

Minutes
USA Triathlon Board of Directors
Hilton Milwaukee
August 8, 2014

Siff called the meeting to order at 8:05 am CT, August 8, 2014.

Board Members Present:

Barrett Brandon via teleconference
Susan Haag
Kevin Haas
Dave Kuendig via teleconference
Jacqueline McCook
Victor Plata
Steve Sexton
Barry Siff – President
Kevin Sullivan
Jack Weiss
Bob Wendling
Mike Wien

Staff:

Rob Urbach, CEO
Amy Drown, Executive Assistant

President's Opening Remarks: Siff highlighted the Athlete of the Year award ceremony last night. He congratulated Urbach and staff for a great evening and the support that was demonstrated to the members of USA Triathlon. Siff reminded the board to focus on building on the positives, having that positive spirit at the ceremony was apparent.

Approval of Minutes:

Motion (by Siff and seconded): To approve 6/27/2014 Minutes – Approved by unanimous voice vote.

Treasurer's Report: Weiss discussed the financial records circulated before the meeting, and the two 990s (one for CA and one for CO).

Motion (by Sullivan and seconded): to approve the 990s. – Approved by unanimous voice vote.

Brandon joined the meeting via conference call at 8:22 am CT

CEO Report: Urbach mentioned a lawsuit has been filed by an athlete. He covered highlights of the last few weeks: Wednesday night's sponsors' summit, the 3660 age groupers at Chicago last month, duathlon Nationals' 850 participants, and Youth and Junior Nationals 1,200 racers with tremendous positive feedback. Age Group Nationals had 5772 competitors.

Plata joined the meeting in person at 8:43 am CT

Urbach reported that Adult membership is slightly reduced, youth participation is increasing, the total number of participants in USAT events and the number of USAT events is increasing, but the number of participants per event is decreasing, efforts to convert non-sanctioning races through project Viking.

Action item: Urbach to circulate youth annual membership numbers.

Brandon left the meeting via conference call at 9:30 am CT

Kuendig left the meeting via conference call at 9:40 am CT

Recess at 9:43 am CT

Reconvene at 9:55 am CT

CEO report included safety issues and shared responsibility amplification.

Action item: Urbach to circulate Creswell heart health pamphlet.

Strategic Planning Metrics:

Urbach presented on the strategic plan to include increasing membership retention (BAM) through promotions, youth membership guardian email requirement, maximize revenue and resources through marketing and Tri TV.

McCook provided a Foundation update: McCook discussed the trustees' backgrounds and involvement in multisport and the establishment of the Foundation. A current project the foundation is working on is a Gwen Jorgensen scholarship/matching fund.

Urbach presented on the updated race calendar improvements, including non-sanctioned races, making more robust reviews and soliciting reviews post-race, real time results, and publishing coaches available to athletes when they register for a race.

Brandon rejoined the meeting via conference call at 10:54 am CT

Kuendig rejoined the meeting via conference call at 10:57 am CT

Brandon left the meeting via conference call at 11:35 am CT

Action item: Urbach was asked to look into the feasibility of financial support for Kona winners, ITU long course winners, etc. and to include his findings in the budget presentation at the November meeting.

Recess: 12:05 pm CT

Reconvene: 1:08 pm CT

Unfinished Business

Race Officiating: Wendling discussed the costs of officials to race directors and incentivizing race directors to increase the use of officials.

Brandon rejoined the meeting via conference call at 1:18 pm

Motion (by Weiss and seconded) to accept the resolution as written. Plata offered a friendly amendment to correct punctuation in resolution. Weiss accepted the friendly amendment.

Motion (by Wendling and seconded) to refer the resolution to the RDC (Race Director Committee) - Approved by unanimous voice vote.

Action item: Wendling to report on updates from the RDC prior to the November in-person Board of Directors meeting.

Bylaws Task Force: Sullivan reported that the task force has met and will continue to meet to review the Bylaws and develop suggested amendments.

NCAA Initiative: Urbach outlined three potential grant models. Looking for support from the BOD to go out and start asking for feedback directly from schools regarding the potential impact of various direct financial support options.

Brandon left the meeting via conference call at 2:00 pm CT

Motion (by Plata and seconded) to authorize Urbach to consider allocating funding for an NCAA grant program; engage with athlete directors, refine the RFP model and report to the board by the November Board meeting – Approve by unanimous voice vote.

New Business

PATCO/CAMTRI Update: Wendling, PATCO Treasurer, reported on PATCO's devotion of resources to marketing, attempt to relocate, potential name change to CAMTRI (Confederation of America Triathlon) and four US Continental Cups in 2014. Wendling is currently working with staff on next year's Continental Cup events.

Draft-Legal ITU Worlds 2016: Siff led a discussion regarding ITUs decision to make the sprint world championship race draft legal in 2016.

Kuendig left the meeting via conference call at 3:13 pm CT

Recess at 3:14 pm CT

Reconvene at 3:20 pm CT

Social Media Code of Conduct: Siff discussed the draft social media policy document (attached).

Action item: Sullivan to review policy for clarification and return to BOD with a redline version.

