



**UNITED STATES EQUESTRIAN FEDERATION, INC.**  
**BOARD OF DIRECTORS MEETING**  
**SEPTEMBER 26, 2022**  
**3:00 P.M. EDT**

**MINUTES**

**Board Members Present:** Tom O'Mara, Elisabeth Goth, Judy Sloan, Jacob Arnold, Alex Boone, Allison Brock, Matt Brown, Ling Fu Wylie, Lisa Gorretta, Deborah Johnson, Mary Knowlton, Carol Kozlowski, Jon Kreitz, Lauren Nicholson, Diane Pitts, Philip Richter, Richard Spooner, Chester Weber, and Judy Werner

**Board Members Absent:** Max Amaya and Joe Mattingley

**USEF Senior Team Present:** Bill Moroney, Kelly Bolton, Mike Delahanty, Terri Dolan, Sonja Keating, Vicki Lowell, Lisa Owens, Justin Provost, Debbie Saliling, and Stephen Schumacher

**1. Roll Call and Determination of a Quorum**

Mr. O'Mara called the meeting to order at 3:03 p.m. EDT. Following a call of the roll, Ms. Adams noted that a quorum was present.

**2. Adoption of the Revised Agenda**

Mr. O'Mara stated that agenda items 8.1 and 13.1 were added since the original agenda was posted. Mr. Kreitz moved, and Ms. Sloan seconded the motion to adopt the agenda as revised. There was no discussion and the motion carried unanimously.

**3. President's Opening Remarks**

Mr. O'Mara stated that several national and international championships have occurred since our July Board meeting including World Championships for Dressage, Jumping, Para Dressage, Vaulting were held in Denmark as well as the Eventing and Driving World Championships in Italy. He congratulated Board members Chester Weber and Lauren Nicholson for their success at the Driving and Eventing World Championships. Closer to home the U.S. hosted the North American Young Rider Championships for Jumping and Dressage, Festival of Champions this year including the Para Dressage National Championship, Pony Finals, Junior Hunter Finals, Talent Search Finals, National Vaulting Championships, and breed Nationals for Western Dressage, Welsh Pony, and Paso Fino.

Mr. O'Mara stated that the horse community in Florida is setting up refuge for those in need because of the impending hurricane. The Caribbean Disaster Relief Fund is sending \$5,000 to Puerto Rico.

**4. Conflict of Interest Declaration**

Ms. Keating requested that Directors declare conflicts with any item on the agenda. No conflicts were declared.

**5. Approval of Board Meeting Minutes – July 25, 2022**

Ms. Pitts moved, and Ms. Sloan seconded the motion to approve the minutes from the Board meeting held on July 25, 2022. Following discussion and a vote the minutes were approved.

**6. Presidential Modification Report**

A summary of Presidential Modifications granted since the July Board Meeting was presented to Directors for informational purposes.

**7. Ratify Ad Hoc Group actions**

Ms. Sloan moved, and Ms. Boone seconded the motion to ratify the actions of the Ad Hoc Selections and FEI Calendar Groups as presented and required under Board approved Resolutions 2020-02 and 2020-08. After discussion and vote, the motion passed with Ms. Pitts abstaining.

**8. Treasurer Report & Review of Q3 Financials**

Ms. Sloan reported that our excellent performance continues through the year with strong Q3 numbers. This helps offset the decline in our investment portfolio due to market changes. We are on track to meet or exceed our planned budget for the year.

Mr. Delahanty stated that deferred revenue is now reported monthly versus in the month of receipt. Pony Finals merchandise sales were the highest to date which assisted with our bottom line. USOPC funding and USETF contributions are offset slightly. Our variance to budget is less than 1% off, 10% favorability in the expense line. We continue to monitor inflated items but do not expect anything to drive a change in activity. Our cash flow and balance sheet remain strong year to date. We have sent \$125,000 to the FEI for the Ukrainian Relief Fund and Marketing will be doing a release on how the funds received has been used.

**8.1 Approval of Audit and Tax Preparation Firm**

Ms. Gorretta moved, and Ms. Pitts seconded the motion to approve Blue and Company LLP to conduct the 2022 audit, tax preparation, and ERISA 401k audit. Mr. Delahanty stated that the Audit Committee approved staff's recommendation to utilize Blue and Company LLP, a local company specializing in work with no-profits bringing both cost savings and timeline expectations. Following discussion and a vote, the motion passed unanimously.

**9. Consideration of Extraordinary Rule Change Proposals**

Mr. Arnold moved, and Mr. Richter seconded the motion to put all the extraordinary rule changes on the floor for discussion. After discussion and a vote, the motion passed unanimously.

Tracking ID# 004-22

Following discussion and vote, this extraordinary rule change to GR1036 regarding the family portion of the Amateur rule passed, with Ms. Knowlton, Ms. Johnson, and Ms. Gorretta against.

