

USA Triathlon Board of Director's Meeting
Friday – Saturday, June 11 - 12, 2010
Hy-Vee / Courtyard Marriott
West Des Moines, IA

Present:

Board of Directors:

Brian Harrington
Eric Averill
Bob Wendling
Candy Cheatham
Rob Kasper
Melissa Merson
Jim Donaldson
Vince O'Brien – via conference call
Steven Sexton, Pro/Elite
Victor Plata, Pro/Elite
Dave Kuendig, Pro/Elite

Absent: Celeste Callahan
Jim Ryun

Staff:

Skip Gilbert, CEO
Sharon Carns, Governance Affairs & HR Manager
John Medica, Intern
Gordon Weldon, Operations Director
Kathy Matejka, Event Services Director
Jeff Dyrek, National Events Director
Tim Yount, VP of Sport Development
Chuck Menke, Marketing and Communication Director
Deby Williams, Finance Manager

Committee Chairs:

Pam Zawada, Regional Council Committee Chair
Ryan Bickerstaff, Athlete Advisory Council

Guests:

Verne Scott
Tom Hamilton
Diana Grimes, Faegre & Benson LLP

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

Friday, June 11

Presiding: Brian Harrington

Call to Order – Brian Harrington 8 am

President’s Opening Remarks

Brian Harrington welcomed the Board of Directors and went over minor changes in the agenda.

Executive Director’s Opening Remarks

Skip Gilbert stated that USAT as a whole wants to and needs to be the best. Within the Olympic movement USAT has probably had one of the strongest years’ of any National Governing Body and this is a testament to what the Board is trying to do from a visionary standpoint. It is also a testament to staff in being able to take the Board’s vision and drive it.

Finance Overview

Diana Grimes with Faegre & Benson LLP presented on:

- Accurate reporting
- Form 990 and compensation reporting
- Legal compliance – Sarbanes Oxley
- Conflict of interest
- Fiduciary obligations
- Board obligations
- Review financial statements and graphs
- Document retention policy

Professional Triathlon Association (PROTA)

Prior to Victor Plata’s presentation he introduced Tom Hamilton as currently serving as independent board member of the association. Victor presented PROTA’s strategic framework, strategic goals, organizational structure, cultural values, operating principles and successes.

The Board discussed the following portion of the approved November 2009, Pro Triathlon Association resolution:

Now, therefore, let it be resolved that the elite athlete membership criteria include the following language: “To be eligible for an elite member license applicants must be a member of the elite athlete association designated by the AAC. Association membership is optional for Elite Collegiate, and Elite Foreign license applicants.”

Several members oppose making this membership mandatory; “that applicants must be a member.” Victor suggested implementing a rebate structure that equals the USAT license fee. Brian Harrington stated that this will continue to be an on-going discussion and PROTA has done everything on the checklist or is in the process of finishing it based on what the Board previously voted on. Furthermore, Brian stated that he would implore PROTA to understand that they should move forward with the potential knowledge that it is up to the association to find

funds. Victor stated that he will bring that message back to the PROTA Board and suggest seeking alternative funding sources.

Recessed 9:30 am

Reconvened 9:45 am

Business Unit Presentations

Deby Williams, Finance Manager presented on the current financial status of USA Triathlon.

Kathy Matejka, Event Services Director, presented race directors services and outreach, officials, community consultancy services and risk management.

Scott Schnitzspahn, Sport Performance Director, presented via conference phone on 2010 results, rankings, USOC benchmarks, 2011 Pan Am Games, 2012 Olympic Games, 2011-2012 WCS, 2011-2012 World Cup and High Performance Plan, .

Recessed 12:00 pm

Reconvened 1:15 pm

Gordon Weldon, Operations Director, presented current membership numbers, activities and future plans in addition to IT status and moving forward.

The Board inquired on the cost to purchase source code and database and membership retention plan.

Tim Yount, Sport Development Director, presented the 2010 USA Triathlon Foundation plan overview.

The Board asked and discussed what programs will be supported by the Foundation and recommended a business plan be created.

Action item: Foundation examples will be circulated by staff and Board for review prior to the next in-person meeting in Tuscaloosa, September 2010.

Action item: Tim will present case studies in Tuscaloosa.

Action item: The Board will send Foundation questions to Tim.

Action item: Tim will email the Board information on USAT University and discipline development.

Action item: Skip Gilbert will email the Board a completed survey in relation to the Foundation.

