

## United States Bowling Congress NATIONAL POLCY <br> AFuthrefor <br> THESport <br> 2022-2023 <br> BOWL.com/RULES

| National Policy Manual - Table of Contents |  |  |  |
| :---: | :---: | :---: | :---: |
| Policy Title | Policy Number | Page Number | Revision Date |
| Overview | P1 | 1 |  |
| Mission, Vision, Promise | P2 | 1 |  |
| Ends Policy |  |  |  |
| Ends Statement | E1 | 2 |  |
| Board Policies |  |  |  |
| Composition | B1 | 3 | 1/16/2021 |
| Election/Removal | B2 | 3 |  |
| Governing Style | B3 | 4 |  |
| Role of the President | B4 | 5 |  |
| Role of the Board | B5 | 6 |  |
| Appointments Board Authority | B6 | 6 |  |
| Amendments | B7 | 7 |  |
| Committee Policies |  |  |  |
| General Policies | C1 | 9 | 11/14/2020 |
| Committee Member's Relationship/Responsibilities | C2 | 11 |  |
| Chair/Staff Liaison Relationship | C3 | 12 |  |
|  |  |  |  |
| Standing Committees |  |  |  |
| Athletes Advisory Council | SC1 | 13 |  |
| Equipment Specifications and Certifications | SC2 | 13 |  |
| Finance | SC3 | 14 |  |
| Nominating | SC4 | 14 | 11/14/2020 |
| Other Committees |  |  |  |
| Audit | OC1 | 16 |  |
| Awards \& Recognition | OC2 | 16 |  |
| Executive Advisory Committee | OC3 | 17 | 1/16/2021 |
| Executive Director Evaluation \& Compensation | OC4 | 17 |  |
| Diversity and Inclusion | OC5 | 18 |  |
| Hall of Fame | OC6 | 18 |  |
| Legal | OC7 | 19 |  |
| Legislative | OC8 | 19 |  |
| Strategic Planning | OC9 | 20 |  |
| SMART | OC10 | 20 | 2/1/2021 |
| Ad Hoc | OC11 | 21 |  |
| Meetings |  |  |  |
| Meetings | M1 | 21 |  |
| Quorum | M2 | 22 |  |
| Voting | M3 | 22 |  |
| Minutes | M4 | 23 |  |
|  |  |  |  |
| Executive Director Relationship Policies |  |  |  |
| Delegation | R1 | 24 |  |
| Job Responsibilities | R2 | 24 |  |
| Monitoring Performance | R3 | 25 |  |


| Executive Directior Limitations Policies |  |  |  |
| :---: | :---: | :---: | :---: |
| General Limitations | L1 | 27 |  |
| Compensation and Benefits | L2 | 27 |  |
| Budgeting | L3 | 28 |  |
| Financial | L4 | 28 |  |
| Contract Execution | L5 | 28 |  |
| Asset Protection | L6 | 29 |  |
| Board Relationship | L7 | 29 |  |
|  |  |  |  |
| Team USA |  |  |  |
| Athletes | T1 | 30 | 8/1/2021 New Section |
| Team USA | T2 | 31 |  |
|  |  |  |  |
| Appendix |  |  |  |
| Code of Conduct | A1 | 32 | 10/22/2021 |
| Conflict of Interest Policy | A2 | 37 | 10/22/2021 |
| Confidentiality Agreement | A3 | 43 |  |

## Overview

Role clarity is the key to effective board governance. Boards of directors that define the scope of their authority and responsibilities are more effective than boards with shifting roles based on current circumstances. The following collection of policies defines a distinct role for the board.

It is important to recognize that policy making, and decision making are two different methods of governance. Board level decision-making tends to place the Executive Director and staff in the role of "proposers" of ideas and the board signs-off or not. In a policy making model, the board describes the circumstances in which the staff and volunteers can best make decisions.

This approach is based on a process that emphasizes the board's role as steward and stakeholder representative. This is a very different role for many boards, which basically manage the organization and are involved on day-to-day decision-making.

## Mission

The USBC is the National Governing Body for Bowling. Our mission is to provide services, resources and the standards for the sport.

## Vision

Our vision is to continue to be the leading authority to the sport, servicing the needs of bowling.

## Promise

Our promise is to celebrate the past, be mindful of the present and ensure bowling's future through thoughtful research, planning and delivery.

## Ends Policy

The USBC Board of Directors services its members and the bowling industry by:

1. Representing and protecting the interest of the stakeholders.
2. Providing the long-term direction for the organization.
3. Monitoring performance and ensuring proper management of the organization.
4. Ensuring the organization is operated according to the laws.
5. Exercising reasonable care in safeguarding the organization's assets.
6. Placing limitations on the actions of the Executive Director and staff.
7. Monitoring performance of the organization.

## Criteria for Board Action

The following items are guidelines that should be included/addressed prior to board taking action.

1. Do we know, and can we clearly state what success will look like for this project?
2. How does it advance our mission?
3. How important is it?
4. Do we have (or can we get) adequate personnel to implement it?
5. Can/should it be outsourced?
6. Will the Executive Director be accountable for achievement?
7. Is it realistic, with a stretch?
8. Can we afford to do it...find the fiscal resources to do it... or give up something else in order to do it?
9. Can we afford not to do it?
10. Does it have, should it have, or can it have, revenue potential?
11. Will it be a benefit to a significant number of core members?
12. Will it enhance the image of the organization and its members?
13. What is the project's expected completion date?
14. When will the board get its first progress report?

## Policy B1 - Composition

## A. Officers.

1. Officers elected by the Board will be a President and a Vice President. The officers:
a. Serve as USBC's national officers
b. Serve a two-year term.
2. Only sitting Board members are eligible for an officer position. Those Board members whose term is one-year may submit their application; if not reappointed to the Board, the application will be determined null and void.
B. Delegate Directors - Outlined in the USBC Bylaws, Article IV, Section A, Item 1.
C. Proprietor Directors - Outlined in the USBC Bylaws, Article IV, Section A, Item 2.
D. Youth Directors - Outlined in the USBC Bylaws, Article IV, Section A, Item 3.
E. Team USA Directors - Outlined in the USBC Bylaws, Article IV, Section A, Item 4.
F. Representative - Amateur Sports Organizations - The USBC Board shall approve one (1) designated representative for a three (3) year term from The National Bowling Association (TNBA).
G. At-Large Directors - In addition to what is outlined in the USBC Bylaws, Article IV, Section A. 6:
3. Appointments must meet requirement of an Independent Director.
4. At-Large Directors are appointed for a one (1) year term.
5. A member cannot provide an independent perspective and be an independent at-large director if, within the preceding two (2) years:
a. The individual was employed by or held any governance position (whether a paid or volunteer position) with USBC, International Bowling Federation, the international regional sport entity, or any sport family entity connected to USBC.
b. An immediate family member of the individual was employed by or held any governance position (whether a paid or volunteer position) with UBCC, International Bowling federation, the international regional sport entity, or any sport family entity connected to USBC.
c. The individual was affiliated with or employed by USBC's outside auditor or outside counsel.
d. An immediate family member of the individual was affiliated with or employed by USBC outside auditor or outside counsel as a partner, principal or manager.
e. The individual was a member of USBC's Athletes' Advisory Council.
f. The individual was a member of any constituent group with representation on the Board.
g. The individual receives any compensation from USBC, directly or indirectly.
h. The individual is an executive officer, controlling shareholder, or partner of a corporation or partnership or other business entity that does business with USBC.
i. The individual is the parent or close family member or coach of an athlete that has competed in a protected competition.
j. The member must maintain an independent perspective by maintaining the requirements above for their entire term and any successive term with the exception of holding any governance position with USBC or International Bowling Federation and reimbursement of expenses related thereto.

## Board Policies

## Policy B2 - Election/Removal

A. Eligibility - Eligibility requirements are stated in Article IV, Section A, in addition to the following:

1. Current employees, former employees or temporary employees of USBC, or its predecessors or subsidiary organizations are not eligible to serve on the USBC Board of Directors or Committees. This includes those seeking nomination or appointment to the USBC Board.
2. Candidate application forms must be submitted on or before September $1^{\text {st }}$ preceding the next USBC Annual Meeting unless the Nominating Committee has established a later date.
B. Officer Election Process
3. Nomination Process:
a. Nominations are to be submitted to the secretary of the corporation (Executive Director) thirty (30) days in advance of the Board meeting where the officer elections are to be held.
b. Nominations from the floor for a particular position will only be taken if no advanced nominee for that position is received.
4. Election Process
a. The Chair of the Nominating Committee will preside over the election unless he/she has been nominated for a position. In that case, the nominating committee chair will appoint another member of the committee to preside.
b. Officers will be elected by ballot vote (electronic votes are permitted at the time of the elections.) A single nominee may be elected by voice vote. The President position is elected first, then the Vice President.
B. Board Stagger Terms - These positions are up for election on a three-year term. (* Denotes individual will term out and not eligible for re-election.)

| Board positions to be elected in 2023 |  |  |  |
| :---: | :---: | :---: | :---: |
| Elected by delegates | Proprietor - Elected by BPAA | Elected by IBC Youth Committee | Elected by <br> Team USA Athletes |
| (D4) Glenda Beckett |  |  | (A2) Nick Pate |
| (D5) Tina Williams |  |  | (A3) Liz Kuhlkin |
| (D6) Adam Mitchell |  |  |  |
| Board positions to be elected in 2024 |  |  |  |
| Elected by delegates | $\begin{aligned} & \text { Proprietor - Elected } \\ & \text { by BPAA } \end{aligned}$ | Elected by IBC Youth Committee | Elected by Team USA Athletes |
| (D7) Jay Daryman* | (P1) Jim Decker | (Y2) Mike Cannington | (A4) Josie Barnes |
| (D8) Dennis Hacker |  |  | (A5) Brittni LaGeorge |
| (D9) Chrissy Lee |  |  | (A6) Ron Mohr |
| Board positions to be elected in 2025 |  |  |  |
| Elected by delegates | $\begin{aligned} & \text { Proprietor - Elected } \\ & \text { by BPAA } \end{aligned}$ | Elected by IBC Youth Committee | Elected by Team USA Athletes |
| (D1) Anthony Colangelo | (P2) Kevin Krauss | (Y1) Chrissie Kent | (A1) Andrew Anderson |
| (D2) Bo Goergen |  |  | (A7) Sydney Brummett |
| (D3) Melissa McDaniel |  |  |  |

D. Resignation - Once the written notice of resignation has been received, the resignation shall take effect at the time specified or if no time is specified, then upon receipt of the written resignation.
E. Board authority to remove a board member - See Article IV, Section D, Item 2 of the USBC Bylaws. Upon receipt of a written complaint asking for removal of a member of the board, the board shall follow the Removal of Office process which can be found in the USBC Association Policy Manual, Chapter 16, Section E.

## Policy B3 - Governing Style

A. The board will approach its work with a style that emphasizes strategic leadership instead of administrative detail, with an eye to the future.
B. In this spirit the board will:

1. Focus chiefly on issues that impact long term policy (USBC Bylaws, Article II, "Purposes", Section A.), not on the administrative or programmatic means of attaining them.
2. Direct, control and inspire the organization through the careful establishment of the broadest organizational values and perspectives in clearly stated policies. Policies will address:
a. USBC Bylaws, Article II, "Purposes", Section A,
b. Executive Director Parameters: boundaries of prudence and ethics to be observed by staff,
c. Governance Process: board role and responsibilities and,
d. Board-Executive Director Relationship: linkage between board and staff.
3. Enforce whatever discipline is needed to govern with excellence. Discipline will apply to attendance; policy making principles, respect of clarified roles, speaking with one voice, and follow the governance process adopted in board policies. The board, not the staff, will be responsible for board performance.
4. Be accountable to the membership for competent, conscientious fulfillment of its obligations. No officer, individual or committee of the board is permitted to usurp this role or hinder this policy.
5. Monitor and regularly discuss the board's own process and performance. Ensure the continuity of board improvements through regular record keeping.
6. Be an initiator of policy, not merely a reactor to staff initiatives.
7. Meet three well-established legal standards of conduct when carrying out board responsibilities. They are:
a. Duty of Obedience ensures that operation and resources are aligned to fulfill the mission. Programs and services must support the mission. This relates directly to upholding the "public trust."
b. Duty of Care requires responsible financial and legal stewardship when making board decisions and taking action.
c. Duty of Loyalty requires sole commitment to the best interests of the organization. For example, board members cannot "self-deal" or use their board position for personal gain. Complying with the Duty of Loyalty also means that a board member cannot favor the interests of a particular stakeholder group above the overall interests of the NGB. For example, a coach who serves as a board member can and should voice the perspectives of fellow coaches in board discussions. But when voting, that coach must consider all relevant factors, including other constituent voices and vote for and act on what is best for the entire organization.

