if possible. These bids will be reviewed by the department director, director of finance and executive director.

### **Purchase Orders**

Purchase requisitions (PRs) and purchase orders (POs) are used for purchases that will be invoiced to ensure purchases are reviewed, approved and in line with the budget prior to making financial commitment.

- Purchase requests (PR) are entered electronically in the accounting system. National Events staff person will enter the PR data including the vendor's name, cost per item, total cost including taxes and shipping, accounting dimensions, description of goods or services and attach all documentation electronically pertaining to the estimated costs and comparative bids received.

- While the vendor with the lowest bid will generally be the most desirable, other factors such as the reputation of the vendor, financial history of the vendor and the vendor's relationship with USA Fencing should also be considered.
- Attachments should be saved to the company shared folders in the folder designated by the finance department.
- The PR is then routed by the accounting system to the department director and then finance manager to ensure coding is accurate then forwarded to director of finance for approval. If PR is entered by the department director, it will be routed directly to the director of finance.
- If approved the PR will be converted into a PO. POs will be converted to an invoice once the invoice has been received.
- The staff entering the PR will receive an email notification from the accounting system notifying them of approval or denial.
- If PR is denied comments from the director should be addressed and a new PR should be submitted prior to moving forward with the purchase.

## Independent Contractors

USA Fencing periodically hires non-employee personnel to perform work as independent contractors. These contractors will be paid. In accordance with the agreement between themselves and USA Fencing.

- All contractors must pass the 20-factor test used by the IRS to be considered for employment by USA Fencing as a contractor.
- All independent contractor agreements should be documented in writing and a copy of those agreements maintained by USA Fencing in the finance department.
- All independent contractors must submit an IRA form W-9 before any payments are made. All W-9's will be retained for all individuals receiving payments, other than reimbursements and per diem. W-9's do not expire.
- Certificates of insurance should be obtained from all independent contractors that are not USA Fencing members and thus not covered by the USA Fencing secondary insurance.
- Contractors will receive a form 1099 if they were paid \$600 or more for qualified payments in the calendar year. See Tax Compliance, Form 1099.
- For contractors that are eligible for expense reimbursement the following applies:
  - Expense reports and reimbursement requests are forwarded to the appropriate department director for review and approval.
  - An email is sent to the submitter, confirming receipt of the item.
  - The approved documents are then submitted to the finance department for entry into the accounting system.
  - Eligible expenses and per diem rates are listed on the USA Fencing website.
  - Requests submitted more than **30 days** after the date the expenses were incurred will not be paid. The director of finance may take into consideration extenuating circumstances and extend this deadline.

## **Invoice Approval & Accounts Payable**

### **Invoice**

All invoices must be approved by the director or senior manager of the department for which the expense was incurred. Approved invoices will be paid within 30 days of receipt.

- Invoices for administrative services are date stamped and forwarded by paper or electronically to the finance department for approval. The director of finance will be notified immediately of any unexpected or unauthorized expenses.
- Non-administrative vendor invoices are date stamped and forwarded to the appropriate director for approval. If the invoice is in line with a previously approved purchase requisite, the invoice will be forwarded to the finance department for entry. If the invoices are not connected to a purchase requisite or has a variance from the approved purchase requisite, a new purchase requisite must be entered for the difference in the invoiced amount with the invoice attached.
- All copies of invoices are attached electronically to the accounting system to keep track of invoices. Paper invoices can be shredded after 30 days.

### **Cash Disbursement**

To ensure accounts are kept in good status and bills are paid bi-weekly.

- The director of finance or designee will pull the vendor aging report from the accounting system and select the bills to be paid. Each bill will be reviewed to ensure proper accounts, accounting dimensions, amounts and all supporting documentation is attached.
- Bills approved for payment will be marked on the vendor aging report and provided to the check signer and finance manager or designee to cut checks.
- Check signers should ensure that the related invoice has been either marked for payment or approved for payment by email as supporting documentation is electronically maintained and not accompanying the check. If in doubt the check signer should log into the accounting system to ensure that supporting documentation supports payment.
- Checks are not returned to the check preparer and are immediately mailed.
- It is not permissible that any member of the finance department be an authorized signer on any account.
- For check payments in excess of \$5,000 two authorized check signer's signatures are required.
- All pre-printed blank checks are to be secured in a locked cabinet.

### **Payment Requests**

Payment requests are used for all cash disbursements.

- The requestor will provide a payment request via email and forward it to the appropriate department director for approval. Once approved the request is submitted to the finance department. The request should include documentation of the expenses.
- Payment requests that are made to reimburse athletes or Independent Contractors

must include an expense form and copies of receipts with proper coding. Without proper information provided, requests will be sent back to the requestor.

- Payment requests should be submitted at least 10 days prior to the due date for vendor payments.
- Finance has **30 days** to process expenses reimbursement once finance receives completed expense requests.
- The finance department will review for completeness and accuracy and enter the request into the accounting system.
- Expenses forms submitted by athletes more than **30 days** after the date the expenses were incurred will not be paid. The director of finance may take into consideration extenuating circumstances and extend this deadline.

## Wire Requests

In some instances, it may be necessary to wire funds.

- Outgoing wire transfers must be documented on a wire request form or by email.
- Wire requests should be submitted at least 10 days prior to the day that the wire is needed with supervisors' approval.
- Wire transfers are performed online and require two parties to process. Wire transfers are initiated by the finance department and released by the director of finance, or executive director. Upon completion the wire transfer is recorded in the accounting system and the transaction confirmation is sent to the requestor.
- Wire transfers will be sent out through preferred money exchange company (MoneyCorp).  
\*In extenuating circumstances if the director of finance or finance manager is unavailable authorized signer may release wire transfer through First Interstate Bank.

## Cash Expense Advances

Due to the nature of USA Fencing's business, it is often necessary to furnish funds in advance of their use. In some cases, trips to major competitions often require staff members to have funds available in the local currency, to pay entry fees or to cover unexpected contingencies.

