

Minutes
USA Triathlon Board of Directors
Tempe, Arizona
March 30 and 31, 2019

Siff called the meeting to order at 8:32 AM Mountain Time on March 30, 2019.

Board Members Present:

Ben Collins
Chuck Graziano
Gabriela Gallegos
Susan Haag
Kevin Haas
Judge Jones
Jacqueline McCook
Joel Rosinbum
Keri Serota
Erin Storie
Barry Siff
Mike Wien

USAT Staff in Attendance:

Rocky Harris - CEO
Sandra Cook – Executive Assistant
Kaley Espindola – Director of HR

President's Remarks – Barry Siff

Barry kicked off the meeting with a video and discussion of the responsibility of a board of directors:

- Insure right leaders are in place and systems in place to develop the next CEO.
- Insure Integrity and accuracy in the financial numbers and demonstrate fiscal responsibility.
- Participate in forming long term strategy.
- Be present when crisis occur.
- Insure organization has the resources to deliver on the strategic plan.

USA Triathlon is taking a leadership role among the NGBs on SafeSport and governance through Barry's leadership role among the board chairs and Rocky's role among within the executive directors.

Approval of Minutes – Mike Wien

Minutes from the December 1 and 2, 2018 board meeting in Colorado Springs were approved by voice vote.

Minutes from the teleconference call on January 21 were approved by voice vote.

Minutes from the teleconference call on February 6 were approved by voice vote. Record of e-mail vote to approve Investment Policy Statement on December 21, 2019 was approved by voice vote.

Treasurer's Report – Kevin Haas

Kevin presented the financials as of the end year, 2018.

Revenue was on budget, down 5.6% versus year ago while expenses were below budget.

For 2019, USA Triathlon will invest \$500,000 from investments in revenue, and include the quad investments of \$700,000 in expenses.

Action Items: Prepare for the Annual Audit and filing of the Form 990. Schedule Investment Committee Review for the first quarter, 2019.

CEO Report – Strategic Plan Update - Rocky Harris

Rocky gave the board a review of how he has been working to redefine staff culture within the USA Triathlon organization.

- Clear mission and plan
- Alignment of board/staff
- Culture is improving
- Right team in place in key positions
- Potential to impact an entire industry

There is a real commitment to making USA Triathlon a Best Place to Work

As part of the commitment to transparency, the team communicated the Strategic Plan refresh to all stakeholders.

Key thing USA Triathlon does for the sport:

- Keeping people safe
- Grow the support
- Insure athletes and events
- Deliver resources
- Support our community

To improve the commitment and availability to education, USA Triathlon is launching an Online Educational Platform – LearnUpon to provide virtual certification to Race Directors, Coaches and Officials.

The Race Director Summit was well attended with an increase of 12% versus year ago. One of the key focuses of the meeting was marketing support for the race directors.

USA Triathlon is also focusing on helping clubs grow their membership and this has resulted in clubs growing from 592 clubs to 675 clubs in the past 12 months.

Rocky provided an update on repositioning the brand to focus on active seekers and provided an update on Corporate Sponsorships.

Details for the diversity and inclusion programs were also discussed. USA Triathlon is working to host a joint conference with race directors and TBI. Rocky reviewed the potential opportunities for hosting international triathlon events leading up to the Olympics in Long Beach in 2028.

Technology Report – Update – Rocky Harris

Rocky reviewed the current progress of coming up with a global management solution being explored by 14 National Governing Bodies including USA Triathlon. Auto Renewal, the development of the 30 day membership and digital youth memberships are also being developed. The membership app and sanctioning systems are also being upgraded.

NGB Compliance, SafeSport & USA Triathlon Status – Rocky Harris

Rocky reviewed the status of being compliant with USOC for athlete safety policy.

Bylaws Update (review & approval of amended language) – Sandra Cook

Sandra reviewed the change requested in Section 2, Article IV, (b)(i)(ii) to be consistent with the USOC on providing equitable resolution of grievances.

Committee Reports, Assignments Discussion of Board Members Role on committees – Barry Siff and Kaley Espindola

Kaley reviewed the role of board members and USA Triathlete staff members on committees.

The Standing committees are Athlete Advisory, Compensation, Finance and Audit and Nominating and Governance as stated in the bylaws. Other committees have included Hearing and appeals, age group, collegiate club, duathlon, ethics, hall of fame, international relations, marketing advisory, national non-owned championship selection, national coaching committee, paratriathlon, race directors, strategic planning and women's committee. The terminology needs to be better defined to limit the number of committees and rename the other committees with more appropriate titles. Kaley will come back with a proposal for the new committees. 20% participation by elite athletes is desired by hearings and appeals, ethics, marketing and advisory, and strategic planning.

USOC/Boardspan Board Assessment (Succession plan & risk management) – Barry Siff

Barry reviewed the Boardspan Self-Assessment and discussed the perceived strengths and weaknesses as recorded by board members.

Independent Director Position Discussion – Judge Jones

Joel and Judge requested that nominations be made for the independent director positions starting in January, 2019
Board adjourned for the day at 4:07 PM.

**USA Triathlon Board of Directors
Tempe, Arizona
Day 2
March 31, 2019**

Siff called the meeting to order at 9:02 AM Mountain Time on March 31, 2019.

Board Members Present:

Ben Collins	Gabriela Gallegos
Chuck Graziano	Susan Haag
Kevin Haas	Judge Jones
Jacqueline McCook	Joel Rosinbum
Keri Serota	Erin Storie
Barry Siff	Mike Wien

USAT Staff in Attendance:

Rocky Harris - CEO
Sandra Cook – Executive Assistant
Kaley Espindola – Director of HR

Officials Task Force Update – Kevin Haas

Kevin reviewed the task force members and objective of the task force for greater participation and rules harmonization. There is a need to get more people to become certified as an official. Here are the five concepts that are being developed to accomplish this objective.

- Officials Engagement and Recognition.
- Race Director Focused Conversion to Use Officials
- Culture and Awareness – Move from adversarial relationship to service relationship.
- Make the USA Triathlon and Ironman officials program compatible.
- Add a Gold Level Certification as a value-added benefit.

Next step is rules harmonization with Ironman for long course and ITU for short course.

International Relations Discussion – Rocky Harris/Barry Siff

Keri lead off a discussion about the role of USA Triathlon in an ITU race hosted in the United States. We have the responsibility to maintain the level of quality in all ITU races hosted in the United States.

Barry updated the board on his ongoing roles on the ITU Executive Board and the CAMTRI board.

Meeting ended at 11:44 AM.

Respectfully Submitted:

Mike Wien
USA Triathlon Board Secretary