UNITED STATES EQUESTRIAN FEDERATION, INC.
BOARD OF DIRECTORS - 2020 ANNUAL MEETING
HILTON WEST PALM BEACH, FLORIDA

FIRST MEETING
SATURDAY, JANUARY 11, 2020
9:00 A.M. EST

MINUTES

Board Members Present: Murray Kessler, Tom O’Mara, Tom Brennan, Allison Brock, Jane Clark, Ling Fu Wylie, Lisa Gorretta, Nancy Harvey, Valerie Kanavy, Beezie Madden, Joe Mattingley, Diane Pitts, Philip Richter, Judy Sloan, Richard Spooner, and Judy Werner

Board Members Absent: Elisabeth Goth, Robert Costello, and Catherine Haddad Staller

Council Chairs Present: Mary Babick, National Breeds & non-FEI Disciplines Council Chair; and Joe Mattingley, International Disciplines Council Chair (Board member)

Senior Team Present: Bill Moroney, Kelly Bolton, Will Connell, Terri Dolan, David Harris, Sally Ike, Sonja Keating, Vicki Lowell, Lisa Owens, Justin Provost and Stephen Schumacher

1. Roll Call and Determination of a Quorum
Mr. Kessler called the meeting to order at 9:00 a.m. EST. Following a call of the roll, Ms. Adams noted that a quorum was present.

2. Adoption of the Agenda
Mr. Brennan moved and Ms. Sloan seconded the motion to adopt the agenda. There was no discussion or amendment and the motion passed unanimously.

3. President’s Opening Remarks
Mr. Kessler welcomed the Board members and thanked them for their efforts through 2019 which was a great, but a challenging year in many respects. There is much yet to accomplish and 2020 will bring a refresh of our Strategic Plan, a US-hosted World Cup Finals and the Tokyo Olympic Games.

4. Conflict of Interest Disclosure
Ms. Keating requested that Directors declare conflicts concerning any item on the agenda at this time. No conflicts were declared.

5. Approval of Board Meeting Minutes – November 11, 2019
Mr. Richter moved and Ms. Pitts seconded approval of the minutes from the November 11, 2019 Board of Directors Meeting. There was no discussion and the motion passed, with Mr. Richter, Mr. Spooner and Ms. Werner abstaining as they did not participate in this meeting.
6. **Presidential Modification Report**
A report of Presidential Modifications granted since the November Board meeting was presented to the Board for informational purposes.

Mr. Harris began by thanking our IT staff and Ms. Lowell for the great work done leading up to, during and after the move to our new headquarters. He thanked the Board for approving the funding to build this new office space and welcomed all who are in Lexington to stop by for a tour.

Mr. Harris reported on the statements of financial position for the 12 months ending November 30, 2019, noting that we ended 2019 with an operations surplus of $236,285. Our balance sheet is quite strong with a substantial increase in assets due to the new headquarters. He also noted that we had significant gains on our investments and a gain on the disposal of fixed assets.

8. **Approval of Bylaw Amendment**
Mr. Mattingley moved and Ms. Brock seconded the motion to approve the amendment to Bylaw 306 Section 2 which aligns vacancy and removal for all Directors. There was no further discussion and the motion passed unanimously.

9. **Approval of Resolution regarding Fee Increases**
Amended language was recommended to include the following language: The CEO shall make recommendations to the Board for the approval of increases to fees in the following categories: membership; International High Performance; Horse Recording; Equine Drugs and Medications; and FEI Drugs and Medications. After some discussion, Mr. Brennan moved and Mr. O’Mara seconded approval of the amended Resolution, including the added language above, and which removes all fee amounts from the USEF Rule book, and instead, publishes them on the USEF website and in a policy document. There was no further discussion and the motion passed unanimously.

10. **Consideration of Rule Change Proposals**

8.1 **Extraordinary Rule Changes**
Mr. Mattingley moved and Ms. Sloan seconded the motion to put all extraordinary rule changes on the floor for approval. There was no discussion and the motion passed unanimously.

**Tracking ID #187-19**
There was no discussion and the motion to approve this extraordinary rule change to the General Rules removing fees from the USEF Rule book.

**Tracking ID #097-19**
The IDC stated that it would approve if the following sentence were left in the rule, “See DR137 for all rules related to Maiden, Novice and Limit classes in Dressage competitions.” And if “c. Dressage—see DR137” were stricken from the rule. There was no further discussion and the motion to approve this extraordinary rule change to GR136 per these two changes presented in the errata sheet passed unanimously.

