

USA Triathlon Board of Director's Meeting  
Thursday – Friday July 28-29, 2005  
USOC  
Colorado Springs, CO

Present:

Board of Directors:

Celeste Callahan, Secretary  
Brad Davison, President  
Jim Donaldson,  
Rob Kasper, Vice President  
Fred Phillips  
Mike Plumb  
Tom Reilly  
Mike Smedley, Pro/Elite  
Joe Umphenour, Pro/Elite

Absent:

Gina Kehr  
Chuck Graziano

Staff:

Yvonne Ailport, Account and Office Manager  
Katie Baker, National Teams Program Coordinator  
Libby Burrell, National Teams Program Director  
Sharon Carns, Executive Assistant  
Linda Cleveland, Coaching Education Manager  
Jeff Dyrek, Owned Events Director  
BJ Hoepfner-Evans, Communications and Media Relations Manager  
Skip Gilbert, Executive Director  
Danielle Hamer, Membership Assistant  
Alan Ley, Coaching Education Manager  
Kathy Matejka, Event Services Director  
Greg Murnock, IT Manager  
Jennifer O'Day, Membership Manager  
Kelley Paulus, Marketing Manager  
Troy Stiles, Team USA/Duathlon Coordinator  
Elizabeth Tucker, Event Sanctioning Coordinator  
Georgia Vanos, Intern  
Shannon Votruba, Regional and Clubs Coordinator  
Terri Walters, Event Sanctioning Coordinator  
Bill Wengert, Financial Administration Director

Committee Chairs:

Lee Zohlman, Chairman, Age Group Commission  
Ovetta Sampson, Regional President, Regional Committee

Guests:

Chris Vadala, USOC  
Tammy Forster, USOC

Lynn Wentland, USOC  
Jill Chalmers, Holme, Roberts & Owen  
Eric Kennedy, Holme, Roberts & Owen

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

Presiding: Brad Davison

Call to Order – Brad Davison 9:00 am

Self-Introductions of all Board Members and Staff

Approval of Minutes:

Motion was made by Rob Kasper, seconded by Celeste Callahan to approve the minutes of the March 2005 meeting.

**Minutes approved unanimously**

### **President's Opening Remarks**

We are moving in to exciting times to be able to make a tremendous impact on the sport of triathlon. We have experienced some difficult times as an organization but have made it through and have emerged a better organization, one that is reborn with the attitude that we need to change the sport for the good. We need to move on with proper governance.

USAT has a wonderful Executive Director with the leadership we need. With the complete change over in the Board I am sure that all members are committed to looking at the vision and looking at the direction we need to go to further the sport and will work to see our visions and dreams come true as we move forward with this new Board.

Furthermore, with a new Board comes new expectations, therefore, a new communication policy will be implemented to start meeting monthly on a teleconference call to discuss issues. I will be submitting a report to the Board so that we can always stay in constant communication. This policy will allow us to be timely on the staff's requests so we do not have delays. What we do in our meetings greatly impacts the ability for the staff to do their job. I am very excited and this Board is ready to take on the leadership challenges of the future.

### **Executive Director's Opening Remarks:**

I echo Brad's comments; this is a new day and a new start for our organization. I have been on board for about four months and I want to thank the Board for the opportunity to serve as Executive Director. We are not so much turning in a new direction but we are at a defining moment in our organization.

The staff spent a full day about a week ago at a think tank session generating ideas. It was exciting to watch all of the business units come together to evaluate what is best for the organization, for the sport, for the athletes. I had three specific points that I made to everybody last week; first, the priority that we have to look at is relevancy, how is this organization going to be relevant to our constituents or our members, athletes, race

directors, media, sponsors to all the people that embrace the sport. The second element is growth. Sure we all want to grow we want to grow every element, but it has to be strategic growth. The third is the staff and I can look at every Board member and state that we have a great staff they are dedicated, passionate, very professional in how they approach their jobs.

We are a business not just a sport but as you will see our plans and goals, we are a business. I have asked each of the business units to present three elements; what are you most proud of, what your hurdles are, and what is the vision of where you see your unit going. Hopefully, you the Board will see how we have painted a vision that will take our sport to a new level.

### **Business Unit Directors' Presentations**

Libby Burrell presented. The complete presentation handout is attached to the original of these minutes.

Jeff Dyrek presented. The complete presentation handout is attached to the original of these minutes.

Recess: 11:00 am  
Reconvene: 11:15 am

Kathy Matejka presented. The complete presentation handout is attached to the original of these minutes.

Bill Wengert presented. The complete presentation handout is attached to the original of these minutes.

