MINUTES OF THE MEETING

OF THE BOARD OF DIRECTORS OF

THE UNITED STATES ROWING ASSOCIATION

June 10, 2020

Directors present (by video conference): Marcia Hooper (Chair), Darlene Disney, Greg Benning, Jamie Redman, Nick LaCava, Steven Shure, Falesha Thrash (partial attendance), Charlie Haight, Lisa Stone, Jimmy Sopko, Nobu Ishizuka, Matt Hughes, Meghan O'Leary, Joe Manion.

Directors Absent: None.

Also Present: Susan Smith (Interim CEO), Andrew Lee (outside counsel)

Diversity, Equity & Inclusion Report

Ms. Smith advised that USRowing had issued a statement on its commitment to change and discussed some of the affirmative steps the organization has been taking to evidence that commitment, such as outreach to constituents outside of those who ordinarily interact with the organization, presentation of a "Rowing in Color" webinar, and formation of a Diversity, Equity & Inclusion ("DEI") Committee, among other things. Ms. O'Leary advised that she had identified a consultant with ties to the rowing community who specializes in cultural sensitivity training. Ms. O'Leary suggested that the DEI Committee should be established as a formal standing committee under the bylaws, to enact the organization's commitment to DEI.

Nominating Committee Report

Ms. O'Leary advised that that the Nominating Committee would work with the Governance Committee to draft a DEI Committee charter and call for nominations.

Mr. Ishizuka made a motion to amend the bylaws to provide for the establishment of a DEI Standing Committee, to be organized by the Governance and Nominating Committees, respectively, which Ms. O'Leary seconded and which passed unanimously.

Ms. O'Leary reported that the High Performance Committee's At-Large members' terms will expire in December 2020 and discussed the interplay of those expirations with the delay of the Olympic Games. Ms. O'Leary raised the option of extending the expiring terms until after the Tokyo Olympic games. A discussion ensued about the minimum requirements to be qualified to serve on the High Performance Committee, to stagger the At-Large members' terms and to change the term lengths.

Mr. Manion made a motion to enter executive session, which Mr. Shure seconded, and which passed unanimously.

Mr. Manion made a motion to exit executive session, which Ms. Stone seconded, and which passed unanimously.

Ms. O'Leary suggested increasing the size of the Junior High Performance Committee by one additional member, from six members to seven members. A discussion of the issue ensued.

Ms. Thrash made a motion to increase the size of the Junior High Performance Committee from six members to seven members, which Ms. Stone seconded, and which passed unanimously.

The Board had a discussion about scheduling interviews with CEO candidates.

Ms. Disney made a motion to adjourn the meeting, which Ms. O'Leary seconded, and which passed unanimously.