

# USTU Governance Views

- Presented by the
- USTU Governance and Management Committee
- November 3, 2004

# The USTU's Mission

The mission of the USTU shall be to enable United States athletes to achieve sustained competitive excellence and promote and grow the sport of Taekwondo.

# Board Function/Role

- Selects, compensates, and evaluates CEO and plans for management succession
- Reviews and approves USTU's strategic plan and annual operating plans, budgets, and corporate performance
- Sets policy and provides guidance and strategic direction to management on significant issues
- Oversees effective corporate governance
- Oversees the financial reporting process and communications with stakeholders
- Monitors to determine whether the USTU's assets are being properly protected
- Ensures that the Board and management are properly structured and prepared to act in case of an unforeseen corporate crisis

# Board Composition

- Size: 10
- Representative Groups:
  - 3 Independent Directors
  - 2 Athletes
  - 1 Coach
  - 1 Referees
  - 1 Club Director
  - 1 Grass Roots Director
  - 1 Affiliated Organization

# Terms and Term Limits

- 4 Year Staggered Terms
- Initially: Five 2 year terms
  - Five 4 terms
- No more that 2 consecutive terms
- Chair: 2 Year Term

# Committees

- Nominating and Governance
- Ethics
- Audit (1 financial expert from board)
- 5 members each
- Athlete Advisory Council
- Chair or CEO can appoint special committees
- No Executive Committee

# Nominating and Governance Committee

- Initially: Management and Governance Committee
- Thereafter:
  - 1 - Previous Management and Governance Committee member (Chair)
  - 1 - Athlete
  - 1 – Independent Director
  - 1 – Coach or Referee
  - 1 – Grass Roots
- Cannot be Board Director
- 4 year term
- No more than 2 consecutive Terms

# Officers

- Only two governance officers
  - Chair
  - Secretary
    - Staff member
    - Ministerial function
- Secretary General is staff function filled by CEO

# Independent Directors

- Not independent if within last 2 years:
  - Employed by or held any governance position with the USTU, USOC, WTF, PATU, or any other Taekwondo family entity or if immediate family member in same role
  - Affiliated with USTU's outside auditor or counsel
  - Coach, referee, grassroots or affiliated organizations member, or member of USTU AAC
  - Receives any compensation from USTU directly or indirectly
  - Is executive officer, controlling shareholder, board member, or partner of organization that does business with USTU

# Membership

- Athletes
- Coaches
- Referees
- Supporting members
- Life members
- Clubs
- Affiliated Organizations

# Annual General Membership Meeting

- Once per year
- Advisory meeting held in connection with a board meeting where Board and CEO shall provide reports to membership and receive input on various issues affecting the sport
- No governance, rulemaking, budgetary, legislative or other authority

# CEO

- Manages all staff functions
- Determines the size and compensation and hires and terminates the professional staff in accordance with the corporation's compensation policies and guidelines established by the Board
- Develops an approach for achieving the mission, goals and objectives of the corporation consistent with the policies of the Board
- Is responsible for resource generation and allocation
- Manages internal and external international and governmental relationships
- Acts as the corporation's official spokesperson
- Prepares an annual budget for the Board's approval
- Implements the policies established by the Board and reports to the Board concerning the results achieved