Committee / Task force Reports

History Project Taskforce

Verne Scott reported on the following reports on the task force activities: History Project, Museum and Foundation.

May 11, 2010

To: USAT Board of Directors

Fm: USAT History Project - Chris Hunter (MO), Jim Jimison (SC), Brad Leonard (MT), Missy LeStrange (CA), Alan Schmeiser (CA), and Verne Scott (CO)

Re: Progress Report, USAT History Project

Since the Project was approved in February 2010, considerable progress has been made as follows:

The USAT announcement of the Project resulted so far in 9 individuals responding by email indicating interest in the history, offering information, trophies, memorabilia, publications, details on early events, museums, etc. All were acknowledged by email reply.

Two professional archivists have been contacted for an appraisal of the feasibility of the Project's Strategic Plan.

Several of the Project's 20+ Objectives were revised and top priorities established.

Eras of historical involvement and activity were established for: Pre-1983 "Pioneers" and Post 1983 "Founders"

Approximately 90 "Pioneers" and "Founders" have been identified as: (a). age group or elite triathletes who competed in the early years or later of the sport, and who had notable placing in numerous events at the regional, national and international level; and (b). individuals who made significant contributions in moving the sport forward, such as race directors, organizational/ management folks, members on and contributions to committees, task committees, individuals working with kids, triathletes, etc.

Several of the individuals noted in Item 5 have been contacted and requested to provide historical accounts/statements of their participation, experiences and impacts. Several have already been received, including one on the original rules and official programs. These will become part of the sport's written history. Additional requests will go out in the near future.

A few oral histories have been recorded by Kevin Patrick via arrangement with Tim Yount.

Tentative specifications for a museum(s) and storage of archival materials were developed. Preliminary communications have been initiated on potential sites for a museum.

The need for a non-profit USAT Foundation was conveyed as a means of financially supporting some of the Project's Objectives.

A series of "Historical Notes" is planned for release beginning August 2010.

A 2010 budget is pending determination of estimated expenses. No money has been requested or spent.

Note: The Project is interested in receiving comments/information/questions, etc.

May 20, 2010

To: USAT Board of Directors

Fm: Verne Scott for the USAT History Project Management Group – Chris Hunter, Al James, Jim Jimison, Brad Leonard, Missy LeStrange, Alan Schmeiser.

Re: USAT Museum – An Amendment to the USAT History Project Progress Report, May 11, 2010

Background Information: The Strategic Plan for the USAT History Project included the Objective of a Museum, which has been ranked by the Project as one of its highest priority items.

A museum would house critically important items, such as, historical documents and files, memorabilia, CD's, videos, photos, interactive displays, publications, Hall of Fame documents, photos, etc. that will convey the beginning, evolution, development and future of Triathlons as a US sport.

There has been a limited amount of inquiry, interest and communication about a USAT Museum to date, but to our knowledge USAT has not developed a comprehensive plan for such a facility.

It is critical that USAT move forward now to develop a plan for an independent facility based on the following rationale:

A museum will add prestige and identification for the Sport

A museum has tremendous potential for securing financial support from donors, sponsors, grants and other sources.

The USAT has the capability to marshal the resources of interested members as volunteers and contributors, staff and outside individuals, corporations and others needed to make a museum a successful joint venture.

A plan developed within the Triathlon community could research options for locating a facility and develop factors that must be considered in order to have a first class facility.

A museum would be an excellent educational facility for school kids and local, national and international visitors.

With each passing month and year, the opportunity to secure historical documents and items diminishes as the early pioneers of and contributors to the sport are less in number.

Action Recommended: The USAT Board:

Encourage and authorize the USAT History Project to proceed with a tentative plan for an independent museum. The Plan to include details, such as, what, where, when, how, etc.

Postpone further action on inquiries, negotiations, proposals and plans for a museum until a tentative plan is sent forward by the History Project to the Board.

May 24, 2010

To: USAT Board of Directors

Fm: Verne Scott on behalf of the USAT History Project – Chris Hunter, Al James, Jim Jimison, Brad Leonard, Missy LeStrange, and Alan Schmeiser

Re: A USAT FOUNDATION

Background: In the process of pursuing the Objectives of the USAT History Project (Project), the Project has learned a USAT Foundation is a critical need.

Although a USAT Foundation is not listed specifically among the project's objectives, there is an implied expectation that an independent, non-profit organization is needed to accomplish many of the objectives, as well as providing guidance and coordination of programs already underway.