## Policy B4 - Role of the President

In addition to the items outlined in the USBC Bylaws, Article V, Section D. 1, the following define the role of the President:
A. Assures and protects the board's responsibility for setting the strategic direction for USBC.
B. Facilitates the board's role in hiring and placing the Executive Director when that position is vacant or to be vacated, as per pre-established succession policies.
C. Partners with the Executive Director through a positive, mutually supportive, respectful relationship, essential for good governance and sound operations.
D. Assures the evaluation of the Executive Director, based on pre-determined, mutually agreed upon measurable criteria and on achievement of USBC's strategic goals.
E. Assures the accountability of the Executive Director to the board.
F. Assures board adherence to the governance structure as set forth in the Chapter IV, Section E of the USBC Bylaws, approved board policies and board committees.
G. Works towards consensus on significant issues after encouraging full debate and hearing of a broad range of views. Once the board has come to consensus, the President must help the board speak with one voice.

8-

## Board Policies

H. Shapes all agendas (in consultation with the Executive Director) for the board.
I. Models trust, respect and cooperation, setting his/her administration's tone. The President should be the exemplar of the norms of courtesy, competence, leadership and ethics.
J. Assures an annual orientation for board members and officers, in addition to board development opportunities, and an annual self-assessment of board performance.
K. Promotes opportunities for member access to leadership.
L. Assures the accountability of the board to the membership.
M. May attend President-appointed USBC Committee meetings in an ex-officio capacity, unless stated otherwise in the USBC Bylaws or the National Policy Manual.
N . Acts as steward of the organization during his/her term of office.
O. Devotes the time necessary to successfully fulfill this office.
P. Reinforces the desired USBC image as defined by organizational branding.
Q. Notifies the recipients of the USBC Hall of Fame and National Award winners.
R. Mentors the Vice President to gain experience and knowledge for possible ascension to the President position.

## Policy B5 - Role of the Board

A. Duties - In addition to the items outlined in the USBC Bylaws, Article IV, Section E. "Authority and Duties", 1-23, the following defines the role of the board:

1. Supports all Board decisions. This includes, but is not limited to, the support of recommendations to proposed amendments and governance decisions. A Board Member:
a. May have his/her name included in the minutes of any meeting if he/she is strongly opposed to an action taken by the Board.
b. May not speak publicly against an action taken by the Board. If a Proposed Amendment is amended, then a Board member may speak.
c. Votes his/her conscience.
2. Is easily accessible.
3. Listens, hears and asks for clarification if anything is unclear.
4. Is a local player who keeps involved in the local area and is a presence in the community.
5. Is a role model leadership for local constituents.
6. Identifies and encourages future volunteer leaders.
7. Becomes expert in good governance and teaches it.
8. Reinforces the desired USBC image as defined by organizational branding.
9. Is a transparency role model by removing any appearance of impropriety.
10. Sets the tone and is a cultural role model of the organization.
11. Responsible for perpetuation of the Board pursuant to the direction of the corporation and the embodiment of its vision.
12. Develop and support programs, services and performance standards for associations and members.
13. If a board member has a specific question on a project or other committee activities, it is the responsibility of the individual board member to contact the specific committee chair to obtain information rather than contacting a USBC staff member.
14. Review and sign annually:
a. Code of Conduct
b. Conflict of Interest Statement
c. Confidentiality Agreement
15. Members of the board may request to attend special functions, i.e., Masters, Junior Gold as a representative of the organization. Approval is granted by the President and/or the Executive Director. Reimbursement is per the current policy.

## B. Authority

1. Establish Committees to help carry out responsibilities and determine its authority.
2. Board authority for amendments is outlined in the USBC Bylaws, Article IV, Section E, Items $11,12,14,15$ and 16.

## Board Policies

3. Test and implement membership programs. Specific bylaws, rules and regulations may be waived during testing or implementation. (Details are outlined in the Association Policy Manual, Chapter 4, Section D.)
4. National Tournament Rules. Staff has the delegated authority to amend, interpret and enforce all policies and procedures, rules and requirements, criteria and standards for all national tournaments.
5. The board retains approval of any of the tournament changes involving:
a. Major format changes
b. New events or concepts

## Policy B6 - Appointments

A. Purpose - USBC representatives may be appointed by the President and approved by the board to serve on committees involving other integers or individual appointment. These committees include:

1. BPAA - Current BPAA representatives (Proprietor Directors) are not eligible for this position. There will be two appointments; each will serve a one-year term.
2. Bowler's to Veterans Link (BVL) - USBC has representatives as requested.
3. Delegates to International Meetings
a. World Bowling Congress - One (1) delegate and three (3) alternates are appointed by the President and approved by the board to represent USBC/United States.
b. Pan American Zone Congress - Two (2) delegates and up to two (2) alternates are appointed by the President and approved by the board to represent USBC/United States.
4. International Bowling Campus, LLC - The USBC Board will have two representatives to the International Bowling Campus, LLC Board of Directors. The term is two years. Appointees are to be approved by the Board.
5. IBC Youth Bowling, Inc. Board of Directors - The USBC Board will have two representatives to the IBC Youth Bowling, Inc. Board of Directors. The term is one year. Appointees are to be approved by the Board.
B. Process
6. Eligible Board members may submit to the President, no later than June $1^{\text {st }}$ of those years an appointee will be approved, the following information if they are interested in being considered for this appointment:
a. Name
b. Appointed position they wish to be representative
c. A brief reason as to why they wish to be the representative
d. Their ability to commit to the time needed to serve
e. The assets they would bring to the position
7. The president will bring to the Board for approval one candidate per position for a total of two
(2) candidates per season.
8. Approval of representative(s) will occur no later than July 15 at a meeting of the Board. The president will notify the organization of the newly approved appointee within ten (10) days of Board approval.
9. Representatives are to give a written or verbal report at a Board meeting, upon request. They may determine who will be the reporting member.
10. Term begins August 1 and ends on July 31.
11. Reporting members are requested to send to the USBC executive area respective committee's itineraries and schedules of events and meetings.

## Policy B7 - Amendments

## A. Board Authority

1. The USBC Board by two-thirds vote, may amend the following provisions of the USBC Bylaws specific to compliance with USOPC rules and regulations, provision related to athletes and youth and other provisions mandated by the Articles of Incorporation or applicable law and those specific to youth competition.
$\underbrace{2}_{2}$

## Board Policies

2. The USBC Board, by majority vote, may amend the following:
a. General Playing Rules
b. Youth League Rules
c. Youth Tournament Rules
d. Lane Condition Designation Rules
e. Awards Rules
f. National Policy Manual
g. Resolutions

## B. Amendment Process

1. To be considered by the USBC Board, items 1-2 above must be submitted to the Legislative Committee Chair with specific language detailing the proposed change and the reason for the change.
2. An amendment submitted by the Board will be finalized with affected bylaws/rules changed.
3. An amendment submitted by any other individual or group will be submitted to Legislative Committee for review.
C. Action on Amendments

The action by the board on each amendment considered shall be limited to the following:

1. Adopt as submitted or amended.
2. Reject.
3. Neutral

Motions to table or postpone indefinitely shall be out of order
D. Special Procedures - The USBC board, by a two-thirds vote, may submit a proposed amendment to the USBC National, State or Local Bylaws (except those listed in Policy B7, Section A, Item 1 of this policy manual), the general playing rules and/or adult league or tournament rules directly to the delegates prior to the opening of the USBC Annual Meeting.
E. Effective Date of Amendments - All amendments/resolutions approved by the board become effective immediately unless otherwise specified.

## Policy C1 - General Policies

A. Purpose - To provide guidelines for uniformity in the structure of committee procedures as members work to achieve the USBC goals and objectives for a successful future.
B. Board Committees

1. Should not interfere with the wholeness of the board's job, and never interfere with delegation from the board to the Executive Director.
2. Are to help the board do its job, not to help the staff do its jobs. Committees will assist the board chiefly by preparing policy alternatives and implications for board deliberation.
3. Cannot exercise authority over staff and, in keeping with the board's focus on the future, board committees will not ordinarily have direct dealings with current staff operations. Further, the board committees will not impede its direct delegation by requiring approval of a board committee before an executive action. The Executive Director works for the board, never for a board committee or officer.
4. Are composed of at least three (3) USBC Board members and may include non-board members. Any non-board member on:
a. Non-board members. Any non-board member on:
1) A committee that has been given authority to act for or on behalf of the board will have voice only at all committee meetings.
2) Any other committee will have voice and vote on all recommendations being made to the board.
b. Ex-officio members:
3) Do not count towards a quorum
4) Will have voice and vote on all matters if a member of the board
5) Any non-board member on:
a) A committee that has been given authority to act for or on behalf of the board will have voice only at all committee meetings.
b) Any other committee will have voice and vote on all recommendations being made to the board.
c. Ex-officio guests:
6) Do not count towards a quorum
7) Has voice only on all committees
5. The committee appointment list will designate a chair and may designate a co-chair to act as a back-up to the chair.
6. May not speak or act for the board unless formally given such authority for specific and timelimited purposes. The board will carefully state such committee authority so not to conflict with authority already delegated to the Executive Director.
7. Defined in the bylaws as having authority to act for or on behalf of the board and other committees that have by board resolution been given authority to act for or on behalf of the board, require board approval of committee appointment prior to seating.
8. Other committees may be appointed by the President and may commence immediate service pending board approval.
9. May create sub-committees which may include non-committee members with expertise deemed necessary to fulfill its purpose. Non-committee members will be appointed by the President based on recommendations of the chair.
10. Should create a Committee Policy manual. Additions, changes or deletions to the Committee's manual are to be submitted to the Legislative Chair for review. Once reviewed by the Legislative Committee, the change is reported to the board or sent for approval.
11. Should not be involved with the operation of a department.

## C. Athlete Representation

1. All committees and task forces must consist of at least 33.33\% Athlete representation
a. Standing Committees and committee that have authority to make decisions on behalf of the board must consist of at least 33.33\% Team USA Athletes
b. All other committees and task forces must consist of at least 33.33\% Actively Engaged Athletes (AEA).
2. Definitions - See USBC Bylaws, Article IX, Section B.
ter

## D. Resignation, Removal and Vacancies

1. Resignation: A committee member may resign by providing written notice to the President.
2. Removal: A committee member may be removed with or without cause.
a. The President, with board approval, if appointed by the President.
b. A two-thirds vote of the AAC, if appointed by the council.
3. Vacancies on those committees that have designated representation, i.e.: athletes, youth, must be replaced per the designation.

## Policy C2 - Committee Member's Relationship/Responsibilities

A. Relationship

1. The relationship of a committee chair and the members must mirror the relationship of the President and the board.
2. There should be no hesitation by a committee member to remind the chair and/or the committee members of its purpose, adopted procedures and relevant commitments.
3. Discussions should take place with the entire committee and not be limited to a few members.
B. Chair's responsibility
4. Is responsible for proper conduct at all committee meetings.
5. Sets ground rules for confidentiality. At the conclusion of each meeting, summarize actions and obtain consensus on items that should remain confidential.
6. Works with the liaison to develop the agenda and determine what back-up material is necessary, who will provide it, and how the agenda will be distributed.
7. Notifies the President and/or Executive Director if there is an issue that would require their attendance at the committee meeting.
8. Holds all committee members accountable.
9. Ensures committee goals are based on USBC's goals.
10. As soon as possible, following the meeting, prepares a report to be reviewed by the members of the committee for comments.
11. Forwards report to the offices of the President and Executive Director, to be distributed, as necessary. Advise the President if the report is to be placed on the "action" agenda or the "consent" agenda.
12. Follows-up on any agenda items requiring additional action.
13. Provides a written notice for any committee policy changes that affects the National Policy Manual to the Chair of the National Policy Committee.
14. Informs and mentors the co-chair, if applicable, following the procedure developed by the committee.
15. Chair is to submit written reports for all board meetings.
16. Once the President notifies the Awards and Nominating Committees appointees/award recipients, the Chair notifies the executive office so the letter can be implemented.
17. The Nominating Chair handles board appointments from the Youth Committee, as well as those candidates not receiving approval to the Youth Committee by the board based on the committee's current approved process.
C. Co-Chair's responsibility, if applicable
18. Works with chair and staff liaison to develop the meeting agenda.
19. Works with chair to develop reports.
20. Assumes the chair in the absence of the chair.
21. Assists in other duties as determined by the chair.
D. Committee member's responsibility
22. Attendance at all committee meetings required. If unable to attend, must notify the chair prior to the meeting and be excused. The president will be informed of any committee member who fails to attend without being excused from two or more committee meetings in one season for possible removal.
23. Remains focused on committee goals and objectives.
24. Has or acquires the knowledge and skills to perform the required task(s).
25. Maintains customer focus by basing decisions on input and evaluation.
26. Respects the decisions made by the committee, and, the matters of confidentiality agreed upon by the committee.
27. Reviews and signs the conflict of interest and confidentiality statements annually.

