

USA HOCKEY, INC.
2022 ANNUAL CONGRESS
BOARD OF DIRECTORS – OPEN SESSION
JUNE 11, 2022
MINUTES (OF RECORD)

Mike Trimboli called the meeting to order and welcomed everyone to the 2022 USA Hockey Annual Congress Board of Directors meeting.

ROLL CALL

Bill Hall, Secretary, called the roll indicating there are 91 eligible voters. Bill noted that approval requires a majority or 2/3 of those who vote, depending on the particular issue.

Voting Directors: 91
Present: 75 (62 present 13 on Zoom)
2/3rds: 50
Majority: 38

ATTENDANCE

PRESENT (VOTING MEMBERS)

Don Mulder	Tom Branden	Don Gould	Mike Mulhall
Bill Hall	Mike Macmillan	Amy LaPoe	Ken Reinhard
John Tobin	George Atkinson	Bruce Urban	Steve Gapinski
Mike Trimboli	Sarah Fraser	Craig Brady	Taylor Lipsett
Gavin Regan	Declan Farmer	Catlin Cahow	Al Deming
TC Lewis	Julie Chu	Jim Slater	Kendall Coyne Schofield
Donna Kaufman	Jenny Potter	Mike Snee	Jay Finnigan
Keith Barrett	Paul Day	Dwayne Dillinger	Glenn Hefferan
John Karolcik	Frank McGady	Kaye Pinkowski	Meghan Duggan
Kris Knauss	Gene Palecco	Scott Gray	Wayne Sawchuck
Larry Hellwig	Doug Kephart	John Beaulieu	Les Teplicky
Steve Oleheiser	Christine Mayer	Chris Washburn	Mike Mullally
Ted Skinner	Steve Rizzo	Cheri Bonawitz	Kathleen Smith
Thomas McGrath	Tom Regan	Geoff Pashkowski	Jim Maimone
Richard Oliver	Mark Servaes	Gordon Bowman	Joe Baudo
Chris Powers	Kevin Wood	Joe Eppolito	John Coleman
Dan Jaroshewich	Mark LaMarr	Marc Friedman	Tom Cline
Gary Lebrun	Bob DeGregorio	Steve Laing	Bill Daly
Eric Ballard	Michael Blabac	Lyndsay Fry	

ABSENT (VOTING MEMBERS)

Don Fehr	Robert Esche	Eric Nystrom
Roger Mauritho	Greg Evenson	Chris Van Timmeren
Ben Frank	Shawna Davidson	Shelley Looney
Chris Clark	Molly Engstrom	Donna Guariglia
Chris Butler	Brianna Decker	John Michael Liles
Alex Lyon		

MOMENT OF SILENCE

There was a moment of silence to honor those who have passed away since the 2022 Winter Meeting:

Thomas Hitchcock – Affiliate President of SDAHA
Dave Wiitanen – Thayer Tutt winner – Association Registrar
Jennifer Woodcook Tesler - Mother of Lauren Tesler Harless, USA Hockey SafeSport Compliance Specialist and Paralegal
Chris Ceransky –Director of Team Maryland Hockey, VP of Hockey Operations, Youngstown Phantoms, Scout for Maryland Blackbears
Ron Goodman – District Vice President at Atlantic Amateur Hockey Association
Art Goldstein, Husband of Wendy Goldstein Pacific District Registrar
Gordon Gosselin - Father of Guy Gosselin, Regional Manager, America Development Model, Two-time Olympian and Member of three US Men’s National Teams, NHL player.
Grace Jorgensen – Niece of Casey Jorgensen, General Counsel USA Hockey
Ken Graber- President of the Minnesota Junior Hockey League
Andrew Montagna – Brother of Anthony Montagna, Atlantic District Registrar
Doug Margarucci – Father of Kevin Margarucci Manager, Player Safety USA Hockey
Jane Rozek – Mother of Janice Cavaretta, Associate Registrar, New York
Ted Goodwin – Father-in-law of Kevin Donovan, Referee-in-Chief Mass
Paul Coppo - Olympian

APPROVAL OF MINUTES

The minutes of the Board of Directors meeting on January 16, 2022, were approved on a motion made by Joe Eppolito and seconded by Gene Palecco. **The motion carried.**

PRESIDENT’S REPORT

Mike thanked the people responsible for putting on Annual Congress. It’s been a remarkable season and it feels good as we move back toward normalcy and once again have our signature events back in person. Collectively, at all levels of our organization, you all found a positive way through the negative adversity and that is acknowledged and very much appreciated.