- Where there is a need for such an advance the staff member in need of the advance will submit a request for the funds to their supervisor for approval then will be forwarded to the finance department.
- Cash advance requests should be submitted at least 10 business days prior to the day that the funds are needed.
- Foreign currency requests will be sent to the bank by email. The bank representative will require a signer's approval before ordering the currency and will send a confirmation email with amount owed. Once the currency is received by the bank, a check made out to the bank, will be cut and the requestor will go to the bank to pick up the currency.
- A check in the amount of US currency requested will be made out to the staff member making the request. The staff member will cash the check at the USA Fencing bank.
- The person receiving the advance has the responsibility of accounting fully for the use of these

funds, as well as returning any unused portion.

- The staff member must submit an expense report as outlined above, and account for all funds. Original receipts and adequate documentation are required for all advanced funds.
- All unspent funds must be returned to USA Fencing finance manager with the original expense report.
- Failure to adhere to these procedures will result in disciplinary action. Disciplinary action may include, among other things, verbal and/or written warning, suspension of employment without pay or termination of employment. Funds not paid back to USA Fencing will be deducted from the staff member's income from future paychecks. Non- employee members will receive a 1099-MISC subject to federal and state taxes.

### **Rebate of Share Dues to Division and Clubs**

Rebate checks will only be issued to those divisions that have filed the required financial reports and division report indicating current officers.

- The amount of rebate will be determined annually with the budget approval. Divisions earn \$3 per eligible member in their division per fiscal year.
- Divisions are eligible to receive rebates for the current fiscal year when required reports have been received.
- Divisions that have met the requirements will receive payment from USA Fencing twice per year.
- Rebates will not be paid, and amounts reserved for that purpose will be returned to USA Fencing's general funds if reports are not received in the current year from the end of the quarter.
- Rebate checks will only be issued to those divisions that have filed the required financial reports, are compliant with bylaws and division operating guide, and provide an annual division report indicating current division officers.
- All Division Officers must be current USA Fencing Members, have a current passed background screen, and have completed the annual SafeSport training.

### **Petty Cash**

USA Fencing does not keep petty cash in the office. All funds received should be deposited per the instructions above.

### **Employee Expense Reimbursement**

Employees are eligible to receive reimbursement for expenses incurred while on USA Fencing business.

- Reimbursable business expenses for employees include food, mileage baggage fees, ground transportation and lodging while on company approved business travel. Mileage will be reimbursed at the current IRS rate.
- Employee expenses for alcohol are not reimbursable.
- Employees are not eligible to receive per diem.
- Expense reports are to be submitted with detailed receipts attached.
- Employee reimbursement forms must be approved by their direct supervisor and finance

department. The executive director's reimbursement forms should be reviewed monthly by the treasurer.

- Reimbursement forms and receipts need to be turned into the finance department within seven (7) days of the date of purchase or return from travel.

### **Expense Reimbursement Policy for Board and Board Chair**

#### **Board of directors Expense Reimbursement Policy:**

Who: USA Fencing's current board of directors/athlete representatives

USA Fencing business travel, other than board meetings, must be approved by the treasurer\* prior to scheduling.

Meals: Meals will be provided by USA Fencing. Meals not provided by USA Fencing will be reimbursed with valid receipts \$20/\$25/\$35 for breakfast, lunch and dinner respectively. USA Fencing does not reimburse for alcoholic beverages.

Entertainment: All entertainment must be approved by the treasurer\* prior to the occasion. If approved, all expenses must be accompanied with receipts and must include description of the business purpose and individuals present.

Airfare: USA Fencing will cover only coach or economy class fares for official USA Fencing business travel. If travel start and end locations are anywhere but at the nearest home residence airport only the cost of the travel from the nearest home residence airport to the event location will be covered, unless prior approval is obtained from the treasurer\*. Flights must be booked at least 3 weeks prior to travel, unless circumstances do not allow. Higher flight costs due to not booking in time will not be covered. Travel certificates may be used at USA Fencing's discretion. USA Fencing does not reimburse for flight cost when frequent flyer rewards are used. For international air travel, there is an allowed variance of \$150 from the cheapest airfare available to take into account airline status, bag fees etc. For domestic air travel there is an allowed variance of \$50 from the cheapest airfare available to take into account airline status, bag fees etc.

Baggage Fees: Baggage fees will be reimbursed upon submission of receipts. Max of one bag each way.

Hotel: Hotel arrangements will be coordinated and paid directly by USA Fencing for all USA Fencing organized events. For all other USA Fencing business travel hotel costs will be covered for standard room accommodation only. Directors must obtain approval prior to USA Fencing business travel. Submission of receipts are required.

Ground Transportation and Parking: Travel by personal vehicle will be reimbursed at the published IRS standard business mileage rate in effect on August 1 of the current fiscal year. Only one person per vehicle will be reimbursed. Mileage will be confirmed using an internet source with a 50 mile tolerance. Mileage reimbursement will be limited to the lesser of the cost of one airfare to the destination city or \$400. Google or Mapquest must be submitted with this expense form to receive mileage. If the director has driven, parking at the USA Fencing designated hotel will be covered only for the days related to the USA Fencing business. USA Fencing will reimburse reasonably priced public transportation (Uber/Lyft) costs for travel between home and airport/airport to home. Alternatively, in no case will



reimbursement for both parking and public transportation be paid on the same trip. Directors must use free shuttle service between airport/hotel/venue when provided. If free shuttle service is not available, reasonably priced public transportation for travel between airport/hotel/venue will be reimbursed with valid receipts. Reimbursement will be made for reasonably priced (long term) parking for a period not to exceed service days plus travel days. Car rental will not be reimbursed without prior written approval from the treasurer\*. When rental car use is approved only gas will be reimbursed with the submission of receipts.

Expenses not mentioned above such as phone charges, conferences, continuing education, internet, clothing will not be reimbursed.