## Policy C3 - Chair/Staff Liaison Relationship

A. The USBC Executive Director names the staff liaison that will assist the committee as outlined in designated procedures.
B. The following list of items will help to develop the relationship between the committee chair and the staff liaison. Also included in the list are expectations for board members and staff members, as they relate to committee activity.

1. Agenda Development
a. The committee chair, co-chair if applicable, and staff liaisons will work together to develop the agenda for committee meetings. The starting and ending time of the meeting should be noted on the agenda.
b. The staff liaison, in collaboration with the committee chair, will create the agenda.
2. Meeting Responsibility - The USBC committee chair working with committee members and staff is responsible for providing specific parameters on agenda items and action items during the committee meeting including milestones where progress updates are required between committee meetings.
3. Contact Between Meetings
a. It is the responsibility of the staff liaison to be in regular contact with the committee chair to provide updates on action progress since the previous meeting and to report any deviations or delays in action and the rationale for the deviations and delays.
b. Under the direction of the chair, it is the responsibility of the liaison to keep the committee informed of progress on action items.
4. Committee Minutes
a. The staff liaison is responsible for preparing and reviewing the initial draft of the minutes.
b. The staff liaison will provide a copy of the minutes to the chair for review and comment.
c. Copies of the minutes will be sent from headquarters to the committee, President, Executive Director, the staff liaison and other appropriate staff members.
5. Board Reports
a. The chair is responsible for preparing a report to the board as a result of committee work. The staff liaison will assist, as necessary.
b. The standard format located in the addendum should be followed.

## Policy SC1 - Athletes Advisory Council

A. Purpose - The Athletes Advisory Council (AAC) serves as a source of opinion and advice to the board regarding both current and contemplated policies of USBC.
B. Functions /Responsibilities - The Council establishes policies and procedures, subject to approval by the Board, for election or appointment of:

1. Athletes to serve as members of
a. USBC committees (other than Standing Committees)
b. Task forces
2. Team USA Athletes to serve as:
a. USBC Directors
b. Members of Standing Committees
c. The USBC Representative and Alternate to the USOPC Athletes Advisory Council.
C. Composition and Term - The AAC consists of Team USA 10 Year Athletes with at least one athlete being of the opposite gender. Members of the AAC are the Team USA 10 Year Athletes on the USBC Board of Directors.

## D. Authority

1. Appoint Athletes and Team USA athletes to USBC Committee.
2. Appoint National Selection Committee

## Policy SC2 - Equipment Specifications and Certification

A. Purpose - Proactively maintain and protect the integrity of the sport of bowling in regard to equipment, specifications and all activities associated with regulating bowling center certificates.

## B. Function/Responsibilities

1. Utilize all available resources to ensure the competitive level(s) of the sport of bowling as agreed to by the Board of Directors and bowling headquarters leadership is maintained.
2. Approve changes in rules and/or specifications regarding equipment, certification of bowling centers, sport bowling and lane dressing requirements only if they are demonstrated not to adversely impact the competitive level(s) of the sport of bowling.
3. Encourage staff to develop test requirements and maintain the testing for bowling products and determine acceptance for use in certified competition.
4. Issue an Equipment Specifications and Certifications Committee Manual that is regularly updated and issued by the Equipment Specifications Committee and staff to assure uniformity in the performance of the committee functions.
C. Composition and Term
5. The committee will be comprised of:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | President | One one-year term |
| USBC Board members | President | One one-year term |
| $33.33 \%$ Team USA Athletes | AAC | One one-year term |

2. President may appoint other USBC members who will have voice but no vote at committee meetings.

## Standing Committees

## D. Authority

1. Sets policies and procedures regarding equipment, specifications and all activities associated with regulating bowling center certificates.
2. Makes final decisions regarding
a. Approval of equipment for use in certified competition and revocation of approval when equipment is found to be non-compliant.
b. All cases involving the appeal or removal of a USBC certified bowling center certificate.
c. Alter or change specifications.
3. Controls Chapter 5-Lane Condition Designation and Chapter 8-Equipment Specs in the USBC Playing Rules Book.

## Policy SC3 - Finance

A. Purpose - To ensure the appropriate financial structure is in place to support the overall organization needs and strategic direction of the USBC and its subsidiaries.
B. Functions/Responsibilities

1. Oversees organizational financial planning and recommend annual budget to the board.
2. Monitors that adequate funds are available for the plan.
3. Safeguards organizational assets.
C. Composition - The committee will be comprised of:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | President | One one-year term |
| USBC Board members | President | One one-year term |
| $33.33 \%$ Team USA Athlete | AAC | One one-year term |
| Non-Board members | President | One one-year term |

D. Authority - The USBC Board retains sole authority to approve recommendations of this committee, with the exception of the Investment Policy which governs the investment of the organization's funds. It shall be subject to review and modification by the Finance Committee at any time.

## Policy SC4 - Nominating Committee

A. Purpose - Prepares the slate for open positions to the USBC Board. Reviews and interviews potential USBC Officer candidates and make a recommendation to the USBC Board, if requested. The committee meets as needed, with at least one meeting per year.
B. Functions/Responsibilities - In addition to what is outlined in the USBC Bylaws, Article VII, Section A. 1, the committee has the following responsibilities:

1. Board Candidates
a. Publicizes criteria and procedures for election to the USBC board.
b. Solicits names of potential nominees.
c. Selects members that comply with the Ted Stevens Olympic and Amateur Sports Act, Subchapter ii, 220522, (a), (9) without regard to race, color, religion, age, sex, sexual orientation or National origin.
d. Determine election policies and procedures which are to be reported to the board prior to implementation.
e. Receives applications for review from individuals running for election from the floor. All credentials must be on file with the committee at least 30 days prior to the start of the business session of the USBC Annual Meeting.
f. The Committee will determine the type of personality testing and all candidates, including incumbents, who are in the face-to-face interview.
g. Forwards to the President and Executive Director those names that could be potential committee/task force/ad hoc committee volunteers.
2. Officer Candidates:
a. Reviews applications
b. Interviews Candidates
c. Makes recommendation to Board, if requested
3. Board Election Process
a. Nominating Committee will review all forms and schedule interviews for those deemed qualified by the Committee. Incumbent candidates must have the opportunity for a face-to-face interview.
b. Nominating Committee will present a slate with at least one candidate no more than two for each open position for election at the Annual Meeting.
c. Amateur Sports Organizations may contact USBC seeking application for a seat on the Board.
1) Name and information on the potential candidate must be submitted by March $1^{\text {st }}$ of each year with Board action taken no later than July 31st.
2) If approved, the candidate serves a one-year term and is evaluated after the end of each term.
C. Composition and Term
1. The committee will be comprised of six (6) members:

| Voting Members | Determined by | Term |
| :--- | :--- | :--- |
| Three current USBC Board <br> members | Elected by the Board from a slate present by the | One Years |
| $33.33 \%$ Team USA Athlear |  |  |
|  | President | One Year |

2. Committee members are elected by the Board. Generally, at the June Board Meeting.
D. Eligibility - Chair and committee members.
3. Chair
a. May be a board or non-board member.
b. Should have a minimum of (3) three years of experience on the Nominating Committee.
c. Cannot be seeking election, nor eligible for re-election or re-appointment to the board.
4. Committee - USBC Board member may:
a. Serve if their term expires and has no remaining eligibility.
b. Not serve if:
1) They are eligible for re-election at the next USBC Annual Meeting or re-appointment.
2) If their term expires and are not seeking re-election.

## Other Committees

## Policy OC1 - Audit Committee

A. Purpose - Give the board assurance that audited financial statements are accurate and comprehensive and reduce any possible conflicts of interest between outside auditors and staff of USBC.
B. Function/Responsibilities

1. Recommends the engagement of a certified public accounting firm to examine the USBC and subsidiaries books of account for each fiscal year.
2. Acts as the liaison with the selected firm and oversees the completion of the audit.
3. Presents audit findings and management recommendations to the board.
C. Composition and Term

The committee will be comprised of:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | President | One one-year term |
| USBC Board members | President | One one-year term |
| $33.33 \%$ Team USA Athletes | AAC | One one-year term |
| Non-Board members | President | One one-year term |

D. Authority - Ensure that all financial matters of the organization are conducted legally, ethically, and in accordance with proper accounting rules.

## Policy OC2 - Awards \& Recognition

A. Purpose - Provide oversight and direction for the USBC Membership Achievement Awards program and to select and recognize outstanding service in awarding USBC National Recognition Awards.
B. Function/Responsibilities

1. Review, develop and ensure the USBC membership achievement awards program contributes towards accomplishing USBC's Mission and Vision.
2. Ensure the USBC membership achievement awards program is fiscally responsible in consideration to the membership dues structure.
3. Develop and present recommendations to the Board of Directors for conceptual changes in the USBC membership achievement awards program.
4. Review or develop rules or procedures changes to Chapter 3 of the USBC Playing Rules Book and submits to Legislative Committee.
5. Determine procedures for selecting and recognizing the recipient in the following categories:
a. Helen Baker Outstanding Association Service Award
b. Joyce Deitch Unity Award
c. Proprietor of the Year Award
d. USBC Association Excellence Award
6. The Awards Committee shall vote on all voting functions of the awards. Committee members shall familiarize themselves with the current eligibility, nomination and submission requirement for each award.
C. Composition and Term - The committee will be comprised of:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | President | One one-year term |
| Three USBC Board <br> members | President | One one-year term |
| $33.33 \%$ Athlete - AEA | AAC | One one-year term |

D. Authority - Selects recipients for the National Recognition Awards.

## Policy OC3 - Executive Advisory Committee

A. Purpose - To serve as an advisory resource to executive leadership and the president. As an advisory committee it has no authority to act or make decisions on behalf of the board.
B. Function/Responsibilities

1. Advise the president and/or Executive Management on pressing issues that affect the organization.
2. Vet matters that are highly confidential or are not ready for formal deliberations.
C. Composition and Term

The committee will be comprised of:

| Voting Members | President | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | Vice President | Two-year term |
| Committee Members |  |  |
|  | Strategic Planning Committee Chair | Two-year term <br> One-year term <br> One-year term |
|  | Two Team USA Athletes appointed by |  |$\quad$| One -year term |
| :--- |

## Policy OC4 - Executive Director Evaluation \& Compensation

A. Purpose - Carry out the Board of Directors' overall responsibility relating to executive compensation.
B. Function/Responsibilities

1. Evaluates the Executive Director of the USBC and determines the annual total compensation to be in compliance with the IRS Intermediate Sanctions as outlined under Internal Revenue Code, Section 4958.
2. Determines the levels of those individuals that fall under the IRS Intermediate Sanctions.
3. Assists the board and oversees the development of executive succession plans.
4. Reviews and approves on an annual basis the USBC goals and objectives with respect to compensation for the Executive Director and key executive team member.
5. Obtains and relies upon appropriate data from an independent expert as to comparability prior to making its decisions.
6. Ensures that any compensation arrangement is approved in advance by members of the committee who do not have any conflict of interest in the decision-making process.
7. Ensures adequate documentation has been reviewed to determine decisions made by the committee.
8. Maintains regular contact with the leadership of USBC. This will include a review of data that references business and compensation strategies, comparable peer group analysis and the strategic plan.
9. Reviews compensation arrangement on an annual basis.
C. Composition and Term - The committee will be comprised of:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | President | One one-year term |
| USBC Board members | President | One one-year term |
| $33.33 \%$ Athletes - AEA | AAC | One one-year term |

D. Authority - The committee shall have authority to retain compensation consultants, outside counsel and other advisers, as the committee may deem appropriate in its sole discretion.

