



**UNITED STATES EQUESTRIAN FEDERATION, INC.
BOARD OF DIRECTORS MEETING
NOVEMBER 22, 2021
3:00 P.M. EST**

MINUTES

Board Members Present: Tom O'Mara, Elisabeth Goth, Judy Sloan, Jacob Arnold, Tom Brennan, Allison Brock, Jane Clark, Ling Fu Wylie, Lisa Gorretta, Nancy Harvey, Jon Kreitz, Beezie Madden, Joe Mattingley, Diane Pitts, Philip Richter, Richard Spooner, and Judy Werner

Board Members Absent: Valerie Kanavy and Carol Kozlowski

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

USEF Senior Team Present: Bill Moroney, Kelly Bolton, Will Connell, 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 3:06 p.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 and the motion to adopt the agenda carried unanimously.

3. President's Opening Remarks

Mr. O'Mara reported that many finals, championships, and annual meetings have begun, and we look forward to the new season. Mr. O'Mara noted that he attended the FEI General Assembly last week and highlighted some of the main points on financials, committee updates, and the exciting presentation of the Against All Odds award to U.S. Para Dressage rider Bea De Lavalette. He highlighted the rules coming forward from the Amateur and Competition Task Forces to finish out their year's work. Last, Mr. O'Mara thanked the Board for their input, advice, and thoughtful review throughout the year.

4. Conflict of Interest Declaration

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

5. Approval of Board Meeting Minutes

5.1 September 27, 2021

Ms. Fu Wylie moved, and Mr. Richter seconded the motion to approve the minutes from the Board meeting held on September 27, 2021. Ms. Pitts requested a couple edits to add missing words under points 7 and 9. Following discussion and a vote the minutes were approved with the edits noted with Mr. Richter and Mr. Spooner abstaining as they were not present.

5.2 October 11, 2021

Mr. Kreitz moved, and Ms. Goth seconded the motion to approve the minutes from the Special Board meeting on October 11, 2021. Following discussion and vote the motion passed with Ms. Clark, Ms. Fu Wylie, Ms. Kozlowski, Mr. Mattingley, and Mr. Spooner abstaining as they were not present.

6. Presidential Modification Report

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

7. Treasurer Report

7.1 Review of September Financials

Ms. Sloan reported that the Federation remains in a strong financial position. As of September 30th, the Federation has continued to exceed 2019 actuals in many areas, and we have already met our 2021 budget projections with just two months of reporting left in the year. From a revenue standpoint we continue to perform well against budget and prior year in the main performance areas: member dues and fees, horse registrations, and competition dues and fees. From an expense standpoint, legal fees attributable to Safe Sport are running lower than budget, likely due to a delay in billing for services already performed. As a result, there will be a pull forward to 2022. Additionally, almost all costs related to Tokyo are in, and overall expenses are 12.6% favorable to budget due primarily to reduced travel and increased efficiencies in delivering on services.

Ms. Sloan reminded the Board that it authorized two large cash transfers that are reflected in the September financials: a \$1.6MM pay-down on our building loan obligation; and \$4MM deposited into the Clear Harbor investment account.

7.2 Investment Portfolio Performance Report

Mr. Delahanty reported that following the transition to Clear Harbor from Fifth Third earlier this year we have seen a year-to-date return at 14.5% under both asset managers. Ms. Sloan stated that the Investment Task Force will work with Clear Harbor on the benchmark that would most reflect how our assets are allocated to so we can continue to track external market. Further, she has asked Clear Harbor CEO to speak to the Board about our portfolio performance and 2022 market trends.

