USA Triathlon Board of Director's Meeting
Wednesday – Thursday, February10 - February 11, 2010
Broadmoor Hotel – Crystal Room
Colorado Springs, CO

Present:

Board of Directors:

Brian Harrington
Eric Averill
Bob Wendling
Candy Cheatham
Rob Kasper,
Melissa Merson,
Celeste Callahan
Jim Donaldson
Vince O'Brien
Steven Sexton, Pro/Elite
Victor Plata, Pro/Elite

Absent: Dave Kuendig, Pro/Elite

Staff:

Skip Gilbert, CEO
Sharon Carns, Governance Affairs Manager
Rachel Leif, Regional Coordinator
Kelsey Labrum, Intern
Gordon Weldon, Operations Director
Kathy Matejka, Event Services Director
Jeff Dyrek, National Events Director
Tim Yount, VP of Sport Development
Scott Schnitzspahn, Sport Performance
Charlie Crawford, Commissioner of Officials, via telephone
Deby Williams, Accounting Manager

Committee Chairs:

Pam Zawada, Regional Council Committee Member
Jon Beeson, Chair, Paratriathlon Committee

Guests:

Rose Snyder, Rose Snyder Consulting
David Surofchek, Smith Barney
Chris Vadala, USOC
Steve Smith, HRO
Jeff Matlow, Past Treasurer
Brad Davison, Past President

Note: Information may be reported according to topic and not necessarily in the chronological order of discussion.

Wednesday, February 10

Presiding: Rob Kasper

Call to Order – Rob Kasper 2:00 pm

President's Opening Remarks

Rob Kasper welcomed the Board of Directors and requested that all laptops and cell phones be stored away while in session. He also went over minor changes in the agenda.

Executive Director's Opening Remarks

Skip Gilbert opened with a quote, showed a Hy-Vee Triathlon video and discussed the Winter Olympics' and Winter Triathlon.

HRO Update

Steve Smith, Attorney with HRO presented the following:

- Title changes for Board
- Change from California Corporation to Colorado Corporation
- Conflict of Interest and Ethics review (PowerPoint attached to the original of these minutes)

The Board discussed title changes from President and Vice President to Chairperson and Vice Chairperson. Concerns were expressed about how this would affect USA Triathlon internationally.

Steve Smith provided clarification on Colorado Incorporation and explained that under the laws of California membership approval is required. Rob suggested that proposals in the 2010 election will fulfill this requirement and allow for the bylaws to reflect the change to a Colorado Corporation.

Other Business

The Board was asked to review of the USAT Code of Ethics and Conflict of Interest Statement. Members were asked sign the Conflict of Interest Statement and return to the National Office.

Executive Session 3:00 pm – 4:00 pm Board of Director Officer and Independent Director Elections

Announcement of Officer Election Results

Brian Harrington – President
Eric Averill – Vice President
Bob Wendling – Treasurer
Candy Cheatham – Secretary

Jim Ryun - Independent Director

Call to Order – Brian Harrington 4:00 pm

Committee Reports

Board reviewed written Committee Reports.

In addition to the written report, Melissa Merson, Chair of the International Relations Committee reported.

2010 Committee reports can be found at: http://www.usatriathlon.org/pages/5542

2010 USA Triathlon Committees

Committee Name	Member Name	Title
Age Group Committee	Chuck Graziano	Chair
	Lee Zohlman	Vice-Chair
	Jim Weaver	
	John Jones - FL	
	Kat Donatello - NE	
	Ken Modica - Mid Atl	
	Whitney Despain - SW	
	Kevin Smeltzer - ME	
	Geoff Abdoo - ME	
	Tom Manzi - Mid Atl	
	Rob Vigorito – Mid Atl	
	Tom Zaydo - Mid Atl	
	Steve Sutherland - SW	
	Celeste Callahan	Board Liaison
	Tim Yount	Staff Liaison

Committee Name	Member Name	Title
Athlete Advisory Council	Ryan Bickerstaff	chair
	Timothy O'Donnell	
	Dave Kuendig	
	Steve Sexton	
	Jarrod Shoemaker	