\*Treasurer's USA Fencing business travel and entertainment must be approved by the board president.

### **Chair's Expense Reimbursement Policy:**

Who: USA Fencing's current Chair

USA Fencing Business travel, other than Board Meetings, must be approved by the Treasurer prior to scheduling.

Per Diem: A per diem of \$100 will be provided per day in which the Chair is away on official business. For USA Fencing business that is less than a full day a \$50 per diem will be provided.

**When per diem is received no additional expenses will be covered for meals, alcohol, local transportation, parking or miscellaneous expenses.**

Entertainment: All entertainment of non-Board members, such as dining, must either be covered by the per diem amount or approved by the Treasurer prior to the occasion. If approved all expenses must be accompanied with receipts and must include business purpose description and individuals present.

Airfare: **Travel should be arranged and purchased by the USA Fencing National Office.** USA Fencing will cover only economy class fares for official USA Fencing business travel. If travel start and end locations are anywhere but at the nearest home residence airport only the cost of the travel from the nearest home residence airport to the event location will be covered, unless prior approval is obtained from the Treasurer. Flights must be booked at least 3 weeks prior to travel, unless circumstances do not allow. Higher flight costs due to not booking in time will not be covered. Travel certificates may be used at USA Fencing's discretion. USA Fencing does not reimburse for flight cost when frequent flyer rewards are used. For international air travel, there is an allowed variance of \$150 round trip from the cheapest airfare available to take into

account airline status, bag fees etc. For domestic air travel, there is an allowed variance of \$50 round trip from the cheapest airfare available to take into account airline status, bag fees etc.

Baggage Fees: Baggage fees will be reimbursed upon submission of receipts. Max of one checked bag and one carry on each way.

Hotel: Hotel arrangements will be coordinated and paid directly by USA Fencing for all USA Fencing organized events. For all other USA Fencing business travel hotel costs will be covered for standard room accommodation only.

Ground Transportation and Parking: Travel by personal vehicle will be reimbursed at the published IRS standard business mileage rate in effect on August 1 of the current fiscal year. Only one person per vehicle will be reimbursed. Mileage reimbursement will be limited to the lesser of the cost of one airfare to the destination city or \$400. Google or MapQuest must be submitted with this Expense Form to receive mileage. If the director has driven, parking at the USA Fencing designated hotel of the will be covered only for the days related to the USA Fencing Business. USA Fencing will reimburse reasonably priced public transportation (Uber/Lyft) costs for travel between home and airport/airport to home. In no case will reimbursement for both parking and public transportation be paid on the same trip segment. Directors must use free shuttle service between airport/hotel/venue when provided. If free shuttle service is not available, reasonably priced public transportation for travel between airport/hotel/venue will be reimbursed with valid receipts. Reimbursement will be made for reasonably priced (long term) airport parking for a period not to exceed service days plus travel days. Mileage to and from the airport will be reimbursed with Google or MapQuest verification. Car rental will not be reimbursed without prior written approval from the Treasurer. When rental car use is approved gas will be reimbursed with submission of receipts. Expenses not mentioned above such as phone charges, conferences, continuing education, internet, clothing will not be reimbursed.

## **Credit Cards**

USA Fencing ("Company") will issue company credit cards to certain employees for use in their jobs. This policy sets out the acceptable and unacceptable uses of such credit cards.

- All credit cards must be coded and approved by supervisor no later than the 7<sup>th</sup> of the following month.
- The director of finance and the executive director have the authority to adjust the available line of credit with credit card companies to meet the needs of the organization.
- Use of company issued credit cards is a privilege that the company may withdraw at any time, with or without cause. Upon an employee's termination of employment at the company, all cards must be returned to the Company's finance department.
- The employee in possession of the company credit card is solely responsible for all purchases on the card and for ensuring that the card is not used by unauthorized personnel. Card numbers may not be distributed.
- Any credit card USA Fencing issued to an employee must be used for business purposes only, and for purposes in conjunction with the employee's job duties. Employees with such credit cards shall not use them for any non-business purpose. Non-business purchases are considered any purchases that are not for the benefit of the company.
- Business related expenses, such as food, baggage fees, ground transportation and lodging while on company approved business travel, may be purchased on the company credit card as long as these purchases are consistent with the company's travel and expense reimbursement policy. No alcoholic beverages may be purchased with the Company credit card unless approved by the director of finance or executive director.
- Employees' personal meal allowance is \$80 a day, this includes breakfast, lunch, dinner and any snacks and beverages. If meals that will be over daily limit an approval from the finance director or executive director must be obtained.
- Meals that are above daily limits are reserved for relationship building meetings. This is for

approved staff members, outside approved staff prior approval is needed.

- Any purchases other than airfare and hotel accommodations in the amount of \$500 or above must be approved prior to purchase. The employee must submit the purchase request in writing to their immediate supervisor or director of finance and receive approval in writing before making the purchase. The employee should attach a copy of the purchase approval to the receipt and submit them together when submitting the receipt to the finance department.
- The employee in possession of the credit card is responsible for receiving, printing and retaining all receipts related to purchases made on the company credit card. If a receipt is lost, a "No receipt explanation form" must be maintained and submitted in the same manner in which a receipt would be maintained and submitted.
- Receipts need to be coded and submitted via the Visa Expensify system within 14 days of the date of purchase, return from travel and within 7 days of the end of the statement period. All receipts must show an itemized description of what the purchase to ensure proper accounting of the purchase. Meals or entertainment purchases must indicate the names of all persons attending the meal or entertainment and the business purpose of such event.
- If any employee uses a company credit card for a personal purchase in violation of this policy, the cost of such purchases(s) must be repaid to USA Fencing as soon as possible. An invoice will be created for employee to make payments. If the cost of such purchase(s) is not repaid to USA Fencing by the time the employees leave the amount will be taken from their paycheck.
- If any employee uses a company credit card for a non-personal purchase that is not within the scope of the employee's duties or the employee's authorization to make business related purchases, the cost of such purchases will be the financial responsibility of that employee unless otherwise expressed in writing by the executive director. The employee will be expected to reimburse the company via an invoice being created and payments must be made until the unauthorized amount is fully repaid.
- In addition to financial responsibility and liability for wage deductions, any purchases an employee makes with a company credit card in violation of this policy will result in disciplinary action, up to and including termination of employment.
- The policy will remain in effect as long as the employee has a company credit card or until a new policy has been issued and which clearly indicates that it is intended to be a replacement of this policy.
- Credit card rewards points earned on credit cards paid by USA Fencing, including airline miles and gift cards, will be used at the executive director's discretion.

