



**UNITED STATES EQUESTRIAN FEDERATION, INC.
SPECIAL BOARD OF DIRECTORS MEETING
OCTOBER 11, 2021
5:00 P.M. EDT**

MINUTES

Board Members Present: Tom O'Mara, Elisabeth Goth, Judy Sloan, Jacob Arnold, Tom Brennan, Allison Brock, Lisa Gorretta, Nancy Harvey, Valerie Kanavy, Jon Kreitz, Beezie Madden, Diane Pitts, Philip Richter, and Judy Werner

Board Members Absent: Jane Clark, Ling Fu Wylie, Carol Kozlowski, Joe Mattingley, and Richard Spooner

USEF Senior Team Present: Bill Moroney, Mike Delahanty, and Sonja Keating

Others Present: Sal Carmona, Crowe, LLP; Kelly Frank, Crowe, LLP; Kim Scifres, Crowe, LLP

1. Roll Call and Determination of a Quorum

Tom O'Mara called the meeting to order at 5:00 p.m. EDT. Following a call of the roll, Leslie Mangan noted that a quorum was present.

2. Adoption of the Agenda

Jon Kreitz moved, and Judy Sloan seconded the motion to adopt the agenda. There was no discussion and the motion to adopt the agenda carried unanimously.

3. Conflict of Interest Declaration

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

4. Audit Committee Report

Committee chair, Judy Werner, presented the Audit Committee report to the Board. There were no questions asked.

4.1 Approval to accept the 2020 Audit Report and 2020 SAS 114 Letter

Beezie Madden moved, and Nancy Harvey seconded acceptance of the 2020 Audit Report and 2020 SAS 114 Letter. Following discussion and vote the motion passed unanimously.

4.2 Approval of 2019 Form 990 Tax Return (12/01/19-11/30/20)

Judy Sloan moved, and Nancy Harvey seconded approval of the 2019 Form 990 Tax Return. A question was raised regarding Part VI, Section A. Governing Body and Management, and specifically how questions 7.b. and 8.b. were answered. Discussion ensued regarding whether the Athlete's Advisory Committee's direct appointments to the USEF Board necessitates the answer to 7.b. being changed from

'no' to 'yes.' Likewise, a question was raised regarding whether the answer to 8.b. needed to be changed to 'yes' due to the fact that Ad Hoc of the Board are authorized to act on behalf of the governing body. Crowe, LLP representative Kim Scifres agreed to meet with Bill Moroney, Sonja Keating, and Mike Delahanty immediately after the Board meeting to further review these areas and determine whether the Form 990 warranted amendment.

After discussion, the Board voted unanimously to approve the 2019 Form 990 with the stipulation that Part VI, questions 7 and 8 be thoroughly reviewed and their answers amended, if necessary.

Crowe, LLP representatives Sal Carmona, Kelly Frank, and Kim Scifres were excused and left the meeting.

5. Approval for Crowe LLP to conduct the 2021 Year End Audit

Judy Sloan moved, and Jon Kreitz seconded the motion to approve the 2021 Year End Audit be conducted by Crowe LLP. The Board members discussed concerns about the delay in finalizing the financials and tax return this year and concluded that due to the effects of COVID-19 on USEF staff, Crowe staff, and the inability to meet in person to perform the services, the delay is justified. Following discussion and Mike Delahanty's report that the auditing timeline and calendar will be updated in 2022 to ensure that audited financials be completed by mid-March and the Form 990 tax return completed in early April to allow it to be filed by the April 15 deadline, the Board voted unanimously to approve Crowe, LLP to perform the 2021 year end audit with the stipulation that they be bound by the auditing timeline and calendar presented by USEF and agree to perform the audit onsite.

6. Adjourn

There being no further business, the meeting adjourned at 5:31 p.m. EDT.

Signed and submitted:

A handwritten signature in cursive script, appearing to read "Leslie Mangan", written in dark ink.

Leslie Mangan