

August 8, 2025 USA Triathlon Board Meeting Minutes

Location	Date	Time	Format
Saint Kate The Arts Hotel – Milwaukee, WI	August 8, 2025	9:04 AM (Central)	In-person and Virtual

In Attendance:

Board Members present		
Henry Brandon	Chair	Present
Dylan Sorensen	Vice Chair	Present
Yvonne Spencer	Secretary	Present
William Huffman	Treasurer	Absent
Gabriela Gallegos	Director	Present
Laura Oliphant	Director	Present
Keri Serota	Director	Present
Scott Sternberg	Director	Present
Leslie Knibb	Director	Present
Felix Stellmaszek	Director	Present (Zoom)
Erika Ackerlund	Director	Absent
Kelly Elmlinger	Director	Absent
Joel Rosinbum	Ex-Officio Director	Present
Others in Attendance – USA Triathlon		
Victoria Brumfield	CEO	Present
Kathryn Murtagh	General Counsel	Present
Lauren Tesler	Legal and Compliance Officer	Present
Krista Prescott	Chief Marketing and Growth Officer	Present
Jenny Wilson	Senior Director of Finance	Present (Zoom) 10:50AM to 12:15PM
Jason Rizzi	Chief Development Officer	Present from 12:00PM
Scott Schnitzspahn	High Performance General Manager	Present (12:00PM to 1:35PM)
Lindsey Jerdonek	Paralympic Program Sr. Manager	Present (12:00PM to 1:35PM)
Carson Clough	Athlete Guest Speaker	Present (12:00PM to 1:35PM)
Others in Attendance – Guests		
David Patterson	USOPC – Senior Governance Advisor	Present
Phil Andrews	USA Fencing – CEO	Present
Peter Barton	USA Fencing – Parliamentarian	Present (Zoom)

Jess Saxton	USA Fencing – Director	Present (Zoom) until 10:57AM
Damien Lehfeldt	USA Fencing – Chair	Present (via Zoom – at various times)
Molly Hill	USA Fencing – At Large Director	Present (via Zoom – at various times)
Andrea Pagnanelli	USA Fencing – Independent	Present (via Zoom – at various times)

1. **Call to Order/ Roll Call**

Mr. Brandon called the meeting to order at 9:04AM Central Time and established a quorum.

2. **Chairperson’s Opening Remarks and Agenda**

Mr. Brandon set the meeting’s agenda and asked for the disclosure of any potential conflicts of interest. No potential conflicts of interest were disclosed.

3. **CEO Welcome to Guests**

Ms. Brumfield welcomed David Patterson from the USOPC and Phil Andrews, Peter Barton and Jess Saxton from USA Fencing who attended the meeting as guests.

4. **Approval of Consent Agenda**

Kathryn Murtagh presented the Collegiate Club Committee’s updated overview and roster for 2025-2026, and the board of directors discussed the revised Collegiate Club Committee Governance and Club Procedures. Ms. Murtagh explained the rationale and process for the updates.

MOTION: Approve Consent Agenda at 9:08AM Central Time	
<ul style="list-style-type: none"> - April 7, 2025, Meeting Minutes - April 18, 2025, SLACK Board Meeting (Election Policy) - April 18, 2025, SLACK Board Meeting (Compensation Committee Roster) - May 15, 2025, Meeting Minutes - December 16, 2024, Meeting Minutes - Collegiate Club Committee (“CCC”): Overview and Roster 2025-2026 - CCC: Revised Committee Governance and Club Procedures July 2025 	
Laura Oliphant	Keri Serota
CARRIED	

5. Team USA AC, USA Triathlon Foundation, and World Triathlon Board Update

Dylan Sorensen gave Team USA AC key updates. Laura Oliphant provided updates on the USA Triathlon Foundation, and Gabriela Gallegos provided an update on World Triathlon.

6. CEO Update

Ms. Brumfield provided an update on organizational performance aligned with USA Triathlon's Strategic Plan. Information was shared and discussed covering the core areas of focus, including investing in improved technology, evolving education, optimizing opportunities in the leadup to LA28. Ms. Brumfield also discussed with the Board the 2026 financial and organizational focus.

7. Financial Update

Jenny Wilson provided the USA Triathlon ("USAT") financial update. She reported that USAT's external auditors had presented the 2024 financial audit to the USAT Finance Committee on July 14 and there had been no significant audit findings or comments. Ms. Wilson also reported that the USAT and the USAT Foundation Finance Committees have reviewed the audit and are recommending approval to the Board, have reviewed the Form 990s for USA Triathlon and the USA Triathlon Foundation, respectively, and have recommended their approval.

