

USA Triathlon Board of Director's Meeting
Sunday - Monday, November 6-7, 2011
Loews Lake Las Vegas Resort, Henderson NV

Present:

Bob Wendling
Eric Averill
Candy Cheatham
Brian Harrington
Celeste Callahan
Kevin Smeltzer
John Lines
Vince O'Brien
Steven Sexton
Dave Kuendig
Victor Plata
Chuck Baker – via conference call
Melissa Merson -ex-officio

Staff:

Rob Urbach
Sharon Carns
Amy Drown

Committee Chairs:

Pam Zawada, Regional Council Chair
Rob Kasper, Bylaw Committee Chair – via conference call

Guests:

John Ruger, USOC Athlete Ombudsman – via conference call
Gary Johansen, USOC Associate General Counsel – via conference call
Jack Weiss, USA Triathlon Race Director

Sunday, November 6, 2011

Presiding: Bob Wendling

Call to Order: Bob Wendling 8:00 am (Pacific)

Roll Call: Candy Cheatham, Secretary

President's Opening Remarks

Bob Wendling welcomed the Board of Directors and talked about USA Triathlon's successes for 2011, to include: Aquabike, Athlete of the Year awards in Burlington, VT, youth rules and the position we are in for London 2012, specifically the female athletes. Bob explained that even though there are successes we have fallen short in the area of females in governance. Bob challenged the nominating and governance committee to be more active in identifying and recruiting qualified females.

Approval of Minutes

Brian Harrington moved, seconded by Vince O'Brien to approve the minutes of April 30, 2011; June 6, 2011; June 28, 2011; July 11, 2011; August 1, 2011; and September 14, 2011.

Reports and Discussion Items

Treasurer's Report

Steve Sexton, USA Triathlon Treasurer presented. Presentation is attached to the original of these minutes (**Attachment #1**).

Bylaw Committee

Eric Averill, Board Liaison presented bylaw changes to abolish Executive Committee and post for 30 days on USA Triathlon website. Rob Kasper, Chair, joined the meeting via conference call for this discussion. (**Appendix A**)

Eric Averill moved, seconded by Brian Harrington to post for 30 days on the USA Triathlon as bylaw mandated.

Motion passed unanimously- no abstentions

Non-Consensus Bylaw Amendments

Eric Averill and Victor Plata presented (**Appendix B**). John Ruger and Gary Johansen joined the meeting for purposes of this discussion via conference call. Board discussed compliance and the pros and cons of adopting this motion.

Steve Sexton moved, seconded by Celeste Callahan to retain existing language of Bylaw Article XI, section 2F.

Record of Votes:

- Eric Averill – no
- Steve Sexton – yes
- Candy Cheatham – no
- Brian Harrington – no
- Kevin Smeltzer – no
- Dave Kuendig – yes
- Victor Plata – yes
- John Lines – yes
- Vince O'Brien – no
- Celeste Callahan – yes
- Bob Wendling – no (president voted to break tie)

Motion failed

Brian Harrington moved, seconded by Eric Averill to accept the alternative language on Bylaw Article XI, section 2F (**Appendix B**).

After discussing the motion and the time constraints of this meeting, Melissa Merson moved, seconded by Steve Sexton to table and discuss at a later date.

Record of Votes:

Eric Averill – no
Steve Sexton – yes
Candy Cheatham – no
Brian Harrington – no
Kevin Smeltzer – no
Dave Kuendig – yes
Victor Plata – yes
John Lines – yes
Vince O'Brien – no
Celeste Callahan – yes
Bob Wendling – yes (president voted to break tie)

Motion passed to table

Action item: Bob Wendling will place on the first in-person 2012 Board meeting agenda.

Victor Plata moved, seconded by Brian Harrington to approve Alternative Language 3 - Defines Elite Pool (**column 4, Appendix B**).

Motion passed unanimously – no abstentions

Board, Rob Kasper, and USOC Representatives discussed the Non-Consensus USAT Bylaw Amendment Proposals – Article XI, Section 2(a) - Elite Athlete Representation on Committees, AAC and ParaTri Committee Recommendation. (**Appendix B**).

Victor Plata moved, seconded by John Lines to approve Article XI, Section 2 (a) - AAC and ParaTri Committee Recommendation for 30 day posting.

Record of Votes:

Eric Averill – no
Steve Sexton – yes
Candy Cheatham –yes
Brian Harrington – no
Kevin Smeltzer – yes
Dave Kuendig – yes
Victor Plata – yes
John Lines – yes
Vince O'Brien – no
Celeste Callahan – yes

Motion passed

After motion passed Brian Harrington requested that the Bylaw Committee review recommendation from USOC representatives regarding removal of CEO and President as ex-officio members of all committees. The recommendation is to allow CEO and President to be guests as opposed to members.

Status of the President and Executive Director on Committees

Steve Sexton moved, seconded by John Lines to approve a resolution tabled from 10/3/2011 Board of Directors conference call that removes the CEO and President as ex-officio members of all committees.

After discussion Brian Harrington moved, seconded by John Lines to table discussion for another time.

Motion passed unanimously to table

Recessed 10:15 am

Reconvened 10:30 am

Nominating and Governance Committee

Eric Averill discussed the Code of Ethics and Composition. The Board requested more time to review.

Action item: Bob Wendling will place on the December 5, 2011 Board call and send out the Code of Ethics and Composition documents.

Age Group Committee (AGC) and National Coaching Committee (NCC)

Kevin Smeltzer, Board Liaison to AGC and NCC reported on the Age up rule (Appendix C). He also reviewed the minutes for the AGC (Appendix D) and NCC (Appendix E).

Board discussed the NCC minutes and coaching certification and costs.

Bob Wendling asked the Board to review Age up Rule document. Board discussed various elements of the rule.

Action item: Bob Wendling requested that the AGC put the white paper into resolution form for discussion on the December call.

Athlete Advisory Council (AAC)

Victor Plata reported (Appendix F).

International Relations (IR) Committee

Melissa Merson reported (Appendix G).

Hall of Fame Committee

John Lines reported on recent activities and stated that the committee is picking a slate of candidates.

Championship Events Taskforce

Steve Sexton presented. PowerPoint is attached to the original of these minutes (**Attachment #2**).

Melissa Merson requested that staff not enter into a contract.

Steve Sexton moved, seconded by Dave Kuendig to go into executive session to have a discussion on events.