8. Approval of the 2022 Budget and 2022 Budget Appendix

Mr. Delahanty highlighted and discussed the budget and budget appendix for 2022. On the revenue side, the \$3MM surplus from 2021 will be allocated to fund specific items in the 2022 budget. We have included a small increase in member and competition projections since participation has been returning to pre-pandemic levels. Aggressive stretch goals have been included for sponsorship. On the expense side, Safe Sport under Legal shows the \$1.3MM pulled from 2021 to 2022 due to delayed expenditure. Due to the in-person annual meeting, a large year-over-year increase is shown moving from the virtual environment. In addition, a large increase in Sport is due to the World Equestrian Games being held in Europe at two separate venues which will add to the event cost. Further, within the Executive budget there are three additional items: the Endurance Resource investment of \$85k; the Coach Development program for \$400k; and the BIG initiatives investment for \$250k.

Mr. Kreitz moved, and Ms. Gorretta seconded the motion to approve the 2022 Budget and Budget Appendix. Following thorough discussion and vote the motion passed unanimously. Should staff need to go outside the approved budget in amounts exceeding \$100k, the Board would be consulted. Should an amount need to be redistributed within the budget areas, that amount will be tracked internally with a footnote in the budget.

9. USOPC NGB Audit Implementation Guide and Audit Report

Ms. Keating reported that the USOPC NGB Audit has concluded, and we have received very good results. These results are considered open documents and will be published to the public and reported to Congress. Additionally, the administrative audit for the USCSS will be conducted later this year. The onsite Safe Sport audit was conducted two weeks ago at the US Dressage Finals in Lexington, and we are awaiting the results.

10. Approval of Bylaw Amendments

Ms. Sloan moved, and Mr. Kreitz seconded the motion to approve the proposed Bylaw amendments listed below. Ms. Keating stated that the amendments came about as a result of the USOPC Audit which were reviewed and subsequently put forward by the Governance Committee. After discussion and vote, the motion passed unanimously.

Bylaw 201	Eligibility
Bylaw 311	Council Term Limits
Bylaw 346	Compensation of Directors and Officers
Bylaw 432	Athletes' Advisory Committee
Bylaw 501	Term Limits
Bylaw 703	NGB Compliance Complaints
Bylaw 704	Opportunity to Participate Complaints

11. Approval of the amended Conflict of Interest Policy

Ms. Pitts moved, and Ms. Gorretta seconded the motion to approve the amendments to the Conflict of Interest Policy. Ms. Keating stated that the Governance Committee recommends the changes recommended by the USOPC Audit and their standards. After discussion, the motion passed unanimously.

12. Approval of amended Whistleblower and Anti-Retaliation Policy

Ms. Clark moved, and Mr. Kreitz seconded the motion to approve the changes recommended also as a result of the USOPC Audit to include more specificity about retaliation. Following a review of the changes put forward by the Governance Committee, the motion passed unanimously.

13. Consideration of Proposed Rule Changes

13.1 Extraordinary Rule Change Proposals

Ms. Sloan moved, Ms. Pitts seconded approval to put all the extraordinary rule changes on the floor for approval and individual discussion. There was no dissent and the motion passed unanimously.

Tracking ID #006-21

Following discussion, the motion to approve this extraordinary rule change to EV108 regarding prohibition of placement poles for jumps at national horse trials passed unanimously.

Tracking ID #027-21

Following discussion, the motion to approve this extraordinary rule change to GR133.5 removing riding without stirrups from dressage seat equitation tests passed unanimously.

Tracking ID #037-21

After discussion, the motion to approve this extraordinary rule change to EV153.4 outlining compulsory retirement at training level and above competitions passed unanimously.

Tracking ID #030-21

Following discussion, the motion to approve this extraordinary rule change to AR221 regarding adding lameness to the list of penalties/disqualification for Arabian Ranch horse classes to protect the welfare of horses passed unanimously.

Tracking ID # 007-21

After discussion, the motion to approve this extraordinary rule change to GR702.1 adding the Code of Conduct into the Violations rule passed unanimously. Mr. Moroney confirmed that Safe Sport compliance is included in the Code of Conduct.

