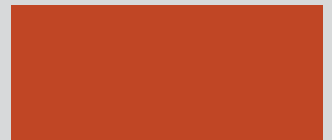
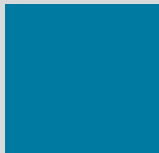


2009 Annual Report | Ten Years Strong!



Running USA advances the growth and success of the running industry in America.

www.RunningUSA.org

VISION

Every American is engaged in or inspired by running.

MISSION STATEMENT

Running USA advances the growth and success of the running industry in America.

OUR STRATEGY

Promote, Celebrate and Build the Sport

- Be the communication and promotional resource center for the running industry
- Grow our membership across all segments
- Lead and facilitate the collaboration of organizations within the running industry

Provide Quality Service that Enhances Members' Businesses

- Expand educational and networking opportunities
- Promote and facilitate youth and family running for a fitter, healthier America
- Secure the financial growth of the organization to further support our members and the sport of running



Welcome to Running USA, the sport's organization. This annual report, Running USA's first, summarizes the highlights of our year 2009 and the people and organizations that make Running USA possible.

In 2009, Running USA celebrated its 10th year and what a ten years it has been. It is hard to believe that a decade has already passed since our formation in Los Angeles, but we look back—with pride and passion—at our successes and growth, and moreover, we look ahead with our members, staff, sponsors and partners to further advance, promote and celebrate the vibrant sport that we know and love.

Since its inception in March 1999, Running USA's major accomplishments to build and promote the sport include:

- jump-starting the U.S. distance running resurgence
- establishing Team Running USA that led to two Olympic medals and many other noteworthy wins and performances

- serving as the resource center and clearinghouse for the sport and media
- growing from 51 Founding Members to more than 250 members
- our annual running industry conference – the sport's largest
- the Running USA wire – twice weekly news on the sport
- the Running USA E-News – weekly industry news
- our annual marathon and State of the Sport reports – widely cited
- the coordination and promotion of youth running programs via RunningRocks.com

With ten years of success in building the sport under our belt, we look forward to the next ten years.



Allan Steinfeld
President, Running USA

For Running USA, 2009 was a special year as the national non-profit organization marked its 10th year. From 51 Founding Members to the current 250-plus membership, Running USA from its inception has represented and promoted the sport with the basic twin goals to grow and improve the sport.

2009 Running USA Highlights

- Running USA 2009: The Industry Conference enjoyed a record attendance and sponsorship – February
- Running USA celebrates its 10th year and marks a decade of achievement – March
- Inaugural National Running Day on June 3, partnered with USA Track & Field, New York Road Runners and other running organizations to promote running nationwide
- New website launched – April
- Annual marathon and State of the Sport reports released—April and summer
- Social media presence – Facebook (April) and Twitter (September)
- Running USA presents first webinar series – August and September

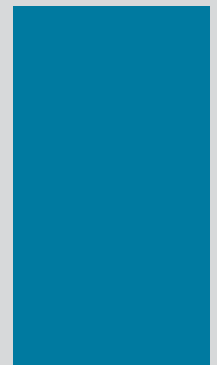
- Running USA announces inaugural Training Group Development Award – October

Record Running Growth in 2009

Unlike most of the economy, the Running Industry continued to be recession-resistant as 2009 proved to be another year of astounding growth in virtually every sector—road races, registration, media, general running population and shoe sales—according to our *State of Sport* reports.

From record or sold-out fields across the country, the number of finishers in the sport has increased dramatically as evidenced by the record 467,000 marathon finishers, nearly a 10% increase over the previous year, and more than 1.1 million half-marathon finishers, an incredible 24% growth in 2009. Overall, in 2009, Running USA estimated that there were more than 10 million U.S. road race finishers (another record high).

Tied to participation, the number of individuals registering online for running events was up 15% in 2009 compared to the previous year and more than 72% of running events experienced growth in online registration, according to *The Active Network, Inc.*, the largest provider of sports registration software for endurance events in the United States.