Recess: 12:15 pm  
Reconvene: 1:15

BJ Evans presented. The complete presentation handout is attached to the original of these minutes.

Kelley Paulus presented. The complete presentation handout is attached to the original of these minutes.

Recess: 2:45 pm  
Reconvene: 2:55 pm

### **Media Training**

BJ Evans presented Media Training; Talking About USA Triathlon, Part I. The training guide is attached to the original of these minutes.

### **USOC Sports Partnership – Chris Vadala**

Chris introduced Tammy Forester and Lynn Wentland and stated that they are on the team as well as a point of contact for USAT.

- Update on the IOC:
  - All are aware that 2012 went to London, this means we will be opening up the process for 2016.
  - Even though Baseball and Softball were taken out post 2008, Chris believes that we will see an international campaign for Softball.
  - Squash and Karate were added but not recognized on the program. In other words, they will be recognized as an Olympic Sport but not on the program.
  
- USOC Update:
  - Jim Scherr was named CEO on May 1, 2005
  - We are six months away from winter games, however, focusing on Beijing.

Plans for High Performance for 2006:

Prior to Sept. 10 we are done with our resource allocations.

- Resource allocation.
  - Incremental athlete support
  - Base funding – all Olympic sports in the past received an automatic \$250,000 base grant. Effective 2006, not guaranteeing base grants; moving away from entitlement.

After the USOC Board meeting about a month ago one area of focus was selection procedures; specifically the posting of selection procedures one year in advance. Chris also stated that the review is ongoing regarding the membership and compliance report, he is hoping that they will have a response in two weeks.

Executive Session 3:35 pm

**Reconvened Friday July 29, 2005**

**Meeting called to order at 9:00 am by Brad Davison**

During Executive session on July 28, 2005, Officers were chosen for the 2005-2006 term:

Secretary – Celeste Callahan

Treasurer – Mike Plumb

Vice President – Rob Kasper

President – Brad Davison

Elite Representative – Joe Umphenour

First order of business was the review of the USAT Code of Ethics. Members were asked to take a few minutes to read, date, and sign the bottom of it and return to Skip. In addition, members were asked to fill out Conflict of Interest and sign and date.

Skip introduced Eric Kennedy with Holme, Roberts & Owen.

**Commission and Committee Reports**

Lee Zohlman co-chair of the AGC reported. The complete report is attached to the original of these minutes. During discussion regarding the Expert Wave Proposal, Rob Kasper stated that it is not in resolution form and believes that there are a lot of details to work out. Brad Davison recommended that the AGC put together a comprehensive list, get the key parties together and put in resolution form.

**Action item:** AGC to put together in resolution form and have ready to present to Board for consideration.

### **Commissions and Committees “Changes in our Environment”**

Skip Gilbert stated that from a staff perspective we have 20 some odd commissions and committees. Some are terrific in the roles that they have, however, we need to better define how committee and commissions need to work and if there are areas that it makes sense to form Ad Hoc commission and committees as needed. Obviously when we had a staff of five they were needed, however, we may not need as many because we now have a staff of twenty-five employees and things can get done quicker. For example, our Club Committee had not been active for two years.

After consideration and consensus of the vitality of each Commission and Committee Rob Kasper motioned, Jim Donaldson seconded to disband the following Commissions and Committees:

Club Committee  
Championship Committee  
Legal Committee  
Medical Committee  
Safety Rules Committee  
Officials Commission  
National Championship Ad Hoc Committee

### **Motion passes unanimously**

**Action item:** Brad will be working with BJ to get notification ready.

### **Committee Liaison Assignments**

Age Group Committee – Lee Zohlman, Chair; Chuck Graziano, Board Liaison  
Athlete Advisory Committee – Alison DeWall, Chair; Gina Kehr, Board Liaison  
Finance Audit Committee – Mike Plumb, Chair; Rob Kasper, Board Liaison  
By-Law Committee – TBD  
Duathlon Committee – John McGovern, Chair – Mike Plumb, Board Liaison  
National Coaching Committee – Gayle Bernhart, Chair – Mike Plumb, Board Liaison  
Regional President Committee – Ovetta Sampson, Chair; Rob Kasper, Board Liaison  
Women’s Commission – Sherri Wattenbarger, Chair; Celeste Callahan, Board Liaison  
Race Director’s Commission – Jim Donaldson, Chair; Fred Phillips, Board Liaison  
Collegiate Commission – Joe Umphenour  
Elite Athlete Selection – Libby Burrell, Chair; Mike Smedley, Board Liaison  
Investment Committee – Mike Smedley  
PC Committee – Jim Beeson, Chair; Tom Reilly, Board Liaison  
Nominating - TBD