Tracking ID #210-20

Following discussion, the motion to approve this extraordinary rule change to GR849 regarding expanding the scope of reporting an accident or injury at a competition to include non-competitors passed unanimously.

Tracking ID #018-21

The Competition Task Force proposed this extraordinary rule change to GR307.2 regarding the Hunter competition structure with proposed changes included in a separate errata sheet to amend the chart in 312.6 to remove miscellaneous Hunter sections to include only rated sections and classes. Mr. Brennan moved to accept the amended version of this proposed rule change by adding the requirement to pay a minimum of \$500 in prize money for Green Hunter 3'0" and 3'3" in addition to the amendments proposed in the errata sheet. Ms. Harvey seconded this motion. After discussion, the motion passed unanimously.

Tracking ID #020-21

The Competition Task Force proposed this rule change to GR1009.4 which aligns all the existing judging requirements within the new competition structure. The amended PRC included in the Board packet errata sheet included amendments to GR1010.2d, GR1010.3b, HU116.1 and HU116.2 to add Low Pony Hunter to the list of exceptions. Further, an amendment was made on the floor to strike GR1011.3b regarding use of a Special Judge card in the Hunter Division. Additionally, Section 2a and 2b in HU116 will be separated as listed below. Mr. Brennan moved, and Mr. Kreitz seconded approval of the amended rule change with additional amendments to GR1011.3a and HU116.2, and striking GR1011.3b and HU116.3 as this part of the rule is no longer applicable. Following discussion and vote, the motion passed unanimously.

HU116 Judges

2. In Premier rated sections ***the following applies.***

- a. A minimum of two **Registered** judges must officiate. They may officiate independently or together. If judging independently, no more than 60% of the classes in the section may be officiated by the same judge. (Exception: High Performance Working Hunter, Performance Hunter 3'6", Performance Hunter 3'3" and Pony Hunter sections held on one day).
- b. **Exception: Judges of either Registered or Recorded status may officiate the following sections alone or independently: Children's Hunter, Children's Pony Hunter, Adult Amateur Hunter, Low Children's Hunter, Low Adult Amateur Hunter, Small Hunter, Thoroughbred**

Hunter, Ladies Side Saddle, Hunter and Pony Hunter Breeding, and any USHJA Hunter section.

GR1011 Special Judge

3. Restrictions:

- a. Special cards are not issued for the **Hunter**, Dressage, or Eventing divisions.
- ~~b. Recorded hunter judges....~~

Tracking ID #021-21

The Competition Task Force proposed this rule change to GR1131.9. The amendments to this rule change are included in a separate errata sheet: adding in Low Children's Hunter and USHJA Hunter sections to the list of National and Zone Hunter division awards, removing point b in its entirety, and shortening USHJA's timeline to notify USEF of point scale changes for Championships, Finals, and Classes from 120 days to 60 days. The additional amendment includes the removal of language in 1131.11c: *USHJA shall determine the ~~National and~~ Zone HOTY points to be awarded for its USHJA Hunter Championships, Finals and Classes.* Mr. Brennan moved, and Mr. Spooner seconded the motion to approve the amendments included in the Board packet and the additional amendment to GR1131.11c. Following discussion and vote, the motion passed unanimously.

Tracking ID #022-21

The Competition Task Force proposed this extraordinary rule change to HJ109.7 with additional amendments in the Board packet in an errata sheet now including the following rules: HJ109.7.b-c, HJ110.7.b-c, HJ111.7.c-d, HJ112.4.c-d, HJ113.4, c-d, HJ110.7, HJ111.7a, HJ112.4a, HJ113.4a, HJ116, HJ112.2, HJ113.1, HJ112.1, HJ112.3, and HJ113.2. Much discussion took place surrounding the language that a competition had to pay out 80% of the prize money offered at the competition in HJ110.7. Due to concern from organizers, the Task Force agreed to remove this section from the rule change. Additionally, Standalone Hunter Breeding competitions will be excepted from the Hunter Section offering requirements listed in HJ112.1 and HJ113.1. Language has been added to the rule to allow the Federation to permit additional competitions for organizers in remote areas to encourage sport growth. Following discussion, the motion to approve this PRC as presented as amended passed unanimously.