**Tracking ID #145-19**
An accompanying errata sheet outlines the modified language to Chapter 3 related to the Eventing Calendar process that should be included in this rule including GR301.a,
GR301.1g, GR301.1h, GR301.1h1 and GR301.1h-5 and GR301.1j as well as GR301.2d-g6, GR307.2-4, GR314.1g, GR314.2d1-2, GR315.3b5, and GR315.4c-i. Further, Ms. Keating stated that in a past rule change to GR314.1d language was changed in error but should read, “… will be subjected to the higher lower of the mileage requirements.” There was no further discussion and the motion to approve this extraordinary rule change to the General Rules removing fees from the USEF Rule book passed unanimously.

Tracking ID #100-19, 101-19 and 080-19
There was no discussion and the motion to approve these extraordinary rule changes to GR1004, GR1011, GR1134, and with the accompanying errata sheet to CP201, CP214 and CP518 removing reference to the former Driving Affiliate, ADS, from the rule book passed unanimously.

Tracking ID #095-19
There was no discussion and the motion to approve this extraordinary rule change to SB103.12 referencing Maiden, Novice and Limit status as proposed in the accompanying errata sheet passed unanimously.

8.2 FEI Rule Changes
Ms. Harvey moved and Mr. O’Mara seconded the motion to put all the FEI rule changes on the floor for approval. There was no discussion and the motion passed unanimously.

Tracking ID #186-19 and 194-19
There was no discussion and the motion to approve these FEI rule changes to Eventing Appendix 3 referencing minimum eligibility and qualifying requirements passed unanimously.

Tracking ID #193-19
There was no discussion and the motion to approve this FEI rule change to EV115 referencing saddlery as proposed in the accompanying errata sheet passed unanimously.

Tracking ID #192-19
There was no discussion and the motion to approve this FEI rule change to the Vaulting rules referencing divisions in VA102 as proposed in the accompanying errata sheet passed unanimously.

11. Report of the Nominating Committee
Ms. Werner presented the 2019 report of the Nominating Committee. The National Breeds & Disciplines Council re-elected Ms. Werner to fill the Saddlebred Board seat for a second four-year term and elected Ling Fu Wylie to fill the vacated Morgan Board seat for a one-year term. The International Disciplines Council elected Carol Kozlowski to fill the Eventing discipline Board seat for a four-year term; and re-elected Lisa Gorretta to fill the Dressage discipline Board seat for a second four-year term. The Eligible Athletes elected Jacob Arnold to fill the open eligible athlete Board seat for a four-year term.

Ms. Werner reported the Nominating Committee’s recommendation of Philip Richter for the election of the Independent Director position on the Board. Mr. Ashley Ward served as Parliamentarian for the Board meetings and election.
11.1 Election of Independent Director
Mr. Ward stated that the Nominating Committee put forward Philip Richter as its nomination for the Independent Director seat for a term of four years. Mr. Ward opened the floor for additional nominations for Independent Director. Hearing none, Philip Richter was elected by acclamation and was declared the duly elected Independent Director to serve a four-year term. Mr. Richter abstained from the vote.

12. Recognition of Outgoing Board members
Mr. Kessler thanked Mr. Costello, Ms. Haddad Staller and Ms. Mugnier for their service to the Board and presented a gift to each outgoing Director.

13. Old Business
There was no old business.

14. New Business
There was no new business.

15. Adjourn.
There being no further business, Mr. Kessler adjourned the meeting at 10:06 a.m. EST. He stated that the second Board meeting would begin at 10:30 a.m.

Signed and submitted:

Karen Adams, Recording Secretary
RESOLUTION OF THE BOARD
APPROVAL OF FEDERATION FEES
(2020 - 03)

WHEREAS, the Board of Directors of the United States Equestrian Federation, Inc., (the "Federation Board") wishes to remove the fee amounts from the rulebook and make a fee schedule available on the Federation website.

NOW THEREFORE, it is RESOLVED, that effective immediately, all fee amounts shall be removed from the rulebook and be included on a fee schedule available on the Federation website and included in a policy manual. Any change to the following Federation fees must be approved by the Board of Directors:

1. Membership;
2. International High Performance;
3. Horse recording;
4. Equine Drugs & Medications;
5. FEI Drugs & Medications.