Brandon joined the call at 3:34 pm CT.

COI (Conflict of Interest) Resolution:

Motion (by Sullivan and seconded) to approve the resolution (attached).

Plata offered a friendly amendment to specify membership “in the committee” and Wendling offered a friendly amendment to add a permanent exemption of the Hall of Fame Voting Committee. Attachment reflects amendments.

Sullivan accepted both friendly amendments

Approved unanimously by voice vote.

Kuendig joined the meeting conference call at 3:47 pm CT

McCook left the meeting at 4:50 pm CT

Action item: Siff or Urbach to follow up on WTC prize money and report back to the Board.

Drug Testing

Wien discussed drug testing issues regarding age groupers.

Action item: Further discussion is needed on drug testing and will be added to the November BOD meeting.

Motion (by Sexton and seconded) to go in to Executive Session - Approved by unanimous voice vote.

Executive Session started at 5:03 pm CT

Executive Session concluded at 6:06 pm CT

Motion (by Weiss and seconded) to adjourn at 6:08 pm CT - Approved by unanimous voice vote.

Social Networking and Blogging on the Internet

As part of USA Triathlon's comprehensive approach to information security, these provisions have been created to address issues that may arise from the creation, participation or use of blogs, Facebook, Twitter, YouTube or other social networking opportunities on the internet. These personal web pages, online diaries and other means of communicating online are open to anyone to read and will exist in cyberspace indefinitely. We respect your right to view and use social networking sites, such as Facebook, Twitter, YouTube, personal web sites, and "Blogs" on your own personal time. At the same time, we all must recognize that given our positions with USA Triathlon, the things we post on-line may have an impact upon and reflect negatively upon USA Triathlon.

Directors and volunteers are representative of USA Triathlon even when not conducting official business. Conduct in public and on the internet can impact the opinion of Colleagues, members, potential members, other NGB's, regulatory bodies, the USOC, potential donors among others.

Blogging/Social Networking Guidelines

- You should not use USA Triathlon equipment or materials to create, update, maintain or in any other way support a blog or other social networking sites.
- If you choose to blog or use the internet for social networking on your own time, you should make it clear to your readers that the views you express are yours alone and that they do not reflect the views of USA Triathlon. To help reduce the potential for confusion, we would appreciate it if you put the following notice – or something similar – in a reasonably prominent place on your site. "The views expressed on this website/weblog are mine alone and do not reflect the views of USA Triathlon."
- DO NOT disclose any information that is confidential or proprietary to USA Triathlon.
- Written permission from USA Triathlon is required before you may use USA Triathlon logos, trademarks or reproduce any Company material on your site, otherwise such use is STRICTLY PROHIBITED.
- You must be respectful in all communications. Obscenities and profanity should not be used. You MAY NOT use ethnic, racial, gender, political or religious slurs in your blog or social networking site, nor may you post obscene images or sexually explicit material.
- You must not relate stories or information regarding members or other Colleagues learned from your position at USA Triathlon.

- Social network, personal websites, or other means of communication must not be used to harass others.

Violations of these policies may result in an ethics violation.

Subject: USAT Colleagues failure to complete, file, or update their annual Conflict of Interest form (COI) as required by USAT's Code of Ethics and Conduct.

Background: According to USAT's Code of Ethics and Conduct, Section II A. 2:

For all Ethical matters and issues (Sections IV-XII), "Colleague" shall mean all USAT directors, officers, regional council members, committee members, volunteers, and representatives of USAT member organizations in matters that involve or are governed by USAT.

Also, USAT's Code of Ethics and Conduct, Section VII. B. 2 states:

A Colleague's failure to complete, file, or update USAT's annual Conflict of Interest form in compliance with USAT's procedures by the applicable deadline shall result in the suspension of that Colleague's membership until the Colleague is in compliance.

USAT staff has sent two or three email reminders concerning the above COI requirements to all Colleagues.

At the June 27, 2014 Board meeting in Chicago, the Chair of the Ethics Committee asked each Board member to reach out to all Colleagues in their Region, that serve on Committees to which they are the liaison, and that they know who had not complied with the COI requirements.

On July 23, 2014, the Chair of the Ethics Committee sent an email with a similar request to all USAT Board members with a copy of the then current lists showing all National and Regional Colleagues who had complied and had not complied with the COI requirements above.

Some Colleagues have still not complied with the COI requirements above. Section VII. B. 2. of USAT's Code of Ethics and Conduct requires "the suspension of that Colleague's membership until the Colleague is in compliance."

Financial Impact: None

Relevant & Affected By-Laws and Procedures: USAT's Code of Ethics and Conduct, Section VII. B. 2.

Whereas, some USAT Colleagues have not complied with the above-referenced COI requirements despite repeated requests, and USAT's Code of Ethics and Conduct, therefore, be it:

Resolved that USA Triathlon Board vote to enforce USAT's Code of Ethics and Conduct, Section VII. B. 2 and suspend the membership of all Colleagues who have not complied with the COI requirements described above.

Submitted by Kevin Sullivan, USAT Ethics Committee Chairperson