## **Expense Allocations**

Certain costs are allocated across multiple accounts, departments, locations or projects.

- Costs that can be directly allocated to the accounts, departments, locations or projects will be recorded as such.
- Costs that cannot be directly allocated to an account, department, location or project will be allocated by the discretion of the department and finance directors.
- Allocations should be reviewed annually during the budgeting process and adjustments made and documented as needed.

## **Asset Management**

### **Responsibility**

While the ultimate responsibility rests with the board of directors, the day-to-day maintenance of funds is the responsibility of the director of finance.

## **Cash Management and Investments**

### **Bank Account**

- With the approval of the executive director, the director of finance shall open and supervise such bank accounts as are needed for the transaction of business.
- The executive director, director of finance, finance manager and treasurer should all have online access to allow for proper oversight.
- The number of accounts shall be kept to a minimum, but no account or institution balance should exceed the federally insured maximum.
- Wherever appropriate, the accounts shall be interest bearing. The finance department is responsible for reconciling the monthly statements.
- The director of finance or the executive director are responsible for reviewing all monthly account reconciliations.

### **Investments and Cash Management**

- When the cash position in the bank permits, the executive director or director of finance shall place such funds in a reasonably liquid and safe interest-bearing money market.
- No loan shall be contracted by USA Fencing, not any of its assets pledged as collateral for any indebtedness, and no evidence of indebtedness or security instrument shall be issued, endorsed or accepted in the name of USA Fencing unless the same has been authorized by the board of directors or a committee designated by the board of directors to so act.
- Such authority may be general or confined to specific instances or amounts. The officer, officers, employee or employees upon whom such authority has been conferred may, within the scope of that authority, effect loans at any time from any bank or other entity, and for such loans may execute and deliver promissory notes and other evidences of indebtedness of USA Fencing; to the extent authorized, may mortgage, pledge or otherwise encumber any real or personal property, or any interest therein, owned or held by USA Fencing as security for the payment of any and all USA Fencing loans (and obligations incident thereof); and to these ends may execute and deliver such instruments as may be necessary or proper.

## **Capital Equipment**

### **Fixed Assets**

Unless otherwise provided by IRS regulation, all assets with a useful life greater than one year and a cost greater than \$2,000 shall be recorded as fixed assets. The useful life of each asset will be assigned on a case-by-case basis, but in general, the following schedule should be followed:

Furniture and fixture – 5 years

Computers and electronic equipment – 3 years All  
other assets – 5-7 years

- The director of finance is responsible for managing the schedule of capital assets and assigns numbered tags to assets when feasible.
- All fixed assets will be physically inventoried annually, and a depreciation schedule reconciled with the balance sheet.
- In some cases, assets that are individually less than \$2,000 but purchased in multiple quantities can be classified as assets.
- At minimum an annual adjustment to record depreciation expense will be made to the financial statements at year-end.
- A straight-line method of depreciation is used.

### **Employee Retirement Accounts**

USA Fencing provides retirement saving options to full time employees. The employee directs their investment selection as well as the amount of their retirement contributions, only restricted by the IRS determined annual limits. See employee handbook for details.

- All retirement contribution elections will be made by the employee through the payroll company.
- The payroll company is responsible for depositing the employee and employer retirement contributions to the investment company in a timely manner and never to exceed 10 days after funds were withheld from the employee.

### **Operating Reserve**

The purpose of the operating reserves policy for USA Fencing is to ensure the stability of the mission, programs, employment and ongoing operations of the organization. The operating reserve is intended to provide an internal source of funds for situations such as sudden increase in expenses, one-time unbudgeted expenses, and unanticipated loss in funding or uninsured losses.

Operating reserves are not intended to replace a permanent loss of funds or eliminate an ongoing budget gap. It is the intention of USA Fencing that the operating reserves have an established range which will be replenished in the next budget cycle when used. The operating reserve policy will be implemented in concert with the other governance and financial policies of USA Fencing and is intended to support the goals and strategies contained in these related policies and in strategic and operational plans.

### **Definitions and Goals**

The operating reserve fund is defined as the designated fund set aside by action of the board of directors. The minimum amount to be designated as operating reserve will be established in an amount sufficient to maintain ongoing operations and programs for a set period of time, measured in months. The operating reserve serves a dynamic role and will be reviewed and adjusted to internal and external changes. The initial target minimum operating reserve fund is equal to three months of average

operating costs (25% of budgeted annual operating expenses).

The amount of the operating reserve fund target minimum will be calculated and an optimal schedule for meeting this target will be created and adopted by the budget committee. Each year the operating reserve fund target minimum will be reviewed in conjunction with the approval of the annual budget, reported to the finance committee/board of directors and included in the regular financial reports.

### **Accounting for Reserves**

The operating reserve fund will be recorded in the financial records as board designated operating reserve.

The fund will be funded by and available in cash or marketable securities. Operating reserves will be maintained in an account with the United States Olympic Endowment, in accordance with investment policies.

### **Funding of Reserves**

The operating reserves fund will be funded with surplus unrestricted operating funds. The board of directors may from time to time direct that a specific source of revenue be set aside for operating reserves. Examples may include one-time gifts or bequests, special grants or special appeals.