Recess: 10:45  
Reconvene: 11:00

## PATCO Resolution

### PAN AMERICAN TRIATHLON CONFEDERATION – CONGRESS BOGOTA 2005

#### PROYECTO DE RESOLUCIÓN 001/CE

##### Resolution

#### **METODOLOGÍA DE ANÁLISIS Y TOMA DE DECISIÓN PARA OBJETIVOS ESTRATÉGICOS Y OPERACIONALES (TAREAS)**

*Method of analysis and decision making for strategic and operational (tasks) objectives — they're proposing using the Internet to consider and take decisions rather than in face-to-face meetings.*

#### **1 COMENTARIOS: Commentaries and Background**

1.1 El desarrollo natural de nuestro deporte y la necesaria adecuación para su aprovechamiento, cada día nos coloca ante una gran variedad y mayor complejidad de temas para resolver en una Asamblea.

*The natural development of our sport and the necessary changes needed for its progress, each day presents us with a great variety and even greater complexity of issues to resolve in an Assembly.*

1.2 Esta situación impide que el tratamiento durante la misma sea sometido a un riguroso análisis, sin disponer del tiempo y los elementos necesarios para una resolución eficiente y eficaz de las decisiones.

*This situation is exacerbated by the need for a rigorous analysis of issues and tasks, without having the time or the necessary elements for efficient and effective decision making.*

1.3 El análisis previo y posterior decisión otorga mayor transparencia a la gestión, permite visualizar y tener en cuenta todos los puntos de vista, de los distintos intereses, lugares y tiempos que influyen en las decisiones.

*A prior analysis of decisions would offer greater transparency and allow management to visualize and to keep in mind all points of view, different interests, places, and times that might influence the decisions.*

1.4 Permite a todos los interesados conocer todos los asuntos en tratamiento y profundizar aquellos que le resulten de mayor interés.

*It would allow those who are interested to know all the issues involved in the decision process and this would make decisions made even more profound..*

1.5 El tratamiento escrito y despersonalizado permite un mayor tiempo de dedicación, consulta con las bases y objetividad en el análisis.

*An impersonal, written process would allow more time for consultation with the rank and file and would contribute to a more objective analysis.*

1.6 Los altos costos de movilidad y el escaso tiempo disponible de los dirigentes regionales y nacionales hacen muy difícil mantener reuniones trimestrales - mínimo necesario - donde analizar el desarrollo de nuestro deporte.

*The high costs of travel and the little free time of national and regional leaders make it difficult to conduct quarterly meetings - the minimum necessary - to analyze and discuss the development of our sport.*

1.7 La facilidad del acceso a Internet, su uso ya generalizado, junto a las tecnologías de comunicación, resuelve el flujo y análisis de la información.

*The ease of access to the Internet and its general use, coupled with communications technologies, would greatly resolve the flow and analysis of information.*

#### **2 PROPUESTAS: Proposals**

Resolution project 001/CE – Page 1 de 2

- 2.1 Las Federaciones Nacionales conocerán con anterioridad los fundamentos de los asuntos a considerar y podrán enviar sus comentarios y/o nuevas propuestas.  
*The National Federations would determine beforehand the essential issues to consider and be able to send their comments and/or any new proposals.*
- 2.2 Se reenviará a todas las NFs la información recopilada (proceso en red), para un nuevo proceso de ida y vuelta y la elaboración final del documento a aprobar.  
*It will allow a re-sending of all compiled information (via the network) to all the NFs for additional commentary and approval of final documentation.*

**3 OBJETIVOS: Objectives**

- 3.1 Mejorar la calidad de las decisiones.  
*Improve the quality of decisions.*
- 3.2 Hacer posible que, en un día y con muy pocas discusiones, se traten y aprueben todos los temas propuestos.  
*Make possible, in a single day with little discussion, to consider and approve all proposed issues.*
- 3.3 Acentuar el proceso de organización abierta, uno de los objetivos fundamentales de la gestión.  
*To accentuate an open organizational process, one of the fundamental management objectives.*
- 3.4 Generar opciones para que más dirigentes se comprometan en el desarrollo regional y global del deporte.  
*To generate options for greater involvement by leaders in the regional and global development of the sport.*

**4 ENVÍO DE COMENTARIOS: Sending of Comments**

- Todas las asociaciones que quieran hacer aportes a la propuesta enviarla en el siguiente formato:  
*All the associations who want to comment on the proposal send them in the following format:*
- 4.1 Aspectos Positivos: *Positives*
- 4.2 Aspectos Negativos: *Negatives*
- 4.3 Aspectos Alternativos: *Alternatives*

