

Minutes
USA Triathlon Board of Directors
Zoom Board Call
November 4, 2020

McCook called the meeting to order at 6:01 PM MST

Board Members Present (via zoom):

Ben Collins
Chuck Graziano
Gabriela Gallego
Henry Brandon
Jacqueline McCook
Joel Rosinbum
Keri Serota
Kevin Haas
Monica Paul
Susan Haag
Tekemia Dorsey

Ex-officio:

Barry Siff

Board Members Not Present:

Allysa Seely

USAT Staff in Attendance:

Rocky Harris – CEO
Victoria Brumfield – Chief of Staff
Sandra Cook – Executive Assistant & Governance Assistant Manager
Nellie Viner – Senior Counsel
Katie Willemarck – Controller

Other:

Dave Patterson, USOPC Associate Director, NGB Governance

Presidents Opening Remarks:

- Objective is to discuss Bylaws and necessary amendments needed to comply with the Empowering Olympic, Paralympic and Amateur Athletes Act, USOPC guidelines regarding board composition (33.3% athlete representation) and other USOPC audited governance requirements and best practice recommendations

Dave Patterson:

- Overview of Board role, responsibilities, composition and best practices

Discussion:

- Board Member Composition and Roles – General Directors, Independent Directors, Elite Athletes
- USOPC recommendations and working group recommendations

Decisions:

Motion #1: to approve working group's recommendation for board composition 1/3 Independent, 1/3 Athlete, 1/3 General (motion made by Keri Serota, 2nd by Kevin Haas)

Yea: 9

Nay: 1

Abstain: 1

Note: More concrete definition of Independent director to be identified

Motion #2: to adopt the recommendations of the working group for the election process with national representation of general directors (motion by Joel Rosinbum, 2nd by Henry Brandon)

Yea: 11 (unanimous)

Note: Voting process to be clarified

Meeting adjourned at 8:30 PM MST