

The USA Volleyball Nominating Committee (NC) is accepting applications for the Independent Board of Directors position. This position is currently held by CiCi Rojas whose term ends on June 30, 2023, and is not seeking re-election. This position is a four-year term beginning July 1, 2023 and ending June 30, 2027.

Eligibility Requirement

Minimum Criteria: An Independent Director shall meet the criteria of independence as specified in Section 6.9. For the avoidance of doubt, if a candidate's relationship to USAV consists of serving on a USAV committee(s), such relationship of itself shall not preclude a candidate from being considered independent. Successful candidates should be capable of contributing to advancing the best interests of the Corporation and the sport and bring special skills or associations to the Board. Election to the Corporation's Board of Directors does not invalidate Independent Director status for subsequent service on the Board.

Bylaws Article 6.09: Independence.

- A. A Director will not be considered an "Independent Director" for purposes of Article 6.02 I 2 if, at any time during the two years preceding commencement of or during his or her term or position as a Director:
 - 1. The Director or an immediate family member was employed by or held any paid position or any volunteer governance position with the Corporation; or,
 - 2. The Director or an immediate family member was affiliated with or employed by the Corporation's outside auditor or outside counsel.
- B. A Director will not be considered independent if at any time during the two years preceding commencement of or during his or her term or position as a Director the Director receives any compensation from the Corporation. As per Section 6.08, reasonable expenses of Directors may be paid or reimbursed in accordance with the policies of the Corporation. Also as per Section 6.08, reasonable travel, reasonable attendance of volleyball and volleyball-related events, and reasonable non-monetary gifts from the Corporation or any of its employees, any of its member organizations or their employees, any of its partners, or any of its vendors are not to be deemed compensation for the purposes of these Bylaws.
- C. A Director will not be considered independent if at any time during the two years preceding commencement of or during his or her term or position as a Director the Director is an officer, member of senior management, controlling shareholder, or partner of a corporation or partnership or other business entity that does business with the Corporation.
- D. The definition of independence will extend to cover requirements for "independence" on Board committees.
- E. When the guidelines in Article 6.09 are unclear as to a person's "independent status", the matter shall be referred to the Ethics and Eligibility Committee for resolution.

- F. The NC shall review at least annually the independence of “Independent Directors” and others who are required by these Bylaws to be independent.
- G. Nomination or election to the Board of Directors does not compromise an individual’s independent status for subsequent service on the Board as an Independent Director.

General Qualifications: Each Director shall possess the following general qualifications in addition to meeting the Minimum Criteria for the Independent Director:

1. Be a citizen of the United States; and not be affiliated with any national volleyball federation other than USA Volleyball;
2. Be at least eighteen years of age;
3. Be judged qualified and appropriate for the particular Board position based on but not necessarily limited to:
 - a. Possessing good character; and
 - b. Possessing appropriate communication and interpersonal skills.
4. Be committed to the principles and policies of the Corporation and serving the best interests of the Corporation and the sport regardless of the constituency which (s)elects the Board Member.

In addition, a successful candidate is required to pass a USAV background check and be Safe Sport trained. Once elected to the Board the Director will also be required to sign a Conflict-of-Interest Form as well as a Non-Disclosure Agreement (NDA).

Qualified and interested applicants are requested by April 30, 2023 to submit a letter of interest and current resume/CV to: NFunk@twc.com