Due to time constraints Bob Wendling denied the request and suggested the board have the discussion the morning (11/7/11).

Melissa Merson moved, seconded by Brian Harrington to table discussions until another time.

Record of Votes:

Eric Averill – yes
Steve Sexton – no
Candy Cheatham –yes
Brian Harrington –yes
Kevin Smeltzer – no
Dave Kuendig – yes
Victor Plata – yes
John Lines – yes
Vince O'Brien – yes
Celeste Callahan – yes

Motion passed to table discussion

Women's Committee

Candy Cheatham reported on the status of the committee and stated that they need more women to serve.

2011 Regional Update and Budget

Pam Zawada presented. Presentation is attached to the original of these minutes (**Attachment #3**).

The Board asked about region accomplishments, additional region funding and the RADC budget.

Note: Pam Zawada stated she would follow up and send the Board the region goals, accomplishments and summary. Board received the documents via email on 11/7/11.

Office Update

Rob Urbach, CEO, provided an overview of each business unit.

Recessed 12:30 pm

Reconvened 2:00 pm

Office Update (continued)

Rob Urbach, CEO, continued overview on business units and discussed youth programming and San Diego WCS event.

Celeste Callahan moved to adjourn, seconded by Candy Cheatham.

Meeting adjourned for the day at 5:08 pm Pacific

Reconvened Monday, November 7, 2011 at 8:00 am Pacific

Committee Demographics

Rob Urbach discussed the current ratio of all USA Triathlon committees. Board agreed that more female representation is needed.

Bob Wendling stated that before committees are populated and ratified in the first in-person 2012 Board meeting the committee chairs and board liaisons will be asked to evaluate their respective committees and submit a roster prior to January 2012.

Action item: Bob Wendling will send out a communication to the committee chairs regarding increasing female representation for 2012.

Youth Fee Discussion

Board discussed the youth fee increase that will go into effect next year. Procedures and processes were discussed as well as the need to be aware of old resolutions that may have been passed regarding procedures.

Resolution to Increase Female BOD Members

Celeste Callahan presented the resolution (**Appendix H**).

For purposes of discussion Victor Plata moved, seconded by John Lines.

Board discussed resolution and other methods for increasing female participation. John Lines stated that one solution could be to add another independent director. Brian Harrington stated that if we add another independent it would require adding another athlete director in order to maintain the 25% requirement.

Dave Kuendig offered a friendly amendment to adopt John Lines suggestion to create an independent female director position.

Victor Plata accepted the friendly amendment but stated that it still will require adding an athlete director, thus, will add two new board members.

Steve Sexton offered a friendly amendment to change the resolution to read "Independent Female Director [period]."

Victor Plata and John Lines accepted Steve's Friendly amendment. Bob Wendling reiterated that this is voting to put to the membership for a 30day posting.

After further discussion Melissa Merson moved, seconded by Eric Averill to table resolution.

Record of Votes:

Eric Averill – yes
Steve Sexton – no
Candy Cheatham –yes
Brian Harrington –yes
Kevin Smeltzer – yes
Dave Kuendig – no
Victor Plata – no
John Lines – no
Vince O’Brien – yes
Celeste Callahan – yes
Chuck Baker – no

Motion passed to table

Status of the President and Executive Director on Committees

Bob Wendling reintroduced the resolution to remove the ex-officio committee status from President and CEO (**Appendix I**).

Brian Harrington moved, seconded by John Lines to post for 30 days on the USA Triathlon website.

Record of Votes:

Eric Averill – yes
Steve Sexton – absent at the time of the vote
Candy Cheatham –yes
Brian Harrington –yes
Kevin Smeltzer – yes
Dave Kuendig – yes
Victor Plata – yes
John Lines – yes
Vince O’Brien – yes
Celeste Callahan – yes
Chuck Baker – yes

Motion passed

Industry Taskforce Update

Melissa Merson stated that the taskforce was created to help promote business within our sport. Other members include; John Lines and Vince O’Brien. The Industry Taskforce recently had a call and discussed taskforce charter and goals. Melissa stated they are recommending to continue the taskforce to accomplish multiple goals including hosting an industry event at a race in 2012.

Recessed 10:30 am

Reconvened 10:45 am

2012 Budget

Board reviewed the budget and discussed various elements and possible amendments.

Action item: Rob Urbach will send out a schedule of how the funds for officials are to be spent.

Action item: Rob Urbach will look into list of all funded athletes who have points.

Action item: Rob Urbach will send Pam Zawada a RADC payment schedule.

Action item: Rob Urbach will send the Board a breakdown of costs on employee benefits.

Brian Harrington moved, seconded by Dave Kuendig to accept the 2012 budget as presented.

Steve Sexton proposed amendments to the budget.

After board discussion Victor Plata moved, seconded by John Lines to postpone vote of the 2012 budget until after Executive Session.

2011 Board Goals

Eric Averill gave a review of the 2011 Board goals. Bob Wendling stated that new goals will need to be formed in January.

Action item: Bob Wendling asked the Board to consider options for 2012 goals and be prepared to bring that to the table in January 2012.

2012 Meeting Plans

Board discussed 2012 meeting schedule. Due to several conflicts the Board will need to revisit the schedule for January. The Board talked about a meeting in Burlington, VT in August 2012 (dates TBD); San Diego in the Spring (dates TBD); and fall budget meeting in Dallas, TX (dates TBD).

Annual Membership Meeting

Kevin Smeltzer moved, John Lines seconded to hold the Annual Members hip Meeting in August at the 2012 Age Group National Championships in Burlington , VT.

Motion passed unanimously

Outgoing Board Members Recognized

The Board recognized Celeste Callahan, Candy Cheatham and Eric Averill for their years of service on the Board.

Board called executive session at 1:00 pm (Pacific).

After executive session adjourned the Board noted to the General Secretary that the 2012 Budget passed by Board vote.

Board of Directors meeting adjourned at 2:00 pm (Pacific)

For a copy of an attachment, please contact Sharon Carns at (sharon.carns@usatriathlon.org).

