

**MINUTES OF THE MEETING OF
THE BOARD OF DIRECTORS OF
UNITED STATES ROWING ASSOCIATION**

July 16, 2025

Pursuant to notice duly given, a meeting of the Board of Directors of the United States Rowing Association, a Pennsylvania corporation (the “Organization”), was held on July 16, 2025, via videoconference.

Directors present at the beginning of the meeting: Stephen Ciraolo, Atlantic Region Representative; Mary Cranston, At-Large Representative; Kirsten Feldman, Chair and Northeastern Region Representative; Andy Merrill, At-Large Representative; Steven Pritzker, At-Large Representative; Donald R. Reynolds, Independent At-Large Representative; Marnie Stahl, Central Region Representative; Sharon Wienbar, Western Region Representative.

Directors absent for the entire meeting: Grace Latz, AAC Alternate Athlete Representative; Robin Prendes, AAC Athlete Representative; Taylor Ritzel, Female Athlete Representative.

Also present: Organization employees Tracy Brown, Amanda Kraus, Sarah May, Lori McBride, Lizzie Seedhouse, Theo Simko and Jennie Trayes; US Rowing Foundation Vice Chair Andy McLane.

Ms. Feldman called the meeting to order at approximately 12:05 p.m., Eastern Time, and confirmed all parties could hear one another. She also gave some opening remarks, including regarding recent USOPC communications.

Ms. Kraus gave her CEO’s update, including regarding recent World Cup results, other ongoing and upcoming events, the initial draft National Team marketing strategy, transgender policy matters and other developments. Discussion ensued.

Ms. May then gave a financial report, including some recent internal control improvements, and retention of a new firm to provide consulting and support to the finance team. Mr. Pritzker gave his perspectives on these matters as Chair of Audit Committee. Discussion ensued.

Next, Ms. McBride and Ms. Brown reviewed certain development and Foundation activities. Mr. McLane gave his perspectives on these matters, and discussion ensued. Ms. McBride and Mr. Ciraolo also reported on developments with the Casperson Boathouse project. Discussion ensued.

Ms. Trayes then reported on member communications matters, including recent forums and upcoming annual meeting and annual report. Dariush Aghai, Male Athlete Representative, joined during this discussion at approximately 1:00 p.m.

Management and Mr. McLane left the meeting at approximately 1:15 p.m., at which point the Board

went into executive session. Ms. Cranston and Mr. Merrill reported on their recent discussions with Ms. Kraus. Discussion ensued, including of prior discussions and the Compensation and Talent Committee's recommendations, based on the latest peer group data, for Ms. Kraus' compensation. Upon motion duly made and seconded, the Board approved the proposed changes to Ms. Kraus' compensation.

Mr. Pritzker, and Ms. Stahl left the meeting at approximately 1:30 p.m., after which further detailed discussion of certain other topics of the meeting, and strategic matters going forward, ensued.

There being no further business, the meeting was duly adjourned at approximately 2:00 p.m.

Respectfully submitted,

Donald R. Reynolds, Secretary