## Policy OC5 - Diversity and Inclusion Committee

A. Purpose - Grow the sport of bowling through the commitment of the USBC leadership and staff in bringing diversity to all phases of the organization.
B. Function/Responsibilities

1. To assist staff leadership, in a collaborative effort, in defining the official USBC "Diversity Statement".
2. To assist staff leadership in developing and promoting comprehensive initiatives at the national and local levels that will bring tangible results in growing the sport of bowling.
3. To assist staff leadership in presenting the board with how "Diversity" benefits the USBC.
4. Upon approval of the official USBC "Diversity Statement," to identify areas where inclusion and representation has been a challenge within the organization and its membership.
5. To monitor staff regarding said initiatives and give feedback on, but not limited to execution, efficiency, location and expansion.
6. Continuously assess opportunities for growth and execution of the USBC Diversity Plan.
7. Work in collaboration with staff to identify and educate the organization and its membership on the importance of diversity and the positive effect it has on the sport of bowling.
C. Composition and Term - The committee will be comprised of:

| Voting Members <br> Member | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Two USBC Board members | President | One one-year term |
| Up to five representatives <br> from other organizations | President | One one-year term |

D. Authority - Develop USOPC Diversity Plan every four years.

## Policy OC6 - Hall of Fame Committee

A. Purpose - This committee shall be dedicated to recognizing the outstanding bowlers and bowling contributors.
B. Function/Responsibilities

1. Determine procedures for recognizing individuals who are deserving of election into the USBC Hall of Fame. Membership in the USBC Hall of Fame shall be determined by annual election through procedures determined by the Committee.
2. Familiarize themselves with the USBC Hall of Fame Policy and Procedures Manual.
C. Composition and Term
3. The committee will be comprised of the following, three of which must qualify as an athlete AEA:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Five (5) USBC appointees, one of which qualifies <br> as an athlete - AEA | President | One one-year term |
| Four (4) USBC Hall of Fame members | President | One one-year term |
| Four (4) Bowling Writers | President | One three-year term |

2. A bowling writer must be an IBMA member who communicates news and information about the sport of tenpin bowling through the mediums of printed or electronic media. In addition, each writer must have communicated for at least twenty (20) years and/or possesses a solid historical knowledge of the sport and its players on a national level.
3. The service of each USBC appointee and USBC Hall of Fame member shall not exceed 10 combined years. The service of any bowling writer may not exceed 20 years.

## Other Committees

4. The Chair shall be appointed to a two-year term by the USBC President. The Chair cannot be appointed for successive two-year terms.

## D. Authority

1. Recommends award categories to the board for their approval.
2. Determines qualifications for honorees, balloting process and candidate forms.
3. Votes on all voting functions of the USBC Hall of Fame.
4. Determine Hall of Fame inductees.

## Policy OC7 - Legal

A. Purpose - Responsible for ensuring due process for members and athletes and to maintain the integrity of the sport of bowling.
B. Function/Responsibilities - Reviews all policies and procedures for compliance with USOPC Bylaws and the Ted Stevens Act.
C. Composition and Term

1. The committee will be comprised of:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | President | One one-year term |
| USBC Board members | President | One one-year term |
| $33.33 \%$ Team USA Athletes | AAC | One one-year term |

2. The USBC President may appoint non-USBC board members, who will have voice but not vote, to assist the committee at committee meetings. It is recommended this committee will be comprised of board members only due to the sensitivity of Legal Cases.

## D. Authority

1. Has ultimate authority over the administration and resolution of complaints filed with USBC.
2. Shall hear or appoint a Hearing Panel to hear unresolved complaints.
3. Make final decisions on all appeals resulting from administrative determinations which do not go to a Hearing Panel.
4. Make final decisions on matters relating to athletes participating in protected competitions.

## Policy OC8 - Legislative

A. Purpose - Reviews proposed legislation, discusses items submitted by staff, other committees and if needed, may propose legislation or work with another committee to propose necessary legislation.
B. Function/Responsibilities - Maintains approved policies and when needed, makes recommendations to the board for changes to:

1. National Policy Manual
2. USBC Association Policy Manual(s)
3. USBC Playing Rules book
4. Bylaws
C. Composition and Term
5. The committee will be comprised of:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | President | One one-year term |
| USBC Board members | President | One one-year term |
| $33.33 \%$ Athletes - AEA | AAC | One one-year term |

2. The USBC President may appoint non-USBC board members, who will have voice but not vote, to assist the committee at committee meetings.
3. It is recommended that when handling changes to the National Policy Manual the committee be comprised of board members only due to the sensitivity of the information in the manual.
D. Authority - Return defective amendments.

## Policy OC9 - Strategic Planning

A. Purpose - Create the strategic plan (vision, mission, values, plan document, etc.) for board review and adoption and regularly report progress to the board.

## B. Functions/Responsibilities

1. Reconstruct plan no more than four years apart.
2. Conduct annual review of the strategic plan to ensure everything is on track.
3. Review any new program requests that are not operational and determine if they should be included in the strategic plan.
4. Present to the board for their review and approval the strategic plan including the Mission, Vision, Promise, Values and plan document.
C. Composition and Term
5. The committee will be comprised of:

| Voting Members | Determined by | Term/Term Limitations |
| :--- | :--- | :--- |
| Up to eight USBC Board <br> Members | President | One one-year term |
| $33.33 \%$ Athletes - AEA | AAC | One one-year term |

2. It is recommended the committee be appointed on a rotation basis to allow consistency in the planning process.
3. The Executive Director is also a member of the committee, as well as other staff as determined by the Executive Director.
D. Authority - The Strategic Planning Committee finalizes and monitors the plan.

## Policy OC10 - Committee - SMART

A. Purpose - Manages and implements a youth bowling scholarships program (the "SMART Program"), including by providing effective and convenient access, safekeeping and prudent management of all youth bowler scholarship funds collected and administered through the SMART Program (the "SMART Funds") until distributed to youth bowlers in compliance with all required regulations.

## B. Function/Responsibilities

1. Oversees the management and implementation of the SMART Program.
2. Makes recommendations to the Board of Directors for the long-term direction for the SMART Program.
3. Ensures the SMART Program is operated according to all applicable laws.
4. Oversees the subcommittees of the SMART Committee to ensure appropriate and efficient accomplishment of all subcommittee functions/responsibilities.
5. Selects members to the two subcommittees based on recommendations from the USBC Nominating Committee.
a. Terms begin on August 1 and end on July 31.
b. Term limit. Subcommittee members are subject to a lifetime maximum term limit of nine years starting with their election/appointment to a three-year term.

## Other Committees

C. Composition and Term

1. The committee will be comprised of:

| Members | Determined By | Term/Term Limitations |
| :--- | :--- | :--- |
| Chair | President | One-year term |
| Three or more USBC Board members | President | One-year term |
| $33.33 \%$ Athletes - AEA | AAC | One-year term |

2. The President may appoint a chair who is non-voting and any other USBC members who will have voice but no vote, to assist at committee meetings.
D. Authority
3. Makes decisions for or on behalf of the board on policies and procedures for the SMART Program.
4. Sets policies and procedures, through and in conjunction with the Policy Subcommittee, for administration of the SMART Program.
5. Manages the investment of the SMART Funds, through and in conjunction with the Investment Subcommittee.
6. Issues the SMART National Policy Manual that is regularly updated as recommended by the SMART Policy Subcommittee, and as approved by the SMART Committee, to assure uniformity in the performance of the committee functions.

## Policy OC11 - Committee - Ad Hoc

A. Purpose - Ad Hoc committees may be appointed by the President to address a specific issue or project that reflects the USBC Mission, Vision and Goals.
B. Appointment/Term - Committee members may be board members and/or non-board members. The committee is disbanded when the task has been completed.
C. The role of committee members and chair - The structure and procedures of the committee should follow those stated under "Committee - Generic" where feasible.

## Policy M1 - Meetings

A. Roberts Rules of Order Newly Revised (RRONR) shall govern the proceedings of all meetings of the USBC when not inconsistent with the USBC bylaws.
B. Meeting procedures will comply with Wisconsin state statutes for non-profit organizations.
C. The Board of Directors and Committees may conduct:

1. In-person meetings
2. Conference calls
3. Combination of both in-person and conference call
D. Board
4. In-person closed meetings shall be held on a date and at a place designated by the President.
5. When necessary the President may call a teleconference Board of Directors meeting. Members of the board will be notified in advance of the meeting. Notice will be sent via e-mail whenever possible, or via mail. The notice will include:
a. Time, date and dial-in phone number and participation code.
b. Agenda items to be discussed, along with back-up information.
c. Instruction for casting ballot vote, if necessary.
d. Request that recipients confirm receipt of the notice.
6. If confirmation of the meeting notice is not received by the executive area staff, staff will notify the board member by phone and fax of the appropriate information if necessary. The USBC President will be advised of board members who have not responded.
7. Order of Business. The order of business at all regular meetings shall be as follows:
a. Call to order.
b. Roll Call.
c. Action on minutes of last meeting.
d. Reports, if any, of officers.
e. Report of the Executive Director.
f. Report of Board of Directors.
g. Reports of committees.
h. Unfinished business.
i. New business.
j. Election of directors.
k. Adjournment.
E. Committee Meetings.
8. Committees shall meet at such time and place as determined by the chair.
9. Notice of meetings of the committee shall be given by oral or written notice, delivered by mail, e-mail or personally, to each member in the same manner as notice is given for meetings of the Board in accordance with the Bylaws.
F. Annual Meeting. Refer to USBC Bylaws, Article VI, "Meetings", Section A. "Annual Meeting."
G. Dress Code. Business casual for meetings unless designated differently by the President or Chair.

## Meetings Policies

## Policy M2-Quorum

A. A quorum is the number of voting members who must be present in order that business can be legally transacted.
B. USBC's quorum is a majority (one more than half).

| Members | Quorum | Members | Quorum |
| :---: | :---: | :---: | :---: |
| 3 | 2 | 12 | 7 |
| 4 | 3 | 13 | 7 |
| 5 | 3 | 14 | 8 |
| 6 | 4 | 15 | 8 |
| 7 | 4 | 16 | 9 |
| 8 | 5 | 17 | 9 |
| 9 | 5 | 18 | 10 |
| 10 | 6 | 19 | 10 |
| 11 | 6 | 20 | 11 |

## Policy M3 - Voting

A. The following percentage is needed to pass a motion:

1. Majority - All decisions with exception of below
2. $2 / 3 r d s$ - Bylaws Decisions
3. $3 / 4^{\text {th }}-$ Articles of Incorporation

The following chart illustrates the number of votes required to pass a motion

| Number | Majority | $\mathbf{2 / 3} \mathbf{s}$ | $\mathbf{3 / 4}{ }^{\text {th }}$ |
| :---: | :---: | :---: | :---: |
| 20 | 11 | 14 | 15 |
| 19 | 10 | 13 | 15 |
| 18 | 10 | 12 | 14 |
| 17 | 9 | 12 | 13 |
| 16 | 9 | 11 | 12 |
| 15 | 8 | 10 | 12 |
| 14 | 8 | 10 | 11 |
| 13 | 7 | 9 | 10 |
| 12 | 7 | 9 | 9 |
| 11 | 6 | 7 | 8 |
| 10 | 6 | 7 | 8 |
| 9 | 5 | 6 | 7 |
| 8 | 5 | 5 | 6 |
| 7 | 4 | 5 | 5 |
| 6 | 4 | 4 | 5 |
| 5 | 3 | 3 | 4 |
| 4 | 3 | 3 | 3 |
| 3 | 2 | 2 | 2 |

B. "Illegal" votes are counted as a vote, "abstentions" and "blank ballots" are not.
C. To be elected:

1. The candidate for each officer position must receive a majority of the votes cast by those Board members present and eligible to vote (half of the votes plus one.)
2. Should a majority not be reached by any candidate,
a. All candidates with the same lowest number of votes will be dropped
b. Balloting continues until a majority is obtained.
D. Board and Committees may vote via email.


