



National Office Headquarters  
5825 Delmonico Drive  
Colorado Springs, CO 80919-2401  
phone 719. 597. 9090  
fax 719. 597. 2121  
[www.usatriathlon.org](http://www.usatriathlon.org)

## 2012 Nominating and Governance Committee Report

### Committee Members

Elizabeth Farnan, Chair  
Kevin Sullivan, BOD Liaison  
Rob Urbach, Member  
Cory Churches, Member  
Doug Friman, Elite Athlete

### Mission

The mission of the Nominating and Governance Committee (“NGC”) is to assure a fair election process, verify that all persons seeking nomination for General Director positions comply with the requirements for nomination, and exam, evaluate and recommend to the Board of Directors any changes in governance structure or function that would enhance the volunteer participation of members, or the efficiency of the Regional Councils or the Board of Directors.

### 2012 Accomplishments

In 2012, the NGC was called upon by the Board to drive or assist in the following initiatives:

1. Ethics Committee Search Process. The NGC was called upon to identify two candidates to serve as members of the USA Triathlon Ethics Committee. The committee met to discuss the qualifications of the ideal candidate, recruited possible candidates and then met on multiple occasions to review the qualifications of each candidate. Two candidates were presented to the Board for appointment to the committee.
2. Amendments to Bylaws. An NGC member was called upon to research and report to the President changes to the Bylaws that have been approved, but not yet incorporated in to the Bylaws. The research was completed and a tracked revised version of the Bylaws was submitted to the President.
3. Clarification of the Ability of Paratriathlete to Serve as Athlete Director. The NGC was called upon to research and determine if a paratriathlete could, under the guidance set forth in the bylaws of both the USCO and USA Triathlon, stand for election as an Athlete Director. The committee researched the issue and presented its opinion paper to the Board.



MEMBER





4. Examine a Director's Rights to Organizational Documentation. The NGC was called upon by the Board to research the applicable California law to determine a Director's right to access USA Triathlon documentation. The committee researched the applicable law and presented to the Board its findings of fact and opinionated guidance on the issue in a position memo.
5. Regional Council Term Limit. The NCG was called upon to research and report to the Board the compliance of Regional Council term limits stipulated in the Regional Operations Manual. This project is ongoing at the time of this report with an expected completion of late January 2013.
6. Advise in Search for General Director to Fill Vacant FL Region Seat. The NGC was called upon to assist in the search to fill a mid-term vacancy in the General Director from the Florida Region. The committee helped advise on the timing of the notification to the members and the presentation of candidates to the Board.
7. Search for Independent Director. The NGC was called upon to identify a qualified candidate for appointment as the Independent Director to the Board for a term beginning in January 2013. The committee advised on the timing of the appointment pursuant to the bylaws. The committee then met to discuss the qualifications of the ideal candidate and identified several interested candidates. The committee met on multiple occasions to review and discuss the qualifications of each candidate. Candidates were contacted and interviewed by various committee members. Three qualified candidates will be presented to the Board for consideration in advance of the January 7, 2013 meeting.

### 2013 Objectives

In 2013, the NGC will continue to serve the Board of Directors in order to achieve the mission set forth by the USA Triathlon bylaws.

Submitted by: Elizabeth Farnan, Committee Chair