Tracking ID #019-21

The Competition Task Force proposed this extraordinary rule change to HU100.2. Most of this proposal is housekeeping to correct rule references that are now out of sync, adding Low Children's Hunter and USHJA Hunter sections, and amending HU143.10 to include a reference to the new options for jogging procedures listed in HU118.3. A rule clarification will be created to add a HU118.3 reference to all other HU chapter rules where jogging for soundness is required. Following discussion and vote the motion to approve the amended rule change passed unanimously.

Tracking ID #023-21

The Amateur Task Force put forward this extraordinary rule change to GR1306.1 that will allow amateurs to accept remuneration for performing specifically outlined barn duties without affecting an individual's amateur status. The amount of a non-monetary gift value was increased to \$1k. Mr. Brennan requested that point L under GR1306.3 be unstricken to clarify that assisting with setting schooling fences without remuneration is allowed without affecting amateur status. Ms. Harvey moved, and Ms. Fu Wylie seconded the amended motion to approve this rule change with the amendment to include 1306.3.I. Following discussion, the motion passed unanimously.

Tracking ID #026-21

The Amateur Task Force put forward this extraordinary rule change to GR1306.2. The proposed change calls for allowing amateurs to accept remuneration for acting as a social media influencer or brand ambassador. Additionally, the proposal includes moving the following three definitions from Chapter 1 to the top of rule GR1306: *For the purposes of this rule the following definitions apply: Social Media influencer, Social Media Brand Ambassador, and Sponsored Rider.* Section 2, Remuneration, under g-j should be moved to the Professional section for Sponsored Riders as this is not permitted for Amateurs. Ms. Harvey moved, and Mr. Kreitz seconded the motion to approve this amended rule change as outlined above by shifting Section 2 g-j to the Professional section. After discussion the motion to approve the amended rule change passed unanimously.

Tracking ID #025-21

The Amateur Task Force put forward this extraordinary rule change to GR1306.6. This rule includes the exception for individuals aged 18 to 25 who have engaged in professional activities a one-time ability to apply for amateur status after a three-month waiting period. After discussion and a vote, the motion passed unanimously.

Tracking ID #024-21

The Amateur Task Force put forward this extraordinary rule change to GR1306.2. An errata sheet was included with the rule change to add in updates to GR1306.2.b.4-.5 and GR1306.3c that allow amateurs in certain breeds and disciplines and subject to specific criteria and limitations, the ability to provide riding instruction in a non-competition environment to beginner/introductory level riders. There was an amendment made on the floor to remove Hackney, Roadster, and Friesian from the other breeds and disciplines listed in the rule. These breeds can be added into the rule later through submission of an extraordinary rule change. Mr. Brennan moved, and Ms. Harvey seconded the motion to approve the amendment to the proposed rule change. Following discussion and vote, the motion passed unanimously.

13.2 FEI Rule Change

Tracking ID #073-21

Ms. Gorretta moved, and Mr. Kreitz seconded the motion to approve this FEI rule change to align with FEI rules on substitutions. Following discussion and vote the motion to approve this FEI rule change to VA108.3-.4 passed unanimously.

14. Ratify Ad Hoc Group actions related to 2021 FEI calendar changes (Resolution 2020-08)

Ms. Goth moved, and Mr. Kreitz seconded the motion to ratify the actions of the Ad Hoc FEI Calendar Groups as presented and required under Board approved Resolution 2020-08. After discussion and vote, the motion passed with Ms. Goth, Ms. Pitts, Mr. Spooner, Ms. Harvey, Mr. Richter, Ms. Brock, Ms. Sloan, Ms. Werner, Mr. Arnold, abstaining as they participated on one of these Ad Hoc FEI Calendar Group meetings. Ms. Gorretta abstained as she noted she will serve as Chief Steward at Thermal at the end of March.