## Meetings Policies

## Policy M4 - Minutes

A. Board minutes, except for those in executive session, will be taken and prepared by staff.

1. Minutes will be forwarded to the President for approval and are to be distributed to the board.
2. Minutes may be sent via e-mail.
3. Copies of the minutes are to be filed in the organization's files.
4. Minutes are to be retained indefinitely.
5. Once approved by the board, non-executive session board minutes will be published.
B. Executive session minutes procedure:
6. Original copy of the minutes and any supporting documents, i.e. resolutions are to be maintained in the attorney's office once approved and signed.
7. Minutes will be taken, prepared and dated by an appointed member of the Board of Directors.
8. Draft to be reviewed by the President.
9. At the executive session where the previous minutes are approved, the minutes will be distributed, action taken and then collected by the recorder.
10. Members of the board will be provided with adopted resolutions.
C. Committee minutes will go to the Chair for approval.
D. Meeting minutes should include when individuals recuse themselves due to a conflict of interest.

## Executive Director Relationship Policies

The board's job is generally confined to establishing the topmost policies, leaving implementation and subsidiary policy development to the Executive Director. Ends policies direct the Executive Director to achieve certain results; Executive Director Limitations policies constrain the Executive Director to act within acceptable boundaries of prudence and ethics. All board authority delegated to the staff is through the Executive Director.

## Policy R1 - Delegation

A. The Executive Director is authorized to establish all additional policies, make all decisions, take all actions and develop all activities that are true to the board's policies. The board may, by extending policies, rescind the delegation of areas of the Executive Director's authority, but will respect the Executive Director's choices while the delegation continues. This, of course, does not prevent the board from obtaining information about activities in delegated areas.
B. A board member or committee may request information, but if such requests, in the Executive Director's judgment, require a material amount of staff time, without adequate notice, s/he may refuse.
C. The Executive Director may not cause, perform or allow any act which is contrary to explicit board constraints (see Executive Director Limitations policies) on Executive Director authority.
D. Should the Executive Director deem it necessary to violate board policy, s/he will inform the board President or designee. Informing is simply to guarantee no violation may be intentionally kept from the board and is not to request approval. The President's response, either approving or disapproving does not exempt the Executive Director from subsequent board judgment nor should it impede any decision.

## Policy R2 -Job Responsibilities

A. Responsibilities

1. The Executive Director shall serve as the Secretary of the USBC and shall be responsible for the following:
a. Minutes of the Annual Meeting and Board Meetings in one or more books and/or digital provided for said purpose.
b. Notices are duly given in accordance with the Bylaws or as required by law.
c. Is custodian of the corporate records.
d. In general, performs all duties incident to the Office of Secretary and have such other duties and exercise such authority as from time to time may be delegated or assigned by the President and/or Board.
2. The Executive Director shall serve as the Treasurer of the USBC and shall be responsible for the following:
a. Have charge and custody of and be responsible for all funds and securities of the USBC.
b. Receive and give receipts for monies due and payable to USBC.
c. In general, perform all the duties incident to the Office of Treasurer and have such other duties and exercise such other authority as from time to time may be delegated or assigned by the Board.
3. The Executive Director is accountable for all organizational performance and exercises all authority delegated by the board.
B. Role - In addition to the items outlined in the USBC Bylaws, Article V, Section D. 3, the following define the role of the Executive Director:
4. Is responsible for the operation, management and administration of USBC staff.
5. Serves as staff to the officers and board members, anticipating and meeting their needs for materials, information and training.
6. Assures continuity for any administrative transitions.
7. Partners with the President as the leadership team of the organization, with clear delineation of responsibilities and roles for each position.
8. Assures an environment that enables peak performance of staff and volunteers, and with the President, sees that board and staff roles are not compromised in any direction.
9. Participates with the board in setting strategic direction.
10. Hires, orients, motivates and evaluates the expert staff needed to achieve strategic goals.
11. Helps assure development of, and ongoing attention to strategic goals.
12. Prepares the tactical plan needed to achieve strategic goals, for presentation to the board, as the guide for the budgeting process, and as a roadmap and performance evaluation tool for staff.
13. Manages operations at headquarters.
14. Assures all USBC assets are soundly administered, based on an intensive and comprehensive understanding of all aspects of fiscal management for a tax-exempt organization, and in accordance with all policies.
15. Approves and executes external contracts, within policies established by the board, and as approved by the board.
16. Provides for contemporary, efficient and cost-effective organizational structure and operations.
17. Supports the work of all committees, task forces and councils in advancing the USBC mission.
18. Cultivates and sustains key relationships with significant external publics and corporations which require long-term attention and on-going relationships, including media, vendors, sponsors and suppliers, policy makers and the general community.
19. Serves as spokesperson of the organization and as chief spokesperson to designated outside organizations.
20. Reinforces the desired USBC image as defined by organizational branding.
21. Is responsible for succession planning at all staff levels.

## Policy R3 - Monitoring Performance

A. The Executive Director's job performance is assessed on two criteria:

1. The accomplishment of the Ends.
2. Operating within the boundaries of prudence and ethics established in board policies on Executive Director Limitations.
B. Monitoring the Executive Director's performance
3. Is synonymous with monitoring the organization's performance concerning Ends and Executive Director Limitations policies. Monitoring will be as automatic as possible, using a minimum of board time, so that meetings can be used to create the future rather than review the past.
4. Is the collection of compliance information on board policies. Monitoring determines the degree to which board policies are being fulfilled. Information that does not contribute to this determination will not be considered monitoring.
C. A given policy may be monitored
5. In one of three ways:
a. Internal Report: Disclosure of compliance information to the board from the Executive Director.
b. External Report: Discovery of compliance information by a disinterested, external auditor, inspector or judge who is selected by and reports directly to the board. Such reports must assess Executive Director performance only against policies of the board.
c. Direct Board Inspection: Discovery of compliance information by a board member, a committee or the board as a whole. This is a board inspection of documents, activities, or circumstances, directed by the board, which allows a "prudent person" test of policy compliance.
6. Upon the choice of the board, by any method, anytime. However, the board will classify Ends and each Executive Director Limitation policy according to frequency and method.

## Executive Director Relationship Policies

MONITORING EXECUTIVE PERFORMANCE
$\left.\begin{array}{|l|l|l|l|l|}\hline \text { POLICY } & \text { METHOD } & \text { FREQUENCY } & \text { WHO } & \text { HOW } \\ \hline \begin{array}{l}\text { Financial } \\ \text { Limitations }\end{array} & \text { External (Audit) } & \text { Annual } & \begin{array}{l}\text { Financial } \\ \text { Committee }\end{array} & \begin{array}{l}\text { Written Report to } \\ \text { Board of } \\ \text { Directors }\end{array} \\ \hline \begin{array}{l}\text { Benefits }\end{array} & \text { Internal } & \text { Annual } & \begin{array}{l}\text { Executive } \\ \text { Director, E\&C } \\ \text { Committee } \\ \text { W/Human } \\ \text { Resources }\end{array} & \begin{array}{l}\text { E\&C Committee } \\ \text { Reports to Board } \\ \text { of Directors }\end{array} \\ \hline \text { Staff Treatment } & \text { Internal } & \text { Annual/As } \\ \text { Needed }\end{array} \quad \begin{array}{l}\text { E\&C Committee } \\ \text { Chair w/Human } \\ \text { Resources }\end{array} \quad \begin{array}{l}\text { E\&C Committee } \\ \text { Chair contacts } \\ \text { Human Resources } \\ - \text { Report to Board }\end{array}\right]$

## Policy L1 -Limitations

A. The Executive Director will not cause or allow any practice, activity, decision or organizational circumstances that is imprudent or in violation of commonly accepted business or professional ethics.
B. Dealings with staff and volunteers will not be inhumane, unfair or undignified. Accordingly, s/he may not:

1. Discriminate among employees on other than clearly job-related, individual performance or qualifications.
2. Subject staff to unsafe or unhealthy work conditions.
3. Withhold from staff an unbiased, due process grievance procedure.
4. Prevent staff from grieving to the board when:
a. they have exhausted internal grievance procedures and
b. the employee alleges either that
1) board policy has been violated to his/her detriment or
2) board policy does not adequately protect his/her civil rights.
C. Budgeting for any fiscal period or the remaining part of any fiscal period, will not deviate materially from Board Ends priorities, risk fiscal jeopardy nor fail to show a generally acceptable level of foresight.
D. At no time will actual financial conditions incur fiscal jeopardy or compromise Board Ends priorities.
E. Information and advice to the board will have no significant gaps in timeliness, completeness, or accuracy.
F. Assets may not be unprotected, inadequately maintained or unnecessarily risked.
G. Compensation and benefits will not deviate materially from the market.
H. The Executive Director will avoid any conflict of interest or perception of conflict of interest in awarding purchases or other contracts. There must be no self-dealing or self-serving actions. There must be no conduct of private business or personal services between the Executive Director and the vendor(s). In areas of questionable perception, the Executive Director must inform the President of his/her actions.
I. The Executive Director must use the utmost discretion when accepting gifts. These gifts should not, in any way, compromise his/her discussions and/or actions taken on behalf of USBC. The Executive Director is bound by USBC staff policies regarding gifts.

## Policy L2 - Compensation and Benefits

A. With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers the Executive Director may not cause or allow jeopardy to fiscal integrity or public image.
B. Accordingly, s/he may not:

1. Change his/her own compensation and benefits as established by the board.
2. Promise or imply permanent or guaranteed employment.
3. Establish compensation and benefits that:
a. Deviate materially from the geographic or professional market for the skills employed.
b. Create obligations over a longer term than s/he can safely project revenues.
c. Exceed the budgeted salary line item.

## Executive Director Limitations Policies

4. Establish deferred or long-term compensation and benefits that cause unfunded liabilities to occur or in any way commit the organization to benefits that incur unpredictable future costs.
5. Provide less than a basic level of benefits to all full-time employees.
6. Allow any employee to lose benefits already accrued from any foregoing USBC plan.

## Policy L3 - Budgeting

A. With respect to budgeting, for all or any remaining part of a fiscal year, the Executive Director may not jeopardize either programmatic or fiscal integrity of the organization.
B. Accordingly, s/he may not cause or allow budgeting that:

1. Contains insufficient detail to enable a reasonably accurate projection of revenues and expenses, separation of capital and operational expenditures, cash flows, and disclosure of key planning assumptions.
2. For the same period, plan expenditures that exceed a conservative projection of revenue.
3. Reduces working capital so that current liabilities exceed available cash or allows cash to drop below a safety reserve as determined by the USBC Finance Committee.
4. Violates any financial constraints or limitations prescribed by funding sources.
5. Deviates materially from board-stated priorities (see Ends policies) in its allocation among competing budgetary needs.

## Policy L4 - Financial Limitations

A. With respect to the actual, ongoing condition of the organization's financial health, the Executive Director may not cause or allow the development of fiscal jeopardy.
B. Accordingly, s/he may not:

1. Expend more funds than have been received in the fiscal year to date unless the board has approved deficit spending.
2. Indebt the organization for other than normal budgeted expenditures.
3. Use any board-designated funds for unintended purposes.
4. Allow cash to drop below the amount needed to settle payroll and debts when due.
5. Make expenditures that are not allowable according to the agency's funding sources or other transactions that would not meet funding source requirements.
6. Allow actual allocations to deviate materially from board priorities in Ends policies.
7. Use any year-end surplus funds other than to invest in a general cash reserve account.

## Policy L5 - Contract Execution

A. For purposes of this policy, a "contract" is any agreement or promise which purports to obligate USBC to perform some responsibility or to take some specific action(s).
B. The President, the Executive Director and Deputy Executive Director are the only individuals authorized to contractually bind USBC by the execution of a contract. The Executive Director may further delegate authority to execute contracts (and thereby legally commit) on behalf of USBC with consideration given to the type of contract and the amount of revenue and expenses involved other than the requirements as set forth in paragraphs $C, D, E$ and $F$ hereunder.
C. Contracts transferring real property owned by USBC must be signed by the President and the Executive Director and must be approved by the Board of Directors.
D. Contracts that commit USBC to obligations and liabilities exceeding \$500,000 (five hundred thousand dollars) must be signed by the President and the Executive Director.
E. Contracts that commit USBC to obligations and liabilities exceeding $\$ 100,000$ (one hundred thousand dollars), but less than $\$ 500,000$ (five hundred thousand dollars) must be signed by the Executive Director and one other top management personnel, i.e., Deputy Executive Director.
F. Contracts that commit USBC to obligations and liabilities exceeding $\$ 10,000$ (ten thousand dollars), but less than $\$ 100,000$ (one hundred thousand dollars), must be signed by the Executive Director and one other top management personnel, i.e., Deputy Executive Director.
G. The Executive Director shall ensure that any material contract or agreement, of more than one year in duration or of significant cost to USBC, is reviewed by outside legal counsel before approved and signed by the Executive Director or other authorized executive.