Attachments

November 6, 2011 – November 7, 2011 – USA Triathlon Board of Directors Meeting – Tucson, AZ

Attachment #1 Page 2 – Treasurer’s Report Presentation

Attachment #2 Page 5 – Championship Events Taskforce Presentation

Attachment #3 Page 5 – Region Budget Presentation

Appendix A

Elimination of the Executive Committee

The Article establishing the Executive Committee can be eliminated, and all references changed to place previous responsibilities on the Board of Directors with no negative impact to USA Triathlon. USA Triathlon's Executive Committee allowed for faster deliberation and action when phone and mail were the only means of communication. Modern means of communications allow for all Board members to participate in discussion and vote on all issues important enough for Board consideration. The Articles in this section shall be amended to remove references to the Executive Committee and shall *read as follows*: (highlighted sections must be approved by membership vote).

ARTICLE VII

Section 6

(a) (4) The time, date, and place of each regular meeting shall be set by the Board. The time, date, and place of said meeting and shall be provided with at least 30 days written notice to each member of the Board.

ARTICLE VIII

Section 3

(a) The President shall be the chief officer of USA Triathlon and shall preside at all meetings of the members and the Board of Directors.

(c) The Secretary-General shall supervise the taking, making and distribution of the minutes of the meeting of the members and the Board of Directors' meetings and shall provide the minutes to all members of the Board of Directors and to the National Office within fourteen (14) days of the meeting date for meetings of the members and of the Board of Directors. The Secretary-General shall keep the seal and records of USA Triathlon, attest documents and shall discharge such other duties as may be assigned by the President or by vote of the Board of Directors.

ARTICLE IX

No longer applicable, deleted in full

ARTICLE X

Section 3

The Executive Director shall be entitled to attend meetings of the Board of Directors, except when the Board is deliberating some matter relating to his/her tenure, or at such other times as may be determined by the Board of Directors.

Section 5

The Executive Director shall be employed by majority vote of the Board of Directors. The Executive Director may be removed at any time with or without cause by majority vote of the Board of Directors, without prejudice to any contract rights.

Section 7

At least sixty (60) days prior to the termination of any contract of employment with the Executive Director, the Compensation Committee shall conduct an objective evaluation of the Executive Director's performance, salary and benefits. The Compensation Committee shall take necessary steps to solicit information regarding information, opinions and facts regarding the Executive Director's performance during the term of his employment contract *[remaining section stays the same]*

ARTICLE XI

Section 2

(c) The Finance and Audit Committee shall consist of three (3) members, one of whom shall be the Treasurer of USA Triathlon, one of whom shall be an elite athlete as defined in Article VI, Section 2, and the other(s) of whom shall be selected from the members of the Board of Directors.

Appendix B

Non-Consensus USAT Bylaw Amendment Proposals

Elite Athlete Representation on Committees			
Current Language	Rule	Alternate Language	AAC and Para Tri Committee Recommendation
<p>Article XI* Committees</p> <p>Section 2(a). With the exception of the Nominating and Governance Committee, the Finance and Audit Committee, the Compensation Committee, and the Athletes' Advisory Council, the number of members on all committees shall be determined by the Board of Directors. Members of the Standing Committees, other than the Committees specified in Section 1 above, may be appointed either by the Board of Directors or the Executive Director and need not be members of the Board of Directors. The President shall have the power to appoint one of the members of each committee as the chair.</p>	<p style="text-align: center;">USOC Bylaws Section 8.8.3 Representation on Other Committees. Athlete representatives shall also equal at least 20 percent of those NGB committees that are not Designated Committees</p>	<p>No added language. This topic is adequately addressed in paragraph (f) below.</p>	<p>Section 2(a). With the exception of the Nominating and Governance Committee, the Finance and Audit Committee, the Compensation Committee, and the Athletes' Advisory Council, the number of members on all committees shall be determined by the Board of Directors. Members of the Standing Committees, other than the Committees specified in Section 1 above, may be appointed either by the Board of Directors or the Executive Director and need not be members of the Board of Directors. The President shall have the power to appoint one of the members of each committee as the chair. <u>All committees shall meet the USOC requirements for athlete representatives, who shall be approved by the AAC.</u></p>

Current Language	Rule	Alternate Language from Non-Consensus document	Alternative Language 3 Defines Elite Pool	AAC and ParaTri Committee Recommendation
<p>Article XI Committees</p> <p>Section 1. The Board of Directors shall have the power to establish and abolish such additional Standing or Special Committees as the Board deems appropriate from time to time, to prescribe the duties and objectives of such committees, and to appoint representatives to such committees, which representatives need not be members of USA Triathlon.</p>	<p>The Board of Directors shall have the power to establish and abolish such additional Standing or Special Committees as the Board deems appropriate from time to time, to prescribe the duties and objectives of such committees, and to appoint representatives to such committees, which representatives need not be members of USA Triathlon.</p> <p><u>Members of the AAC shall be elected by rules recommended by vote of athletes who meet the qualifications to serve on governing boards as defined by the US Olympic Committee (USOC) and those who currently hold an elite license and approved by the Board of Directors</u></p>	<p>The Board of Directors shall have the power to establish and abolish such additional Standing or Special Committees as the Board deems appropriate from time to time, to prescribe the duties and objectives of such committees, and to appoint representatives to such committees, which representatives need not be members of USA Triathlon.</p> <p><u>Members of the AAC shall be elected by rules established the Elite Pool and approved by the Board of Directors.</u></p>	<p>The Board of Directors shall have the power to establish and abolish such additional Standing or Special Committees as the Board deems appropriate from time to time, to prescribe the duties and objectives of such committees, and to appoint representatives to such committees, which representatives need not be members of USA Triathlon.</p> <p><u>Members of the AAC shall be elected by rules established by the AAC and approved by the Board of Directors</u></p>	<p>The Board of Directors shall have the power to establish and abolish such additional Standing or Special Committees as the Board deems appropriate from time to time, to prescribe the duties and objectives of such committees, and to appoint representatives to such committees, which representatives need not be members of USA Triathlon.</p> <p><u>Members of the AAC shall be elected by rules established by the AAC and approved by the Board of Directors</u></p>
<p>Section 2. f. ...All appointments to any such committee, of an athlete actively engaged in amateur athletic competition in the sports of triathlon, shall be made by the Athletes' Advisory Council...</p>	<p>USOC Bylaws</p> <p>Section 8.8.5 Athlete representatives to an NGB's board of directors, executive committee, and other such governing boards as defined in Section 8.8.1 shall be directly elected by athletes who meet the standards set forth in Section 8.8.2. Athlete Representatives to all other NGB committees and task forces shall be selected by the NGB with the approval of the athletes, or a representative group of athletes, who meet the standards set forth in Section 8.8.3.</p>	<p>...All appointments to any such committee, of an athlete actively engaged in amateur athletic competition in the sports of triathlon, shall be approved by the Athletes' Advisory Council...</p>	<p>Language unchanged: ...All appointments to any such committee, of an athlete actively engaged in amateur athletic competition in the sports of triathlon, shall be made by the Athletes' Advisory Council...</p>	<p>Language unchanged: ...All appointments to any such committee, of an athlete actively engaged in amateur athletic competition in the sports of triathlon, shall be made by the Athletes' Advisory Council...</p>