	Jimmy Archer	
	Victor Plata	Board Liaison
	Scott Schnitzspahn	Staff Liaison

Committee Name	Member Name	Title
Audit / Finance	Bob Wendling	Treasurer
	Dave Kuendig	Elite Athlete
	Vince O'Brien	BOD member
	Deby Williams	Staff Liaison

Committee Name	Member Name	Title
Bylaw	Rob Kasper	Chair
	Eric Averill	Member
	Sharon Carns	Staff Liaison

Committee Name	Member Name	Title
Collegiate Committee	Mark Stoutenberg*	Commission Chair
	Kendrick Gibson	co-Chair
	Alex Lechner**	Elite
	Alex Lechner	Florida
	Marc Schneider**	Mid-Atlantic
	Zuzana Trnovcova**	Northeast
	Morgan Staley**	Mideast
	Mike Garton	Midwest
	Marcus George^	Pacific Northwest
	David Zitelli	Rocky Mountain
	Rachel Linder**	South Midwest
	Nathan Robinson	Southeast
	Steven Sexton	Board Liaison
	Jeff Dyrek	Staff Liaison

Please note:

Collegiate Committee:

^ temporary Commissioner until a full-time member steps forward
***outgoing Chair as of May 1, 2010. To be replaced by Kendrick Gibson**
**** outgoing Commissioners as of May 1, 2010**

Committee Name	Member Name	Title
Compensation	Brian Harrington	BOD President
	Dave Kuendig	BOD Elite Athlete
	Jim Donaldson	Board Liaison

Committee Name	Member Name	Title
Duathlon	Faye Yates	Co Chair
	Tonya Armstrong	Co Chair
	Stephen Koranda	Assistant Administrator
	Andreas Maher	Member
	Bill Rule	Member
	Carol Whipple	Member - RM Region
	Don Forgione	Member
	Jason Digman	Member
	John Elliott	Member - MA Region
	Jeff Trout	Member
	John McGovern	Member
	Judi Carbary	Member
	Mike Plumb	Member
	Celeste Callahan	Board Liaison
	Wendy Peel	Staff Liaison
	Tim Yount	Staff Liaison

Committee Name	Member Name	Title
Elite Athlete Selection 2010	Ryan Bickerstaff	Chair
	Scott Schnitzsphan	Staff Member

Action item: Scott Schnitzspahn will provide other members for Board approval

Committee Name	Member Name	Title
Ethics	TBD	Elite Athlete
	Brian Harrington	President
	Sarah Breier	Member
	Eric Averill	Board Liaison/Member
	Skip Gilbert	Staff Liaison

Committee Name	Member Name	Title
Hall of Fame Committee	Chuck Graziano	Chair
	Tim Carlson	Member of the media
	Jean McGuire	Hall of Fame Member
	Maurice Wills	Hall of Fame Member
	Paul Craig	Hall of Fame Member
	Ryan Bickerstaff	Hall of Fame Member
	John Noll	Hall of Fame Member
	Jon Beeson	Hall of Fame Member
	Shelia Taormina	Hall of Fame Member
	Vern Scott	Hall of Fame Member
	Brad Davison	Hall of Fame Member
	Karen Smyers	Hall of Fame Member
	Erin Flannery	Hall of Fame Member
	Faye Yates	Hall of Fame Member
	Kevin Trock	Hall of Fame Member
	Jim Donaldson	Board Liaison
	Tim Yount	Staff Liaison

Committee Name	Member Name	Title
Hearing and Appeals		Attorneys, Coaches, Race Directors, Elite Athletes
	Brian Harrington	Board Liaison
	Skip Gilbert	Staff Liaison
	Sharon Carns	Staff Liaison

Action item: Victor Plata will submit a list of Elite Athletes to serve on this committee

Committee Name	Member Name	Title
International Relations	Melissa Merson	Chair/ITU Exec Board
	Skip Gilbert	CEO
	Scott Schnitzspahn	SP Director
	Celeste Callahan	ITU Age Group Committee
	Gale Bernhardt	ITU Constitution Committee
	Joyce Donaldson	ITU Rep
	Jeff Dyrek	Nat'l Events Director & ITU Multisport Committee
	Jarrod Shoemaker	Athlete Rep