While Covid remains out there in different forms we will continue to persevere. Through all of this our membership came back....in comparison to the 19-20 registration numbers, in 21-22 we finished only 4-5% below overall and recorded record numbers of new players at the 8U level, the second largest numbers at the 6U level and a record number of 8U girls at 25,038 – 5.8% higher than previous. All accomplished through your collective efforts and steadfast leadership.

Mike addressed the fee increase voted in at Winter Meeting. He stressed that the “why” will be communicated to assist our boots on the ground leaders when and if questions are raised.

Mike spoke of the Olympic teams and the adversity they overcame to achieve success.

He thanked Molly Engstrom and George Atkinson for their terms on the Executive Committee. Mike also thanked Bill Hall who chose not to run for his position as Secretary. What he has offered this organization over many, many years goes beyond words.

After the many months of invested and dedicated work that our Governance Task Force has put in based on a government mandate, we will vote on a new governance structure for our NGB. This task force has been extremely transparent and communicative with us all and have given continual updates and opened the floor for questions several times leading up to today and I thank them once again for their diligence and commitment.

Mike talked about it is now time to be more proactive, be visionary and to do that we will utilize the elements of our Strategic Plan as guideposts. After two years of work and input from all stakeholders, we developed and approved a strategic plan to help guide our organization as we move forward. We’ve developed processes for how we do things and established open lines of communication to vet discussions. It is no secret that we are in trying financial times with many unknowns that lie ahead, that is why it is crucial that we follow the elements and processes of our Strategic Plan and not stray outside the lines.

He thanked everyone for their time and dedication not only to USA Hockey, but to all of those we serve.

EXECUTIVE DIRECTOR’S REPORT

Thank you all to a successful Annual Congress. Coming to Denver was unique and the dynamic was different. We have the Women’s U18’s going on simultaneously, what a tremendous job by everyone involved. Best part of this week, it felt normal. Great event last night. USA Hockey is an incredibly strong organization, we have been resilient through this pandemic, and it is because of the people in this room.

Safety is always a priority for USA Hockey. SPEC works hard to keep us safe on the ice and SafeSport is a special group that works really hard to keep us safe.

We have made great strides in our DE&I program. It feels good to be doing that work.

Membership kudos to everyone.

We brought back 70 people from NHL groups for this meeting. That group is especially energizing. Different demographic that brings lots of energy and great resources.

Thanks to Bill Daly for flying in for us.

Pat thanked Bill Hall personally and for USA Hockey. Kudos to Mike Trimboli, it has been a year since you were elected. You have shown the ability and willingness to listen and take feedback. Thank you to everyone in the room, for the passion, energy, and commitment.

COUNCIL, COMMITTEE AND SECTION REPORTS

The council and committee reports were posted on the USA Hockey events app prior to the Annual Congress and no additional updates were made at the meeting.

FINANCIAL REPORT

Foundation Treasurer's Report

Paul George reported on USA Hockey Foundation's balance sheet and income statement. Total assets are \$55.9M, total liabilities are \$15.5M and net assets are \$40.4 million dollars. We restructured the bond and locked in an interest rate of 2.75%. Turning to the income statement. We had 5 PPP loans, 4 have been (forgiven) the 5th will be shortly. A lot of our revenue comes from the NHL, and I want to thank Bill Daly and Gary Bettman and all of the NHL for their support. Last year's net income was \$3.9 million dollars and that was a significant improvement over the prior year. Due to/Due from USA Hockey is around \$660 thousand. Paul would like to establish a capital reserve fund. A lot of nonprofits that own facilities put aside money for capital improvements, which makes you think ahead about the organization's needs. Both facilities, the one in Colorado Springs and the one in Plymouth will need improvements from time to time. He gave the example of the power going out in Colorado Springs and the computer system dropped out completely. We do not have a generator, but maybe should be getting one. We continue to have a very active grant program. We gave approximately 600K in grants.

