REPORT OF THE
NCAA BOARD OF GOVERNORS
AUGUST 3, 2021, VIDEOCONFERENCE

ACTION ITEMS:

• None.

INFORMATIONAL ITEMS:

1. Welcome and announcements. NCAA Board of Governors chair President John DeGioia convened the videoconference at approximately 1 p.m. Eastern time and welcomed the Governors and guests from the divisional presidential governance bodies.

2. Report of gender equity review of NCAA championships. The Board of Governors, along with members of the three divisional presidential governance bodies, received the first report from Kaplan, Hecker & Fink LLP on its gender equity review of NCAA men’s and women’s basketball championships. A future report will examine other NCAA championships. The Board received the report and issued the following statement:

"The NCAA Board of Governors is wholly committed to an equitable experience among its championships. We know that has not always been the case and the instance of the Division I Women's Basketball Championship is an important impetus for us to improve our championship experience so it is not repeated. This report provides useful guidance to improve our championships. We have directed the NCAA president to act urgently to address any organizational issues. We have also called him to begin work this week with the three divisions and appropriate committees to outline next steps, develop recommendations and effectuate change. We will continue to review and process the recommendations in the gender equity report as we move forward to strengthen championships for all student-athletes."

The Board of Governors also voted to adopt the following resolution:

WHEREAS, the NCAA Board of Governors reaffirms that gender equity and increasing opportunities for women at all levels of college sports are of central importance to the NCAA and its member schools and conferences.

WHEREAS, on August 3, 2021, the Board of Governors received the first phase of the external gender equity review delivered by Kaplan, Hecker and Fink LLP and appreciates the good work of the firm and expressed gratitude to all those who participated to inform the final report.

WHEREAS, the Board of Governors has recognized an urgent need to address immediately the issues with gender equity in men’s and women’s basketball and
continue to examine any other gaps that may need to be addressed to achieve gender equity in all NCAA championships.

THEREFORE, BE IT RESOLVED, The Board of Governors calls for immediate action to address gender equity between the Division I Men’s and Women’s Basketball Championships going forward. The Board of Governors is wholly committed to an equitable experience among its championships. The board acknowledges that has not always been the case, and the instance of the Division I Women’s Basketball Championship is an important impetus for us to improve our championship experience, so it is not repeated. The Board of Governors has directed the NCAA president to act immediately to address any organizational issues. We have also called on him to begin work this week with the three divisions and appropriate committees to outline next steps, develop recommendations and effectuate change. The Board of Governors will receive a report in October from national office staff regarding measures undertaken for the 2022 basketball championships and thereafter will continue to review and receive updates on the progress as the Association moves forward to make more equitable and strengthen championships for all student-athletes.

3. **Consent agenda.** By way of a consent agenda, the Board of Governors approved the reports of its May 27 and June 21, 2021, videoconferences, the appointment of one new member to the NCAA Board of Governors Student-Athlete Engagement Committee, and the appointment of three new members to the NCAA Board of Governors Committee to Promote Cultural Diversity and Equity.

4. **NCAA president’s report.** President Mark Emmert provided a brief summary of his views on key issues facing the Association, including several items on the Governors meeting agenda.

5. **Update on legal and legislative landscape related to transgender athlete participation.** The Board of Governors received an update on the legal and legislative landscape regarding transgender athlete participation. The board also was informed that the NCAA non-discrimination questionnaire for NCAA championships hosts currently is being reviewed and updated. Once the questionnaire is updated, existing and future hosts will be required to submit the questionnaire to provide information about how they can maintain a safe and nondiscriminatory environment for all championships’ participants. The board reaffirmed the Association’s policy to provide fair and nondiscriminatory championship opportunities for all student-athletes, including transgender college athletes, and adopted the following resolution:

WHEREAS, the NCAA Board of Governors reaffirms its policy to provide fair and nondiscriminatory championships opportunities to all student-athletes, including transgender athletes.
WHEREAS, the Board of Governors wholeheartedly commits to foundational values of inclusion and fair competition.

WHEREAS, the NCAA’s long-standing Association-wide policy provides an inclusive path for transgender participation.

THEREFORE, BE IT RESOLVED, the NCAA intends to require all hosts of previously awarded championship sites to reaffirm their commitment to ensure a nondiscriminatory environment for all college athletes. If a host cannot commit to a nondiscriminatory environment, the host is expected to inform the NCAA immediately. For host sites still to be awarded, the host similarly must commit to honor the NCAA core values of inclusivity, respect and equitable treatment of all individuals. Regardless of location, NCAA championships will continue to be open to transgender athletes who have earned the right to compete for a national title and the Association commits to their safety.