The Chief Executive Officer shall recommend proposed changes to these fees to the Board of Directors.

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 in person on the 11th day of January, 2020, at which a quorum was present and voted, and that such resolution is duly recorded in the minutes.

Recording Secretary:

Karen C. Adams
Board Members Present: Murray Kessler, Elisabeth Goth, Tom O’Mara, Jacob Arnold, Tom Brennan, Allison Brock, Jane Clark, Ling Fu Wylie, Lisa Gorretta, Nancy Harvey, Valerie Kanavy, Carol Kozlowski, Beezie Madden, Joe Mattingley, Diane Pitts, Philip Richter, Judy Sloan, Richard Spooner and Judy Werner

Council Chairs Present: Mary Babick, National Breeds and Disciplines Council Chair; and Joe Mattingley, International Disciplines Council Chair (Board member)

Senior Team Present: Bill Moroney, Kelly Bolton, Will Connell, Terri Dolan, David Harris, Sally Ike, Sonja Keating, Vicki Lowell, Lisa Owens, Justin Provost and Stephen Schumacher

1. Roll Call and Determination of a Quorum.
Mr. Kessler called the meeting to order at 11:00 a.m. EST. Following a call of the roll, Ms. Adams noted that a quorum was present.

2. Adoption of the Agenda.
Ms. Sloan moved and Ms. Goth seconded the motion to adopt the agenda. There was no discussion or amendments and the motion carried unanimously.

3. Welcome New Directors
Mr. Kessler welcomed Mr. Arnold, Ms. Fu Wylie and Ms. Kozlowski as new members of the Board.

4. Code of Ethics and Conflict of Interest Policy
Ms. Keating stated that each director is responsible for reading and completing at least annually the Code of Ethics and Conflict of Interest disclosures. Currently all Board members are compliant.

5. Conflict of Interest Disclosure
Ms. Keating requested that Directors declare conflicts concerning any item on the agenda at this time. No conflicts were declared.
6. **Resolutions of the Board**

6.1 Approval of Resolution to Dissolve the Safety Committee & Create the Human and Equine Safety & Welfare Committee
Ms. Sloan moved and Ms. Kanavy seconded the motion to approve the Resolution to dissolve the USEF Safety Committee and approve the creation of a new Human and Equine Safety & Welfare Committee. There was no discussion and the motion passed unanimously.

6.2 Approval of Resolution to appoint an Ad Hoc Selections Group
Mr. Mattingley moved and Ms. Sloan seconded the motion to appoint an Ad Hoc Selections Group for 2020. The Ad hoc Selections Group will consist of three members of the Board and to include one athlete for the purposes of selection procedures and team selections. There was no further discussion and the motion passed unanimously.

7. **Approval of Committee Population**

7.1 Ethics Committee
Ms. Sloan moved and Ms. Gorretta seconded the motion to approve the population of the Ethics Committee for a one-year term, ending January 2021. The committee shall consist of Lisa Blackstone as Chair, Allison Brock as Athlete, Joe Mattingley, Cynthia Richardson and Judy Werner. There was no discussion and the motion passed with Ms. Brock, Mr. Mattingley and Ms. Werner abstaining.

7.2 Governance Committee
Mr. Mattingley moved and Ms. Kozlowski seconded the motion to approve the population of the Governance committee for a one-year term, ending January 2021. The committee shall consist of Diane Pitts as Chair, Lisa Blackstone, Lisa Gorretta, Elisabeth Goth, Pam Hardin as Athlete, Cindy Mugnier and Cynthia Richardson. There was no discussion and the motion passed with Ms. Pitts, Ms. Gorretta and Ms. Goth abstaining.

7.3 Hearing Committee
Ms. Harvey moved and Mr. O’Mara seconded the motion to approve the population of the Hearing Committee for a two-year term, ending January 2022. The committee shall consist of Lisa Blackstone and Judy Werner as Co-Chairs, Debbie Bass, Duane Esser, Malcolm Hook, Tim Roesink, Danielle Torano, George Williams, and Allison Brock, Robin Brueckmann, Laura Graves, and Rebecca Hart as Athletes. There was no discussion and the motion passed with Ms. Werner and Ms. Brock abstaining.