Market report: The market is down approximately 18%, and commodities are the only area that has gone up in the last few months. The 5-year report still looks good. Those

stocks that we are holding are still doing well overall. There are funds that are available, and we are comfortable with the composition of the portfolio. Affiliate portfolio net contributions are at \$2.8 million, and the market appreciation is almost \$900K. 13 affiliates participate.

Harp has just under \$3 million in net contributions and just over 2 million in growth. It is now just above 5 million.

Paul then went on to talk about philanthropic efforts. He mentioned that we are probably going into a recession. He made the suggestion that we pay attention to the impact of the recession on the sport. Fundraising needs to continue, circle of champions, raise the flag etc. We have our first planned gift of over a half million dollars.

Treasurers Report

Kelly Mahncke gave the report for Donna Guariglia who was not able to attend the meeting. Kelly thanked Paul. Thank you for your stewardship, we have a rocky road ahead. Thank you for your leadership.

We have devised a Strategic Plan to guide our budgeting process this year. We have been in cost cutting mode for the last three years to get us through Covid. This year was a great opportunity to reinvest in ourselves, and our members.

In January the fee structure committee worked hard. Managers worked really hard to get their budget numbers together to find out exactly what they would need to meet the strategic plan for their programs and to get the job done. Managers worked with their volunteer liaisons to keep the continuity. After we rolled the budget up, we met with Mike Trimboli, Pat and Donna with Donna leading that process. We then presented it to the Finance Committee. Then to the Executive Committee. Now it is with you the Board of Directors.

The majority of the revenue increase comes from the new fee structure. Increases in expenses can be attributed to one of five things: inflation, cost of living, strategic plan investments, insurance, and legal fees.

We are targeting a 924K surplus this year. You will see that the revenue is increasing by \$5.3 million which is what we said we would need to make this budget work.

Revenue sources: registration is still big at 67.3% of total revenue, grants, corporate sponsorship and events are all contributing as well. Total revenue is projected to be \$5,339,651. Total expenses projected at \$3,680,518.

Mike Trimboli asked for a motion to approve the 2022-2023 budget, Frank McGady motioned to approve the budget, Paul Day seconded. Glenn Hefferan made a motion to amend the budget for officiating as per the proposal that had been given to the board and asked for a second. Gene Palecco seconded. Glenn gave context to the amendment. The amendment is supported by the Official's Section. Keith Barrett said the Officiating Task Force is working on its report and should be allowed to finish their report before throwing money at this area. Mike Trimboli suggested that we stick with the budget and the Task Force. He reaffirmed his and USA Hockey's commitment to the officials. Mike Trimboli called for a vote on the amendment alone. Glenn Hefferan asked for the vote to be done electronically. The amendment was defeated. Vote count was yes 27, no 44, abstentions 0.

Mike Trimboli asked for a vote on the budget as presented. The vote was done electronically. The budget passed. Vote count was yes 66, no 5, abstentions 3.

Audit Report

John Tobin said that the Audit Committee has met and is comfortable going forward with Waugh & Goodwin again next year.

DIVERSITY & INCLUSION REPORT

Stephanie and Donna put together the report that has been distributed. The work that has been done needs to be commended. The work at the grassroots level will be the part that lasts the longest term and will have the most beneficial effect for USA Hockey. Stephanie and the NHL got together in a small group session with 5 affiliates around the table. They have really dug in and are working on DE&I initiatives in their respective affiliates. They were sharing their challenges and are using partners and resources. Stephanie talked at the Town Hall about an Affiliate Presidents meeting to be held this fall in Nashville or Chicago. This will help with our business and the social impact of our sport.

LEGISLATIVE AND PLAYING RULE PROPOSALS & GOVERNANCES

Bill Hall acknowledged Dennis Green as the teller for the vote count.

Bill Hall asked for a motion to amend proposal Membership #1 - from the Annual Guide Rules & Regulations requiring the official roster be created for all team classifications. To change wording to current practice as Districts/Affiliates already create and approve rosters for the classifications. Allows registrars and associations to utilize the roster to

confirm eligibility, education and compliance of team players and staff. Tom Branden moved to approve the amendment; Mark LaMarr seconded. The proposal was adopted as amended.