6. **Annual report of membership compliance with NCAA Sexual Violence policy.** The board received a list of all member schools that appropriately completed the attestation form required by the Association-wide sexual violence policy as well as a summary of the membership communication and outreach conducted to assist member schools as they worked through the process. It was reported that three schools did not complete the form as required; however, two of those schools are discontinuing NCAA sports and the third is leaving the NCAA membership. With the Board’s acceptance of this report, the list of compliant and non-compliant schools will be published on the NCAA web site following the meeting.

7. **NCAA Board of Governors Finance and Audit Committee report.** President Satish Tripathi, chair of the Finance and Audit Committee, presented the committee’s report.

a. **Executive summary of NCAA president’s recommendations for 2021-22 budget.**

   (1) Evaluation criteria memorandum from NCAA President Mark Emmert. It was noted that President Emmert’s budget recommendations for 2021-22 focused on:

   (a) Restoring the minimum amount of budget necessary for the NCAA national office to provide membership programs and distributions.

   (b) Funding for additional budget items that may result from the championship gender equity review and name, image and likeness.

   (c) Division II and Division III allocations based on legislated mandates.

   (d) Division I programming for championships.
(2) **FY 2021-22 budget requests and recommendations.** It was reported that the proposed FY 2021-22 total budget is $1.07 billion, which includes requests and recommendations in the amount of $17.2 million. The following areas of the budget were highlights, noting that full details were included in the written materials proved:

(a) A $12.3 million increase to the Division I Distribution.

(b) Increases to the Division II and Division III allocations of $1.7 million.

(c) Division I championships and programs spend increased $2.5 million.

(3) Commission on College Basketball Recommendations cost $15 million.

(4) Total compensation decreased by $6 million.

(5) Third party legal fees increased by $1.9 million, and

(6) Insurance premiums increased by $4.4 million due to event cancellation insurance.

The committee approved the budget as proposed and recommended approval by the full board.

It was VOTED

“That the Board of Governors approve the budget for the 2021-22 fiscal year as recommended.” **Approved** [For 16, Against 0, Abstain 0, Not present 2 (Hill, Trauth)].

b. **Review and approve revisions to the Board of Governors Finance and Audit Committee Charter.** The Finance and Audit Committee discussed revisions and additions to the committee charter and agreed to recommend approval by the full board. The primary change to the charter was the responsibility for oversight of the Association’s enterprise risk management function and the 10-year financial plan.

It was VOTED

“That the Board of Governors approve the revised charter as recommended.” **Approved** [For 16, Against 0, Abstain 0, Not present 2 (Hill, Trauth)].

c. **Payment of legal fees – Alston case.** The board was reminded of its review last year of several options for payment of plaintiff’s attorneys fees in the Alston case. Subsequent to the board’s discussion, there was a recommendation from the NCAA
Division I Board of Directors outlining a preferred method of allocating payment of the fees if the board decided not to have the NCAA fund 100% of the fees. The Finance and Audit Committee reviewed the Division I Board of Directors recommendation and supported forwarding it the Board of Governors for approval.

It was VOTED
“That the Board of Governors approve the NCAA funding 10% of the Alston plaintiff’s attorney’s fees with the other 90% being allocated to the Division I conferences based on grant-in-aid equivalencies for men’s basketball, women’s basketball and Football Bowl Subdivision (FBS) football.” Approved [For 16, Against 0, Abstain 0, Not present 2 (Hill, Trauth)].

d. NCAA Enterprise Risk Management Policy and Program review and championship revenue risk. The board was provided detailed information about the NCAA Enterprise Risk Management Policy and Program, which are areas of oversight recently added to the Finance and Audit Committee Charter. The board also received information about the financial risks related to NCAA championships revenue, which is an ongoing topic of discussion for the committee.

e. Alternative Risk Financing. The board received an update about NCAA insurance renewals for the next fiscal year. The board also was informed that based on the NCAA risk profile, loss history and the evolving insurance market, staff will be conducting a feasibility study on an alternative risk financing approach as a supplement to the conventional insurance policies. The cost/benefit analysis of creating a captive insurance entity to address uninsurable and/or unmitigated risks will be evaluated. The outcome of this feasibility study will be reviewed at the October Finance and Audit Committee meeting.

f. FY 2022 Event Cancellation Insurance recommendation. The committee was informed of changes occurring in the event cancellation insurance market, which includes new exclusions for infectious diseases, social unrest and war. In addition, access to coverage has declined as major insurance companies have moved away from providing event cancellation insurance, likely leaving the NCAA without access to the amount of coverage it secured in previous years. Further, with the escalating premiums for event cancellation insurance, staff recommended that the Association secure coverage only for the loss of men’s basketball championships ticket sales and explore alternative risk financing to address uninsurable risks related to media contracts.