7.4 Human and Equine Safety & Welfare Committee
Ms. Sloan moved and Ms. Harvey seconded the motion to approve the population of the Human and Equine Safety & Welfare Committee for a two-year term, ending January 2022. The committee shall consist of Tom O’Mara as Chair, Kent Allen, Joe Dotoli, Mark Hart, Pam Hardin as Athlete, Jon Holling, Cindy Screnci, and Lynn Walsh. There was no discussion and the motion passed with Mr. O’Mara abstaining.

8. **International Discipline Council Report**
Mr. Mattingley presented the IDC report outlining the highlights of 2019 and looking forward to 2020. The IDC will have a second in-person meeting this year focused on strategic planning.
8.1 Approval of 2020 FEI Calendar additions
Ms. Gorretta moved and Ms. Pitts seconded the motion to approve Driving and Endurance events to the 2020 FEI calendar. There was no discussion and the motion passed unanimously.

8.2 Approval of 2020 NAYC CCI2*-L and CCIO S-Y Nations Cup
Mr. Mattingley moved and Mr. Arnold seconded the motion to approve the CCI2*L for Juniors and CCIO S-Y Nations Cup to be held in conjunction with The Event at Rebecca Farm July 22-26, 2020. Mr. Connell thanked the organizer for stepping up to again host this event. There was no further discussion and the motion passed unanimously.

8.3 Approval of 2020-2021 Eventing National Championships
Mr. Mattingley moved and Mr. Richter seconded the motion to award the CCI3*-L National Championships to Fair Hill International in 2020 and 2021 and to award the CCI4*L National Championships to Ocala Jockey Club in 2020 and 2021. There was no further discussion and the motion passed unanimously.

8.4 Approval of Eventing Calendar Policies and Procedures
Mr. Mattingley moved and Mr. Arnold seconded the motion to approve the policies and procedures for the Eventing Calendar process. There was no further discussion and the motion passed unanimously.

Ms. Babick reported that two additional members from the National Advisory Council join the Council this year, with Ms. Homer Brown elected as Chair of the Advisory group. Ms. Babick thanked Ms. Dolan for the positive impact she has had since joining USEF late 2019. A large focus in 2019 was on Affiliate relations with in-person workshops designed to share information and develop better relationships. USEF listened and complied with all requested action items. In 2020, we hope to further strengthen these relationships by deciding upon which roles & responsibilities fall with each organization and how we can work better together to grown the sport. A second in-person meeting was requested.

10. Member Services Council Report
Mr. Moroney reported that this Council has been active for one year and consists of diverse individuals who are looking at new ways to grow our sport.

11. USET Foundation Report
Ms. Clark and Mr. Richter presented the USET Foundation report. Each praised the increased collaboration between our organizations and that the Foundation is working hard to provide the needed support for Tokyo this year.

Keith Dane, Director of Equine Protection at the Humane Society of the United States, reported on the status of proposed legislation regarding the Horse Protection Act.

13. CEO Report
Mr. Moroney reported on highlights from his report as well as the USEF Annual Report including: the milestones achieved since the implementation of our Strategic Plan; growing our sport; staff development; Affiliate relationships; new Sport Assembly; and changes to website navigation.
14. University of Kentucky Equine Analytical Chemistry Laboratory Report
Dr. Scott Stanley provided an update on the work of the new UK EAC Laboratory and invited Board members to visit the Lab should they visit Lexington.

15. General Counsel Report
Ms. Keating reported on the status of current litigation. Ms. Keating reported that the U.S. Center for SafeSport is working on revisions to their Code and to the Minor Athlete Abuse Prevention Policies, which we anticipate will have effective dates in 2020. Additionally, Ms. Keating reported on the audit results from the US Olympic & Paralympic Committee Audit and the U.S. Center for SafeSport Audit. USEF met all audit requirements.

16. Old Business
There was no old business.

17. New Business
Mr. Moroney stated that The American Horse Council report and the 2020 Board meeting schedule are enclosed in the Board materials binder.

18. Executive Session
At 11:52 a.m. Mr. Kessler requested that all attendees, staff and Council Chairs leave the meeting for an Executive session of the Board.

18.1 Approval of Related Party Transaction
Ms. Harvey moved and Ms. Gorretta seconded a motion to approve the related party transaction as presented. The motion passed unanimously.

Mr. Kessler reported his intention to remove a committee member from a sport committee for breach of confidentiality. No objections were made, and the Board members consented to this action.