	Rob Kasper	**BOD member**
	Charlie Crawford	**Commissioner of Officials**
	Jon Beeson	**Paratriathlon Chair**
	Doug Hiller	**ITU Medical Committee**
	Paula Newby Frasier	**One representative of an outside organization that produces races in three or more countries**
	Candy Cheatham	**Board Liaison & ITU Women's Committee**
	Scott Schnitzspahn	**Staff Liaison**

Committee Name	**Member Name**	**Title**
Investment Committee	**Bob Wendling**	**Treasurer**
	Vince O'Brien	**BOD Member**
	Dave Kuendig	**Elite BOD Member**
	Deby Williams	**Staff Liaison**

Committee Name	**Member Name**	**Title**
IT Committee	**Bob Wendling**	**Chair**
	Trevor Miller	**Member**
	John Burbidge	**Member**
	Kimberle Levin	**Member**
	Bob Wendling	**Board Liaison**
	Gordon Weldon	**Staff Liaison**

Committee Name	**Member Name**	**Title**
Marketing Committee	**Andrew Messick**	**Member**
	Joey Parr	**Member**
	Mark Westlake	**Member**
	Wally Hayward	**Member**
	Steve Lafar	**Member**
	Jeff Matlow	**Member**
	Vince O'Brien	**Board Liaison**
	Chuck Menke	**Staff Liaison**

Committee Name	**Member Name**	**Title**
National Coaching	**Maurice Wills**	**Chair**
	Jennifer Hutchinson	
	Boris Robinson	

	Graham Wilson	
	Nancy McElwain	
	Rob Kasper	**Board Liaison**
	Linda Cleveland	**Staff Liaison**

Committee Name	**Member Name**	**Title**
Nominating	**Skip Gilbert**	**CEO**
	Victor Plata	**BOD Elite Athlete**
	Eric Averill	**Board Liaison**
	Sharon Carns	**Staff Liaison**

Committee Name	**Member Name**	**Title**
Paratriathlon	**Jon Beeson**	**Co-Chair**
	Brian Leske	**Co-Chair**
	J.P. Therberge	**Member**
	David Curnow	**Member**
	Tabi King	**Member**
	Candy Cheatham	**Board Liaison**
	Amanda Duke	**Staff Liaison**

Committee Name	**Member Name**	**Title**
Race Director Committee	**Brad Davison**	**Chair**
	Jim Donaldson	**Board Liaison**
	Kathy Matejka	**Staff Liaison**

Committee Name	**Member Name**	**Title**
Regional Council Chair	**Boris Robinson**	**South Midwest Region**
	Kevin Smeltzer	**Mideast Region**
	Kris Swarthout	**Midwest Region**
	Kevin Trock	**Southwest Region**
	Ann Gilbert	**Pacific Northwest Region**
	Robert Vigorito	**Mid Atlantic Region**
	Pam Zawada	**Northeast Region**
	Alan Ley	**Rocky Mtn Region**
	Hector Torres	**Florida Region**
	Mike Lenhart	**Southeast**

		Region
	Pam Zawada	Chair
	Eric Averill	Board Liaison
	Tara McCarthy	Staff Liaison
	Rachel Leif	Staff Liaison

Committee Name	Member Name	Title
Strategic Planning	Rob Kasper	Chair
	Candy Cheatham	Member
	Rick Margiotta	Member
	Kris Swarthout	Member
	Eric Averill	Board Liaison
	Skip Gilbert	Staff Liaison

Committee Name	Member Name	Title
Women's Committee	Awilda Lopezcepero	Chair
	Jean McGuire	member
	Candy Cheatham	Board Liaison
	Kathy Matejka	Staff Liaison

Action item: Committees will be approved by Board vote on the March 1, 2010 teleconference call.

Rule Dispensations

Charlie Crawford, Commissioner of Officials, joined the meeting via telephone to discuss rule dispensations on wetsuit thickness, boots/hats, temp for wetsuits, and skin suits.

Action item: Skip to get back with Board on any developments regarding WTC rule dispensations.

