



USA BASEBALL BOARD OF DIRECTORS MEETING MINUTES

LOCATION

Remote

DATE

Tuesday, May 14, 2024

TIME

11:00 a.m. ET

FORMAT

Zoom

I – CALL TO ORDER

- USA Baseball Executive Director/CEO Paul Seiler and President John Gall called the USA Baseball Board of Directors meeting to order at 11:04 a.m. ET. At that time, a quorum was confirmed.

II – ROLL CALL

- Executive Director/CEO Paul Seiler called the roll for the members of the board and others present.

BOARD MEMBERS

John Gall	President/10 Year+ Athlete	Present
Jason Dobis	Treasurer/At-Large	Present
Elliot Hopkins	Secretary	Absent
Veronica Alvarez	10 Year Athlete	Present
Willie Bloomquist	10 Year Athlete/USA Baseball AAC Vice Chair	Present
Jenny Dalton-Hill	10 Year+ Athlete	Absent
John Gall	10 Year+ Athlete	Present
George Grande	At-Large Member/Independent Director	Present
Abe Key	NMO Representative (PONY)	Present
Chris Marinak	MLB Representative	Present
Jacob May	10 Year Athlete/USA Baseball AAC Chair	Present
Richard Neely	NMO Representative (AABC)	Present
Tony Reagins	MLB Representative	Present
Derek Topik	NMO Representative (NABF)	Present
Ernie Young	10 Year+ Athlete	Present

OTHERS

Paul Seiler	USA Baseball Executive Director/CEO	Present
David Perkins	USA Baseball COO	Present
Ray Darwin	USA Baseball CFO	Present
Karen Gaunt	Outside Legal Counsel	Present
Ashley Bratcher	USA Baseball Staff	Present
Russell Hartford	USA Baseball Staff	Present
Brad Young	USA Baseball Staff	Present



III – LEARFIELD AMPLIFY

IV – CONFLICT OF INTEREST/APPROVE AGENDA

Conflict of Interest Disclosure

- President John Gall (JG) asked members of the board and others present to disclose any actual or potential conflict of interest related to any of the items on the agenda as it was presented to them.

None were noted.

Approval of the Agenda

- The meeting agenda was presented to the members of the board. President John Gall ask for a motion to approve the agenda as presented.

MOTION // Board of Directors // 2024 - 01

Motion: To approve the meeting agenda as it was presented to the members of the board.

Recusals: None

Moved: Derek Topik

Seconded: George Grande

Result: **CARRIED**

V – PREVIOUS MEETING MINUTES

- President John Gall (JG) asked members of the board if anyone had corrections to the meeting minutes from the previous Board of Directors meeting (December 13, 2023).

None were noted. JG called for a motion to approve the meeting minutes from the previous Board of Directors meeting.

MOTION // Board of Directors // 2024 - 02

Motion: To approve the meeting minutes from the previous Board of Directors meeting on December 13, 2023.

Recusals: None

Moved: Derek Topik

Seconded: Jason Dobis

Result: **CARRIED**

VI – USA BASEBALL FOUNDATION REPORT

VII – AUDIT COMMITTEE & FINANCIAL REPORT

- USA Baseball CFO Ray Darwin (RD) explained that the Finance & Audit Committee recently met to go over audited financials. And he introduced Josh Anderson (JA), the Assurance Associate Director at Dean Dorton (Auditors), who will walk the members of the board through the audited financial statements.
- RD called for a motion to approve the 2023 Audited Financials.

MOTION // Board of Directors // 2024 - 03

Motion: To approve the audited financials as presented to the members of the board.

Recusals: None

Moved: Chris Marinak

Seconded: Abe Key

Result: **CARRIED**



VIII – MEMBERSHIP COMMITTEE

- Brad Young (BY) explained to the members of the board that USA Baseball would like to dissolve the Membership Committee so that is no longer a standing committee as it is not required by the USOPC. In the future, any actions related to membership will be assembled as a task force.
- USA Baseball Executive Director/CEO Paul Seiler (PVS) called for a motion to dissolve the current Membership Committee.

MOTION // Board of Directors // 2024 - 04

Motion: To dissolve the current Membership Committee.

Recusals: None

Moved: Derek Topik

Seconded: Jacob May

Result: **CARRIED**

IX – LEGAL UPDATE AND 2024 U.S. CENTER FOR SAFESPORT EVENT AUDIT

X – 2024 USOPC AUDIT

XI – UPDATED BYLAWS AND WHISTLEBLOWER POLICY

- USA Baseball Executive Director/CEO Paul Seiler (PVS) introduced the updated Bylaws and Whistleblower Policy to the members of the board for approval. Brad Young shared these updated documents with the board on April 12, 2024, and detailed changes to the documents for approval. Changes include, but are not limited to, updating the qualification criteria for an independent director, editing Section 10 of the Bylaws for consistency and clarity, and updating the Complaint Procedures (Section 11 of the Bylaws) after being reviewed by Outside Legal Counsel. Additionally, the Whistleblower Policy was updated to match the template provided by the USOPC.
- PVS called for a motion to approve the updated Bylaws and Whistleblower Policy.

MOTION // Board of Directors // 2024 - 05

Motion: To approve the updated versions of the USA Baseball Bylaws and the Whistleblower Policy.

Recusals: None

Moved: Tony Reagins

Seconded: Jacob May

Result: **CARRIED**

XII – USA BASEBALL EMAIL ADDRESSES

XIII – BASEBALL5

XIV – FUN AT BAT CELEBRATION

XV – USABAT/USABALL

XVI – STRATEGIC PLAN, 2024 STRATEGIC PRIORITIES, AND MISSION STATEMENT

XVII – INDEPENDENT BOARD MEMBER

XVIII – NEXT MEETING

- USA Baseball COO David Perkins (DP) relayed to the members of the board that the next meeting will take place on August 16, 2024. This meeting will also be a virtual meeting.
- President John Gall opened the floor to the members of the board for comments.



XIX – ADJOURNMENT

- President John Gall called for a motion to adjourn the meeting.

MOTION // Board of Directors // 2024 - 06

Motion: To adjourn the May 14, 2024, Board of Directors meeting.

Recusals: None

Moved: George Grande

Seconded: Tony Reagins

Result: **CARRIED**

The meeting was adjourned at 12:22 p.m. ET.