19. Adjourn
At the conclusion of Executive Session, the meeting was adjourned at 1:00 p.m. EST.

Signed and submitted:

Karen Adams, Recording Secretary
RESOLUTION OF THE BOARD
TO DISSOLVE A COMMITTEE
AND CREATE A COMMITTEE
(2020-01)

WHEREAS, the United States Equestrian Federation, Inc., (the "Federation") wishes to dissolve the Safety Committee that was created in the Resolution of the Board to Create Committees, dated January 15, 2016. The Safety Committee shall be dissolved through this Resolution of the Board.

WHEREAS, the Federation wishes to create the Human and Equine Safety and Welfare Committee, which shall be approved through this Resolution of the Board and will be governed by a Charter.

NOW THEREFORE, it is

RESOLVED, that effective immediately and until further action by the Federation’s Board of Directors:

1. The Safety Committee shall be dissolved and the respective charter no longer effective; and
2. The Human and Equine Safety and Welfare Committee is hereby created and governed by the corresponding Human and Equine Safety and Welfare Committee Charter, which may be revised from time to time upon the unanimous consent of the Federation Officers.

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 special meeting duly called and held in person on the 11th day of January, 2020, at which a quorum was present and voted, and that such resolution is duly recorded in the minutes.

Recording Secretary:

Karen C. Adams
I. INTRODUCTION

This Human and Equine Safety and Welfare Committee Charter was adopted by the United States Equestrian Federation’s (the “Federation”) Board of Directors, a not-for-profit corporation established under the laws of New York, through a Resolution of the Board dated January XX, 2020.

II. PURPOSE

The Human and Equine Safety and Welfare Committee shall be responsible for regularly assessing the Federation’s rules and equestrian sport best practices in order to recommend any necessary amendments to best ensure athlete and equine safety and welfare at all Federation Licensed Competitions. It shall also be the responsibility of this Committee to review the circumstances of injuries that occur at Competitions to determine if steps should be taken in the future to eliminate or mitigate such injuries. The Committee shall annually make recommendations for rule changes to maintain and improve the safety of human and equine competitors based on safety and welfare trends observed, if appropriate, and assist with any other issues that may arise.

III. COMPOSITION AND SELECTION

The Human and Equine Safety and Welfare Committee shall consist of seven (7) or more Senior Active Members of the Federation, who are appointed by the President. The President shall appoint a Chairman.

IV. QUORUM

The greater of three or one-third of the members of the Human and Equine Safety and Welfare Committee shall constitute a quorum.

V. ATTENDANCE REQUIREMENT

Committee members who attend less than 50% of the meetings 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.

VI. COMMITTEE STRUCTURE AND MEETINGS

The Human and Equine Safety and Welfare Committee shall meet at least quarterly. All Committee members are expected to attend each meeting.
Meeting agendas will be prepared for every meeting and provided to the Human and Equine Safety and Welfare Committee members in advance of the scheduled meeting, along with the appropriate materials needed to make informed decisions. The Human and Equine Safety and Welfare Committee shall act only on the affirmative vote of a majority of its members at a meeting or by unanimous consent.

VII. MINUTES

Minutes for all meetings will be drafted by the staff liaison, reviewed by the Committee chair, and approved by the Committee members at the following meeting.

VIII. TERM LENGTH

The Committee members shall serve two-year terms.
RESOLUTION OF THE BOARD
TO APPOINT AN AD HOC SELECTIONS GROUP
(2020-02)

WHEREAS, the Board of Directors of the United States Equestrian Federation, Inc., (the "Federation Board") wishes to empower its President to appoint an Ad Hoc Selections Group to review and approve selection procedures for international competition.

WHEREAS, the Federation Board wishes to empower its President to appoint an Ad Hoc Selections Group to review and approve selections for teams and individual athletes to represent the United States in international competition.

NOW THEREFORE, it is

RESOLVED, that effective immediately, the Federation Board empowers its President to appoint, from time to time, at least three Board members of the US Equestrian Board of Directors, one of whom must be an eligible athlete, to serve as an Ad Hoc Selections Group, to review and approve selection procedures and selected athletes during the 2020 calendar year.

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 in person on the 11th day of January, 2020, at which a quorum was present and voted, and that such resolution is duly recorded in the minutes.

Recording Secretary:

Karen C. Adams

2020-02