## Policy L6 - Asset Protection

A. With respect to proper stewardship of the organization's assets, the Executive Director may not risk losses beyond those necessary in the normal course of business.
B. Accordingly, $s /$ he may not:

1. Fail to insure against theft, casualty losses to at least $90 \%$ blanket limit of the replacement value, and against liability losses to board members, staff or the organization itself beyond a minimally accepted level.
2. Allow un-bonded personnel access to material amounts of funds.
3. Subject equipment to improper wear and tear or insufficient maintenance.
4. Unnecessarily expose the organization, its board or staff to claims of liability.
5. Make any purchase of greater than $\$ 5,000$ without competitive bids.
6. Receive, process or disburse funds under controls insufficient to meet the board-appointed auditor's standards or standards prescribed by the agency's funding sources.
7. Invest operating capital in insecure instruments, including uninsured checking accounts or investments where the principal is at risk.

## Policy L7 - Board Relationship

A. With respect to providing information and counsel to the board, the Executive Director may not cause or allow the board to be uninformed or misinformed.
B. Accordingly, $\mathrm{s} /$ he may not:

1. Let the board be unaware of relevant trends, public events of the organization, material external and internal changes, particularly changes in the assumptions that are the basis for current board policy.
2. Fail to submit the monitoring data required by the board policy "Monitoring Executive Director Performance" in a timely, accurate and understandable fashion, directly addressing provisions of the board policies.
3. Fail to gather and share as many points of view, opinions and expertise as needed for fully informed board choices.
4. Present information in an unnecessarily complex or lengthy form.
5. Enter into an affinity agreement with another organization without informing the board.

## Team USA Policy

## Policy T1 - Athletes

## A. Qualifications

The term "Athlete" is defined in this section for purposes of USBC Bylaws and National Policy requirements. To be considered an "Athlete", an individual must be at least 18 years of age, and meet the qualifications of at least one of the three following constituencies:

1. Team USA 10 Year Athletes - Within the preceding 10 years, the individual earned a place on Team USA through their performance at a USBC Team Trials or has represented the United States in the Olympic or Pan American Games, or an Operation Gold event, or a World Championship recognized by FIQ; or a PANAM Championships.
2. 10 Year+ Athlete Representative - An athlete who has, at any point but not within the 10 years prior to election/selection, met the definition of 10 Year Athlete Representative; or
3. Actively Engaged Athletes - One year prior to appointment, those individuals who have demonstrated active engagement in amateur bowling competition by finishing in tournaments as follows:
a. For open or women's National championship tournaments conducted by USBC, the top five percent of all amateur finishers based upon the combined list of participants in the All Events event from each of the divisions in the order in which the participants scored;
b. For the Team USA Team Trials and National Junior Gold championship tournaments conducted by USBC, the top $50 \%$ of all amateur male finishers and of all amateur female finishers.

## B. Representation

1. Athlete Representation on USBC Board
a. Athlete representatives will equal at least $33.33 \%$ of the USBC Board of Directors, executive Boards, and other governing Boards.
1) At least $20 \%$ will be Team USA 10 Year Athlete Representatives; the remaining will be either Team USA 10 Year or 10 Year+ Athlete Representatives.
2) At least half of these athlete representatives will have obtained Team USA 10 Year or 10 Year+ Athlete Representative eligibility based on the qualifications as stated in item A above.
b. USBC's representative (AAC Chair) and alternate on the USOPC AAC will be on the NGB board, with voice and vote, and may be included as part of the 33.33\% Team USA 10 Year Athlete Representation.
2. Athlete Representation on USBC Committees
a. The following USBC Designated Committees will have at least 33.33\% Athlete representatives with at least half of the representatives being 10 Year Athlete Representatives; the remaining will be either 10 Year or 10 Year+ Athlete:
1) Finance
2) Audit
3) Legal and any hearing panel affecting any individual's participation in protected competition.
4) Nominating
5) Legislation
6) National Selection
7) Executive
b. Actively Engaged Athlete Representatives will equal at least $33.3 \%$ of all Other NGB Committees and Task Forces.
3. Athlete Representation Among Delegates - For an Athlete to be eligible to serve as a Delegate for the USBC Annual he/she must be a Team USA 10 Year Athlete, 10 Year+ Athlete or an Actively Engaged Athlete. Athletes are eligible to serve as Delegates for four-year terms corresponding to the quadrennial (four-year) period of the USOPC.
C. Election or Appointment of Athlete Representatives
4. Board. Team USA 10 Year Athletes directly elect the Team USA 10 Year Athletes and 10 Year+ Athletes to serve on the Board of Directors.
5. Athletes Advisory Council. Team USA 10 Year Athletes directly elect the Team USA 10 Year Athletes and 10 Year+ Athletes to serve on the Athletes Advisory Council.

## Team USA Policy

3. Designated Committees. The Athletes Advisory Council selects Team USA 10 Year Athletes and 10 Year+ Athletes to serve on Designated Committees.
4. USOPC Athletes Advisory Council Representative and Alternate.
a. Team USA Athletes directly elect the Team USA Athletes to serve as the USBC Representative and Alternate to the USOPC Athletes Advisory Council.
b. The representative and alternate must be of the opposite gender.
c. A Team USA Athlete may only serve as the USOPC Athletes Advisory Council representative for two terms.
d. To be eligible to run for the USOPC Athletes Advisory Council position, a Team USA Athlete cannot be a paid employee of the USOPC or USBC.

## Policy T2 - Team USA

## A. Purpose

1. USBC will continue to develop Athlete Teams to represent the United States in national and international competition known as Team USA and Junior Team USA.
2. To maintain our role as having the best athletes and teams in the world, USBC will provide:
a. Training prior to International competition.
b. Necessary administrative staff before, during and after competition, such as coaches, trainers and team leaders.
B. Athlete Services - USBC will establish provisions to the athlete as well as the athlete giving back to the sport of bowling through the following:
3. USBC provisions to the national team athlete:
a. Sponsor Local and State Team USA and Junior Team USA qualifiers.
b. Provide a pipeline of information from introductory grassroots programs, international competition, to professional circuits.
c. Provide financial support to Team USA for National and International Competitions.
d. Sponsor National Team USA and Junior Team USA tryouts and selections of the teams to ensure consistency.
e. Provide coaches, trainers and team leaders to Team USA and Junior Team USA.
f. Promotion and advertising for National tryouts and competitions.
4. National Team athletes will service the sport of bowling through:
a. Leadership in competition.
b. Integrity of the sport.
c. Promotion of special events and activities at local, state and national events.
d. Promotion of the sport through education, training schools, advertising and marketing.

## Appendix

## Policy A1 - Code of Conduct

## Policy Owner: USBC Board of Directors

## Purpose

To define the tenets by which the people who work on behalf of USBC shall conduct themselves consistent with the USBC's mission and core values.

## A. Introduction

The United States Bowling Congress ("USBC") services the needs of bowling. The USBC accomplishes this mission through its commitment to:

- Honesty, integrity, and trustworthiness in all dealings.
- Respect for the rights, differences, and dignity of others.
- Accountability and transparency.

The USBC has adopted this Code of Conduct to support these values and with the expectation the people who work, lead or volunteer on behalf of USBC conduct themselves consistent with USBC's mission and core values.

## B. Applicable Individuals

This Code of Conduct applies to all employees, board members, directors, committee, hearing panel and task force members, independent contract workers, Team USA Coaches and volunteers of USBC.

## C. Reporting Obligations

No code of conduct can address every situation, nor can it take the place of good judgment and integrity. USBC maintains an "open door" for anyone who has questions or concerns. USBC will support all efforts to comply with this Code of Conduct. If you need advice or assistance concerning the application of any aspect of these standards, consult the appropriate Reporting Individual as outlined in Item K. You are expected to seek advice and clarification promptly when you are uncertain about proper actions or practices.

You should be alert and sensitive to situations that could result in unethical, illegal or improper actions. You have an obligation to report potential or actual violations of this Code of Conduct to the appropriate Reporting Individual.

If you choose to make your report to USBC's outside counsel, all communications will be treated with discretion and care. Callers may ask to remain anonymous.

Under no circumstances will an individual be subject to any disciplinary or retaliatory action for filing, in good faith, a report of a violation or potential violation of the Code of Conduct. However, filing known false or malicious reports will not be tolerated, and anyone filing such reports will be subject to appropriate disciplinary action.

## D. Whistle-Blower

Any applicable individual who reports, in good faith, a violation or potential violation of any policy is protected under USBC's Whistle-Blower Policy which is detailed in Article VI of the USBC Bylaws Due Process Supplement. USBC's Whistle-Blower Policy includes a No Retaliation statement.

## E. Athlete Safety/Registered Volunteer Program

All applicable individuals are in roles within USBC which requires one to be a Registered Volunteer and must comply with all policies of USBC's Athlete Safety/Registered Volunteer program as detailed in the Athlete Safety/Registered Volunteer Handbook.

## F. Conflict of Interest

USBC has a Conflict of Interest Policy that requires any conflicts of interest, whether actual or apparent, be reported promptly. In addition, all USOPC staff, volunteers, and Board and committee members, are required to complete an annual conflict of interest disclosure and certification.

## Appendix

## G. Legal Compliance

USBC requires you follow the Code of Conduct and abide by all applicable USBC and USOPC policies and procedures; United States federal, state and local law as applicable, including the Ted Stevens Olympic and Amateur Sports Act, codified at 36 U.S.C. §§ 22501-22529; and foreign law as applicable. If you ever encounter a conflict of law, such as a conflict between United States and foreign law, or have any questions about the legality of any action, contact USBC's outside counsel for further information and guidance.

## H. Commitment to Integrity

USBC is committed to honesty and integrity as the cornerstone of our activities. In turn, USBC expects you to conduct yourself in an ethical and legal manner as a representative of USBC.

This requires that you:

- Respect the rights of all individuals to fair treatment and equal opportunity, free from discrimination or harassment of any type, including, without limitation discrimination on the basis of race, color, religion, sex, sexual orientation, disability, gender identity, age, national origin, pregnancy, genetic information, veteran status, or any other characteristic protected under applicable federal, state, or local law.
- Know, understand and comply with all applicable laws, regulations and codes of conduct.
- Ensure that all USBC work and transactions are handled with honesty and recorded accurately.
- Protect information that belongs to USBC, our workers, volunteers, members and customers.
- Never use USBC assets or information for personal gain.
- Recognize even the appearance of misconduct or impropriety can be very damaging to the reputation of USBC and act accordingly.

USBC recognizes wagering on bowling, Olympic, Paralympic, and other USBC or USOPC events and on athletes where they are participating, for example Calcuttas may be legal and regulated in the State of Nevada and in a number of foreign jurisdictions. At the same time, it is critical to the avoidance of actual and/or apparent conflicts of interest and to the overall integrity of bowling and the Olympic movement that no person involved in the governance of USBC promote, support, or otherwise engage in wagering on bowling or Olympic Wagering. Thus you must at all times refrain from directly or indirectly:

1. Engaging in bowling or Olympic wagering;
2. Promoting bowling or Olympic wagering;
3. Facilitating or otherwise supporting bowling or Olympic wagering;
4. Knowingly sharing confidential athlete, team, or competition information with a person or entity involved in bowling or Olympic wagering; or
5. Attempting to influence the course or result of any competition in connection with bowling or Olympic wagering.

If anyone approaches you about engaging in items 2-5 above, you have an obligation to disclose this, as set out in Section C.

Additionally, USBC finds sexual and physical abuse intolerable and in direct conflict with USBC ideals. USBC is committed to ensuring it and its employees, volunteers, board members, committee and task force members, promote an environment free from such abuse; and such commitment extends not only to the USBC's workplace, but also to the creation of safe sporting environments for athletes. To that end, the USBC forbids any form of sexual or physical abuse, whether in the workplace or outside it, and including instances involving athletes. You have a duty to report any alleged sexual or physical abuse occurring in the workplace or at any USBC supported training or sport activity to the US Center for SafeSport or USBC's Human Resources department in accordance with USBC's Athlete Safety Handbook.

## I. Business Relationships

It is imperative all USBC, supplier, vendor and other business relationships are managed in a fair, equitable, ethical and legal manner consistent with the Code of Conduct, all applicable law and good business practices. Wherever practical, the USBC provides a competitive opportunity for suppliers and vendors' business, and we enlist their active support in ensuring that we meet customer expectations
8-

## Appendix

regarding quality, cost and delivery. Decisions to hire or engage a vendor or supplier should be made on the basis of objective criteria, and not on the basis of personal relationships, friendships or the opportunity for personal gain, financial or otherwise. Prior to entering into a transaction or contract for a purchase or potential purchase that involves an actual or perceived conflict of interest, you should consult with USBC outside legal counsel.