Tracking ID# 013-22

After discussion and a vote, this extraordinary rule change to VA105.1 regarding the maximum use of a Vaulting horse passed unanimously.

Tracking ID# 016-22

Following discussion and vote, this extraordinary rule change to RD105.4 regarding the protocol for officials to remove an exhibitor deemed unsafe passed unanimously.

Tracking ID# 017-22

After discussion and a vote, this extraordinary rule change to GR202.1 regarding Show Pass carried unanimously. A member communication and FAQs are planned following receipt of concerns from organizers.

#### **10. Approval of Board Resolution 2022-05 to create Endurance Zone Committees**

Ms. Sloan moved, and Ms. Werner seconded the motion to approve Resolution 2022-05 to create Endurance Zone Committees. Following discussion and a vote, the motion carried unanimously.

#### **11. Consideration of Horse Retirement Exception Request**

Ms. Kozlowski moved, and Ms. Fu Wylie seconded the motion to approve The Horse retirement exception request for 'Gleaming Road'. Following discussion and a vote, the motion failed unanimously.

#### **12. Approval of Policy Amendments**

Mr. Kreitz moved, and Ms. Goth seconded the motion to put all three of the policy amendments on the floor for discussion and approval. Following a vote, the motion carried unanimously. Ms. Keating stated that revisions in each of these policies was made to be in compliance with the USOPC 2023 best practices guidelines. The Whistleblower and Anti-Retaliation Policy will be effective immediately and the Code of Conduct and Conflict of Interest & Gifts and Entertainment Policy will go into effect with the 2023 competition year.

##### **12.1 Code of Conduct**

After discussion and a vote, the motion passed unanimously.

##### **12.2 Conflict of Interest and Gifts & Entertainment Policy**

Following discussion and vote, the motion carried unanimously.

##### **12.3 Whistleblower and Anti-Retaliation Policy**

After discussion and a vote, the motion passed unanimously.

#### **13. International Disciplines Council Report**

Mr. Connell was not available for a verbal report but notified staff that he had nothing additional to add to the written report provided.

##### **13.1 Approval of the 2023 U.S. FEI Dressage and Para Dressage Calendars**

Ms. Gorretta moved, and Ms. Goth seconded approval of the U.S. FEI Dressage and Para Dressage Calendars for 2023. Ms. Brett stated that Del Mar has withdrawn its three 2023 bids due to water runoff and ongoing construction. After discussion and vote, the motion passed unanimously.

#### **14. National Breeds & Non-FEI Disciplines Council Report**

Ms. Dolan, National Council liaison, stated that we have seen growth in participation in all programs and Championships this year. She had nothing additional to add to the written report submitted.

#### **15. Member Services Council Report**

Mr. Moroney, staff liaison to this Council, noted that there is nothing to add to the written report. He noted that the Member Services budget monitors trends around our base dues that then fund the sport programs. There were no comments or questions from the Board.

### **15.1 Approval of Licensed Officials Policies and Procedures Amendments**

Mr. Kreitz moved, and Ms. Goth seconded the motion to approve the amendments to the Licensed Officials Policies and Procedures. Mr. Moroney stated that in Section 1, point 4 the following language has been added to allow some flexibility: ***The Federation's Chief Executive Officer (CEO), or their designee, may, from time to time, provide an exemption to these Policies and Procedures, in their sole discretion, when appropriate. Any decision of the CEO regarding whether to grant an exemption shall be final and cannot be appealed.*** Following discussion and vote, the motion passed, with Ms. Gorretta abstaining.

### **15.2 Approval of Licensed Officials FEI Licensing Information Document Amendments**

Mr. Kreitz moved, and Ms. Sloan seconded the motion to approve amendments to the Licensed Officials FEI Licensing Information Document. Mr. Moroney stated that in Section 1, point 5 the following language has been added to allow some flexibility: ***The Federation's Chief Executive Officer (CEO), or their designee, may, from time to time, provide an exemption to these Policies and Procedures, in their sole discretion, when appropriate. Any decision of the CEO regarding whether to grant an exemption shall be final and cannot be appealed.*** After discussion and a vote, the motion carried with Ms. Gorretta abstaining.

### **16. CEO Report**

Mr. Moroney stated that his report outlines updates on relationships with the USOPC and the FEI, governance, USEF online forms, updates to the USEF and FEI events fee schedule, sport staffing and travel, the 2023 first trimester Florida calendar, medical personnel rules and difficulties, helmet safety and athlete protection/Safe Sport, and staff education and development.

### **17. Old Business**

There was no old business.

### **18. New Business**

There was no new business.

### **19. Executive Session**

At 4:22 p.m. Mr. O'Mara requested that Council Chairs and staff, other than Mr. Moroney and Ms. Keating, leave the meeting for an executive session of the Board.