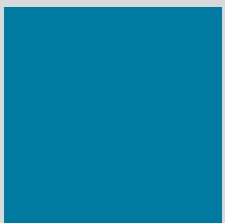
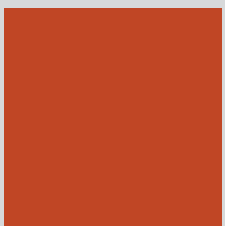
Runner's World magazine also increased its newsstand sales by 3.6% in the second half of 2009, improved its market share over competitors by 13%, and saw a boost in subscriptions generated from online channels with 59% growth, all of this despite price increases in 2006 and 2008.

For 2009, the Sporting Goods Manufacturers Association reported significant increases in total running participants, estimating more than 43 million total runners nationwide and a 6.7% gain since 2008. Core participants (50+ days/yr) and frequent participants (100+ days/yr) reported greater than 9% growth for 2009 to 25.6 million and 16.4 million respectively. Participation in running activities has increased substantially

the last nine years with running/jogging total participation up 40%, running/walking on the treadmill 38%, walking for fitness 21% and trail running up 16%, according to SGMA.

The National Sporting Goods Association's "Sporting Goods Market in 2010" reported that total running/jogging shoe sales surpassed \$2.36 billion in 2009, an increase of 3% in total dollars sold over the previous year.

In short, the Second Running Boom continued its momentum in 2009, and Running USA was there to further it, document it and show the world.





Annual Conference

The early inclement weather did not put a damper on the record 400-plus people who attended Running USA 2009 powered by The Active Network and Gen-A Media & Marketing on February 8-10 at the beautiful Hilton La Jolla, Torrey Pines, California. The conference theme was “20 in 10: Setting the Course”.

The largest and premier running industry conference brought together the best and the brightest in the sport and like past editions, our conference offered diverse and relevant topics and sessions such as the power of networking, sponsorship and marketing in today’s slow-growing economy, the value of social media, making your event green, successful youth running programs and the World Marathon Majors. In addition, a sponsor expo showcased running products and services.



Athlete Support

Since Running USA’s inception in 1999, it has supported and promoted U.S. athlete development, and at the 2009 conference’s popular silent and live banquet auctions, more than \$65,000 was raised for Team Running USA, the most accomplished U.S. training group, and other Running USA’s programs.

Before the ING Hall of Champions banquet, there was a 30 minute “fun run” with Team Running USA and 40-50 attendees. Along with team coaches Terrence Mahon and Bob Larsen, 15 out of 17 Team Running USA members including Olympic medalists Deena Kastor and Meb Keflezighi and 2008 Olympians Ryan Hall, Jen Rhines, Ian Dobson and Anna Willard participated in the fun run and evening banquet as conference honored guests.

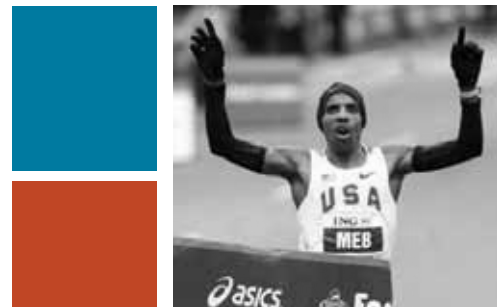
In October, Running USA announced the inaugural \$25,000 Training Group Development Award to be presented at Running USA 2010.

Webinars

In 2009, Running USA introduced its inaugural webinar series, designed for small- to mid-sized or new-to-the-sport race directors. Participants received advice, tools and handy tips from the best in the business.

In August, John Conley, CEO of Conley Sports, Inc. and the 2006 Running Times and Road Race Management “Race Director of the Year”, presented the first webinar entitled “Sponsorship Marketing”. The following were addressed: What do you do when a sponsorship ends or doesn’t materialize? What’s the immediate response and how do you move forward? The first webinar was free to Running USA members.