Appendix C

To: The Age Group Commission, USAT

From: Rob Vigorito, USAT Certified RD Level 2, Neuroscientist, (retired), and James Weaver, Certified Financial Planner and parent, members

Topic: The Youth Age-Up Rule, and why it is important to Keep it at "Age as of Race Day"

Members of This Commission:

The following is a text summary of information and comments to support why this commission feels it is very important to the growth and spirit of our Youth to maintain a participatory rule, that allows for age as of Day of race and Not the current ruling, age as of 12/31/11, etc.

We all feel, as a Commission, that the Goal of any successful Youth endeavor, is to teach our "kids" to think and to Play TRI... NOT to look at each child as a potential High Achiever or Performer or Champion.

Our Goal in Triathlon should be to show our Youth, what the Multisport Lifestyle can bring to their lives. It is not about whom they compete against, nor what Natn Championships etc they might compete in. WE have done a poor job to date in growing our wonderful "sport" from the bottom up. It seems all too often that we have been focused on what is good for Today ...at the expense of Tomorrow. As so many studies have shown, there is a significant difference from year to year in our youth, their development, their socialization and abilities, and not just between age brackets... i.e 7-8 or 11-12 or gender.

Supporting Text:

There was a Youth triathlon earlier this year at the Leaning Tower YMCA in Niles, Illinois, and for volunteers at this organization, plenty of smiles were put on our faces as we watched and admired the kids participation in the first Youth triathlon competition at this facility. Many of the kids had smiles too, especially at the races end, but that was not the case always. Some of the kids, especially the smaller ones, were clearly frustrated as they were lapped by the bigger kids, and in some cases, if not for the parents, a few of these kids looked like they would have ended the experience sooner than the finish line; it was the look of frustration for these newcomers to the sport that was bothersome. What was striking was that some of the older looking kids were having an easier time of it all compared to their younger and smaller competitors. Not in all cases, but enough to be noted.

There is some interesting research that provides evidence about the differences in age at early development, and this research makes a very compelling argument for the differences in performance of an athlete. Anyone that has read Malcolm Gladwell's book "The Outliers", will understand the huge difference that age can make in the performance of an athlete, and the same cause of this occurrence also influences other non-athletic aspects of an individual's life. A great example, outlined in Malcolm's book, takes a look at the player roster of the 2007 Medicine Hat Tigers hockey league. If one were to look down at the roster for this team, a very interesting common point emerges. Although

not so obvious to the casual observer, upon a closer inspection does become readily apparent - of the 25 players on this team, 17 of the players were born in January, February, March, or April! To make the observation salient for anyone reading the book (likely most people!), Malcolm does a play by play for the first two goals in the Memorial Cup final, only he substitutes each player's birthday month and day for their name, driving the point home that it was the older kids born in the earlier months of the year that were involved in most of the "finals" action. An interesting read indeed, because it no longer sounds like the championship of the Canadian junior hockey league, but "a strange sporting ritual for teenage boys born under..." three distinct astrological signs. All but the three players involved in this particular play-by-play are born in the first FOUR months of the year; two of those players were born in May, and the latter in December!

It was a Canadian psychologist - Roger Barnsley - that first drew attention to this phenomenon of relative age. The inspiration to pursue the research further came after attending another hockey game and having the above birth month observation pointed out to him by his wife. He went home and conducted research on as many professional hockey teams and players as he could. His statistical search then continued on with every player in the Ontario Junior Hockey League; then the all-star teams of eleven and thirteen-year olds selected for elite traveling squads - still the same story. Then the National Hockey League, and the consistency in his observation was confirmed; in any elite group of hockey players, 40% will have been born between January and March, 30% between April and June, 20% between July and September, and 10% between October and December. The simple explanation for this is that Canada's eligibility cutoff for age-class hockey is January 1. A boy who turns ten on the 2nd could be playing alongside someone who doesn't turn ten until the end of the year - and at that age, in pre-adolescence, a twelve-month gap in age represents a big gap in physical maturity. And it does not stop with the simple notion of age differences. The more mature kids get more time practicing and training, and they also have a greater chance of being picked for teams or to receive specialized coaching, giving them an even greater advantage. For parents there is an awareness of the role that age plays in education too. Children born at the end of the school year are often held back for the same reasoning; maturity - it is very hard for a five-year old born in August to keep up with a five-year old child born many months earlier, say January, March, or April! This age-gap phenomenon is also found in American baseball that practices age cut-offs.

Malcolm does acknowledge the role that DNA plays in anyone's basic level of talent and the ability to rise to the top competitively, but that is not the point. In most of the cases discussed, a child born earlier in the year had a distinct advantage in physical maturity over a child born later in the year. The advantages for these kids will not only affect their ability to compete, and handle the competition, but will also affect their psychological outlook, as a more mature, guided, and accomplished athlete will also have the higher level of confidence and attitude that goes hand-in-hand. The case for experiencing both fun (an enjoyable experience for a young person) and competition (for those kids who really like to nail it to the wall) is made by the research conclusions presented here if the information is looked at closely. By respecting the birth month and other conclusions reached in "The Outliers" and various educational research publications, it is apparent that a more confident athlete will also have more fun. We have a chance to make a real difference in the lives of kids that are already involved in the sport of triathlon, as-well-as those who are considering involvement by changing the "age-up" rule with this research in mind. For the less mature kids, and those who are just being introduced to the sport, having to compete with more mature kids could be frustrating, less fun, and act as an inhibitor to further involvement. Although not a fan of coddling kids by any means, when information like this is

presented that provides insight that enables us to help athlete's be their best, and in our case, allow us to do our "job" at a higher and more sophisticated level relative to our goal of growing the sport, it seems myopic to not consider all this pertinent information.