### **Use of Reserves**

Use of the operating reserve requires three steps:

1. Identification of appropriate use of reserve funds.  
The executive director and staff will identify the need for access to reserve funds and confirm that the use is consistent with the purpose of the reserves as described in this policy. This step requires analysis of the reason for the shortfall, the availability of any other source of funds and evaluation of the time period that the funds will be required and replenished.
2. Authority to use operating reserves.  
Authority for use of operating reserve is delegated to the executive director in consultation with the treasurer. The use of operating reserves will be reported to the board of directors at their next scheduled meeting, accompanied by a description of the analysis and determination of the use of funds and plans for replenishment to restore the operating reserve fund to the level it was at before the use. The executive director must receive prior approval from the board of directors to take funds from the reserve if the replenishment will take longer than 12 months.
3. Reporting and monitoring  
The executive director is responsible for ensuring that the operating reserve fund is maintained and used only as described in this policy. Upon approval for the use of operating reserve funds, the executive director will maintain records of the use of funds and plan for replenishment. He/she will provide regular reports to the budget committee/board of directors of progress to restore the fund to the target minimum amount.

## **Review of Policy**

This policy will be reviewed annually by the budget committee, or sooner if warranted by internal or external events or changes. Any changes to the policy will be recommended by the budget committee to the board of directors.

## **Operation Processes and Procedures**

### **Lists & Labels**

Fees for list and label generation will be set by the national office or, in special situations, by the board of directors (e.g. for elections).

### **Problem Files**

Occasionally membership forms are submitted without proper payment. These problem applications are to be dealt with on the day the problem is discovered.

If there is an issue with an individual or group application, the applicant is contacted via email explaining the problem. The application is placed in a problem file at the front desk. The problem file is kept in a locked cabinet to maintain the security of the payment information.

The problem file is reviewed weekly for resolution or further contact via phone or email.

### **National Events**

Occasionally tournament entry forms are submitted without proper payment. These problem applications are to be dealt with on the day the problem is discovered.

All entry forms are to be processed regardless of payment issues. Improper payment will be noted in the tournament database and the athlete will pay at check in at the tournament.

Tournament files are downloaded, and an accounting sheet is made prior to the tournament. The national events personnel will take this information to the tournament. All entrants who have not resolved their payment issues prior to the tournament will do so before they are allowed to compete. The national events personnel will forward all payments received to the finance department with a reconciliation accounting sheet upon return.

- If an athlete is registered and does appear at the event a no-show fee of \$250 will be asset. Once the event has been completed the National Events team will provide the finance department with a no-show sheet and invoices will be sent to athletes. Membership account will also have a block placed. The national events director will approve any exceptions to wave no show penalties.

### **Recordkeeping**

Complete and detailed records will be maintained of all financial transactions as well as select national event documentation. Records will be retained in a secured location until the period which the document must be maintained has expired. The guidelines in the tables below indicate the number of years a record is to be kept after the close of the fiscal year in which the transaction took place.

- Paper documentation for any fiscal year financial transactions should be maintained and secured in office filing cabinets until both the annual and USOC audits are complete.

- Once the audits are complete, paper documentation should be boxed and stored in a secure location. Boxes of records for storage are to be clearly marked as to their contents. Permanent records shall not be boxed with non-permanent records, and each box of non-permanent records is to have a destroy date indicated.
- Electronic documents should be kept on the company shared drive or alternative secured drive that is maintained and backed up until the required period has expired.

<b><u>Permanent Records</u></b>		<b><u>Location</u></b>		
<b><u>Item</u></b>		<b><u>Current</u></b>	<b><u>1<sup>st</sup> Year</u></b>	<b><u>Remaining</u></b>
Articles of Incorporation		Office	Office	Office
Bylaws and Minutes		Office	Office	Office
Licenses, Franchise Agreements and Deeds		Office	Office	Archive
IRS exemption determination letter		Office	Office	Archive
State tax exemptions		Office	Office	Archive
Tax Returns		Office	Office	Archive
Audited Financial Statements		Office	Office	Archive
Insurance records, current accident reports, claims, policies, and so on (active and expired)		Office	Office	Archive
Litigation (all documentation and communication)		Office	Office	Archive
Disciplinary Matters (complaints, panels Etc)		Office	Office	Archive
Trademark registrations and copyrights		Office	Office	Archive
Important checks (tax/property/etc.)		Office	Office	Office
Fixed assets and depreciation records		Office	Office	Archive
Magazines (digital and/or print copies)		Office	Office	Archive
Tournament results (top 32)		Office	Office	Digital
Disciplinary Issues		Office	Office	Digital

<b><u>Non-Permanent Records</u></b>		<b><u>Location</u></b>		
<b><u>Item</u></b>	<b><u>Years</u></b>	<b><u>Current</u></b>	<b><u>1<sup>st</sup> Year</u></b>	<b><u>2<sup>nd</sup> &amp; 3<sup>rd</sup> Year</u></b>
Bank Statements	3	Office	Office	Archive
Deposit batch reports & duplicate slips	3	Office	Office	Archive
Journals	7	Office	Office	Archive
General Ledgers	7	Office	Office	Archive



Canceled checks	7	Office	Office	Office
Expense analyses/expense distribution schedules	7	Office	Office	Archive
Monthly financial reports and statements	7	Office	Office	Archive
End of the year financial statements	7	Office	Office	Archive
Audit report of accountants	7	Office	Office	Archive
Employment applications	3	Office	Office	Archive
Employee records (after termination)	7	Office	Office	Office
Payroll records (timesheets)	7	Office	Office	Archive
Payroll tax returns (W-2 & 1099)	7	Office	Office	Office
Contracts, mortgages, notes and leases (expired)	6	Office	Office	Archive
Service contracts and agreements (after termination)	7	Office	Office	Archive
Donor contributions (after donor restrictions are met)	7	Office	Office	Archive
Invoices and expense reports (after payment)	7	Office	Office	Archive
Accounts payable and receivable ledgers and schedules	7	Office	Office	Archive
Inventory counts and merchandise records	7	Office	Office	Office
Tournament Entry Forms	1	Office	Archive	Destroy
Tournament results (other than Top 32)	1	Office	Office	Destroy
Membership applications	3	Office	Office	Archive
Membership Lists	3	Office	Archive	Archive
Correspondence	2	Office	Archive	Destroy
Club memberships	3	Office	Office	Archive
Media records	3	Office	Office	Office