In September, Kristine Smith, Marketing & Public Relations Manager of Twin Cities Marathon, Inc., led the second webinar: “Creating Your Media Toolkit”. This session offered insights on creating and managing the relationships with your media partners and how to put social media tools to work for your event. She also covered the importance of having a crisis communication plan in place.



Expos

Running USA in 2009 went to nine race expos across the country to promote the organization and our members, to answer questions, to distribute Running USA and event material and to meet and greet people. At the expos, Running USA reached 360,000 attendees.

- P.F. Chang's Rock 'n' Roll Arizona Marathon (AZ) – January
- Chevron Houston Marathon (TX) – January
- ING Miami Marathon (FL) – January
- Yuengling Shamrock Sportsfest Marathon (VA) – March
- Peachtree Road Race (GA) – July
- San Francisco Marathon (CA) – July
- America's Finest City Half Marathon (CA) – August
- Medtronic Twin Cities Marathon (MN) – October
- ING New York City Marathon (NY) – November

Running USA Marketplace News

This e-newsletter was published in May, August and November to promote members' new products and/or services to the running industry.

Awards 2009

Running USA announced and presented the following honors and awards at its annual industry conference.

Running USA Hall of Champions, sixth class (5 inductees)

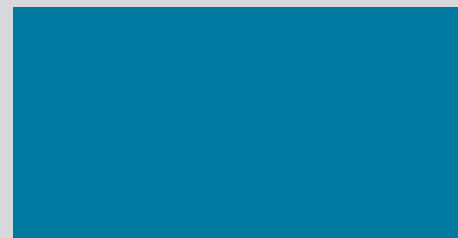
In every sport, the champions are always the victorious athletes, but if there were no events there would be no medalists. Entry to the Running USA Hall of Champions is reserved for those wonderful people who with devotion, vision and commitment built the sport and provided glory for the winners and a place to excel for everyone.

- Jon & Betsy Hughes (Orlando, FL), Track Shack / EMMI, event management
- Rick Nealis (Quantico, VA), Marine Corps Marathon, race director
- Carey Pinkowski (Chicago, IL), Chicago Marathon, race director
- Toni Reavis (San Diego, CA), journalist, TV commentator

The Women's Running Magazine Trailblazer Award

This award goes to a woman who has been a leader and a pioneer in the sport and has served the sport with distinction. In other words, a trailblazer.

- Nancy Lieberman, GO! St. Louis Marathon president and founder



Running USA Youth Awards

The Running USA Youth Awards are presented at the annual winter conference (e.g., 2008 winners were presented their respective awards at Running USA 2009).

- **Youth Event of the Year:** Medtronic TC Kids Marathon, Minneapolis, MN
- **Youth Program of the Year:** Youth Run 4 Fun / JUST RUN, San Francisco, CA
- **Youth Program Contributor of the Year:** Atlanta Falcons Youth Foundation, GA

Media and Public Affairs

Our tenth year was perhaps the busiest and most productive yet for Running USA's media and PR efforts. Along with the usual member and media support and resource center work, 105 Running USA wires were produced, distributed and posted; in May 2009, our website was upgraded and relaunched with increased traffic, and in the fall, we entered the expanding and ever-changing social media world with a Facebook and Twitter presence.

The twice-weekly Running USA wire—sent to 550 media sources—was widely and regularly used by the most popular running websites including runnersworld.com, coolrunning.com and runnersweb.com, and the weekly Running USA E-News reached more than 1,000

industry people with the latest news and updates in the sport.

In 2009, at least 51 U.S. newspapers including the Wall Street Journal, USA Today and New York Times cited and/or quoted Running USA with running-related stories, mainly about the sport's growth. Running USA was also cited on the CBS Evening News, AP wire, Agence France-Presse (AFP) and Bloomberg News as well as numerous leading publications such as Runner's World, The New Yorker, Time Magazine and the AARP Bulletin newsletter. In 2009, circulation total of all the publications that mentioned or cited Running USA in articles measured more than 35 million copies distributed.