Having met many members of the board, and impressed by their success and commitment to the sport, it seems less a lack of willingness or interest to consider modifying the age-up rules for youth, and more a misunderstanding of birth month youth development issues. With the information at hand, this is a great time to "reopen the books" on this subject, begin to understand the effects on youth, and to determine if rule changes might better serve the young athlete. This will also keep us true to our mission of advancing the sport of triathlon. By thoroughly considering the evidence presented here that digs deeper on the subject of youth maturity, and providing all of us with an empirical level of understanding, we have a chance to customize the sport for the youth participants special needs. Although it was a disappointment not to have our original vote (AGC) considered before a decision was rendered, with the information presented here we have a chance to make use of the "collective wisdom" of the age-group committee and the board working together for the sport, and in the case of the age-up rule, the kids that we serve. We are asking the national board to consider the additional information and resources presented in this report, so that as an organization we are not only making the best decisions for the organization, but for the athletes that keep us in business. By considering all the empirical information and varying points of view, from the grass-roots experience in working directly with the youth athletes and their parents, to the experience from within the USAT organization, we get the best of the best from the minds at work. In James Surowieckin's book, "The Wisdom of the Crowds", he suggests that the collective wisdom of a crowd is greater than even the smartest person in that very crowd. "Who Wants to be a Millionaire" is a great example of this thought: some of the most intelligent people in the room are the contestants, but when they are stumped by a question and turn to the most qualified person they can think of, that person is correct 65% of the time. When instead the contestant turns to the audience for help, they answer correctly 91% of the time!

On the issue of Age-Up for Youth, we have a huge opportunity to take advantage of this "collective wisdom" from those serving the athlete on the ground, to those that do so within our organization, and those that have researched the subject. By reviewing the original age-up decision, we have a chance to determine if true and appropriate changes are needed in order to serve our Youth athletes and the mission of the organization at the highest level possible. The more informed and correct the decisions that we make, the better the chance we have to make this lifestyle/sport fulfilling for the athletes, to continue the growth of the sport, and to position USAT as the dominant name and brand in Triathlon. We , in turn, also help secure USAT's place against current or future organizational competition. With the information presented here, we can now look deeper into a subject that looks much more simple on the surface than it does from below, and we are asking the Board to review and modify this Age Up rule with AGC guidance. We need a larger Playing field and a larger # of Players looking to have Plain Tri-Fun. Once we have achieved this, then we can truly make a real difference in these young lives, and at the very same time, combat, the early health issues of: Diabetes, Heart Disease, and Obesity. Now that would be a real contribution to our Youth and future leaders of the free world.

Thanks, and...

"Celebrate Life"... Every day, As there may be a time when it goes Away.

Appendix D

Minutes of the Age Group Committee Meeting August 17, 2011

I. Members on the Call

Kat Donatello, Chuck Graziano, Chair, Ken Modica, Kevin Smeltzer (board liaison), Steve Sutherland, Rob Vigorito, Jim Weaver and Tim Yount. The meeting was called to order at 7:06 PM

II. Special Call

This call was scheduled at Tim's request so that we can consider changes to the qualification standards for the Age Group National Championship. The committee discussed various options and asked questions concerning the present system:

Kat Donatello asked about the current "audit" process and how it is verified that current entrants into the AGNC actually qualified for the race. Tim responded that this has been a spot check in the past, however, the staff has geared up for 2012 to verify all entrants.

Rob Vigorito expressed that he thought that the sprint distance race should be a totally separate, stand alone event and that people who qualify at a sprint distance race be qualified for the sprint distance national championship. Tim stated that of the total number of sanctioned races, 65% were sprint distance, so many people in the AGNC have qualified at a sprint race.

The committee discussed weighting the regions with qualifying slots based upon the number of registrants at the AGNC over past years, using a rolling average over several years. It was thought that the region closest to the AGNC would have the most number of registrants, however, this is not necessarily the case. Based upon State, the most number of registrants for this year's race in Burlington was NY followed by: MA, CA, FL, CT, NJ, CO, TX, NH and VA.

There was a suggestion that where regional championships fell late in the year, that the Special Qualifiers be used in place of the regional championship. Chuck expressed that he felt that this would diminish the importance of the regional championship and proposed as an alternate that a cutoff date, similar to the way WTC qualifies people for Kona, be established and that any regional championship that fell after the established cutoff date would seat people into the following year's AGNC. Rob Vigorito expressed that it will be critical to know where the AGNC races are going to be in the coming years. Tim mentioned that we should have this information in the future for at least the next 3 AGNC locations.

Chuck asked if it was possible for a model to be run that took all races for 2011 and qualified people based on the size of the race (e.g. races under 400 finishers would have fewer slots than races of 400-800, 800-1200, etc.). Tim said that he believed they could

produce such a model. We could then compare the pool of qualified athletes under the model to the pool that resulted from the current system and we could see the impact of the change. It was requested that the model be run in two formats: one where sprint distance races qualified people for the Oly distance AGNC and one where only Oly races would qualify.

Other questions: Will National Champions automatically be qualified for the next year's AGNC? Consensus was yes. Will Team USA members be automatically qualified? Currently, Team USA members automatically qualify for the AGNC for the next 3 years. Consensus was that this might be eliminated or limited (to one year).

Steve Sutherland asked if AOY's should automatically be qualified and the consensus was yes. He further asked, should AOY's in other sports (e.g. Duathlon) automatically qualify and again the consensus was yes, especially inasmuch as we have invited all AOY's to this year's AGNC and provided complimentary entries as part of their award and as incentive to travel to the event and attend the AOY Celebration and Cruise.

This issue will be further discussed on the September regular AGC Call, when we anticipate the modeling information being available for us to base a recommendation on.

III. Confirm Next Meeting Date/Adjourn

The next conference call of the Age Group Committee will be on September 15th beginning at 7:00 PM Eastern Daylight Time.

The meeting was adjourned at 8:06 PM.

Respectfully submitted,

Chuck Graziano, Chair
USAT Age Group Committee

Appendix E

Minutes (3) of National Coaching Committee Meeting

MINUTES

USAT National Coaching Commission teleconference 12/7/10, begin 8:30 EST, end 9:15 EST

Attending: Graham Wilson, Boris Robinson, Maurice Wills, Jennifer Hutchinson, Linda Cleveland, Nancy McElwain

Agenda

Old Business

1. Coach of the Year nominations

Completed by the NCC, received by Linda, submitted to the USOC. USOC reviews the nominations in January

2. Level 1 Manual

Completed and in use

3. Youth/Junior certification

NCC review nearly complete, Maurice to submit final questions to Angie

4. Coaching Association

After discussion of other models (ASCA, TriUSA, elite triathletes), and noting that creating a separate coaches association is a project of grand scope, Jennifer noted that USAT has stepped up services for coaches. Linda added Scott Schnitzpahn had suggested this project, and further questioned interest in such an entity. Graham stated he had heard no desire for this. Jennifer suggested a survey to coaches to test interest, all agreed.