## Privacy Policy

### Collection, Storage and Use of Personal Data

Members of USA Fencing and any foreign athlete who has utilized the services of USA Fencing (fencers, and tournament officials, hereinafter referred to as the “licensees”):

I understand and freely acknowledge, as per included detailed explanations, that

⇒ my national federation, USA Fencing, all approved event organizers, WADA and all other

- authorized anti-doping organizations
- ⇒ may process, collect, store, use and delete my personal data
- ⇒ For the purpose of
  - managing my affiliation as licensee with USA Fencing
  - participating in fencing events and keeping and publishing my sporting history and biography
  - implementing and complying with all anti-doping requirements and rules.

## **I. GENERAL PERSONAL DATA**

1. I HEREBY FULLY AND FREELY UNDERSTAND AND ACKNOWLEDGE that USA Fencing, the national fencing federation with which I am affiliated (“NF”) and any third parties contracted by USA Fencing, may collect, store, process, use and disclose to third parties any personal information including, but not limited to my name, date of birth, contact details and image as well as historical and statistical data related to my affiliation as licensee with USA Fencing, as well as to my participation, in any capacity, in any national and international fencing event (“events”) organized by my NF, by USA Fencing, by any NF member of USA Fencing or by any USA Fencing approved contractual partners (“event organizers”) (hereinafter referred to as the “personal data”), to the extent that such personal data are necessary or helpful to the management of my affiliation as licensee to USA Fencing, as well as to the organization of such event and to my participation thereto, and to the promotion of the sport of fencing by USA Fencing. USA Fencing may create and update my personal data in any other way in which I have provided or will provide my express consent or as may be required by law.

## **II. PERSONAL DATA RELATED TO ANTI-DOPING**

2. I confirm that I accept to be bound to all the provisions of the World Anti-Doping Code (WADC).

I **HEREBY UNDERSTAND AND ACKNOWLEDGE** that I am subject to the provisions of the WADC implemented by any anti-doping organization in charge of any anti-doping activities, in that they may, where applicable, in particular, collect, store and use:

- urine and blood samples to establish possible anti-doping rule violations,
  - whereabouts information,
  - any information and material necessary for the implementation of the biological passport,
  - any information and material to conduct testing and perform results management, in order to determine whether the use of a prohibited substance or prohibited method is strictly limited to legitimate and documented therapeutic purposes,
  - any information and material for the purpose of educating athletes and other persons of their rights and responsibilities,
  - any information and material to conduct investigations into anti-doping rule violations and to initiate legal proceedings against those who are alleged to have committed such violations.
3. **I UNDERSTAND** that the term “anti-doping organizations” shall include, but not limited to, any signatory of the WADC that is responsible for adopting rules for initiating, implementing or enforcing any part of the doping control process. This includes, but is not limited to, the International Olympic Committee, the International Paralympic Committee, other major events organizations that conduct testing at their events, WADA, FIE and national fencing federations and national anti-doping agencies.
  4. I **FURTHER UNDERSTAND AND ACKNOWLEDGE** that I am submitted to WADA

International Standard for Protection of Privacy and Personal Information (hereinafter referred to as “WADA ISPPPI”) and I confirm that I am aware of the content of article 2.0 WADC ISPPPI relating to the confidentiality of personal information set forth in article 14.6 WADC which provides that:

*Anti-Doping Organizations may collect, store, process or disclose personal information relating to Athletes and other Persons where necessary and appropriate to conduct their anti-doping activities under the Code and International Standards (including specifically the International Standard for the Protection of Privacy and Personal Information), and in compliance with applicable law.*

5. I **UNDERSTAND** that, under article 3.2 of the WADA ISPPPI, the notion of personal information includes “sensitive personal information” and is defined as follows:
- **Personal Information** including, but not limited to, athlete’s name, date of birth, contact details and sporting affiliations, whereabouts, designated therapeutic use exemptions (if any), anti-doping test results, results management (including disciplinary hearings, appeals and sanctions), personal details and contact information relating to other persons, such as medical professionals and other persons working with, treating or assisting an athlete in the context of anti-doping activities.
  - **Sensitive Personal Information** relating to athlete’s or other person’s racial or ethnic origin, commission of offenses (criminal or otherwise), health (including information derived from analyzing an athlete’s samples or specimens) and genetic information.
6. I **FURTHER UNDERSTAND AND CONSENT** that, pursuant to article 8.2 of the WADC ISPPPI, anti-doping organizations may disclose my personal information to other anti-doping organizations **where such disclosures are necessary to allow the anti-doping organizations receiving the personal information to fulfil obligations under the code and in accordance with applicable privacy and data protection laws.**
7. I am finally aware of the content of Annex A to the WADC ISPPPI regarding the **retention time** of my general personal information, but also including whereabouts, Therapeutic Use Exemption, testing, A and B samples, test results and results management (forms/documentation), disciplinary ruling (ADRV) and athlete biological passport (ABP).

### **III. ACCESS / RECTIFICATION / DISCLOSURE / WITHDRAWAL OF CONSENT / ERASURE (RIGHT TO BE FORGOTTEN)**

8. I am aware that I can ask to have **ACCESS** to any of my personal data and that I am entitled to request their **RECTIFICATION** to correspond to the truth.
9. Besides, I have been duly informed and I understand that USA Fencing, national federations, the event organizers and the anti-doping organizations may **DISCLOSE** personal information to third parties where such disclosures (i) are required by law, sports regulations or compulsory legal process or by the implementation of a contract to which I am a party; or (b) is published on USA Fencing website as general and public sporting information (name, date of birth, nationality, sporting profile and biography; statistical data); or (c) are made to recipients located in countries ensuring an adequate level of protection; or (d) are necessary to assist law enforcement or governmental or other authorities in the detection, investigation or prosecution of a criminal offense, or breach of the WADC, provided that the personal information is reasonably relevant to the offense in question and cannot be otherwise reasonably obtained by the authorities.

