



5825 Delmonico Drive
Colorado Springs, CO 80919-2401
719. 597. 9090
usatriathlon.org

USAT Nominating and Governance Committee 2021 Committee Report

Mission

The USAT Nominating and Governance Committee (NGC) is one of four standing committees for USA Triathlon. The Committee's mission or duty is articulated in the USAT Bylaws as follows:

1. Identify and evaluate prospective candidates for the Board;
2. Recommend individuals to serve on the Board as provided in these Bylaws;
3. Recommend, as requested by the Board, individuals to serve on various Committees and Task Forces;
4. Consult with the Ethics Committee with respect to vetting all nominations for potential conflict of interest or other problematic background issues;
5. Develop and recommend to the Board for its consideration an annual self-evaluation process of the Board and its Committees, Task Forces and Foundation Board of Trustees*; and
6. Perform such other duties as assigned by the Board.
7. Review the application of Board members for election by membership or a constituency to ensure eligibility of candidates in relation to these Bylaws, the Act or USOPC regulations.

*Note that the most updated set of USAT Bylaws were adopted in 2021. As such, not all responsibilities outlined above have yet been fulfilled. See section below "2022 Objectives" for additional details regarding committee responsibilities moving forward.

2021 Accomplishments

The NGC was responsible for two key deliverables this year. The first was recommending candidates for the General Director position that was elected by the USAT membership this fall:

The call for nominations for the General Director position was posted on the USA Triathlon website in early July with a submission deadline of August 13th. In mid-August, the NGC developed a vetting protocol to review each of the 31 candidates, which resulted in a scoring rubric to assess each candidate that was based on Board-articulated priorities for the position. Each NGC member was assigned a set of approximately 18 candidates to review and assign a numeric score. Each candidate was reviewed by three NGC members. After interviewing the candidates, the NGC recommended Marcus Fitts and Tekemia Dorsey be included on the ballot for the general election, which opened on September 15th and closed on October 15th.

The second key deliverable for the NGC this year was a recommendation regarding the three open Independent Director positions. Two of the three positions were filled by existing Board members whom the Board supported reappointing: Henry Brandon and Monica Paul. In early November, the NGC was tasked with



Member, U.S. Olympic Committee



5825 Delmonico Drive
Colorado Springs, CO 80919-2401
719. 597. 9090
usatriathlon.org

recommending one additional Independent Director based on a set of three Board-articulated priorities (international sport experience, significant corporate connections to help drive sponsorships, and experience driving memberships or subscriptions). Two candidates were presented to the NGC for review. An initial exploratory conversation took place with one additional candidate who did not move forward. The NGC reviewed the qualifications and backgrounds for both candidates and developed a set of interview questions. Interviews with both candidates took place in mid-November and the NGC recommended Felix Stellmaszek. Felix accepted the invitation to join the Board and attended the December Board meeting.

2022 Objectives

Per the USAT Bylaws, the NGC will continue to evaluate and recommend prospective candidates for the Board as needed in 2022. Additional objectives for the upcoming year include the following, in consultation with USAT staff and Board of Directors, as appropriate:

- Exploring a recommendation regarding an annual self-evaluation process of the Board and its Committees (per the new USAT Bylaws)
- Working to establish and document a more formal and sustainable process for identifying Independent Director Candidates
- More clearly articulating the expectation of NGC as it relates to nominations and candidate recommendations for non-USAT Board positions (ie committees, task forces, commissions)
- Adjusting the cadence/flow of nomination processes, when possible, to allow for more time to review and evaluate candidates
- Revisiting the NGC composition to ensure alignment with new USAT Bylaws

Conclusion

Given the implementation of the new USAT Bylaws and the unprecedented interest in the General Director position, this year represented a year of growth, development, and process refinement for the NGC. New committee members were added in advance of the vetting process for the General Director candidates and for the first time, a formal assessment rubric was developed to assess candidates. As result of these efforts, two General Director candidates were identified for the fall election ballot. Additionally, an exceptionally well-qualified Independent Director was recommended and appointed to the Board.

Roster

NGC Committee Members: Molly Smith (chair), Staci Brode, Lindsey Jerdonek, Darrin Rohr and David Kyle

Submitted by: Molly Smith, USAT NGC Committee Chair (December 2021)