MOTION: To approve the 2024 audited financials and 990's for both USAT and USAT Foundation at 10:57AM Central Time	
Yvonne Spencer	Laura Oliphant
CARRIED	

Ms. Wilson also presented on financial reporting and 2025 year to date performance and forecasts.

Finally, the Board discussed the proposal to add Mr. Brandon and Ms. Oliphant to the USAT Finance Committee, with Ms. Murtagh explaining the rationale for the proposal.

MOTION: To approve adding Henry Brandon and Laura Oliphant to the USAT Finance Committee at 11:15AM Central Time	
Keri Serota	Yvonne Spencer
CARRIED	

8. Introduction of the new Chief Development Officer

Jason Rizzi, who joined USAT in July, introduced himself to the board of directors. Mr. Rizzi gave a brief biography of himself and outlined his philanthropic goals for the USAT Foundation, including through LA28.

9. High Performance Update: Para Development and LA Preparation

Scott Schnitzspahn gave an update on Olympic Development and preparation for LA28, including the current development programs and athletes. Lindsey Jerdonek presented on Para Development and the various programs, camps and qualifier series. The High-Performance update was concluded with an Athlete Spotlight on Carson Clough who spoke about his experience and success at the Paris Paralympics where he won a silver medal.

10. Trends Discussion

Krista Prescott presented on USAT Data and Trends, providing insights into the following topics: sanctioned events, membership dynamics, participation, and age and gender demographics. Ms. Prescott reported on long term trends and the 2026 plans for events and membership.

11. Executive Session

MOTION: Open Executive Session at 2:00PM Central Time	
Dylan Sorensen	Keri Serota
CARRIED	

{David Patterson, Phil Andrews, Lindsey Jerdonek, Carson Clough, Scott Schnitzspahn, Jason Rizzi, Peter Barton left the meeting}

The Board continued with their Executive Session.

MOTION: Close Executive Session at 2:45PM Central Time	
Yvonne Spencer	Dylan Sorensen
CARRIED	

{David Patterson, Phil Andrews and Peter Barton were invited to return to the meeting.}

12. Retention Vote for Independent Directors

The Board was invited to discuss the retention of Mr. Brandon and Mr. Stellmaszek as independent directors for a further two-year term each.

MOTION: To approve the retention of Henry Brandon as an independent director for a further two year term at 2:56PM Central Time	
Yvonne Spencer	Laura Oliphant
CARRIED	

MOTION: To approve the nomination of Felix Stellmaszek as an independent director for a further two year term at 2:57PM Central Time	
Laura Oliphant	Keri Serota
CARRIED	

13. USOPC Governance Presentation

David Patterson, USOPC Senior Governance Advisor, spoke to the board on good governance practices and the functions of a board. He provided insights and advice as to how an engaged board should conduct themselves.

14. Legal, Governance, Compliance

Kathryn Murtagh and Dylan Sorensen presented on Legal, Governance, and Compliance topics.

Ms. Murtagh reported on the upcoming 2025 U.S. Center for SafeSport Audit of one of USAT's "Tier 2" events. She updated the Board on her team's preparation for the 2027 USOPC audit, preparation for USAT's new insurance broker and the officer election process for later in the year. The Board also discussed the World Triathlon Tribunal Nomination request.

MOTION: To approve the nomination of Judge Jones for a further term on the World Triathlon Tribunal at 4:03PM Central Time.	
Dylan Sorensen	Yvonne Spencer
CARRIED	

Mr. Sorensen, who is a member of the Nominating and Governance Committee ("NGC"), updated the board on the NGC's work of vetting and interviewing board candidates. He noted that the process is ongoing but that a final slate would be ready to be notified to USAT at the end of August.

15. Executive Session

MOTION: Open Executive Session at 4:36PM Central Time	
Gabriela Gallegos	Keri Serota
CARRIED	

{David Patterson, Phil Andrews, Peter Barton, Vic Brumfield, Kathryn Murtagh, Krista Prescott, and Lauren Tesler left the meeting}

The Board continued with their Executive Session.

MOTION: Close Executive Session at 5:22PM Central Time	
Keri Serota	Dylan Sorensen
CARRIED	

{Vic Brumfield, Kathryn Murtagh and Lauren Tesler returned to the meeting.}

16. **Adjournment**

The Chairman adjourned the Board Meeting at 5:35PM Central Time.