10. I am aware that I am entitled to **OBJECT AND REFUSE** at any time the processing of my personal data as described above, by written and signed communication sent to my NF and to USA Fencing. I further understand that my participation in any fencing activity may, from time to time, depend on my consent that the above-mentioned personal data be processed for legitimate and regulatory purposes and, in particular, that my participation is contingent upon my voluntary compliance with anti-doping procedures set forth in the WADC. Accordingly, I am fully aware that in case of objection, refusal or opposition to the processing of my personal data, I **COULD NO LONGER BE ALLOWED TO PARTICIPATE** in a specific event or in any sporting international fencing activity.
11. I am also informed of my right to request that all my personal data collected by the NF, USA Fencing, any event organizer or by any anti-doping organization, **BE ERASED**, notably if and when such personal information is no longer relevant to my NF, USA Fencing, event organizers, or any other anti-doping organizations, respectively, for the purpose of the organization of any other competitions organized under the auspices of my NF, USA Fencing or any event organizer, or for the promotion of the sport, including for public or scientific interests, for historical research and statistical purposes.

#### **IV. LITIGATION**

I agree that any dispute, controversy or claim arising out of, or in connection with the above-referenced matters, and not resolved after the exhaustion of the legal remedies set forth by USA Fencing, my national federation, and/or the event organizer, any arbitration shall administered by the American Arbitration Association in accordance with its Commercial Arbitration Rules and judgment on the award rendered by the arbitrator(s) may be entered in any court having jurisdiction thereof. The arbitration shall be governed by the laws of the State of Colorado and the United States, and it shall be conducted in Colorado Springs, Colorado. The arbitrator(s) will have no authority or jurisdiction to award consequential, punitive or exemplary damages, and any demand for such damages shall be a nullity. Except as may be required by law or as reasonably required to enforce or appeal from an arbitration award or as noted above, arbitration proceedings shall be kept confidential, and neither a party, an attorney for a party, a witness, nor an arbitrator may disclose the existence, content, or results of any arbitration hereunder to a non-party without the prior written consent of all parties.

This privacy policy is available on the USA Fencing website. Acceptance of this policy can be made electronically or in writing.

# Board Meeting Minutes - DRAFT

## Annual Meeting

### USA Fencing Board of Directors

Friday, September 8, 2023 at 4:30PM (MT)– Denver, CO and Zoom

#### I. Call to Order

**Present:** David Arias, Emily Bian, Peter Burchard, Lauryn DeLuca, Darryl Jacobs, Selina Kaing, Ivan Lee, Damien Lehfeldt, Amanda Nguyen, Abdel Salem, Peter Barton (Parliamentarian).

**Absent:** Ben Bratton, Sam Cheris, Kat Holmes, Nzingha Prescod, Aimee Rice

**USA Fencing Staff:** Phil Andrews, Kate Reisinger, Tabitha Chamberlin, Amanda Lilly, Christina Pachuta.

#### II. New Business

##### *Election of the Chair of the Board of Directors*

**MOTION 9 (Mr. Arias):** To call for an election of the Chair of the Board of Directors.

**Rationale:** In accordance with Article VI (b) of the Bylaws of the United States Fencing Association, the Chair shall be elected at each annual meeting held in odd numbered years. The Chair shall be elected from among the At-Large Directors by majority vote of the Board of Directors.

**Second:** Peter Burchard

Ms. DeLuca nominated Ivan Lee for Chair of the Board.

**Result:** Passed by voice vote

##### *Appointment of Committees and Resource Groups*

**MOTION 1 (Mr. Lee):** To approve the Committees and Resource Groups for the 2023-24 season as provided to the Board, details of which are provided in [Appendix A](#) which

includes Board Liaison appointments. One adjustment was made to substitute Nancy Kirkpatrick into David Eldridge's role on the Ethics Committee to allow Mr. Eldridge to maintain his focus within the Grievance and Discipline Committee.

**Rationale:** The committee task force has reviewed all applications and provided the Chair of the Board with recommended appointments for the 2023-24 membership year.

**Second:** David Arias

**Result:** Passed by voice vote

*Appointment of the USA Fencing Treasurer*

**MOTION 2 (Mr. Lee):** That the Board of Directors appoint the current Deputy Treasurer, Emily Bian as USA Fencing Treasurer.

**Rationale:** Ms. Bian has served for approximately 6 months as Deputy Treasurer of USA Fencing, shadowing and learning from our current Treasurer, Mr. Samuel Cheris, as well as playing an active role in the Budget Committee of USA Fencing. Ms. Bian is a qualified CPA, with experience including 4 years with the Big 4 accounting firms as well as over 10 years in corporate control.

**Second:** Peter Burchard

**Result:** Passed by voice vote

**MOTION 3 (Mr. Lee):** That the Board of Directors appoint the current USA Fencing Treasurer, Samuel Cheris, to Deputy Treasurer.

**Rationale:** Mr. Cheris has served on multiple occasions as USA Fencing's Treasurer, his willingness and ability to serve as Deputy Treasurer of USA Fencing allows the incoming Treasurer to be mentored and transitioned into the position.

**Second:** David Arias

**Result:** Defeated by 4 No, 3 Yes, 1 Abstention

*Appointment of USA Fencing Auditors*

**MOTION 4 (Mr. Lee):** That the Board of Directors appoint Briggs Kofford as Auditor for the 2023-24 season by recommendation from the Audit Committee.