Put simply, the efforts of our media office, website, wire, E-News have consistently "branded" Running USA as a trusted source of running information and contacts.





In celebration of our ten years, Running USA recognizes and thanks the following Founders and 51 Founding Members who made the organization a reality in March 1999.

Founders

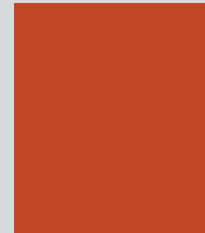
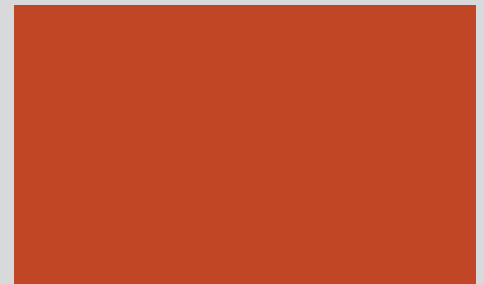
Steve Bosley, David Coyne, Steve & Joy Edwards, Ed Froehlich, David Hannah, Basil & Linda Honikman, Danny Grimes, Wally Kastner, Creigh Kelley, Ryan Lamma, Craig Masback, Tim Murphy, Bill Reef and Allan Steinfeld

Founding Members

(joined Running USA during its first year)

Active.com, adidas, All American Trail Running Association (AATRA), Alta Peruvian Lodge Downhill Dash 8K, America's Finest City Half-Marathon, American Ultrarunning Association (AUA), Army Ten-Miler, ASICS Corporation, Bank

of America Gasparilla Distance Classic 15K, Big Sur International Marathon, BKB Ltd., Bolder Boulder 10K, ChampionChip, Cincinnati Flying Pig Marathon, City of Los Angeles Marathon, Columbus Marathon, Crim Festival of Races, Do It Sports, Elite Racing, EMMI, Examiner Bay to Breakers 12K, Florida Running Festival, Food Fitness International, Freihofer's Run for Women 5K, Gate River Run 15K, GetFit.com, Gold Medal Event Management, Inc., Indian Path Medical Center & SunTrust Bank Crazy 8's 8K, Jefferson Hospital Philadelphia Distance Run, Kinane Events, Marty Liquori Productions, Methodist Health Care Houston Marathon, National Sports Network, New York City Marathon, Nike, Inc., Park Forest Scenic 10 Mile Run, PhotoRun, PowerBar, Quad-City Times Bix 7, RhodyCo Productions, Runner's World, The Running Network, Salmi Films, Inc., Shooting Star Media, Steamboat Classic 4 Mile, Summit Exhibition Management, Tulsa Run 15K, Twin Cities Marathon, USA Track & Field, Utica Boilermaker 15K and Wharf to Wharf Race



Member Organizations

Our 250-plus membership includes the spectrum of the sport in the following categories: association, awards, charity, event, management, manufacturer, media, photo, registration, retail, timing, training, travel and vendor with events representing 40% of the membership.