## J. Personal Use of Organization Resources

It is the responsibility of each of you to protect and preserve the USBC's resources. USBC resources include such things as company time, materials, supplies (including food), equipment (including vehicles), information, electronic mail and computer systems, facilities and other property. These resources are provided to you to fulfill the USBC's mission and work and are to be maintained and used for authorized USBC-related purposes. The use of USBC resources for personal financial gain is strictly prohibited except where expressly authorized. You should report any improper use of USBC resources to USBC's outside counsel.

## K. Gifts

In the course of an employee's employment, including independent contractors, or a Board or committee member's tenure with the USBC, he or she may be offered a gift from an individual or company that does business with, or is interested in doing business with, USBC. Additionally, there may be situations where it is in USBC's interest for an employee or Board member to offer a gift or event invitation to a third party.

In addition to gifts and invitations received or given by USBC employees and Board or committee members, this policy applies to gifts and invitations received by the employee's or Board or committee member's spouses and immediate family members. The term "employee", "board" or "committee' covers spouses and immediate family.

When a policy covers all groups above, the term "USBC Team Member" will be used.
Anyone with questions or concerns about giving or receiving a gift or entertainment should discuss that concern or question with Director of HR, reporting director or USBC's General Counsel.

## Receiving Business Courtesies

No employee will be permitted to receive gifts for personal or any other use, from vendors, business partners or other persons or entities that have or are seeking a business relationship with IBC entities. Gifts shall include gift certificates, services, travel, hotel stays, entertainment, or other perks and prizes.

Gifts may be accepted on behalf of the entire organization. These gifts will be used by the management for staff incentives or to recognize volunteer leaders.

Excluded from this prohibition is the exchange of normal business courtesies such as luncheons or dinners, when they are proper and consistence with regular business practices.

Failure to comply with the aforementioned provisions may result in corrective action, up to and including termination of employment.

USBC Board and Committee members may, receive gift/favor of only de minimis value. These gifts/favors should not compromise, in any way, the discussions and/or actions taken in regard to USBC. If you are unsure whether you may accept a gift/favor, or if you have any question whether it is de minimis, you should consult with USBC's outside legal counsel.

Anonymous Gifts - USBC Team Members cannot accept anonymous gifts which are sent to them in their official capacity. Anonymous gifts should be disclosed and given to the Executive Director.

Disclosure and Approval - USBC Team Members must disclose any and all gifts or invitations received in their capacity as an employee or representative of the USBC.

Extending Business Courtesies
$\underbrace{2}_{2}$

## Appendix

There may be times when a USBC Team Member wishes to extend a gift or an invitation to attend a social event (e.g., reception, meal, sporting event, or theatrical event) to a Current or Prospective Business Partner to further or develop a business relationship.

In such instances, gifts may not exceed $\$ 100$ per person, per year, without the prior approval of the Executive Director.

USBC Team Members may give gift certificates within the limits set forth in this policy but may never give cash or financial instruments (e.g., checks, stocks) in any amount.

## Policy Violations

Any USBC employee found to have violated this policy will be referred to HR and subject to appropriate disciplinary action, up to and including termination of employment.

Any USBC Board or Committee member found to have violated this policy will be referred to the USBC President and subject to appropriate disciplinary action, up to and including removal from the position.

If anyone is unsure of any of the requirements set forth in this policy or has questions regarding a specific situation related to gifts and entertainment, they should consult with their supervisor, HR or Legal Committee Chair.

Contact Information
HR: HR@bowl.com
General Counsel: LegalChair@bowl.com

## L. Political Activities and Contributions

USBC and its representatives comply with all federal, state and local laws governing participation in government relations and political activities. Additionally, USBC funds or resources should not and will not be contributed to individual political campaigns, political parties, or other organizations that intend to use the funds primarily for political purposes. The USBC also does not permit any political literature, campaign materials or politically orientated information, materials, posters, signs, or buttons to be displayed, circulated or otherwise present on USBC property or in the course of conducting work for USBC.

There are some very limited exceptions to this policy. At times, the USBC may ask individuals to make personal contact with government officials or to write letters to present the USBC's position on specific issues.

You may, of course, participate in the political process on your own time and at your own expense, so long as you do not give the impression you are speaking on behalf of or representing USBC in such activities. Nor can you be reimbursed by USBC for any personal contributions for such purposes. If you are seeking public office, USBC will not make contributions to any political candidate or party.

This policy is required by USBC bylaws, the Ted Stevens Olympic and Amateur Sports Act, the Internal Revenue Code and other applicable law. You should contact USBC's outside legal counsel if you have any questions or concerns regarding these requirements.

## M. USBC Information

You are each responsible for the integrity and accuracy of USBC's documents, communications, member information, and financial records. All financial information must reflect actual transactions and conform to generally accepted accounting principles. It is a violation of the Code of Conduct to alter or falsify information, including any record or document, to intentionally make a false or exaggerated statement or claim to anyone, or to mislead anyone. Anyone having concerns regarding questionable accounting or auditing matters should report their concerns to the President or to USBC's outside legal counsel, who will refer the matter to the Board of Directors' Audit Committee.

USBC's information assets are valuable to the organization, and it is USBC policy all USBC representatives must diligently protect this information from loss, theft, inadvertent or unauthorized disclosure or misuse. It is essential that everyone do their part to protect USBC information, whether


## Appendix

stored in computers, files or elsewhere. You must not discuss with or disclose to any unauthorized persons inside or outside USBC any information that is confidential or not publicly available.

USBC business should not be discussed with unauthorized persons. You should be careful about discussing USBC information and activities in the presence of, or within hearing distance of, any third parties or unauthorized personnel. You should also not seek or accept any information to which you and the USBC are not legitimately entitled, regardless of the source.

Your obligations to maintain the confidentiality and protection of USBC information does not end even if your relationship with USBC may end.

## N. Intellectual Property

USBC protects the ownership of its intellectual property. In addition, you should contact USBC's outside counsel regarding any anticipated use of intellectual property that does or may belong to someone else.

## O. Investigation

Upon receipt of a potential code of conduct violation, the reporting individual, or, in case of a conflict of interest, a disinterested party, will investigate the claim.

## P. Resolution

Once an investigation is complete, a determination on potential violations along with any penalty will be made and reported to the athlete involved. An individual will have the opportunity for a hearing executed by a disinterested party for any determination which limits an individual's right to participate. The procedures in the USBC Bylaws Disciplinary Supplement will be followed.

## Q. Responsible Individuals

The USBC Board of Directors is responsible for updates to this Policy. The responsibility to advice or assist concerning the application of any aspect of this Code of Conduct, enforcement of this Policy and any violations shall be directed to the appropriate body.

| Group | Responsible Party | Contact information |
| :--- | :--- | :--- |
| Board or committee, task force or hearing <br> panel members | Legal Committee | LegalChair@bowl.com |
| Employees, independent contract workers, <br> and Team USA Coaches | Human Resources | HR@bowl.com |
| Team USA Athletes and volunteers | Rules and Compliance | Mike.spridco@bowl.com |

I agree to the above Code of Conduct and understand any violation of this Code of Conduct could result in disciplinary action up to and including removal from the position I hold with USBC.

## Policy A2 - Conflict of Interest

A. Purpose - USBC is committed to sustaining an ethical organization free of conflicts of interest and perceived conflicts of interest. Each Affiliated Individual (as defined below) has the responsibility to administer the affairs of USBC honestly and prudently, and to exercise their best care, skill, and judgment for the sole benefit of USBC. Those persons will exercise the utmost good faith in all transactions involved in their duties, and they will not use their positions with USBC or knowledge gained therefrom for their personal benefit. The interests of the organization must be the first priority in all decisions and actions. USBC requires any of its Affiliated Individuals recognize, attempt to avoid activities or investments that involve, might appear to involve, or could result in a potential conflict of interest.

This policy does not attempt to provide an exhaustive list of every possible circumstance that might give rise to a conflict of interest but provides examples of situations or "transactions" where potential conflicts of interest often arise. A "transaction" is any contract, transaction, agreement or relationship involving the sale or purchase of goods, services, or rights of any kind, the providing or receipt of a grant or loan, or the establishment of any other financial relationship with USBC.
B. Applicability of Policy - This Conflict of Interest Policy is applicable to all USBC Affiliated Individuals. "Affiliated Individuals" include, but are not limited to, members of USBC's Board of Directors (the Board of USBC), officers, committee members, task force members, hearing panel members, employees, contract workers and volunteers.
C. Definitions - "Conflict of Interest" or "Conflict" exists when an Affiliated Individual's activities or interests interfere with, influence, or have the potential to interfere with or influence his or her responsibilities on behalf of USBC or undermine the interests of USBC. A "conflict of interest" also exists in the context of athlete or team selection when an Affiliated Individual participates in a selection decision that involves or impacts an athlete with whom the Affiliated Individual has a direct or indirect relationship, or when an Affiliated Individual participates in a benefits or services allocation decision that directly impacts the Affiliated Individual.
D. Areas in Which Conflicts May Arise - Conflicts of interest often arise due to the relationships Affiliated Individuals have with the following third parties:

1. Persons or entities supplying goods and services to USBC;
2. Persons or entities leasing property or equipment to USBC;
3. Persons or entities with whom USBC is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities or other property;
4. Competing or affinity organizations;
5. Donors and others supporting USBC;
6. Agencies, organizations, and associations which affect the operations of USBC; or
7. Family members, friends, and other employees. A "Family Member" is defined as a spouse, domestic partner, parent, parent of spouse/domestic partner, child, stepchild, child of a domestic partner, sibling, or the sibling of a spouse/domestic partner of an Affiliated Individual.

Potential conflicts of interest often arise when Affiliated Individuals have an interest, directly or indirectly, with any persons or entities mentioned above. Examples of potential conflicts of interest are listed below. The list below is not intended to be an all-inclusive list of every instance that may create a potential conflict of interest, but, rather, is simply a sample of the types of relationships and activities that may give rise to a conflict of interest. If an Affiliated Individual or other disclosing individual has any question as to whether a relationship or activity may create a conflict of interest, a disclosure must be made.

Examples of potential conflicts of interest that should be disclosed are listed below:

1. Affiliated Individual or their Family Member owns stock or holds debt or other proprietary interests in any third party dealing or who may potentially deal with USBC.

8-

## Appendix

EXAMPLE: An affiliated individual owns interest in a company seeking to enter into a contract with USBC to provide consulting services.
2. Affiliated Individual or a Family Member owns a business, maintains a second job, or provides goods or services under a provider, contractor, or consulting agreement, where by the outside business provides goods or services to USBC, the USOPC, or any other NGB.
EXAMPLE: USBC is contemplating entering into an agreement with a HR consulting company owned by an affiliated individual's family member.
3. Affiliated Individual or a Family Member holds a position of executive, officer or director, participates in the management of, or is otherwise is employed (or formerly employed) by any third party dealing with USBC.
EXAMPLE: An affiliated individual is the CEO of a technology company negotiating a contract with USBC to provide IT services.
4. Affiliated Individual uses USBC's time, personnel, equipment, supplies, or goodwill for anything other than USBC-approved activities, programs, and purposes.
EXAMPLE: A USBC owned vehicle is used for a personal road trip.
5. Affiliated Individual solicits gifts or gratuities using their USBC role or accepts personal gifts, loans, gratuities, or discounts from third parties in violation of USBC's Gift \& Entertainment Policy. No personal gift of money should ever be accepted.
EXAMPLE: Using one's position at USBC to obtain box seats to a sporting event from a vendor for personal use.
EXAMPLE: Accepting tickets to a sporting event from a business seeking to obtain a contract to provide services for USBC headquarters
EXAMPLE: Getting paid a commission if USBC enters into a particular contract with a third party.
6. Affiliated Individual or a Family Member acts as an agent, representative, or consultant to a business whose interests may conflict with the interests of USBC.
EXAMPLE: Agreeing to promote another NGB in negotiations with potential sponsors or licensees.
7. Affiliated Individual or a Family Member has a business relationship with a sponsor, supplier, licensee, or vendor of USBC.
EXAMPLE: Providing legal services to a USBC sponsor.
8. Affiliated Individual awards USBC business to, or provides favorable treatment to, a business owned or controlled by a volunteer, family member, or personal friend.
EXAMPLE: USBC is contemplating entering into a contract for landscaping services with a company because the landscaping company is owned by an employee's brother.
9. Affiliated Individual drafts selection procedures or participates and/or votes within a discretionary selection committee of USBC when they have a relationship with an athlete who is potentially impacted by the selection procedures (e.g., as coach, trainer, parent, etc.) or when Affiliated Individual might benefit directly or indirectly from the selection method.
EXAMPLE: Participating in a decision to select an athlete on Team USA when they are an athlete's current coach or family member.
EXAMPLE: The athlete representative assisting with drafting, voting on, and/or signing the procedures is also competing for a spot on the team for which the procedures are written.
10. Affiliated Individual engages in activities or maintains interests, that interfere with or influence, or have the potential to interfere with or influence, the satisfactory performance of their responsibilities on behalf of USBC or undermine the interests of USBC.
EXAMPLE: A USBC board member has a significant client who owns or operates a facility being considered as the host of a USBC event.