Consequently, discussion within the project's group has been ongoing with the intent of generating a proposal, but it was not possible to do so previously.

Further, the project learned recently that USAT has also recognized the need for a foundation, and staff is in the process of considering an approach.

Rationale: A USAT Foundation would:

1. Provide evidence of the institutions educational benefits to a wide range of audiences, i.e. all ages; social, economic status; etc.
2. Be an incentive for individuals and corporations to donate willingly and generously to a foundation that supports the birth and development of the sport.

3. Provide identification of and support for the Triathlons as other sports have enjoyed by having a museum and Hall of Fame.
3. Be the fore runner of a USAT Museum, Hall of Fame and a safe and long term place for the history, memorabilia, files and other items of significance and importance to the sport in the future.
4. Be a timely adjunct to the progress and results of the history project and be an institutionalized umbrella for a very strong, marketable package.
5. Provide an organization allied with USAT which could develop its own budget with an annual financial commitment from USAT and other sources.

In addition a USAT Foundation could:

1. Involve several professional attorneys and CPA's, who are members of USAT and have considerable experience in the sport, to draft justification and documents needed in processing a non-profit foundation.
2. Solicit resources for a "traveling museum" that would be: a tremendous marketing tool; used to display appropriate items of history at competitive events, conventions, clinic, etc. across the US; and an adjunct to a more permanently located museum.

Proposal:

The USAT Board, in concert with USAT Staff and Legal Council, authorize and support the USAT History Project to proceed in a timely manner to develop a strategic plan for a non-profit, independent USAT Foundation.

The Plan would include details, such as:

- Free services available for forming and managing a non-profit organization
- Defining a mission statement and time line
- Describing functions, responsibilities and relationships with USAT and its ongoing programs
- Recommend a management structure, including a foundation board and staff
- Provide a list of individuals who could serve on the Board and as staff
- An estimate of initial costs

Prize Money Taskforce

Vince O'Brien presented the following report via conference phone:

Prize Money Task Force
2010 Roster

Vince O'Brien - Chair
Jimmy Archer – Elite Athlete Rep
Jarrod Shoemaker – Elite Athlete Rep
Cathy Yndestad – Age-Group Athlete
Chris Thomas – Age-Group Athlete

Mike Greer – Athlete Association President
Brad Davison – RDC Chair
Chuck Graziano – AGC Chair
Dave Nicholas – Xterra
Heather Fuhr – WTC
Philip Lahaye – RD
Heather Gollnick – RD
Charlie Crawford – Staff
Katie Baker – Staff

Prize Money Task Force
AAC Input

The AAC would like to see a clear prize money policy for USAT starting in 2011. As a place to start, here is a list of issues gleaned from the elite athletes on the Elite Beat newsgroup on this topic.

Issues:

There currently is a \$5,000 limit on age-group racers - should this be changed or eliminated?

Elite athlete poll results (total voters: 40) for the question: "An elite license should be required to compete for prize purses over...":

| <u>Choices</u> | <u>Votes</u> | <u>%</u> |
|----------------|--------------|----------|
| \$5,000 | 23 | 57 |
| \$7,500 | 0 | 0 |
| \$10,000 | 7 | 17 |
| \$12,500 | 0 | 0 |
| \$15,000 | 1 | 2 |
| \$17,500 | 0 | 0 |
| \$20,000 | 1 | 2 |
| \$22,500 | 0 | 0 |
| \$25,000 | 8 | 20 |

What about multiple prize money races on the same weekend?
What about VIK?

When may prize money be withheld?

Drug testing window/doping violations

Prize money contingent on finishing within a percentage of winner's time

Unearned prize money - lack of full field to earn prize money

Attendance at mandatory race functions

Prize money distribution

Distribution guidelines

Amount vs. depth

Male vs. female

Notice guidelines

Posting requirements

TASK FORCE FINDINGS

Of the 13 people on the task force, eight total passed along their comments via two conference calls or emails. All athletes and athlete reps participated in some capacity. Of the eight people who did express their opinions, only one was adamantly against any prize money being awarded to amateurs.

Two task force members were in support of a "money-wave" but to limit the opportunity up to \$10,000 and then it be elite level only. deserves it and maybe they should be pro).

Following is the recap from the calls:

- Create a "money-wave," "elite-wave," open to all qualified competitors.
- Athletes want to compete against the best, professional and amateur.
- All competitors in this group would need to compete under the professional rules

World Championship Slots Taskforce

Skip Gilbert reported the taskforce is constructed for athletes that are requesting a spot on Team USA that did not earn a slot through National Championships. Athletes are allowed to fill out a questionnaire stating why they should be on Team USA. National Events Director and Team USA Coordinator review the first round of applications then pass them on to the Board President and CEO and chair of the Age Group Committee. There were three athletes this year that were granted spots.