A1A Marathon	Capri Events	Event Marketing Services, Inc. / Run for Your Life
AA Sports Marketing LLC	Cellcom Green Bay Marathon	Fargo Marathon
ABC 7 Sarasota Marathon	Champion Chip	Fetal Hope Foundation/TTTS Run for Hope
Access Paths Inc.	Championship Racing, LLC	Firstwave Events
Action Sports International	Charities Challenge	FlagSource
Active Network	Charlotte Regional Sports Commission	Fleet Feet, Inc.
AFMInc.	Charm City Run Events	Focus n Fly
Allsports Marketing Support Services	Chevron Houston Marathon	Food Fitness International
Always Advancing Manufacturing & Promotions	Chicago Event Management	Frederick Marathon
American Cancer Society	Chill Towels	Freihofer's Run for Women
American Discovery Trail Marathon	Christine Bowen	FuelBelt, Inc.
American Road Printing	ChronoTrack	Gatorade Sports Marketing
American Running Association	CIGNA Falmouth Road Race	Gault Race Management
American Trail Running Association	Cincinnati Flying Pig Marathon	Generic Events
American Ultrarunning Association	City Running Tours	Get in Gear 10K
America's Finest City Half Marathon	Claudia Piepenburg	GO! St. Louis
Anchorage Running Club	Coach Brendan	Gold Coast Airport Marathon
Big Wild Life Runs	Columbus Marathon	Greenlayer
Anderson Race Management	Community First Fox Cities Marathon	Greenlight Organic
Anthony Travel	Competitor Group Inc.	Hamptons Marathon
ARE Event Productions	Competitor Connection, Inc.	HEB Bayou City Classic 10K
Army Ten-Miler	Continental Event and Sports Management Group, LLC	Hill Development Group
Ashworth Awards	Cooper River Bridge Run	Honikman Consulting
ASICS America	Covenant Health Knoxville Marathon	Hospital Hill Run
Athletes Edge	Cowtown Marathon	Hyde Park Blast
Athletes for a Fit Planet	Crim Festival of Races	ICESPIKE
Athlinks	Dallas White Rock Marathon	IEG
Atlanta Track Club/Peachtree Road Race	DeCelle Memorial Lake Tahoe Relay	IMAthlete
Austin Marathon	Destination Races	IMT Des Moines Marathon
BAA Boston Marathon	Detroit Free Press Marathon	In Motion, Inc.
Bags by TCA	Dick's Sporting Goods Bolder Boulder 10K	ING Bay to Breakers
Big D Texas Marathon	Dick's Sporting Goods Pittsburgh Marathon	ING Hartford Marathon
Big Sur International Marathon	Disney Endurance Sports	ING New York City Marathon
BigSigns.com	DMSE, Inc.	IPICO Sports
BKB Ltd	Eco-Logistics	J&A Racing
Blue Cross Broad Street Run	Eisenhower Marathon	Jim Ryun Sports
Boomtown Days Half Marathon	Electric City Printing	JT Service/Evolve Sports
brightroom, Inc.	emediagroup	Kaiser Permanente Napa Valley Marathon
Britten Banners	EnduraFit, LLC	KaleRunning.com
Brooks Sports, Inc.	Endurance Sports Media Group, Inc.	KeyBank Vermont City Marathon
Buffalo Marathon	Eugene Marathon	Kids Running America
Canyonlands Half Marathon	EMMI/Track Shack	Kinane Events

Member Organizations (cont.)