**5 FECHA DE CIERRE PARA ENVÍO DE APORTES: 02 DE AGOSTO DE 2005.  
Deadline for Comments**

- 5.1 Las Federaciones afiliadas que no respondan en el plazo antes indicado asumen, y así queda establecido, si no mediara comunicación fehaciente en contrario, que su voto es AFIRMATIVO a la propuesta indicada.  
*Any affiliated Federation who does not comment by the deadline will be assumed to approve the proposal.*
- 5.2 La comunicación únicamente tendrá carácter fehaciente enviando un mensaje de correo electrónico a esta dirección: [arf@triathlon.org.ar](mailto:arf@triathlon.org.ar)  
*The permitted communication will be via e-mail to the following address: arf@triathlon.org.ar*

Resolution project 001/CE – Page 2 de 2

**Resolution 001**

1) Pan American Triathlon Confederation (PATCO) is seeking the ability to do business via Internet. After discussion Brad Davison asked the Board to hand vote on accepting the resolution with the stipulation that votes or procedures to be followed protects the integrity of the process. Mike Smedley asked for clarification; Libby Burrell clarified.

**Motion passes unanimously**

**Resolution 002**

2) Brad explained that the second section of the PATCO resolution is requesting USAT to deliver specific confidential information electronically. Brad Davison asked for a hand vote.

**Motion failed unanimously**

## **PATCO Congress Delegate and Backing of Treasurer**

Rob Kasper has shown interest in serving as a delegate on the PATCO Congress, Brad Davison is requesting a vote take place asking for a vote of confidence on delegate and backing for treasurer.

Motion made by Jim Donaldson, seconded by Celeste Callahan in giving a vote of confidence for Rob Kasper serving as delegate and treasure nominee.

**Motion passes unanimously**

## **State Incorporation**

Changing the State in which we are incorporated (California) as a not for profit to Colorado.

Eric with HRO and the Board discussed the financial implications, administrative workload, bylaws, and sponsor contracts. It was decided in order for the Board to make an informed and educated decision that more information needs to be gathered on the financial gains and losses that goes with this decision.

## **Resolution for Board Action—Elimination of Sanction Rebate and Sanction Fee Change**

### **Subject:**

Historically, the USAT sanction process has required the timely submission of post-race results and membership fees that were collected by the race director. If the deadline is met and requirements compliant, the race director is then rebated up to \$150. The net cost to sanction an event, assuming full compliance, is \$100. The net cost to sanction a race, \$100 has not changed since 2000 even though the USAT insurance premium has risen since then.

### **Background:**

The advent of technology to enable and make the process efficient has allowed the elimination of paperwork and rapid “real-time” follow up with busy race directors. Furthermore, as diligence and customer service from the National Office as improved, fewer and fewer events are missing the post-event deadlines. To date, the overwhelming majority of events are fully compliant with deadlines and fees/results submission. Race directors with non-compliant events are penalized by the probation and or suspension of sanction for subsequently calendared events.

Currently, USAT refunds sanction fees to race directors upon request. There is no provision that fees are non-refundable in cases where a director “changes his mind”, finds alternative insurance, etc. In all cases, USAT processes events immediately upon receipt of materials, including requesting insurance documents. Refunding sanction fees means USAT absorbs the cost of this work and does not recoup any cost for the processing the event. Late fees have always been separate from the sanction fee and are not refundable.

### **Recommendation:**



As more and more race directors become fully compliant with the post-race submission requirements, the manpower and effort needed to manage these tasks is decreasing. Elimination of the staff time to handle the requests, the check request paperwork, the checks themselves and streamlining the process is the logical next step.

**Financial Impact:**

The rebate process takes up close to 20% of a full time coordinator's duties. That includes communication with race directors, research of problems, and document preparation. Not included is the cost of nearly 1,400 checks written last year nor bookkeeping time, and signatory time for up to 3 people to process those checks.

Increasing the 'net cost' to sanction from \$100 to \$150 will result in approximately \$50,000 in new revenue to the sanctioning budget. Note this reflects 1000 events paying an additional \$50 in fees. This resolution keeps the sanction fee for camps/clinics, youth events and series sanctions the same as in the past and eliminates the rebate.

**Relevant & Affected Bylaws, Rules and Procedures:**

**Procedures:** Event sanctioning post-race procedure: regular queries will still be maintained to monitor compliance, however check requests, check preparation and signatory time will be eliminated. The procedure will be addressed via the technology solution and all aspects will be web-based and electronic beginning January 2006.