Action: Nancy to compile 10 survey questions and coordinate with Linda to complete the survey.

New Business

1. Chair Elect for 2011. Graham nominated, all in favor.

Action: Graham elected chair for 2011.

2. Discussion of proposed changes to NCC SOP

Number of members : Jennifer suggested having 6 voting members and having 2 members rotate on/ off every year. Linda questioned whether a procedure is stated in the bylaws. Boris stated the need to stagger positions so the committee does not lose too many members at once. Graham suggested extending one current member's term one year to allow for greater continuity. Jennifer agreed to extend her term 1 year, non-voting. Boris noted that the NCC has operating procedures rather than bylaws, and so can amend its operating procedures. All agreed to have 7 members, 6 voting. Thus 2 members need to be added to the NCC.

Action: Graham will put together requirements to apply for a NCC seat. Linda will publicize the requirements to coaches. The NCC will review the coach submissions and vote to add members.

Other changes to SOP:

- Strike begin a coaches association

- The NCC nominates (rather than appoints) USOC Coach and Development Coach of the Year
- Require quarterly phone conferences and biannual NCC meetings at the Art and Science Symposium
- Annual progress report of NCC activity to be submitted in September of each year to comply with budget procedures

3. Update from Linda

The youth certification is a huge step for coaching education. First youth certification clinic had 65 applicants/42 accepted. USAT will begin online testing at the first of 2011. Coach recertification will be available on line.

Next Meeting: March 8 at 8:30 EST

Minutes prepared by Nancy McElwain (Nancy.mcelwain@gmail.com)

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MINUTES

USAT National Coaching Commission teleconference 3/15/10, begin 8:30 EST, end 9:15 EST
 Attending: Graham Wilson, Boris Robinson, Maurice Wills, Jennifer Hutchinson, Linda Cleveland, Nancy McElwain

Agenda

Old Business

- 1) Requirements for new NCC member submissions. Issue: Whether NCC members should be elected by USAT coaches. Discussion: Whether this would select the best marketers or those most qualified for the positions. Selection process discussed for NCC review of candidates based on set criteria before putting it to a vote by coaches. Level 2 or 3 experience required. Action: Jennifer will compile the requirements and submit them for board review and discussion.
- 2) Coaching Association Survey – Survey prepared, submitted and approved by Linda. Survey sent to members during this meeting. Action – After group review, discussion, and approval, Nancy to work with Linda to publish the survey.

New Business/ News

- 1) A liason to the National Board of Directors was recently elected.
- 2) Update from Linda
 - Art and Science will be October28-29, 2012 in Orlando, Florida. Linda agreed that it is appropriate for the NCC to have input on symposium content.
 - Triathlon University news – Recertification of coaches went on line on March 1. There will be no more paper files for coaches.
 - The Level 2 Manual is being revised to be in line with the clinic talks. Articles are due July 31 and the goal is to complete the manual in a year.

The revised Level 1 manual has been well received.

Some further revision of the Youth/Junior test questions is ongoing.

- 3) Discussion regarding the important NCC objective of improving coaching education vis a vis the relatively low awareness of the NCC and what it does. Action - Put an article in the Performance Coaching Newsletter to show who we are, what we have done and helped with, and to call for nominations for new members.

Next Meeting: June 7 at 8:30 EST

Minutes prepared by Nancy McElwain (Nancy.mcelwain@gmail.com)

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MINUTES

USAT National Coaching Commission teleconference 6/7/11, begin 8:30 EST, end 9:30 EST

Attending: Graham Wilson, Boris Robinson, Maurice Wills, Jennifer Hutchinson, Linda Cleveland, Kevin Smeltzer, Nancy McElwain

Agenda

Old Business

- 4) NCC new member submission request – Linda told us that the article introducing NCC members and requesting submissions for new members was to go out week of 6/7. Linda will gather responses and Jennifer will schedule a separate NCC call to discuss the submissions received.
- 5) Coaching Association Survey – Linda put the survey together and sent it to members for review.

New Business/ News

- 1) Community Triathlon Program – This is Angie Murphy’s project to be completed in December 2011. The program is targeted to help beginners and to develop programs in the community, (eg., at YMCAs). The program is low cost, less in depth than level 1, and consists of a manual, 10 webinars, and an on-line exam. Participants receive a certificate of completion. NCC discussion was regarding what USAT is trying to accomplish with this program (“revamped community leader program”) and how the leaders will be distinguished from coaches. Linda noted that the word coach is not included in the material and Kevin noted that this program is geared for education of 5-9 year olds and is not performance minded.
- 2) Symposium 2012
Art and Science will be October 28-29, 2012 in Orlando, Florida. Kevin noted that USAT is trying to be cost effective to incent more participation in these tough economic times.
- 3) Level 1 will be going to a 2 day format. USAT is developing youth webinars.
- 4) More volunteers are needed at youth/junior nationals

- 5) National Board of Directors liaison – Kevin Smeltzer spoke. His priority is to increase communication between the national board and committees. His email is Kevin.smeltzer@usatriathlon.org He wants to hear from us.
- 6) Partnership with UC Colorado at Colorado Springs is a significant announcement offering college scholarships for triathlon.