**Rationale:** Briggs Kofford have been the Outside Auditor of USA Fencing for over a decade, with a new Treasurer and new members of the Audit Committee, as well as both CEO and Director of Finances in post for just over a year, it is highly recommended to

stick with our current audit firm at this time.

**Second:** Lauryn Deluca

**Result:** Passed by voice vote

*Appointment of Special Board Members*

**MOTION 5 (Mr. Lee):** That the Board of Directors appoint Special Board Members for the 2023-24 season by recommendation from the Nomination Committee based upon the Gap Analysis of the organization, and perceived needs of the organization as follows, biographies of Ms. Kaing and Mr. Joo are attached as [Appendix B](#).

Selina Kaing

Mike Joo

**Rationale:** The Special Board Member position exists to fill particular gaps and needs that the Board of Directors has in order to carry out the business of the Board of Directors. Ms. Kaing is an incumbent Special Board Member and has served the Board excellently in her role, notably Chairing the Task Force on Resource Teams and Committees with distinction. Mr. Joo has significant experience in a multitude of roles including Financial Services experience; as well as experience as a Fencing parent, as a Veteran Foil Fencer and as a significant corporate and board experience.

**Second:** Lauryn Deluca

**Result:** Passed by voice vote

**MOTION 6 (Mr. Lee):** That the Board of Directors appoint the following Special Board Member for the 2023-24 season put forward for consideration by the Nomination Committee, a biography for Mr. Alperstein is attached as [Appendix B](#).

Donald Alperstein

**Rationale:** Per the USA Fencing Nominating Committee, it is recognized that Mr. Alperstein has served significant time, above that which would be considered term-limited in the current bylaws, on the USA Fencing Board of Directors, and it is further recognized by the Nominating Committee that Mr. Alperstein was not elected by the membership. On the other hand, it is also recognized by the Nominating Committee; that the Board has had significant turnover in recent years and will benefit from Mr. Alperstein's institutional knowledge and experience which may prove of significant value in the short term to the Board of Directors.

It is noted that if Mr. Alperstein is appointed a further female non-voting member may need to be recommended to be appointed and sought based upon the Gap Analysis of the organization.

**Second:** Darryl Jacobs

**Result:** Passed by roll call vote 5 Yes, 2 No, 1 Abstention

#### *Appointment of US Fencing Foundation Trustees*

**MOTION 7 (Mr. Lee):** That the Board of Directors appoint the following individuals as trustees of the United States Fencing Foundation, biographies of which are attached as [Appendix C](#).

Kurtis Fechtmeyer

Lilly Huang

Robin McGraw

**Rationale:** Per Article 4 of the United States Fencing Foundation Articles of Incorporation, the Board of Directors shall have final approval of all elected trustees. The current serving US Fencing Foundation Trustees support the appointment of these individuals.

**Second:** David Arias

**Result:** Passed by voice vote

#### *Compensation and Review Committee*

**MOTION 8 (Mr. Lee):** That the Board of Directors approve the Compensation and Review Group of USA Fencing for the 2023-24 season, to include:

The Chair of USA Fencing

Amanda Nguyen (Independent)

Laurn Deluca PLY (Athlete)

David Arias (At-Large)\* - Ex-Officio.

**Rationale:** USA Fencing will review the performance, compensation, and development of its' CEO every year with an interim review every 6 months, to be completed prior to the internal staff review series. The following process shall be used by the group to review the performance of USA Fencing's CEO:

- Reviewing initial objectives provided by the hiring group of USA Fencing.



- Soliciting feedback (Positive and Constructive) from the remainder of the Board of Directors.
- Soliciting feedback, if any, from direct reports to the CEO.
- Group meeting to discuss performance of the CEO relative to the objectives.
- Delivery of the review to the CEO.
- Delivery of a presentation and report to the USA Fencing Board of Directors in executive session.

**Second:** Darryl Jacobs

**Result:** Passed by voice vote

### **III. Motion to Recess to Executive Session**

Second: Lauryn Deluca

Result: Passed by voice vote

**Motion to Recess to Sunday, September 10<sup>th</sup>.**

### **Reporting Dates of Committees & Resource Teams**

<b>Committee/RT</b>	<b>Date of Last Report</b>	<b>Report This Meeting</b>	<b>Board Liaison</b>
Referee Comm.	2/23	No	Donald Alperstein
Hall of Fame Comm.	2/23	No	Peter Burchard
Audit Comm.		No	Aimee Rice
Budget Comm.	6/10	No	David Arias
Election Comm.	7/4	No	Darryl Jacobs
Nominating Comm.		No	Kat Holmes
DEIB Comm.		No	Darryl Jacobs
IR Comm.	6/23	No	Sam Cheris
SEMI Comm USA	10/22	No	Donald Alperstein
Tournament Comm	7/4	No	Peter Burchard
Veterans Comm.	7/4	No	Abdel Salem
Club and Member RG		No	David Arias
Division RG	6/23	No	Donald Alperstein
Mar/Comm RG		No	Darryl Jacobs
Parafencing RG		No	Abdel Salem
FenceSafe RG		No	Donald Alperstein
Sports Medicine RG		No	Kat Holmes
Youth Development RG	4/23	No	David Arias
Sports Performance RG		No	Lorrie Marcil Holmes
Coaching Advisory RG		No	Ben Bratton
Data Science RG		No	Kat Holmes



# Email Vote Minutes

## USA Fencing Board of Directors

Via E-mail on September 1, 2023

The majority of the board approved, by e-mail vote on September 1, 2023 the following motion:

**MOTION (Mr. Burchard):** To suspend the implementation of rule T109, and revert the use of this rule to its' previous language and interpretation, until further notice.

**Rationale:** The intent of the motion originally brought was to bring USA Fencing in line with the FIE; suspending its implementation as current stated allows USA Fencing's Board of Directors to discuss an appropriate way forward for this rule at its' annual meeting, this coming Sept 8-10, 2023.