Pre-race sanctioning/application deadlines and late fees will remain the same.

Except for weather-related race cancellation, sanction fees would no longer be refunded.

**Rules:** N/A

**By-Laws:** N/A

**Resolutions:**

3/3-4/00

Therefore be it resolved that all (rebate eligible) races to be sanctioned in 2001 will be charged a flat sanction fee of \$250.00. If the sanctioning application is received less than 30 days prior to the event the sanctioning fee would increase from \$250.00 to \$300.00 with rebates as follows: Races successfully submitting their post race reports to include complete and accurate race results within 14 days receive \$150.00 of their prepaid sanction fee; races successfully submitting their post race reports 15-21 days receive \$75.00 of their prepaid sanction fee. After 35 days there will be no rebate. There will no longer be a \$25.00 administrative fee. Post race reports must also indicate that all USAT officials requiring payment have been paid. Races not meeting this last requirement will have the cost of the officials deducted from their rebate. Jack Weiss made the motion to accept this resolution and the motion was seconded.

11/19/04

That all (rebate eligible) races to be sanctioned in 2005 and beyond will be charged a sanction fee of \$250.00. If the sanctioning application is received less than 60 days prior to the event the sanctioning fee would increase from \$250.00 to \$350.00 with rebates as follows. If the sanctioning application is received less than 30 days prior to the event the sanctioning fee would increase from \$250.00 to \$500.00 with rebates as follows.

Races successfully submitting their post event materials to include complete and accurate race results as well as all USA Triathlon membership forms and fee payments, postmarked within 10 business days receive \$150.00 of their prepaid sanction fee; races successfully submitting their post race materials postmarked within 15 business days receive \$75.00 of their prepaid sanction fee. After 15 business days there will be no rebate. There will no longer be a \$25.00 administrative fee. Late fees are not refundable. Post race materials must also indicate that all USAT officials requiring payment have been paid. Races not meeting this last requirement will have the cost of the officials deducted from their rebate.

**Whereas:**

USA Triathlon has refined and modernized its business and fiscal practices to be more compliant with corporate standards;

The advent of web-based and online processes have facilitated the smooth and easy flow of information and funds;

**Now therefore be it resolved:**

That the sanction rebate be eliminated for all sanctioned events taking place beginning January 1, 2006 and that the sanction fees be charged to events as follows:

Adult races:	\$150
Youth races:	\$25
Camp/Clinic:	\$25
Series sanction:	\$50 per series event

Further, the sanction fee is refundable only in the event of weather-related cancellation of the event. Late fees are non-refundable in all cases.

**Motion passes unanimously**

**Magazine Proposal**

Skip requested a vote of confidence from the Board to bring the magazine in house.

Rob Kasper motioned to bring in house, Mike Plumb seconded.

**Motion passes unanimously**

Revisited Athlete Selection Committee (Libby)  
Current composition will stand.

Recess: 12:00  
Reconvene: 1:15

**Budget Revisions**

Bill explained revision to reflect additions accurately:

Enter into a lease agreement for additional space:  
Office Space – 7  
Cubicles – 6

Rob Kasper motioned, Jim Donaldson seconded to approve lease office space and purchase of cubicles.

**Motion passes unanimously**

Rob Kasper motioned and Fred Phillips seconded to accept changes in the operating and capital Budget.

**Motion passes unanimously**

**WTC Update**

Skip addressed issues regarding the current infringement on USAT rulebook and USAT trademark.

**ITU**

USAT needs two World Cups; Skip asked if Honolulu is where we want to have a World Cup race. The consensus was we need to have a World Cup and we need to find great locations and build from there, but we need to look at Honolulu as a venue. Possible date for the first World Cup 5-22-06 and the second event will be sometime in July.

**User Fees and Team USA**

Form Ad Hoc for user fees and Team USA. Current make-up of the Committee stands at Lee Zohlman, Troy Stiles, and Mike Plumb.

**Action item:** Lee Zohlman will recruit additional members.

**Action item:** Troy by middle of September will report back to the Board with activities.

**One-Day Permits**

Bill Wengert stated that one-days is something we need to address in our unit, but something he would like to see decided before the next Board meeting. After discussion it was decided that we need to investigate further, get feedback from Race Directors, take a look at PR campaign, and get a great program in place.

**AAC Report**

Joe Umphenour and Mike Smedley reported. The complete report is attached to the original of these minutes.

**Adjournment:** The meeting was adjourned at 3:30 pm