It was VOTED
“That the Board of Governors approve the acquisition of event cancellation insurance to cover the total loss of men’s basketball championship ticket sales revenue.” Approved [For 16, Against 0, Abstain 0, Not present 2 (Hill, Trauth)].
g. **FY 2020-21 external audit plan presented by Crowe.** The Crowe external audit plan for the 2020-21 fiscal year was shared with the board, noting that the committee had no concerns with the material presented.

h. **FY 2021-22 NCAA internal audit plan.** The committee received a report of the internal audit plan for 2021-22 fiscal year from staff. The plan is based on a risk assessment that is performed annually by staff. The committee had no concerns and accepted the report.

i. **Third quarter fiscal year 2020-21 budget-to-actual review.** The committee reviewed a comparison of actual revenues and expenses versus budgeted revenues and expenses during the third quarter of the current fiscal year (2020-21) and the committee had no concerns.

j. **Selection of new chair.** The Board of Governors approved Renu Khator as the new chair of the Finance and Audit Committee, effective immediately following adjournment of the meeting.

7. **Law, Policy and Governance Strategic Discussion.**

   a. **NCAA Sport Science Institute/NCAA COVID-19 Medical Advisory Group update.**

      (1) **Gender Identity and Student-Athlete Participation Summit.** The board received an update on outcomes of the October 2020 NCAA Gender Identity and Student-Athlete Participation Summit, which included a preliminary set of foundational statements resulting from a modified Delphi process. It was recommended that the NCAA Committee on Competitive Safeguards and Medical Aspects of Sports, NCAA Committee on Women’s Athletics, NCAA Minority Opportunities and Interests Committee, and the NCAA Board of Governors Committee to Promote Cultural Diversity and Equity work with relevant governance bodies to socialize and determine priorities for implementation of the consensus statements. The board supported the recommendation.

      (2) **Diverse Student-Athlete Mental Health and Well Being Summit.** The board was informed of the preliminary foundational statements put forth by the Diverse Student-Athlete Mental Health and Well Being Summit participants for consideration by applicable NCAA governance groups. It was suggested that the Committee on Competitive Safeguards and Medical Aspects of Sports work with relevant governance bodies to socialize and determine priorities for implementation of the consensus statements. The board supported the recommendation.
(3) **COVID-19 Hotline.** The board received a status report on the COVID-19 Hotline, including data regarding the number of interactions and common themes shared via the hotline. Due to the NCAA COVID-19 Medical Advisory Group’s guidance that decision-making be local and based on the level of community spread and immunity, the board was asked to consider discontinuing the COVID-19 Hotline operation and return to use of standard precautions, institution protocols and local public health authority guidance. The board supported the recommendation to discontinue the COVID-19 Hotline operation.

b. **Government relations report.** The board was informed of the quarterly government relations activity report included in the meeting materials. It was noted that several of the issues included in the quarterly report were discussed as part of the meeting agenda and the NCAA president’s report.

c. **Legal and litigation update.** NCAA general counsel facilitated a privileged and confidential discussion regarding several matters of ongoing litigation.

8. **NCAA Standardized Test Score Task Force update.** Staff provided an update on the work of the task force, including its charge to review NCAA legislation and policy governing the use of standardized test scores (ACT/SAT) as part of NCAA initial-eligibility requirements and an anticipated timeline for recommendations to the NCAA Division I Committee on Academics and the Division II Academic Requirements Committee.

9. **NCAA Independent Accountability Oversight Committee update.** President Denise Trauth updated the board on the recent meeting of the IAOC during which the committee discussed concerns about the pace at which cases in the Independent Accountability Resolution Process (IARP) are being resolved. The board was informed that the IAOC is proposing several measures to ensure that cases are resolved promptly and that a level of transparency is also added to the IARP. The committee is recommending the NCAA Division I Board of Directors adopt legislation that specifies that for cases referred to the IARP after having been fully investigated by the enforcement staff in the peer-review model, the Complex Case Unit (CCU) must demonstrate a compelling reason in order to conduct an additional investigation. Further, in order to enhance credibility of the IARP and to make the process more transparent, that a timeline be developed and published for each case in the IARP. The Board of Directors will consider the recommendations during its August 4 meeting.

10. **NCAA Board of Governors’ Executive Committee report.** President DeGioia reported on matters discussed during the Executive Committee meeting the previous day, which included
a litigation update, the annual review of the executive compensation policy and items to be considered by the full board the following day.

11. Other business. President DeGioia recognized Chancellor Phil DiStefano, President Satish Tripathi and President Denise Trauth, as they were participating in their last Board of Governors meeting.

12. Executive Session. The board convened in executive session to discuss various administrative matters, including the annual performance evaluation of the NCAA president and items considered during the Board of Governors’ Executive Committee meeting the previous day.