Kinesys Performance Sunscreen	PancreatICA Running Team	Steamboat Classic/Illinois Valley Striders
Lake Tahoe Marathon	Patricia Ball Consulting	Strands
Lean Horse Productions, INC	Pensacola Marathon	Sugoi, Inc
Leslie Jordan, Inc.	Philadelphia Marathon	SunTrust Richmond Marathon
Little Rock Marathon	Photo Run	SweatVac Performance Wear
Long Beach International City Bank Marathon	Pikes Peak Marathon/TCR	TD Banknorth Beach to Beacon 10K Road Race
Los Angeles Marathon	Portland Marathon	Team in Training/LLS
Mad Dash Marketing	Post-News Colorado Colfax Marathon	Team M4M
MagnaTreads	PowerBar	Team Ortho Foundation
Malloy Marketing Group	Project Sport LLC	The Sample Guy
MapMyRun.com	Quad-City Times Bix 7	The WOW Team
Marathon Printing, Inc.	Race Central	Toronto Marathon
MarathonFoto	Raceit.com	Toronto Women's Run Series
MarathonGuide.com	Racetrackers	Training Peaks, LLC
Mardi Gras Marathon	Ragnar Relay Series	Tri-California Events
Marine Corps Marathon	realbuzz.com	Tucson Marathon
Maui Paradise Marathon	Reebok International, Ltd.	Tulsa World Route 66 Marathon
Maxwell Medals & Awards	RFID Race Timing Systems	Twin Cities Marathon, Inc.
MedEvent Mobile Medical	Richard C. Caliguiri City of Pittsburgh Great Race	U.S. Air Force Marathon
Micro Talk Systems	Rite Aid Cleveland Marathon & 10K	U.S. Road Sports & Entertainment Group
Milwaukee Lakefront Marathon	Road Runner Akron Marathon	Ultramarathon
Mississippi Blues Marathon	Road Runners Club of America	Under Armour Baltimore Marathon
Missoula Marathon	Rocket City Marathon	Universal Sports
Mohawk-Hudson River Marathon	Royal Victoria Marathon	USA Track & Field
Morris Magnets	Run Wild Racing, Inc.	Vision Event Management
Motel 6	RunFAR Racing Services	Visual Marketing Products
Motion Sports	Runner's World Media Group	Waddell & Reed Kansas City Marathon
Management	RunnersWeb.com	WearYourNumber.com
Mount Desert Island Marathon	Running Network	Windshirts
MYLAPS Sports Timing	RunPix	Winning Time Americas
Navy Marathon	San Francisco Marathon	Wisconsin Marathon
NEHST Studios	Santa Barbara International Marathon	Women's Running Magazine
New Balance Athletic Shoe, Inc.	Santa Clarita Marathon	World Run Day
New Jersey Marathon	Saucony, Inc.	World's Best 10K
Nike Inc.	Scotiabank Toronto Waterfront Marathon	XTERRA Trail Run Series
nuBound	Seattle Marathon	Yankz!
OBX Marathon	Simply Hospitality	Yuengling Shamrock Sportsfest Marathon
Odyssey Relay Series	Sommer Sports	Zooma Women's Race Series
Off 'n Running Tours	Spectrum Sports Management LLC	Zoot Sports
Omaha Marathon	Sport Photo	
Ottawa Marathon	Sport Science	
PACE Series	St. Jude Heroes/St. Jude Memphis Marathon	
Pacific Rim Sports, Inc.	St. Luke's Women's Fitness Celebration	
Pacific Sports LLC		

Officers of Running USA

President

Allan Steinfeld

Vice President

Virginia Brophy Achman

Secretary

Lonnie Somers
(Fetal Hope Foundation)

Treasurer

John Elliott

Running USA Staff

CEO

Susan Weeks

Media Director

Ryan Lamma

Membership & Marketing Director

Paul Banta (until March)
and Nancy Hobbs

Research & Statistics Director

Linda Honikman (until July) and
Tracy Yoder

Education Manager

Toni Callan

Media Coordinator

Leah Etling

2009 Running USA Board of Directors

17 member board with affiliation

- Anne Audain (Evansville, IN), AA Sports Marketing
- Virginia Brophy Achman (Minneapolis, MN), Twin Cities Marathon, Inc.
- Jon Hughes (Orlando, FL), EMMI / Track Shack
- Andrew Hersam (San Diego, CA), Competitor Group
- Leslie Jordan (Portland, OR), Leslie Jordan, Inc.
- Creigh Kelley (Englewood, CO), BKB Ltd.
- Tracey Russell (Atlanta, GA), Atlanta Track Club
- Dave Alberga (San Diego, CA), The Active Network
- Steve Baskin (Atlanta, GA), At-Large member
- David Deigan (San Francisco, CA), AFMInc.

