

Minutes  
USA Triathlon Board of Directors  
USOC Training Center, Colorado Springs, CO  
November 18-20, 2016 – Day 1

Siff called the meeting to order at 7:13pm MST, November 18, 2016.

**Board Members Present:**

Staci Brode
Ben Collins
Chuck Graziano
Susan Haag
Kevin Haas
Dave Kuendig
Jacqueline McCook
Joel Rosinbum
Barry Siff, President
Mike Wien

**Absent:**

Kat Donatello  
Steve Sexton

**Staff:**

Rob Urbach, CEO  
Sharon Carns, Senior Governance Affairs and HR Manager  
Sandra Cook, Executive Assistant

**Sponsorship:** Urbach outlined a new ROKA sponsorship program that had been negotiated with USAT and recommended that the board approve.

**Motion** (by Dave Kuendig and seconded) to approve the sponsorship agreement between USAT and ROKA. Approved by unanimous voice vote at 8:35pm MST.

**Motion** (by Jacqueline McCook and seconded) to go into Executive Session. Approved by unanimous voice vote at 8:35pm MST.

Returned from Executive Session at 9:57pm MST.

**Motion** (by Joel Rosinbum and seconded) to adjourn the meeting. Approved by unanimous voice vote at 9:57pm MST.

Draft Minutes  
USA Triathlon Board of Directors  
USOC Training Center, Colorado Springs, CO  
November 18-20, 2016 – Day 2

Siff called the meeting to order at 8:10am MST, November 19, 2016.

**Board Members Present:**

Staci Brode
Ben Collins
Kat Donatello via teleconference
Chuck Graziano
Susan Haag
Kevin Haas
Dave Kuendig
Jacqueline McCook
Joel Rosinbum
Barry Siff, President
Mike Wien

**Absent:**

Steve Sexton

**Staff:**

Rob Urbach, CEO  
Sharon Carns, Senior Governance Affairs and HR Manager  
Sandra Cook, Executive Assistant

**Motion** (by Mike Wien and seconded): To go into Executive Session. Approved by unanimous voice vote at 8:13am MST.

Returned from Executive Session.

**President's Remarks:** Siff updated the board on the ITU discussion about shortening the official Olympic distance to a Sprint for Tokyo 2020.

**Treasurer's Report:** Haas updated the board on the financial status of USAT. EBITDA earnings are up. USAT has a balanced GAAP budget. Our cash balance has grown. Overall USAT has a healthy business.

**Approval of Minutes:**

**Motion** (by Chuck Graziano and seconded): To approve the 8/12/16 Omaha in person meeting minutes, 9/6 Teleconference Meeting Minutes and the 10/1 and 11/4 Action without a Meeting Minutes. Approved by voice at 8:55am MST. 10 - Yes, 1 - Abstain

Entered Executive Session at 8:57am.  
Returned from Executive Session at 9:01am.

Kat Donatello left the meeting at 9:01am

**CEO Report:**

Urbach discussed his focus for the next quad: 1) Youth – with a focus to change what USAT looks like long term with a more robust youth program specific to high school athletes. Wants to allocate additional resources to grow youth. 2) A focus on women. 3) Drive Racing and 4) Marketing Campaign. Urbach also reviewed Key Initiatives.

Recess at 10:17am  
Reconvened at 10:31am

Kat Donatello rejoined the meeting at 10:39am

**Foundation Report:**

McCook reviewed what the foundation has accomplished. She also discussed support needed from the board to ensure the Foundation's future success.

Jacqueline McCook left the meeting.

**Independent Board Position:** Board discussed Jacqueline McCook returning to the board for a new 2 year Term.

**Motion** (by Dave Kuendig and seconded): To approve Jacqueline McCook as Independent Director for a new 2 year term that starts January 2017. Approved by unanimous voice vote.

Board also discussed additional \$200,000 in funding for the foundation with \$75,000 designated to USAT's high school youth program. No final decision.

Jacqueline McCook returned to the meeting.

**Action Item:** Board to discuss Term Limits for Independent Directors as part of the by laws.

Recess at 12:05pm MST  
Reconvened at 1:02pm MST  
\*Kat Donatello did not rejoin the meeting at 1:02pm

**Budget:**

Marketing: Chuck Menke reviewed key Marketing goals: increase revenue, grow year of year membership and elevate communication platform through technology and creativity.

Membership: Samantha reviewed Key Membership goals: programming, process improvements and enhanced member relations systems

IT: Chris West reviewed key IT goals: refine development strategies to improve speed to MKT vs quality, increase stability recoverability and driving internal efficiencies.

Event Services: Urbach reviewed key goals of Event Services: improve sanctioning contract, race experience insights and Bes in Class Race Director Symposium.

Sport Development: Urbach reviewed key sport development goals: drive youth initiative, realize insights, extend thought leadership

Recess at 4:00pm  
Reconvene at 4:10pm

National Events: Urbach reviewed key National Events goals: enhance athlete and spectator experience, continue national championship improvement, more favorable vendor/ municipal agreements.

National Office: Urbach reviewed National office general budget factors.

High Performance: Schmitz reviewed key High Performance goals: medals at major international competitions at all levels (junior, U23, Para, Elite), refinement of elite coach pathway, retention of top young me in sport to capitalize on continuity versus loss of time to NCAA.

Meeting adjourned at 5:28pm MST.

Draft Minutes  
USA Triathlon Board of Directors  
USOC Training Center, Colorado Springs, CO  
November 18-20, 2016 – Day 3

Siff called the meeting to order at 8:12am MST, November 20, 2016.

**Board Members Present:**

Staci Brode
Ben Collins
Chuck Graziano
Susan Haag
Kevin Haas
Dave Kuendig
Jacqueline McCook
Joel Rosinbum
Barry Siff, President
Mike Wien

**Absent:**

Kat Donatello  
Steve Sexton

**Staff:**

Rob Urbach, CEO  
Sharon Carns, Senior Governance Affairs and HR Manager  
Sandra Cook, Executive Assistant

Urbach opened meeting with an appreciation of the strategic focus of the board.

Siff re-opened discussion on Foundation support from USA Triathlon. Board agreed to donate \$200,000 to the USAT Foundation with \$75,000 dedicated to USAT's High School grant program and the stipulation that a professional fundraiser be hired by the USAT Foundation within 90 days. **Board approved donation with a unanimous voice vote.**

Siff notified the board that Kat Donatello officially will resign her position on the board as of November 30, 2016. Board / USAT will follow the vacancy procedure as outlined in the by laws.

**Anti Doping Task Force:**

Graziano discussed that he is close to finalizing the make up of an Anti Doping Task Force. Group plans to take a look at what issues we have in regards to doping in the sport at the age group level and how we address them.

**Strategic Planning:**

Collins led the board in an depth strategic planning discussion.

Recess at 10:37am MST

Reconvene at 10:49am MST

**Action Item:** Urbach to update strategic plan working document to reflect the board's discussion/decisions during the strategic planning discussion. Urbach to send this document, the board discussion slides and the USAT programs for the Board to review.

**Motion** (by Chuck Graziano and seconded) to approve the 2017 USAT budget as presented including the Youth Initiative. Approved by unanimous voice vote at 11:53am MST.

Meeting adjourned at 11:53am MST.