Virtual USAT Board Meeting Minutes

Location	Date	Time	Format
Governance Slack Channel	Dec. 14-21, 2021	N/A	Virtual

In Attendance

Board Members Present		
Joel Rosinbum	Chair	Present
Kevin Haas	Vice Chair	Present
Henry Brandon	Treasurer	Present
Keri Serota	Secretary	Present
Dr. Tekemia Dorsey	Director	Present
Allysa Seely	Director	Present
Ben Collins	Director	Present
Monica Paul	Director	Present
Chuck Graziano	Director	Present
Susan Haag	Director	Present
Scott Sternberg	Director	Present
Gabriela Gallegos	Director	Present

Minutes

1. **Approval Marketing Process Resolution**

The USA Triathlon ("USAT") Board is required to approve the proposed Marketing Process Resolution.

MOTION			
To approve the Marketing Process Resolution as presented.			
CARRIED			

<u>Subject:</u> Sponsorship Approval Process: Controversial Categories

WHEREAS the Board requires oversight of potentially controversial USAT marketing initiatives

Now therefore be it resolved that the December 2020 Resolution, USA Triathlon (USAT) Marketing and Advisory Committee be rescinded.

Be it further resolved that the new USAT partnership agreement guidelines shall be:

The Chief Executive Officer (CEO) shall have full authority to approve sponsorship agreements of any value with the exception of new and potentially controversial categories (New and Potentially Controversial Categories respectively).

I. <u>New Categories</u>

Sponsorship opportunities in New Categories should be reviewed by the Board according to this procedure:

a. The CEO or their designee will circulate new categories that USAT is pursuing to the Board of Directors. If there are no comments (or resolved comments) within 1 week, USAT may pursue partners in those categories without further Board involvement.
b. If a Board member identifies a category that is controversial, USAT will pursue deals in that category according to the Controversial Category procedure below.
c. If a Board member identifies a category that is a prohibited category, and the Board votes to affirm by a majority vote, that category will be added to the prohibited category list below.

II. <u>Controversial Categories</u>

Sponsorship opportunities in Potentially Controversial Categories should be reviewed by the Board according to this procedure:

a. The CEO or their designee will determine if a lead exists in a Controversial Category that is significant enough to share with the Board. The CEO will use reasonable judgment and discretion to make this determination.
b. If there is a significant lead, the CEO or their designee should present a summary of the potential deal to the Board.
    1. The summary shall contain:
        i. High level deal terms
        ii. Benefit of the partnership to the organization and sport

iii. Potential risks for consideration
iv. Partner executive leadership team, financial health, mission and background

2. The Board shall provide feedback within 48 hours.

c. If a Board member objects or would like to discuss any part of the deal, the Board Chair will hold a meeting as soon as reasonably practicable but no later than 2 weeks to respond to the questions and/or call for a vote.

III. <u>The following examples of **Controversial Categories** include, but are not limited to:</u>

Alcohol: Beer, Hard Seltzer, Wine or Liquor

- *Cannot market to members under the age of 21*
- *Must promote responsible drinking habits*
- *Exclusion from the approval process is beer, wine, and liquor served at events providing they meet the appropriate permitting and local licensing requirements, including but not limited to athlete beer gardens and VIP hospitality experiences*

"Supplement Facts Label" Products and CBD that are not FDA approved

- *Product must be NSF Certified, Informed Choice Certified, or Informed Sport Certified to become an official partner*
- *Partner must provide case studies about the product*
- *Exclusion from the approval process are products that are FDA approved and Nutrition Facts Label Products (e.g., Gatorade)*

Gaming/Casinos/Online Sports Betting/Fantasy Sports/Lottery

- *Cannot market to members under the age of 21*
- *Must promote responsible gaming habits*

Energy and equivalent modified Drinks

- *Cannot market to members under the age of 18*

Restaurants

- *Partner must have healthy food options*

Candy and other sweets

- *Partner must have a community initiative to promote a healthy lifestyle*

IV. <u>The following are **Prohibited Categories**</u>

- *Tobacco/Vaping/E-Cigarettes (Not a consideration)*
- *Banned substances/methods*
- *Other categories, organizations or products that could cause reputational damage or controversy*