- John Elliott (New York, NY), MarathonGuide.com/ Web Marketing Associates
- Fred Finke (Longwood, FL), USATF LDR Division Chair
- Basil Honikman (Santa Barbara, CA), Honikman Consulting
- Chris Lambiase (New York, NY), The Runner's World Media Group
- Doug Logan (Indianapolis, IN), USATF CEO
- Lorene Oates (Boise, ID), St. Luke's Women's Fitness Celebration
- Allan Steinfeld (New York, NY), NYRR /ING New York City Marathon

Partners

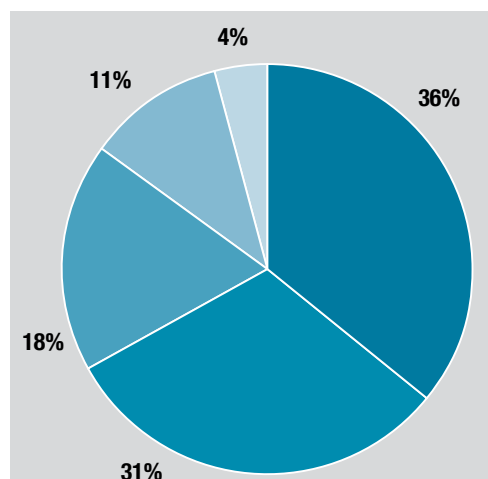
The following generous partners help Running USA reach its mission to advance the growth and success of the running industry in America.

- Active Network
- Ashworth Awards
- Leslie Jordan, Inc.
- MarathonFoto



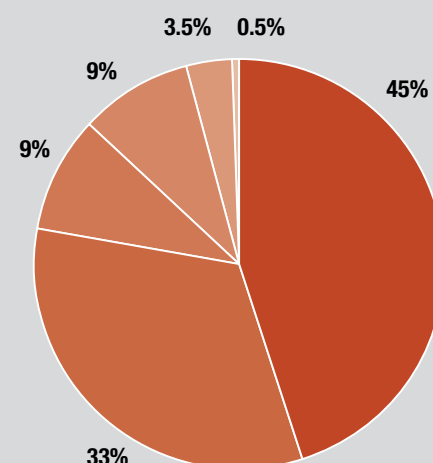
Running USA, Inc. Statement of Cash Flows January – December 2009

CASH FLOWS FROM OPERATING ACTIVITIES		Total
Change in Net Assets		\$25,601
Adjustments to reconcile change in net assets to net cash used by operating activities:		
Depreciation		939
Loss on Disposal of Asset		8,679
Changes in Assets and Liabilities		
Increase in Accounts Receivable	(23,338)	
Increase in Prepaid Expenses	(75,935)	
Decrease in Accounts Payable	(39,530)	
Decrease in Accrued Payroll Liabilities	(2,404)	
Increase in Deferred Revenue	20,698	
Total Adjustments	(110,891)	
Net cash provided by operating activities	\$(85,290)	
Net decrease in cash	\$(85,290)	
Cash and cash equivalents, beginning of year	\$162,828	
Cash and cash equivalents, end of year	\$77,538	



Revenue Sources

- Conference
- Membership
- Fundraising
- Advertising / Sponsorship
- Consulting



Expenses

- Personnel
- Annual Conference
- Administration
- Fundraising Grants
- Member Services
- Media & PR

Running USA

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 runningusa@runningusa.org

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Running USA, Inc. Statements of Financial Position As of December 31, 2009

ASSETS	TOTAL
Current Assets	
Cash and Cash Equivalents	\$77,538
Accounts Receivable	33,438
Prepaid Conference Expenses	75,000
Prepaid Insurance	935
Total Current Assets	\$186,911
Furniture and Equipment	
Automobile	—
Less Accumulated Depreciation	—
Furniture and Equipment—Net	—
TOTAL ASSETS	\$186,911
LIABILITIES AND NET ASSETS	
Current Liabilities	
Accounts Payable	\$1,603
Accrued Payroll Liabilities	2,937
Deferred Revenue	\$210,379
Total Liabilities	\$214,919
Net Assets	
Unrestricted	(28,008)
Total Net Assets	(28,008)
TOTAL LIABILITIES AND NET ASSETS	\$186,911