Bill Hall asked for a motion to amend proposal Officials #1 – Programs & Philosophies - To modernize and update the language relevant to the Officiating Education program. Ken Reinhard moved to approve the amendment and Dan Jaroshewich seconded. The proposal was adopted as amended.

Bill Hall asked for a motion to amend proposal Officials #2 – Rules & Regulations - To update language and officiating registration requirements to reflect changes to seminar and online curriculum. Ken Reinhard moved to approve the amendment and Joe Baudo seconded. The proposal was adopted as amended.

Bill Hall asked for a motion to amend proposal Officials #3 - Duties & Responsibilities - To modernize and update the language relevant to the Officiating Education program. Ken Reinhard moved to approve the amendment and Gene Palecco seconded. The proposal was adopted as amended.

Bill Hall asked for a motion to amend proposal Officials #4 – Bylaws - To add new positions of Referee-in-Chief-Female Development and Referee-in-Chief-Disabled Hockey to be included as voting members of the Officials Section. Ken Reinhard moved to approve the amendment and Jay Finnigan seconded. The proposal was adopted as amended.

Bill Hall asked for a motion to amend proposal Playing Rules Committee #1 - Rules & Regs - To address procedure for any local or Affiliate modifications to the Playing Rules and require final approval by the USAH Playing Rules Committee. John Karolcik moved to approve the amendment and Bruce Urban seconded. The proposal was adopted as amended.

Bill Hall asked for a motion to amend proposal SPEC #1 - Rules & Regulations - To ensure appropriate medical personnel are at USA Hockey sanctioned tournaments. Dan Jaroshewich moved to approve the amendment and Mike MacMillian seconded. Bill Hall asked for discussion, Glenn Hefferan asked if Legal Council had an opinion about raising the standard of care. John Tobin answered that the proposal was recommended to be defeated in the Legal Council meeting. Risk Managers do not support the proposal. Bruce Urban commented that the Risk Managers feel strongly that this is not a good proposal and would create more problems. The proposal was defeated as amended.

Bill Hall asked for a motion to amend proposal Legal #1 - Bylaws 10 G - To amend arbitration provisions and composition of arbitration panels; to create a national pool of arbitrators. John Tobin moved to approve the amendment and Christine Mayer seconded. The proposal was adopted as amended.

Bill Hall asked for a motion to amend proposal Legal #2 - Affiliate Agreement - To update provisions of Affiliate Agreement to comply with USAH Bylaws. John Tobin moved to approve the amendment and Tom Branden seconded. The proposal was adopted as amended.

Bill Hall asked for a motion to amend proposal Legal #3 - Bylaw 10 E -To modify the burden of proof for appeals. Frank McGady moved to approve the amendment and Gene Palecco seconded. The proposal was adopted as amended.

Tom Regan was recognized as the person to read the Governance Amendments. The amendments were emailed to all board members and are part of the minutes.

Bill Hall asked for a motion to amend Governance #1 = Bylaws 4-9 - To amend composition of Board, establish a USA Hockey Congress and amend all councils, committees, and sections to comply with USOPC requirements. Tom Regan moved to approve the amendment and Kris Knauss seconded. The proposal was approved as amended.

Bill Hall asked for a motion to amend Governance #2 – Bylaws 1-3 – Housekeeping amendments to remove Executive Committee references and replace with Board of Directors in Bylaws. Larry Hellwig moved to approve the amendment and Gary Lebrun seconded. The proposal was approved as amended.

Bill Hall asked for a motion to amend Governance #3 - Bylaw 10 - To amend appeals provisions in Bylaw 10 to have appeals that formerly went to Executive Committee instead go to National Appeal Committee. Jay Finnigan moved to approve the amendment and Cheri Bonawitz seconded. The proposal was approved as amended.

Bill Hall asked for a motion to amend Governance #4 – Policies - To amend Conflict of Interest Policy to be under the authority of the Ethics Committee. Christine Mayer moved to approve the amendment and Sarah Fraser seconded. The proposal was approved as amended.

Bill Hall asked for a motion to amend Safe Sport #1 - Rules & Regs - To require SafeSport Training to be taken on an annual basis for players 17 and older on a youth or junior team. John Coleman moved to approve the amendment and Scott Gray seconded. The proposal was approved as amended.