Discussion occurred among the Board on the process of approval and if the individuals involved in this process are the right people to determine the slots. Consensus was reached to leave the process as is.

Down Sizing Committee Taskforce

Eric Averill reported that the work of the taskforce is incomplete. USAT committees were surveyed and the results were presented to the Board. However, Eric would like the staff to be surveyed as well. Eric suggested the Board take a look at our committee structure and asked if anyone is interested in serving on this taskforce to let him know. Jim Donaldson volunteered to serve.

Bob Wendling recommended that the Investment Committee merge with the Audit Committee. Currently Vince O'Brien, Bob Wendling and Dave Kuendig populate the Audit Committee and the same individuals populate the Investment Committee.

Rob Kasper stated that USAT will need to merge the Investment with the Audit Committee to stay compliant with USAT Bylaws.

Melissa Merson suggested USAT have a committee chair meeting at the next Race Director Symposium for further input on the committee structure.

ACHEIVE Update

Eric provided an Achieve Youth Triathlon Summer Camp update.

International Relations Committee

Melissa Merson presented an overview of the Olympics. . Specifically, the ultimate goal, values and the six fields of play: grassroots, development through sport, education through sport, peace through sports, women and sports and environment.

Youth Update

Skip Gilbert, CEO, presented a Youth Report to include youth categories, youth market, and current programs.

The Board discussed the future of youth and grants. The current youth fee of \$5.00 was discussed and the possibility of raising the fee to cover expenses Brian Harrington recommended any changes can be worked on over time.

Executive Session 5:00 pm

Reconvened June 12, 2010

Call to Order – Brian Harrington 8:00 am

Approval of Minutes

Motion was made by Eric Averill, seconded by Jim Donaldson to approve the minutes of the February 1, 2010 Teleconference Call minutes; February 10-11, 2010 minutes; March 1, 2010 Teleconference Call minutes, April 5, 2010 Teleconference Call minutes; May 3, 2010 Teleconference Call minutes.

Minutes approved unanimously

Business Unit Presentations (continued)

Jeff Dyrek, National Events Director, presented calendar review of 2010 National Championships. Jeff provided an update on 2011 Duathlon National Championship in Tucson, AZ and the immigration law SB 1070 as well as a NCAA update.

Chuck Menke, Marketing and Communication Director, presented communication and website efforts, marketing, acquisition and retention, website RFP process.

Discussion occurred on sponsorship, website, VIK and advertising and revenue as well as USADA doping education efforts.

Regional Council Chair Committee

Pam Zawada, Regional Council Chair, presented significant events in the regions and the future focus to include: financial process, 2010 Business Plan, change in committee status and enhancing regional championships,

Resolutions/Approvals

Gatorade Contract

Skip Gilbert updated the Board on the conditions of the contract. He explained that having Gatorade as a continued sponsor is important for USA Triathlon and prior to being presented to the Board the contract was vetted through the Marketing Committee.

Rob Kasper motioned, Eric Averill seconded to approve the Gatorade contract.

Motioned passed unanimously.

IT Spend

Skip Gilbert asked the Board to consider purchasing the source code and database from the current company. The cost associated is \$200,000 and includes training; however travel and staff time will be in addition.

Jim Donaldson motioned, Candy Cheatham seconded to approve a spend of \$200,000 to purchase the source code and database.

Motioned passed unanimously

Lease and Capital Costs

Skip Gilbert explained that before the Board approves the building lease that work stations, furniture and miscellaneous items will need to be purchased for the new location.

Rob Kasper motioned, Eric Averill seconded to approve \$260,000 for purchase of furniture and other items for the new building location.

Motion passed with one abstention

Website

Chuck Menke went over the request for proposals for a new website. One company under staff and Board consideration is Digitaria.

Rob Kasper motioned, Bob Wendling seconded to approve USAT obtaining a contract for Board approval with Digitaria p along with cost benefit analysis.