## Appendix

EXAMPLE: An Affiliated Individual serves on a hearing panel or appeal panel involving discipline against a member of the Affiliated Individual's club / team / family.
EXAMPLE: An athlete is the potential recipient of benefits or services that are being allocated by USBC and participates in the allocation decision.
11. USBC Officer is an officer of another NGB.
E. Interpretation of This Policy - The areas of conflicting interest and relations in those areas which may give rise to a conflict, as listed in Section 4, are not exhaustive. Affiliated Individuals should disclose all relationships and activities which may give rise to a potential conflict of interest, whether or not listed expressly in Section 4.

Disclosure of a conflict or potential conflict of interest does not necessarily prohibit involvement in the disclosed activity or with the USBC. For example, the conflict might not be material enough to be of practical importance, or if it is material, it might be possible for the USBC and Affiliated Individual to implement appropriate mitigating measures upon full disclosure of all relevant facts and circumstances.

It is USBC's policy that the existence of any of the interests described or similar in nature to those described in Section 4 will be disclosed before any transaction is consummated or any vote taken on an action, contract, relationship, or decision that would give rise to the potential conflict of interest. It is the continuing responsibility of each Affiliated Individual to scrutinize his/her transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.
F. Disclosure Policy and Procedure - In addition to the mandatory self-disclosures required from each Affiliated Individual under Sections I and J of this policy, any individual with a good faith belief that another Affiliated Individual has a conflict of interest may notify the Policy Lead as indicated in Section K of such perceived conflict pursuant to the procedures set forth below. Such notice may be provided anonymously. Furthermore, should any Affiliated Individual become aware of any undisclosed conflict of interest, or any conflict of interest not fully disclosed, such person should make full disclosure of their knowledge of the potential conflict of interest involved to their Policy Lead.

Affiliated members are encouraged to disclose conflicts whenever they may arise or whenever the member becomes aware of them, in addition to annual disclosures. Specifically, Board members, committee members and members of tribunals or panels must disclose any conflicts when they arise or whenever they become aware of them.

After a board or committee meeting or a hearing begins and before any business takes place, the chair must request any member who has a conflict or potential conflict of interest to disclose such conflict. Any conflict shall be documented in the meeting minutes.

After disclosure of the conflict or potential conflict of interest and all material facts, and after any discussion with the interested person and any other relevant party, the Policy Lead will decide if a conflict of interest exists pursuant to the procedures set forth in Section G below, as applicable, and if there are mitigating measures that could be implemented to permit USBC to move forward with the transaction or activity.
G. Procedures for Addressing Potential Conflicts of Interest

1. With Respect to USBC Transactions or Business - In the event a potential conflict of interest exists with respect to a proposed transaction or arrangement, then promptly and before any decision is made regarding the proposed transaction or arrangement, the following process will be followed by a disinterested party from the Policy Lead group:
a. The interested person may make a presentation to the Policy Lead, which may be convened telephonically, regarding the transaction or arrangement involving the potential conflict of interest.
b. The interested person will then recuse themselves from any and all discussion and approval (if applicable) of the conflict of interest.

## Appendix

c. The Policy Lead will determine whether an actual or apparent conflict of interest exists. For transactions, the Policy Lead may consider whether a competitive bid or competitive evaluation exists.
d. If the Policy Lead determines an actual or apparent conflict of interest exists, it will determine whether there are mitigating measures that can be implemented to alleviate the conflict and/or what steps the interested individual and/or USBC must take or not take in order to avoid the conflict. The Policy Lead may determine in some cases that the NGB cannot engage in the transaction or arrangement at all due to the conflict or potential conflict of interest.

## 2. With Respect to Drafting Selection Procedures and Athlete/Team Discretionary

Selection - The following more particularized disclosure requirements and procedures apply in the context of drafting selection procedures and athlete/team discretionary selection decisions in order to ensure that no Affiliated Individual participating in the process has a conflict of interest that will impact his/her ability to make a fair and unbiased decision in the athlete or team selection process.

Any Affiliated Individual involved in the drafting of procedures, including the athlete representative, or on a discretionary selection committee who has a potential conflict of interest must disclose it to the Policy Lead for review. The following process will be followed by a disinterested party from the Policy Lead group:
a. The Interested Person may make a presentation to the Policy Lead, which may be convened telephonically, regarding the potential conflict of interest.
b. The interested person will then recuse themselves from any and all discussion regarding the potential conflict of interest.
c. The Policy Lead will determine whether an actual or apparent conflict of interest exists
d. If the Policy Lead determines a conflict of interest exists, it will either mandate the individual's recusal from the process or determine to what extent, if any, that individual can participate in the process. The Policy Lead may determine the individual can still participate in the drafting of the procedures or be included in the discussions for discretionary selection of a team, but not take part in any sign-off, vote, or decision. For example, a national team coach or high performance director may provide information to the selection committee so long as such information is provided in a fair and unbiased manner and the committee member who disclosed the conflict of interest does not vote toward the final decision.
e. Under no circumstances will a person with an actual or potential conflict attempt to unduly influence other members of the committee in the selection process.

If the Affiliated Individual is recused and a vacancy on the committee exists, either in the drafting process or on the discretionary selection committee, USBC will use its best reasonable efforts to fill that vacancy. If a vacancy results in the athlete representative position, another athlete representative who meets the qualifications for that committee will be appointed and approved by a representative group of athletes.
H. Violations of The Conflicts of Interest Policy - If the Policy Lead has reasonable cause to believe an Affiliated Individual has failed to disclose an actual or potential conflict of interest, it will promptly inform the Affiliated Individual of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the Affiliated Individual's response and after making further investigation as warranted by the circumstances, the Policy Lead determines the Affiliated Individual has failed to disclose the conflict or potential conflict of interest, it will take appropriate disciplinary and corrective action. The Policy Lead's decision will be final.

While any such failure to disclose a conflict or potential conflict of interest is under investigation, the Affiliated Individual will be precluded from engaging in further decisions of USBC that bear any relation whatsoever to the matter that is the subject of the conflict or potential conflict of interest.

## Appendix

I. Annual Disclosure Statements - Each Affiliated Individual will annually sign and submit to the Policy Lead and USBC's Executive Director the Conflict of Interest Form, affirming that they:

1. Have received a copy of the conflicts of interest policy;
2. Have read and understand the policy;
3. Have agreed to comply with the policy, and
4. Understand USBC is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its taxexempt purposes.

Any actual, perceived, or potential conflict of interest should be disclosed in the Conflict of Interest Form.

Any new USBC employee will submit a conflict of interest disclosure statement within 14 days of his or her hiring by USBC. Any other new Affiliated Individual will submit a conflict of interest disclosure statement by the earlier of 14 days after his or her appointment or his or her first board, committee, or task force meeting. In no event will an Affiliated Individual participate in any decisions to commit USBC to a proposed transaction or in athlete or team selection procedures prior to submission of his or her conflict of interest disclosure statement.

USBC will maintain copies of all Annual Statements submitted under this Section I in accordance with the document retention policies and procedures.
J. Periodic Statements/Updates - In addition, each director, officer, committee member, task force member, hearing panel member, and employee will submit to the Policy Lead a signed statement as necessary describing any new potential conflicts of interest as and when such potential conflicts of interest arises. USBC will maintain copies of all periodic statements or updates submitted under this Section K.
K. Disclosure Review Process - Each annual disclosure will be reviewed and addressed by the Policy Lead. Should there be a conflict or perceived conflict of interest, the policy lead will follow the procedures in Section G. USBC General Counsel may be used by the Policy Lead any time during the review process.
L. Policy Leads - Questions, reports of conflict or perceived conflict of interest, review of disclosures and enforcement of this policy shall be directed to the appropriate policy lead.

| Affiliated Individual | Policy Lead | Contact information |
| :--- | :--- | :--- |
| Board or committee, task force and hearing <br> panel members, Executive Director | Legal Committee | LegalChair@bowl.com |
| Employees, independent contract workers, <br> and Team USA Coaches | Human Resources | HR@bowl.com |
| Team USA Athletes and volunteers | Rules and Compliance | Mike.spridco@bowl.com |

## For Athletes With Questions Regarding This Conflict of Interest Policy:

The Athlete Ombudsman provides cost-free, independent and confidential advice regarding athlete rights; resolving disputes or grievances; and any sport rule, policy, or process, including NGB-athlete agreements, codes of conduct or team selection procedures. The Athlete Ombudsman can also help athletes connect with legal counsel or mental health resources if needed. Athletes may contact the Athlete Ombudsman at:

PHONE: (719) 866-5000
EMAIL: ombudsman@usathlete.org
WEBSITE: www.usathlete.org

## Appendix

## Conflict of Interest Form

As an Officer/Director/Committee Member of the United States Bowling Congress, I hereby certify that I am not in any way financially or personally interested in any business or other matter, other than as set forth in statements below, which would be incompatible with or tend to impair my independence of judgment in the performance of my duties.

1. Do you or any immediate family member:
a. Have a business relationship or arrangement (whether formal or informal) with any person or entity which has any relationship, business or otherwise, with USBC. Yes _ No

Type of business
$\qquad$
$\qquad$
b. Have a business or arrangement (whether formal or informal) with any bowling proprietor or any entity or person which may be affected by USBC actions or rulemaking. _Yes No

Type of business
$\qquad$
$\qquad$
c. Have a business relationship or arrangement (whether formal or informal) with USBC or any organization affiliated with USBC (other than your position as Director/Committee Member). Yes _ No

Type of business
2. Are you an owner, investor or otherwise financially interested in or a beneficiary of any entity which has a relationship of the type described in items 1 a, b, or c. _Yes _No
3. List all bowling sponsorships you or any immediate family are contracted with (whether formal or informal) and date contract expires.
Not Applicable
$\qquad$
$\qquad$
4. List all current positions on a USBC local or state board and date term ends.

By signing this form, I affirm I have received a copy of the Conflict of Interest Policy, have read and understand the policy and agree to comply with the policy. I further understand USBC is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its taxexempt purposes.

## Date

Name (Please Print)

Signature

## Appendix

## Policy A3 - Confidentiality Agreement

CONFIDENTIAL INFORMATION means information, to the extent it is not a Trade Secret, which relates to or encompasses USBC's existing or potential activities, strategies, plans, methods of operation, business (including all financial information) and technology, or member information, which information is generally not known to the public and which USBC seeks to protect from disclosure. It includes information in all forms including oral, written or electronic including all information contained or stored in computers and discs.

TRADE SECRET means unpublished information or inventions of USBC (such as ideas, improvements and discoveries), works of authorship (such as computer programs or systems and literary, pictorial, graphic and audio-visual work whether published or not and in whatever form) and know how developed or possessed by USBC which has independent economic value from not being generally known and not being readily ascertainable by proper means by others and is subject to efforts to maintain its secrecy.

Except as required in the conduct of my activities on behalf of USBC or as expressly authorized in writing, I shall not use or disclose, directly or indirectly,

1) any Confidential Information (a) during the period of my affiliation with USBC; and (b) for a period of two years following termination of all affiliations with USBC in any geographic area in which such use or disclosure could harm the interests of USBC; and
2) any Trade Secret of the USBC as long as such Trade Secret remains, without misappropriation, a Trade Secret.

I recognize and agree that the above restrictions include a prohibition on the use of Confidential Information or Trade Secrets to advance my personal or business interests or those of my family or affiliates.

## Date

Name (Please Print)

Signature