Next Meeting: Sept 6 at 8:30 EST

Minutes prepared by Nancy McElwain (Nancy.mcelwain@gmail.com)

Appendix F

AAC Meeting Minutes October 25, 2011

In attendance: Barrett Brandon, Gwen Jorgensen, Dave Kuendig, Victor Plata, Steve Sexton, Jarrod Shoemaker, Amanda Stevens

1. The AAC votes unanimously to recommend adoption of bylaw amendment proposals to comply with the USOC athlete representation rule. (Non-consensus documents).
2. Tabled discussion of policy for paying out professional athlete prize money in a timely manner.
3. Denied elite license exemption for petitioner.
4. AAC unanimously recommends that the board propose an ITU minimum performance standard in order to ensure safety of all athletes
5. With regard to the use of discretion in team selection for WC and WCS competitions, it is the recommendation of the AAC that:
 - a. All athletes intending to race at an event at which a discretionary nomination will be used in support of team tactics should be notified immediately of HP staff's intent to use a discretionary nomination in support of team tactics. They should be further informed of the intended team strategy.
 - b. In recognition that the costs and benefits of the use of discretion, HP staff should support any discretionary nomination in support of team goals with a proposed strategy that is specific to the discretionary nominee, the athletes who would be aided by the strategy, the timing and location of the event, and course-specific attributes. HP staff should further articulate why the discretionary nominee is essential to the team strategy such that neither could another discretionary nominee nor the "affected" athlete accomplish the team strategy.

Submitted by:
Steve Sexton

Appendix G



USA Triathlon International Relations Committee Report November 6, 2011

The International Relations Committee is pleased to report to the USAT Board of Directors that the delegation sent to the Pan American Triathlon Federation Congress in Puerto Vallarta in October achieved great success in our representation activities for the United States and USAT.

USAT Triathlon President Bob Wendling was elected treasurer of PATCO on a slate that included Mario Rodriguez of Guatemala as president, Jaime Cadaval of Mexico as Secretary General, Stephen Holmes of Canada as Vice President, and Bob as treasurer. USAT and ITU board member Melissa Merson was appointed to the PATCO Executive Board by newly installed President Rodriguez at the new board's first meeting after the Congress. Merson also was appointed to the PATCO Credentials Committee, as a scrutineer for the election, and to the PATCO Women's Committee. The U.S. delegation also included USAT Executive Director Rob Urbach.

PATCO's Executive Board will be undertaking a strategic planning initiative next year for the following 4 year Olympic quadrennial and will meet over the winter to begin that process.

During the PATCO Congress, the delegates agreed to postpone action on a new PATCO Congress until there is sufficient opportunity to modify proposed changes to bring them in line with the newly approved ITU Constitution adopted in September. It is anticipated that a new version should be presented to the membership next year.

Numerous successful meetings took place during the Congress period with individuals from various PATCO countries. ITU President Marisol Casado and ITU Secretary General Loreen Barnett were present at the meetings.

ITU Long Course World Championships – Henderson, NE -- In other activity since the last board report, USA Triathlon this weekend concluded a very successful organization of the ITU World Long Course Triathlon Championships in Henderson, Nevada. The event was very well run with no challenges or significant problems, despite the required swim cancellation due to unseasonably cold weather conditions.

USAT board members offered to assist with paratriathlon handling, officiating, and other duties. IR Committee member Joyce Donaldson served as one of the top ranking officials at the event. There were approximately 20 officials from around the world who traveled to Henderson from as far away as New Zealand and Australia to assist with the race. USAT President Bob Wendling and I participated in the elite athlete medal ceremonies, presenting medals and flowers to the top finishers. President Wendling, USAT Board members Dave Kuendig, and Steve Sexton and I also participated in the age

group awards ceremony by presenting medals to all of the age group athletes. The local organizing committee (LOC) presented the ITU flag to the ITU who in turn presented to flag to the LOC in Spain that will be hosting next year's long course world championship.

San Diego WCS May 2012 - Planning is underway for events at the San Diego race in May. As it is the 30th anniversary of USA Triathlon and there will be an international field present in San Diego, the committee has been talking about what additional social and cultural activities can be planned around the event.

Thanks to the support of the US Olympic Committee, USAT will be hosting an ITU Executive Board meeting in San Diego. This is a unique opportunity for USA Triathlon and other businesses and organizations related to our sport to showcase their work, products, and initiatives to an international audience. One example of such an opportunity is an open invitation we have received from the Challenged Athletes Foundation to host a reception or similar event for ITU's board and USAT's board if we are there at CAF's new training facility in San Diego. More details on these possible events will be presented to the board as they are available.

WADA Athlete Candidate – In early October, ITU received a request from the World Triathlon Corporation seeking support for the nomination of Michellie Jones as an athlete representative to WADA. President Casado asked Merson to consult with WTC regarding this appointment and Michellie's representation. After discussions with WTC's Steve Meckfessel and Paula Newby-Fraser, Merson, Casado, and Barnett met in Puerta Vallarta where ITU's leaders agreed to support Jones for the WADA position as an outstanding representative of the triathlon family. President Casado wrote to WADA in support of the nomination.

Also, Casado has invited WTC CEO Andy Messick to Spain this fall to begin direct talks on rules harmonization, an initiative launched by this committee nearly four years ago. Casado is interested in harmonizing results management around the world so event organizers and athletes experience identical processes wherever they race. Immediately after Messick's visit, it is expected that an ITU-USAT-WTC task force will begin work on this project.

Other upcoming events related to our international relations efforts include the IOC's International Women's Conference in Los Angeles next February. ITU President Casado has been invited to speak at the conference. SportAccord will be held in our hemisphere in next Spring, in Canada, and senior ITU and Olympic leadership will be participating in events there as well.

Long-range Outlook: Next year ends the four year Olympic quadrennial. Therefore, following the Olympics in London next summer, the ITU Congress in Auckland will include elections to the ITU Executive Board and ITU Committees. At present, the U.S. has one eboard member and members elected to the Technical Officials, Constitution, Age Group, Women's, Multisport, and Coaches Committees/Commission.

The new ITU Constitution has reduced significantly the number of positions on the executive board, as well as eliminated the treasurer and one vice president positions. This quad has delivered unprecedented participation of USA Triathlon in the decision making processes of our IF. The committee will be reviewing the current positions and making recommendations to the board next

summer for a slate of nominees to be presented in Auckland and for strategic planning for success at the Auckland elections.

The committee will hold its annual in-person meeting in conjunction with the January USAT board meeting.

Respectfully submitted,
Melissa Merson
Chair

Appendix H

Resolution for Board Action

November 6 , 2011

Subject: The purpose of this resolution is to increase female members on the USAT Board of Directors. This resolution will present for membership vote a proposal to amend the USA Triathlon Bylaws to 1) grant full board membership for the ex-officio ITU Board Member; and 2) designate an additional athlete board member position for a female athlete.

Background:

Over 37% of USAT members are female. However, USAT will have no female board members in 2012. With the loss of voting females on the board, USAT will lose a valuable perspective of multisport at the policy-making level – the unique experiences and backgrounds of its female membership.