Adjourned 5:30 pm

Executive Session 5:30 pm – 6:30 pm.

Reconvened Thursday, February 11

Call to Order – Brian Harrington 8:00 am

Approval of Minutes:

Motion was made by Celeste Callahan, seconded by Candy Cheatham to approve the minutes of the November, 2, 2009 Teleconference Call minutes; November 15-16, 2009 minutes; December 7, 2009 Teleconference Call minutes, January 4, 2010 Teleconference Call minutes.

Minutes approved unanimously

Financial and Budget Update

Dave Surofchek with Smith Barney presented a portfolio review.

Deby Williams, Accounting Manager presented a 2009 budget recap, 2010 review, office headquarters options (buy vs. lease).

Recesses: 9:30 am
Reconvened: 9:45 am

USOC Update

Chris Vadala reported that the new USOC CEO is Scott Blackman. He gave a brief overview of the various sports that his team oversees: all racket sports to include -tennis, badminton, racquetball, table tennis, squash, sailing, rowing, canoe kayak, modern pentathlon, triathlon and cycling. In addition, he explained how USOC funding is structured and the elements that are considered.

Business Unit Presentations

Skip Gilbert, CEO, presented the draft of the USA Triathlon 2010 Business Plan.

Scott Schnitzspahn, Sport Performance Director, presented the Sport Performance Pipeline.

Jeff Dyrek, National Events Director, presented the National Events calendar.

Gordon Weldon, Operations Director, presented current IT status and the options that exist going forward.

Steven Sexton asked for a cost – benefits analysis be provided to the Board in order to make a decision on the IT recommendation on in-house development.

Action item: Gordon Weldon will provide the Board the analysis by February 22, and the Board will discuss further on the Board Teleconference on March 1, 2010.

Recesses: 12:00 pm
Reconvened: 1:00 pm

Discussion Items

Editorial Changes:

Skip Gilbert and Tim Yount explained that the new online version of the magazine *Triathlon Life* will provide many opportunities and enable USA Triathlon to link videos, surveys, and advertising, Everything can be done live through the links.

Drug Testing:

The Board discussed drug testing for age group athletes. Brian Harrington recommended that a roll out program be presented to the Board before anything is decided.

Archives – USA Triathlon History:

Jim Jimison, Brad Leonard, Alan Schmeiser and Verne Scott created an informal working group to prepare a project proposal to establish a comprehensive and factual history of the sport of triathlon.

Skip Gilbert stated to the Board that this group would be a taskforce and not a standing committee. The Board agreed this would be a good idea and recommended moving this taskforce within the existing Hall of Fame Committee.

Rob Kasper motioned, Eric Averill seconded, to move the taskforce to operate within the Hall of Fame Committee, provide $6000 for operating expenses and have Jim Donaldson oversee the budget as the Board liaison of the Hall of Fame Committee.

Motion passed unanimously

Awards Banquet:

Skip Gilbert explained that the Awards Banquet is a concept that came from USA Swimming. Once the USA Triathlon Foundation launches all proceeds of the banquet would go to the Foundation.

Action item: The Board asked Skip to provide more information on the Awards Banquet concept prior to the Board teleconference call on March, 1, 2010.

Recesses: 3:00 pm
Reconvened: 3:15 pm

Achieve Program:

Melissa Merson and Eric Averill provided information on the Achieve Youth Triathlon Summer Camp. Since this was not on the BOD meeting agenda, Brian Harrington asked that this be postponed until the March 1, Teleconference call as to allow time for review of documents.

Auditor:

Rob Kasper motioned, Bob Wendling seconded, to rotate lead auditor for the 2010 tax year audit to Jill Goodwin with Waugh & Goodwin. LLP.

Motion passed unanimously.

2010 Board Goals:

Rose Snyder provided an overview on 2009 goals and follow up on the 2010 goals the Board suggested in the November 09 BOD meeting in Clearwater, FL.

Regional Update:

Pam Zawada, Northeast Region Chair, presented a regional update to include on financial/wish list and budget items.

Adjournment: The meeting was adjourned at 5:00 pm

Executive Session 5:00 pm – 5:30 pm