The Board covered the following Agenda items:

#### **19.1 General Counsel Report**

#### **19.2 Strategic Plan Progress Report**

### **20. Adjourn**

At the conclusion of the Executive Session the meeting adjourned at 5:09 p.m. EDT.

Signed and submitted:



Karen Adams  
Recording Secretary

**Attachment: Resolution 2022-05**

**RESOLUTION OF THE BOARD  
TO CREATE ENDURANCE ZONE COMMITTEES  
(2022-05)**

WHEREAS, on June 28, 2021, the United States Equestrian Federation, Inc. ("Federation") Board of Directors ("Board") approved an Endurance Proposal whose goal was to create a five-part plan to rebuild the sport of Endurance within the Federation's structure from the grassroots to international representation at the highest level of the sport ("Five Part Plan");

WHEREAS, one part of the Five Part Plan was the establishment of eight new national Endurance Zones along with eight Endurance Zone Committees to conduct the business of said Zones including the organization of annual Zone Qualification Championships;

WHEREAS, the Federation wishes to create eight Endurance Zone committees pursuant to Bylaw 501, Section 6, governed by a corresponding committee charter. The eight Endurance Zone committees shall be created through this Resolution of the Board;

WHEREAS, the eight Endurance Zone committees will be governed by the corresponding Endurance Zone committee Charter;

WHEREAS, the Endurance Zone Committee Charter may be revised from time to time, as approved unanimously by the three Federation Officers.

THEREFORE, IT IS HEREBY RESOLVED, that effective immediately and until further action by the Federation's Board of Directors the above mentioned committees shall be created and comply with the corresponding committee charter adopted on this 26 day of September, 2022.

**CERTIFICATION**

I HEREBY CERTIFY that the foregoing is a true and correct copy of a resolution presented to and adopted by the Federation's Board of Directors at a meeting duly called and held telephonically on September 26, 2022, at which a quorum was present and voted, and that such resolution is duly recorded in the minutes.

Recording Secretary:



Karen Adams



## **UNITED STATES EQUESTRIAN FEDERATION ENDURANCE ZONE COMMITTEES CHARTER**

### **I. INTRODUCTION**

This Endurance Zone Committees Charter was adopted by the United States Equestrian Federation's (the "Federation") Board of Directors (the "Board"), a not-for-profit corporation established under the laws of New York, through a Resolution of the Board dated September 26, 2022.

### **II. PURPOSE & RESPONSIBILITIES**

There shall be eight Endurance Zone Committees, each representing one of the eight National Endurance Zones, as defined by EN119. Each of the Endurance Zone Committees shall (1) provide input at the grassroots and Zone level to the Federation's Endurance Sport Committee, (2) engage with competition management and organizers in the relevant Zone to facilitate the growth and development of the sport of Endurance, (3) organize an annual Zone Qualification Championship, (4) cooperate in implementation of the 5-Step Program as it is adapted, and (5) assist with any other issues that may arise.

### **III. COMMITTEE MEMBERSHIP**

Each Endurance Zone Committee shall be composed of three (3) to seven (7) Senior Active Members, who are ratified by the Board.

Committee Chairperson: The Federation President shall appoint a Chairperson.

Committee Members:

The Committee shall be comprised of Senior Active Members of the Federation appointed by the Federation President. In making appointments, the President shall strive to appoint from within the relevant Zone and to appoint at least one current or former Young Rider.

Vacancies and Removal: Federation Bylaw 504 described what constitutes a vacancy and how committee members may be removed from a committee. Further, failure to timely complete annual Conflict of Interest Disclosures and relevant USEF Safe Sport requirements constitutes cause for removal.

#### **IV. MEETINGS & QUORUM**

Each Endurance Zone Committee will meet at least 6 times per year to adequately fulfill all the obligations and duties outlined in this charter. All committee members are expected to attend each meeting.

Meeting agendas will be prepared for every meeting and provided to Endurance Zone Committee members in advance of the scheduled meeting, along with the appropriate materials needed to make informed decisions. Each Endurance Zone Committee shall act only on the affirmative vote of a majority of its members at a meeting or by unanimous consent. Minutes for all meetings will be drafted by the staff liaison, reviewed by the Committee chairperson, and approved by the Committee members at the following meeting.

The greater of three or one-third of the members of each Endurance Zone Committee shall constitute a quorum.

#### **V. ATTENDANCE REQUIREMENT**

Committee members who attend less than 50% of the meetings of the Committee in any calendar year may be removed from the committee and replaced by a Senior Active Member subject to the appointment or the election procedures that were used in the initial seating of the position, as required in Bylaw 501, Section 4. See Bylaw 504 for the Removal Process from Committees.

#### **VI. TERM LENGTH**

The appointed Committee members shall serve an initial term ending January 2024, at which time each Endurance Zone Committee will be repopulated for two-year terms thereafter.