Motion passed unanimously

Executive Session 11:45 am

Recessed 11:45 am

Reconvened 3:00 pm

Olympic Criteria

Scott Schnitzspahn joined the meeting via conference phone to explain the following criteria:

USA TRIATHLON (USAT) ATHLETE SELECTION PROCEDURES 2012 OLYMPIC GAMES

May 25, 2010

I. SELECTION SYSTEM

A. Provide the minimum eligibility requirements for an athlete to be considered for nomination to the Team:

1. Citizenship:

Athletes must be a citizen of the United States at the time of nomination and hold a valid U.S. passport that will not expire for six months after the conclusion of the Games.

2. Minimum International Federation (IF) and/or Continental Federation standards for participation (if any):

Minimum standards are posted on the International Triathlon Union (ITU) website (www.triathlon.org) or (http://www.triathlon.org/about/downloads/category/qualification_criteria/).

3. Other requirements (if any):

USA Triathlon registered elite triathlete, with valid USA Triathlon elite license.

B. Tryout Events:

1. Provide the event names, dates and location of all trials, events and camps to be used as part of the selection process.

Selection Event #1- The first selection event will be the ITU London World Championship Series event in London, Great Britain to be conducted in August of 2011 (exact dates TBD and posted on USAT's website at www.usatriathlon.org within one week of ITU posting the 2011 calendar of events).

Selection Event #2- The second selection event will be an ITU World Championship Series event to be held between March 1, 2012 and May 31, 2012 (exact dates and location TBD and posted on

USAT's website at www.usatriathlon.org within one week of ITU posting the 2012 calendar of events).

2. Provide event names, dates, locations and description of how athletes qualify for any "preliminary or qualifying" events or procedures that are prerequisites to attend any of the trials, events or camps listed above in B. 1 (if any).

Entry to the Selection Events will be made according to the 2011 USA Triathlon World Championship Series Selection Criteria.

Discretionary spots for Selection Events will not be used.

USA Triathlon World Championship Series Selection Criteria can be found on the USA Triathlon website at:
<http://www.usatriathlon.org/pages/1257>.

- C. Provide a comprehensive, step-by-step description of the method that explains how athletes will go through the selection process to become Team nominees (including maximum Team size).

The maximum team size for the 2012 Olympic Games Team ("Team") is 3 athletes per gender.

Automatic Selection: The highest placing eligible American athlete in Selection Event #1 will automatically qualify for the Team provided they finish in 8th place or better. The second highest placing eligible American athlete will also automatically qualify for the Team provided both the highest and second highest placing eligible American athletes finish in 5th place or better.

If any slots remain following Selection Event #1, then the highest placing eligible American athlete at Selection Event #2, who did not already qualify for the Team at Selection Event #1, will automatically qualify for the Team provided they finish in 8th place or better. Should two or more slots remain after Selection Event #1, then the second highest placing eligible American athlete will also automatically qualify for the Team provided both the highest and second highest placing eligible American athletes finish in 5th place or better.

If any slots remain for the Team immediately following Selection Event #2, then the highest ranked eligible American athlete per gender with an ITU Olympic Qualification List rank of top 8 or higher who has not qualified for selection based on their finish at the

Selection Events will automatically qualify for the Team provided they have finished in 3rd place or better at an ITU World Championship Series event between January 1, 2011 and the commencement of Selection Event #2 in 2012.

Discretionary Selection: Any remaining spots on the Team following the Automatic Selection process will be filled by discretionary selection (see Section II below).

- D. Provide the names of all committees/groups who oversee the selection process, including the names and titles of the current members.

| <u>Name</u> | <u>Title</u> |
|--------------------|--|
| Brian Harrington | USAT National Board President |
| Skip Gilbert | USAT Executive Director |
| Katie Baker | USAT National Teams Program Manager |
| Scott Schnitzspahn | USAT Sport Performance Director |

II. DISCRETIONARY SELECTION (if applicable)

- A. Provide rationale for utilizing discretionary selection (if any):

By meeting the automatic selection standards set by the USA Triathlon Olympic Games Committee, athletes will have demonstrated their ability to win a medal at the 2012 Olympic Games. If the team is not filled with medal potential athletes because the maximum number of US athletes have not met the standards, then USA Triathlon must fill the team with athletes who, in the opinion of the selection committee, can win a medal despite not performing to the standard at the selection event or who can assist the medal potential athletes through specific team tactics during the Olympic Games.

- B. List the discretionary criteria and explain how they will be used (if any):

For discretionary selection of a potential medalist, the following three criteria shall be used. Criteria are listed in no particular order.

- (a) ITU Olympic Point Ranking immediately following Selection Event #2.
- (b) Finish place in the Selection Events.
- (c) Finish place in 2011 and 2012 ITU World Championship Series events prior to Selection Event #2.