Bill Hall asked for a motion to amend Safe Sport #2 - Rules & Regs - To amend Officiating Rules and Regulations to require SafeSport Training to be taken on an annual basis. Bruce Urban moved to approve the amendment and Gene Palecco seconded. The proposal was approved as amended.

Bill Hall asked for a motion to amend Coaching #1 - Rules & Regs - Housekeeping, and to include coaches of disabled hockey. Mike MacMillan moved to approve the amendment and Kris Knauss seconded. The proposal was approved as amended.

Bill Hall asked for a motion to amend Coaching #2 - Rules & Regs -NEW PROPOSAL: Clarify and adjust coaching education requirements. Mike MacMillan moved to approve the proposal as amendment and Gordon Bowman seconded. The proposal was approved as amended.

Bill Hall then brought up the Enabling Resolution for the Transition in USA Hockey Governance. Tom Regan was again recognized to present the Resolution. The Resolution was also included in the packet that each board member received and is part of the minutes. Tom Regan moved to approve the Resolution, Gavin Regan seconded. Resolution adopted as amended.

ELECTIONS

John Tobin: We have three offices positions that are subject to election.

Secretary - Bill Hall is stepping down. This position will only exist for 6 months. Tom Regan has been nominated for that position. John Tobin moved to accept his nomination by acclamation. Richard Oliver seconded. Tom Regan was elected as new Secretary.

Vice President, Chair of Junior Council is also subject to election. Donna Kaufman has been nominated. John Tobin moved to accept her nomination by acclamation. Seconded by Geoff Pashkowski. Donna Kaufman was elected as new Vice President, Chair to Junior Council.

Vice President, Chair of the International Council- there are two candidates for that position - Gavin Regan and Dwayne Dillinger. John Tobin asked the candidates to speak to the board. Both candidates spoke. John Tobin asked if there were any other nominations, and none were made. The vote was put to the board and to the members on Zoom. Dwayne Dillinger was elected as Vice President, Chair of the International Council.

Director Representative to the Executive Committee and Directors At Large terms will be through January 2023.

Director Representative to the Executive Committee – Kris Knauss has been nominated; John Tobin moved to accept his nomination by acclamation. Seconded by George Atkinson. Kris Knauss was elected as Director Representative to the Executive Committee.

There are three positions open for Director's-at-Large. They are each separate offices.

Director-at-Large: Shelley Looney, John Tobin moved to accept her nomination by acclamation, seconded by Shawna Davidson. Shelley Looney was elected as Director-at-Large.

Director-at-Large: Dave Margenau, John Tobin moved to accept his nomination by acclamation, seconded by Steve Oleheiser. Dave Margenau was elected as Director-at-Large.

Director-at-Large – one open seat because of George Atkinson's resignation. Floor was open to nominations. Anyone that is not a current director is eligible to be elected. Cheri Bonawitz nominated Bob Gillen, Glenn Hefferan seconded; Ken Reinhard nominated Dave Labuda, Bill Hall seconded. There was a vote for both attending and on zoom, with Bob Gillen elected as a Director-at-Large.

Director Representative to the Executive Committee- this is Dwayne Dillinger's seat that was vacated. This will be a six-month position. Dwayne Dillinger nominated Steve Oleheiser, Scott Gray seconded. Al Deming was nominated, seconded by Dan Jaroshewich. Gene Palecco was nominated, seconded by Dan Jaroshewich. There was a vote for both attending and on zoom. There was not a majority and the bottom two tied, so there was a revote for all three candidates after which Al Deming received the fewest votes. There was then another vote between Steve Oleheiser and Gene Palecco, and Steve Oleheiser was elected as Director Representative to the Executive Committee.

4 nominations for Directors Emeritus

Joe Baudo nominated Bill Hall as Director Emeritus. John Tobin moved to accept his nomination by acclamation seconded by Joe Eppolito. Bill Hall was elected as Director Emeritus.

John Coleman nominated Mike Mulhall as Director Emeritus. John Tobin moved to accept his nomination by acclamation, seconded by TC Lewis. Mike Mulhall was elected as Director Emeritus.