Currently, there is one ex officio non-voting female board member by virtue of her position on the ITU Board of Directors. Granting full board membership to the ex officio position will add a female board member to USAT.

Adding a voting member will require the addition of an Athlete Director. Designating the new Athlete Director position for a female will add a permanent female member to the Board.

Financial Impact: The cost of the special election, and reasonable travel expenses to accommodate additional Board members to Board meetings.

Relevant & Affected By-Laws and Procedures:

Ted Stevens Olympic and Amateur Sports Act

§220522. Eligibility requirements

(a) GENERAL.—An amateur sports organization is eligible to be recognized, or to continue to be recognized, as a national governing body only if it— (9) is governed by a board of directors or other governing board whose members are selected without regard to race, color, religion, national origin, or sex, except that, in sports where there are separate male and female programs, it provides for reasonable representation of both males and females on the board of directors or other governing board

IOC Olympic Charter Section 29

Composition of the NOCs

1. Whatever their composition, NOCs must include:

1.1 all IOC members in their country, if any. Such members have the right to vote in the general assemblies of the NOC. In addition, the IOC members in the country referred to in Rule 16.1.1.1 are ex officio members of the NOC executive body, within which they have the right to vote.

ITU Constitution

6.5(g) Directors shall be ex-officio members of the Executive Body of their NF. They may also take part in the General Assembly, Congress, or Annual General Meeting of their NF;

USAT Bylaws Article VII Section 4

Section 4. The Board of Directors shall have twelve (12) members who shall be selected without regard to race, color, religion, national origin, sex or physical disability. Three directors shall be Athlete Directors (see Article VII, Section 4(b) below)

(1) In the event these Bylaws are subsequently amended to alter the number of members of federation's Board of Directors, the number of Athlete Directors shall always be equal to or greater than twenty-five percent (25%) of the total number of members of the Board.

(b) Athlete Directors. Three (3) directors shall be Athlete Directors, who shall meet the qualifications to serve on governing boards as defined by the US Olympic Committee (USOC). Athletes eligible to run for the position are eligible to vote for the position.

(d) Ex-Officio members of the Board of Directors. USA Triathlon Member elected to the ITU Board of Directors. Any USA Triathlon member who has been elected to the Board of Directors of the International Triathlon Union (ITU) shall be an ex-officio member of USA Triathlon's Board of Directors by virtue of, and for the same term as, his or her ITU Board membership. He or she shall be allowed to attend Board meetings as requested by the Board, and may speak on matters as requested by the Board. He or she shall not have a vote on any matter. The position shall not factor into quorum requirements, nor into compliance with the minimum Athlete Director requirement of Article VII Section 4 (b) (1).

Whereas, The Sports Act requires reasonable representation of both genders on the Board of Directors.

Whereas, females make up 37% of USA Triathlon's membership, yet none of the Board of Directors in 2012.

Whereas, female members provide a valuable perspective of multisport – the unique experiences and backgrounds of USAT's female membership, and should be represented on the Board of Directors.

Whereas, The IOC Charter requires full rights to its board members on the boards of member organizations, and the ITU Constitution requires that ITU board members be ex officio members of their NF's executive body.

Whereas, Granting full rights to the ITU board member will improve relations with the ITU.

Now therefore let it be resolved that a special election be called at the earliest possible opportunity to place for vote by the USAT membership the following Bylaw amendment proposals:

Proposal #1 – Granting full USAT Board membership to any USAT member that is an ITU Board member and a citizen of the USA:

Article VII Section 4(d) shall be changed to the following:

(d) Ex-Officio members of the Board of Directors. USA Triathlon Member elected to the ITU Board of Directors. Any USA Triathlon member who has been elected to the Board of Directors of the International Triathlon Union (ITU) shall be an ex-officio member of USA Triathlon's Board of Directors by virtue of, and for the same term as, his or her ITU Board membership.

Proposal #2 – Designating an additional Athlete Director seat as female:

Article VII Section 4 shall be changed to the following:

*The Board of Directors shall have **thirteen (13)** members who shall be selected without regard to race, color, religion, national origin, sex (**except as provided below**) or physical disability. **Four** directors shall be Athlete Directors (see Article VII, Section 4(b) below)*

*(b) Athlete Directors. **Four (4)** directors shall be Athlete Directors (**at least one female**), who shall meet the qualifications to serve on governing boards as defined by the US Olympic Committee (USOC). ~~Athletes eligible to run for the position are eligible to vote for the position.~~*

Submitted by:

Appendix I

Resolution for Board Action

October 3, 2011

Subject: The purpose of this resolution is to post for 30-day membership review an amendment to the USAT Bylaws that would eliminate the ex officio status of the President and Executive Director on all committees.

Background: The President and Executive Director (CEO) of USAT are included in the USAT Bylaws as ex officio non-voting members of all committees. In addition they currently are also voting members of those committees to which they are specifically named, such as the Ethics Committee (President and CEO), Compensation Committee (President), and Nominating and Governance Committee (CEO).

Section 8.8.1 and 8.8.3 of the USOC Bylaws require that athlete representatives equal at least 20 percent of all NGB committees. Currently many USAT committees do not have at least 20 percent athlete representation. One option to help comply with the 20% rule is to eliminate the ex officio status of the President and CEO.

Where a committee specifically requires the knowledge or expertise of the President or CEO, they can be named to the committee as voting members, or invited to give testimony to the committee.

Financial Impact: None.

Relevant & Affected By-Laws and Procedures:

Bylaws

Article VIII Section 3

(a) ...He/she shall be an ex officio, non-voting member of all standing and other Committees.

Article IX Section 2

The Executive Director shall be an ex-officio member of the Executive Committee.

Article X Section 3

The Executive Director shall be a non-voting member of the Executive Committee and all standing and special committees.

Whereas, eliminating the ex officio status of the President and CEO will help comply with the USOC “at least 20%” rule.

Whereas, the President and/or CEO can be appointed as voting members to committees that require their knowledge or expertise, or can be invited to give testimony to such committees.

Now therefore let it be resolved that a proposed amendment to the USAT bylaws shall be posted for 30 days that eliminates the references to the President and Executive Director (CEO) as ex officio members of all committees in Article VII Section 3(a), Article IX Section 2, and Article X Section 3.

Submitted by:
Victor Plata and Bob Wendling