For selection of an athlete who can assist the medal-potential athletes through specific team tactics, the following four criteria shall be used. Criteria are listed in no particular order.

- (a) Athletes who have the ability to enhance the USA's chances of a medal winning performance through specific team tactics. This ability may be demonstrated by:
 - 1. A record of consistent first-pack swimming results in the following events (listed in order of importance):
 - i. World Championship Series;
 - ii. World Cups;
 - iii. Continental Cups, and other international events such as the Lifetime Fitness Series events, Ironman 70.3, and others; and
 - 2. A record of superior cycling time-trial ability in non-drafting events, or draft-legal events; and
 - 3. Demonstrated knowledge of cycling team tactics.
- (b) ITU Olympic Qualification List ranking immediately following Selection Event #2 (if any)
- (c) Finish place in the Selection Events (if any)
- (d) Finish place in 2011 and 2012 ITU World Championship Series events prior to the Selection Events (if any).

C. Discretionary Selection Committee

Provide the name of the committee that will be responsible for making discretionary selections, along with a complete list of the members currently serving on the committee and their titles:

USAT Elite Athlete Selection Committee

| | | |
|-----------------------------------|--------------------|---------------------------------|
| Discretionary Selection Committee | Scott Schnitzspahn | USAT Sport Performance Director |
| Discretionary Selection Committee | Nick Radkewich | Athlete Representative |
| Discretionary Selection Committee | Jim Miller | USA Cycling VP of Athletics |
| Discretionary Selection Committee | Susan Williams | Athlete Representative |

III. REMOVAL OF ATHLETES

- A. Prior to acceptance of nominations by the USOC, USA Triathlon has jurisdiction over potential nominees.

An athlete who is to be nominated to the Team by USA Triathlon may be removed as a nominee for any of the following reasons, as determined by USA Triathlon:

Voluntary withdrawal. Athlete must submit a written letter to the USA Triathlon Executive Director.

Injury or illness as certified by an approved USA Triathlon physician (or medical staff). If an athlete refuses verification of his/her illness or injury by an approved USA Triathlon physician (or medical staff), his/her injury will be assumed to be disabling and he/she may be removed.

Violation of the USA Triathlon Code of Conduct (Attachment A).

An athlete who is removed from the Team pursuant to this provision has the right to a hearing per the USA Triathlon Bylaws Article XV or the USOC's Bylaws, Section 9.

- B. After acceptance of nominations by the USOC, the USOC has jurisdiction over the Team under the USOC Code of Conduct and Grievance Procedures.**

This occurs no earlier than 45 days and no later than 30 days prior to the

Opening Ceremonies of the Games (unless expressly waived by the USOC).

A Team member who is accepted by the USOC is subject to the USOC

Code of Conduct and Grievance Procedures.

- C. An athlete may be removed as a nominee to the Team or from the Team at any time for violation of IOC, WADA, IF, USADA and/or USOC anti-doping protocol, policies and procedures, as applicable. In such instances, the adjudication process will be managed through the United States Anti-Doping Agency.

IV. REPLACEMENT OF ATHLETES

- A. Describe the process by which the replacement pool of athletes will be identified:

The replacement pool of athletes will consist of athletes who meet the minimum qualifications of the ITU immediately following Selection Event #2.

B. Describe how the replacement athlete(s) will be selected, should a vacancy occur:

i. prior to acceptance of nominations by the USOC:

By discretionary selection. See section II.

ii. after acceptance of nominations by the USOC:

By discretionary selection. See section II.

C. Identify the group or committee that will be responsible for making athlete replacement determinations:

i. Group or committee who determines the replacement pool: N/A

ii. Group or committee who determines a replacement to the Team:

a. prior to acceptance of nominations by the USOC:

See section II.C.

b. after acceptance of nominations by the USOC:

See section II.C.

V. SUPPORTING DOCUMENTS

USA Triathlon will retain the approved Selection Procedures and all supporting documents, including scouting or evaluation forms, etc., and data from the selection process for six months past the date of the Closing Ceremonies of the Games.