13. Adjournment. The videoconference adjourned at approximately 5:57 p.m. Eastern time.

Board of Governors chair: John DeGioia, Georgetown University
Staff liaison: Jacqueline Campbell, Law, Policy and Governance
NCAA Board of Governors
August 3, 2021, Videoconference

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<th>Attendees:</th>
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<tr>
<td>Rebecca Blank, University of Wisconsin-Madison.</td>
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<td>Ken Chenault, General Catalyst.</td>
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<td>John DeGioia, Georgetown University.</td>
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<td>Philip DiStefano, University of Colorado.</td>
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<td>Mark Emmert, NCAA.</td>
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<td>Jason Fein, Bates College.</td>
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<td>Allison Garrett, Emporia State University.</td>
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<td>Troy Hammond, North Central College.</td>
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<td>James Harris, University of San Diego.</td>
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<td>Grant Hill, CBS/ Warner Media/Atlanta Hawks.</td>
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<td>Jim Johnson, Pittsburg State University.</td>
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<td>Sandra Jordan, University of South Carolina Aiken.</td>
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<td>Renu Khator, University of Houston.</td>
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<td>Linda Livingstone, Baylor University.</td>
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<td>Shane Lyons, West Virginia University.</td>
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<td>Fayneese Miller, Hamline University.</td>
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<td>Jere Morehead, University of Georgia.</td>
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<td>Denise Trauth, Texas State University.</td>
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<td>Satish Tripathi, University at Buffalo, The State University of New York.</td>
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<td>Nadja West, MD, retired United States Army lieutenant general and 44th U.S. Army Surgeon General.</td>
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<td>Randy Woodson, North Carolina State University.</td>
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<td>Mary Sue Coleman, Association of American Universities.</td>
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<td>David Wilson, Morgan State University.</td>
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<th>Guests in Attendance:</th>
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<tr>
<td>Guy Bailey, The University of Texas Rio Grande Valley, NCAA Division I Board of Directors.</td>
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<td>Jeri Beggs, Illinois State University, Division I Board of Directors.</td>
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<td>Janna Blais, Northwestern University, Division I Board of Directors.</td>
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<td>Dean Bresciani, North Dakota State University, Division I Board of Directors.</td>
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<td>Carlos Campo, Ashland University, Division II Presidents Council.</td>
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<td>Ryan Cassidy, NCAA Division I Student-Athlete Advisory Committee.</td>
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<td>Katherine Conway-Turner, Buffalo State, State University of New York, NCAA Division III Presidents Council.</td>
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<td>Mary Beth Cooper, Springfield College, Division III Presidents Council.</td>
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<td>Sean Decatur, Kenton College, Division III Presidents Council.</td>
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<td>John Denning, Stonehill College, Division II Presidents Council.</td>
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Andrew Feinstein, University of Northern Colorado, Division I Board of Directors.
Tiffany Franks, Averett University, Division III Presidents Council.
Eric Fulcomer, Rockford University, Division III Presidents Council.
Davie Jane Gilmore, Pennsylvania College of Technology, Division III Presidents Council.
John Y. Gotanda, Hawaii Pacific University, Division II Presidents Council.
Susanne Sachsman Grooms, Kaplan Hecker & Fink LLP.
Susan Hassler, Muskingum University, Division III Presidents Council.
Gayle E. Hutchinson, California State University, Chico, Division II Presidents Council.
Roberta Kaplan, Kaplan Hecker & Fink LLP.
Colleen Perry Keith, Goldey-Beacom College, Division II Presidents Council.
Richanne Mankey, Defiance College, Division III Presidents Council.
Kathleen Murray, Whitman College, Division III Presidents Council.
Christina Paxson, Brown University, Division I Board of Directors.
Donna Price-Henry, The University of Virginia’s College at Wise, Division II Presidents Council.
W. Taylor Reveley IV, Longwood University, Division I Board of Directors.
Frank Sanchez, Rhode Island College, Division III Presidents Council.
James Schmidt, University of Wisconsin-Eau Claire, Division III Presidents Council.
Gabrielle E. Tenzer, Kaplan Hecker & Fink LLP.
Blake Thompson, Mississippi College, Division II Presidents Council.
Jim Troha, Juniata College, Division III Presidents Council.

**NCAA Staff Liaisons in Attendance:**
Jacqueline Campbell.

**Other NCAA Staff Members in Attendance:**
Scott Bearby, Dawn Buth, Joni Comstock, Amanda Conklin, Zandria Conyers, Kimberly Fort, Jennifer Fraser, Dan Gavitt, Terri Gronau, Brian Hainline, Karl Hicks, Michelle Hosick, Maritza Jones, Kevin Lennon, Felicia Martin, Mike Massa, Louise McCleary, Kathleen McNeely, Jeff Myers, Stacey Osburn, Cari Van Senus, Stan Wilcox, Bob Williams and Leeland Zeller.

*Report is not final until approval of the Board of Governors*