Donna Kaufman nominated Bruce Urban as Director Emeritus. John Tobin moved to accept his nomination by acclamation, seconded by Geoff Pashkowski. Bruce Urban was elected as Director Emeritus.

Les Teplicky nominated Larry Hellwig as Director Emeritus. John Tobin moved to accept his nomination by acclamation, seconded by Don Mulder. Larry Hellwig was elected as Director Emeritus.

Joe Eppolito nominated Gavin Regan as Director Emeritus; John Tobin seconded. Gavin Regan was elected to Director Emeritus.

Coaches Section has recommended that Mike McMillian be elected as the Section Director/Representative. John Tobin moved to accept his nomination by acclamation. John Coleman seconded. Mike McMillian was elected to Section Director of the Coaches Section.

Registrars Section has recommended that Mike McCullough be elected as the Section Director/Representative. John Tobin moved to accept his nomination by acclamation. Seconded by Tom Regan. Mike McCullough was elected to Section Director of the Registrars Section.

Julie Chu took the floor and updated us on the Athlete Directors. There were 6 positions open, 3 were ineligible to run again. John-Michael Liles, Robert Esche, and Caitlin Cahow, we thank you for your service. With the Governance changes, we will be asking them to reservice as 10+ year athletes. The 3 that were eligible and reelected were Jenny Potter, Craig Brady and Jim Slater; the 3 new Athlete Directors that were elected are: Brian Gionta, Bobby Butler, and Brian O'Neill. Taylor Lipsett was elected as Athlete Director to the Executive Committee.

Girls/Women's Section elected Don Gould as their Section Director/Representative.

USA HOCKEY FOUNDATION ELECTIONS

USA Hockey Foundation elections will be meeting later this month. The slate of officers will be announced at a later time.

HARP REPORT

The Current Slate of Directors for HARP are noted on the agenda.

ANNOUNCEMENTS

New Directors

Pat Culiberk – Central District
George Atkinson – Michigan
Kevin Wood – Michigan re-elected
Chris Washburn – New England re-elected
Joe Baudo – New York Re-elected
Greg Evenson – Northern Plains re-elected
Ben Frank – Pacific District re-elected
Kathleen Smith – Rocky Mountain- re-elected

Kevin Universal – Southeastern
John Colman – Southeastern re-elected.
Northern Plains has an open position.

Affiliate Presidents

Jack Flynn – SAHA
Eric Guzdek – New York
Ryan Bonham – Utah

NATIONAL CHAMPIONSHIPS 2023

High School	Wayzata, Minnesota	March 23-27, 2023
Youth Tier I 14U	Plymouth, Michigan	March 29-April 3, 2023
Youth Tier I 15U	Wayne, New Jersey	March 29-April 3, 2023
Youth Tier I 16U, 18U	San Jose, California	March 29-April 3, 2023
Youth Tier II 14U	Denver, Colorado	March 30-April 3, 2023
Youth Tier II 16U	Amherst, New York	March 30-April 3, 2023
Youth Tier II 18U	Maple Grove, Minnesota	March 30-April 3, 2023
Girls Tier I 14U, 16U, 19U	Dallas, Texas	March 30-April 3, 2023
Girls Tier II 14U, 16U, 19U	Anaheim, California	March 30-April 3, 2023
Sled	Maryland Heights, Missouri	March 30-April 2, 2023
Adult Men's	Wesley Chapel, Florida	April 13-16, 2023
Adult Women's	Wesley Chapel, Florida	April 20-23, 2023

Junior Championships 2023

Clark Cup May
Roberson Cup May
Fraser Cup March
Pond Hockey Wisconsin Feb 10-12
Disabled Hockey Festival St Louis March 30 - April 2 and April 13-16

Survey going out regarding interest to Councils and Committees and Sections. Please watch for it.

PRESIDENT HONORS AWARDS

Mike Trimboli honored the following individuals who were presented with the President Honors Award; Katie Holmgren, Kevin Margarucci, Sara Fraser, Tom Regan and Bill Hall

OLD BUSINESS / NEW BUSINESS

NONE

FUTURE MEETING DATES

2023 Winter meeting January 11-15

2023 Annual Congress June 7-10th

ADJOURNMENT

Mike Trimboli asked for a motion to adjourn; Jay Finnigan made the motion, Bruce Urban second. Adjourned