VI. REQUIRED DOCUMENTS

The following documents are required to be signed by an athlete as a condition of nomination to the Olympic Games and are included as attachments:

USAT Elite Athlete Code of Conduct (Attachment A)

VII. PUBLICITY/DISTRIBUTION OF PROCEDURES

The USOC approved Selection Procedures (complete and unaltered) will be posted/published by USA Triathlon in the following locations and will include the USOC approval date:

- A. NGB Web site: www.usatriathlon.org
These procedures will be posted as soon as possible, but not more than five business days following notice of approval by the USOC.
- B. NGB Official Publication: USA Triathlon "Triathlon Life" Magazine
- C. Other: USA Triathlon Elite update e-mail

VIII. DATE OF NOMINATION

The Nomination of Athletes form, including replacements, will be announced to all athletes and submitted to the USOC on:

No later than June 1, 2012.

IX. MANDATORY TRAINING AND/OR COMPETITION

Specify the location, schedule and duration of mandatory training and/or competition:

Athletes may be required to attend a pre-Games Camp to be held at a venue to be announced. Written announcement of the pre-Games camp will be posted on the USAT website (www.usatriathlon.org) 90 days before the commencement of the camp.

X. ANTI-DOPING REQUIREMENTS

Athletes must adhere to all IOC, WADA, IF, USADA and USOC anti-doping protocols, policies and procedures, as applicable. This includes participation in Out-of-Competition Testing as required by the IOC, WADA, IF, USADA and USOC Rules, as applicable.

XI. DEVELOPMENT OF SELECTION PROCEDURES

The following committee/group (include names and titles) was responsible for creating these Selection Procedures:

USAT Olympic Games Committee (50% athlete representation)

| Committee | Name | Title |
|------------------------------|--------------------|-------------------------------------|
| USAT Olympic Games Committee | Donna Peters | Athlete Rep |
| USAT Olympic Games Committee | Nick Radkewich | Athlete Rep |
| USAT Olympic Games Committee | Timothy O'Donnell | Athlete Rep |
| USAT Olympic Games Committee | Jennifer Gutierrez | Athlete Rep |
| USAT Olympic Games Committee | Susan Williams | Athlete Rep |
| USAT Olympic Games Committee | Brian Harrington | USAT Board President |
| USAT Olympic Games Committee | Andy Schmitz | USAT Sport Performance Manager |
| USAT Olympic Games Committee | Skip Gilbert | USAT Executive Director |
| USAT Olympic Games Committee | Katie Baker | USAT National Teams Program Manager |
| USAT Olympic Games Committee | Scott Schnitzspahn | USAT Sport Performance Director |

XII. NGB/PSO BYLAWS AND GRIEVANCE PROCEDURES

The USA Triathlon Bylaws and Grievance Procedures can be found at:

<http://www.usatriathlon.org/pages/812>

XIII. INTERNATIONAL DISCLAIMER

These procedures are based on IOC, as applicable, and/or International Triathlon Union rules and regulations as presently known and understood. Any change in the selection procedures caused by a change in IOC, as applicable, and/or International Triathlon Union rules and regulations will be distributed to the affected athletes immediately. The selection criteria are based on the latest information available to USA Triathlon. However, the selections are always subject to unforeseen, intervening circumstances, and realistically may not have accounted for every possible contingency.

If any force of nature, or force majeure, should cause the alteration or cancellation of any of the selection events listed in this document, these selection procedures will be revised, pursuant to their resubmission to the USOC.

XIV. ATHLETE OMBUDSMAN

Athletes who have questions regarding their opportunity to compete that are not answered by USA Triathlon may contact the USOC Athlete Ombudsman, John W. Ruger, by:

- Toll free telephone at (888) ATHLETE (1-888-284-5383)
- E-mail at john.ruger@usoc.org
- <http://www.teamusa.org/about-usoc/athlete-ombudsman>

XV. NGB/PSO SIGNATURES

I certify that I have read, understand and incorporated our IF standards/criteria into our Selection Procedures and that the information provided herein regarding Athlete Selection Procedures represents the method approved by USA Triathlon.

| Position | Print Name | Signature | Date |
|---|--------------------|-----------|------|
| USA Triathlon CEO/Executive Director | Skip Gilbert | | |
| USA Triathlon Sport Performance Director | Scott Schnitzspahn | | |
| USOC Athletes' Advisory Council Representative* | Victor Plata | | |

*If USOC AAC Representative has delegated authority to the Alternate AAC Representative to sign the Selection Procedures, attach a letter from the AAC Representative indicating the reason he/she has delegated authority.

*Signature by the AAC Representative constitutes that he/she has read and understands the Selection Procedures and certifies that the Selection Procedures submitted represent the method approved by the NGB/PSO. If the AAC Representative reads and does not agree with the Athlete Selection Procedures being submitted by the NGB/PSO, he/she may submit those reasons in writing to his/her Sport Partnerships Team or U.S. Paralympics representative.