15. International Disciplines Council Report

Mr. Mattingley reported that he had nothing additional to add to the report provided. There were no questions.

15.1 Approval of the 2022 USEF Eventing Young Rider Championship Proposal

Ms. Pitts moved, and Ms. Gorretta seconded the motion to approve the proposal for the 2022 Eventing Young Rider Championship. This proposal will energize the former Youth Team Challenge and provide an opportunity for riders to participate on a team. After discussion and vote, the motion passed unanimously.

15.2 Approval of the 2022 CCI4*-L Bid recommendation for Week 19 of the Eventing Calendar

Ms. Pitts moved, and Ms. Gorretta seconded the motion to approve Tryon International May 3-Day Event's bid to run on Week 19 of the Eventing Calendar in 2022. Mr. Connell noted this is a single year recommendation following the bid process due to the decision by Jersey Fresh not to hold a 4*-L in 2022. Following discussion and vote, the motion passed unanimously.

16. National Breeds & Non-FEI Disciplines Council Report

Ms. Knowlton noted that she has no additions to the written report provided. Most of the Council's recent work involved review of proposed rule changes.

17. Member Services Council Report

The Chair, Ms. Campf, was not available for a verbal report. Mr. Moroney noted that there is nothing to add to the written report provided. He noted that the Council's work focused on review of proposed rule changes and budget review.

18. CEO Report

Mr. Moroney highlighted some of the major work over the past few weeks including the Competition and Amateur Task Force proposed rule changes, the USOPC Audit, the efforts on the BIG initiatives, the Network RFP, data collection and software system opportunities, and a California calendar management plan. He plans to visit California venues to meet with organizers in hopes to reverse the exodus of exhibitors leaving the state to find alternate opportunities.

18.1 Approval of Show Pass Recommendation

Mr. Moroney presented the recommendation noting that currently there is the opportunity to purchase multiple Show Passes rather than become a competing member, essentially bypassing the Safe Sport requirement. The proposal recommends limiting the number of Show Passes to a maximum of two each competition year with online tracking, after which Safe Sport training must be completed. This process would be effective 12/1/22 for the 2023 competition year. Following discussion, Ms. Gorretta moved, and Ms. Goth seconded the motion to approve the Show Pass recommendation in principle with a request to finalize the entire proposal and put it forward to the Board at the Mid-Year meeting for approval. Following discussion and a vote, the motion passed unanimously.

Staff will review the exemptions for those that physically cannot take the Safe Sport training, those with religious exemptions, and will review the workload on Competition Secretaries and include this in the final proposal to be presented and approved at the 2022 Mid-Year meeting.

18.2 Approval of Strategic Plan Updates

Mr. Moroney presented the updates to the Strategic Plan stating that following the USOPC Audit, the Board is required to approve the Plan. Ms. Keating stated that the USOPC didn't have any issues with the plan itself but requested that we develop KPIs to measure success. Going forward, the USOPC will review our Plan and KPIs to monitor our success. After discussion, Mr. Kreitz moved, and Ms. Goth seconded the motion to approve the Strategic Plan updates. After a vote the motion passed unanimously.

19. Old Business

There was no old business.

20. New Business

There was no new business.

21. Executive Session

At 5:50 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.

21.1 General Counsel Report

Sonja Keating provided the General Counsel's report in executive session. The topics included litigation update and disputes, corporate insurance renewals, and athlete elections for January 2022 Board seats.

21.2 Sport Update

Mr. Moroney provided a sport update.

22. Adjourn

At the conclusion of the Executive Session the meeting adjourned at 6:45 p.m. EST.

Signed and submitted:

A handwritten signature in cursive script, appearing to read "Karen Adams".

Karen Adams
Recording Secretary