Attachment A

USA Triathlon Code of Conduct

ATHLETE PLEDGE

I pledge to uphold the spirit of the USA Triathlon (USAT) Code of Conduct (the “Code”), which offers a guide to my conduct as an elite member of USAT. I acknowledge that I have a right to a hearing if my opportunity to compete is denied or if I am charged with a violation of this Code.

I have familiarized myself with the Code and understand that acceptance of its provisions is a condition of my elite membership with USAT.

As an elite member of USAT, I hereby promise and agree that I:

will abide by all rules related to USAT;

have acted and will act in a sportsmanlike manner consistent with the spirit of fair play and responsible conduct;

will maintain a level of fitness and competitive readiness that will permit my performance to be at the maximum of my abilities;

will not commit a doping violation as defined by the International Olympic Committee (IOC), World Anti-Doping Agency (WADA), the United States Anti-Doping Agency (USADA), the United States Olympic Committee (USOC) or the International Triathlon Union (ITU) rules;

am not currently serving a suspension because of an anti-doping rule violation and have no pending or unresolved anti-doping rule violation, except as I have informed USAT in writing, and I understand that such suspension, or pending or unresolved anti-doping rule violation may be cause for my not being selected to the Team;

will not engage in any conduct that is criminal under any laws applicable to me, including, but not limited to laws governing the possession and use of drugs and alcohol and providing of drugs to any person and of alcohol to minors;

am eligible to compete under the rules of the ITU;

will refrain from conduct detracting from my ability or that of my fellow athletes to attain peak performance;

will respect the property of others whether personal or public;

will respect members of USAT, spectators and officials, and engage in no form of discriminatory behavior or verbal, physical or sexual harassment or abuse;

am aware that USAT sponsors, suppliers and licensees provide critical support for USAT and, in recognition of this fact, I will wear designated USAT apparel when required as a member of an ITU World Championship Team;

agree to be filmed and photographed by the official photographer(s) and network(s) of USAT under conditions authorized by USAT and give event organizers and USAT the right to use my name, picture, likeness, and biographical information before, during and after the period of my participation in these activities to promote the activity in which I participate or to promote the success USAT; in no event may USAT or the event organizers use or authorize the use of my name, picture, likeness, voice and biographical information for the purpose of trade, including any use in a manner that would imply an endorsement of any company, product, or service, without my written permission;

- will not use or authorize the use of photographs, films or videos of myself in my USAT apparel or equipment or the use of the USAT logo for the purpose of trade, without the prior written consent of the USAT (which consent shall not be unreasonably withheld);
- will act in a way that will bring respect and honor to myself, my fellow athletes, USA Triathlon and the United States; and
- will remember that at all times I am an ambassador for triathlon and the United States.

ATHLETE OMBUDSMAN

I may contact the USOC Athlete Ombudsman, toll free at 888.ATHLETE (888.284.5383) or John.Ruger@usoc.org for further information regarding my rights under this Code that are not answered by USAT.

PARTICIPANTS' AFFIRMATION

I have read and accept this Code of Conduct. I agree to the rules, guidelines, jurisdiction and procedures stated in these documents as a condition of being selected to participate as a member of the Team.

Signature

Date

NGB Name

Sport

Prior to voting several Board members voiced their concerns with discretionary selection.

Rob Kasper motioned, Jim Donaldson seconded to adopt Olympic Criteria as written.

Record of Votes

Rob Kasper– yes

Jim Donaldson – no

Vince O’Brien – yes

Eric Averill– no

Bob Wendling– no

Victor Plata– no

Dave Kuendig – no

Steve Sexton – no

Candy Cheatham– no

Motion failed.

Steve Sexton motioned and Dave Kuendig seconded to accept proposal titled “AAC Supported Olympic Selection Criteria.”

Rob Kasper stated that the Board should not be involved in this decision and the original criteria should go back to the committee with instructions.

Brian Harrington called the question. Debate was closed and Steve Sexton motioned, Dave Kuendig seconded to withdraw the AAC Supported Olympic Selection Criteria and send back to the committee.

Action item: Brian Harrington encouraged all involved in the Olympic Criteria Selection Committee to work this out prior to the July BOD call and present criteria on the July BOD call.

Loreen Barnett with ITU joined the BOD meeting for Q & A.

Adjournment: The meeting adjourned at 5:00 pm