



USAWE Board Meeting Minutes

Meeting Date: January 25, 2021

Meeting Time: 5:00 p.m. Pacific, 6:00 p.m. Mountain, 7:00 p.m. Central, 8:00 p.m. Eastern

Meeting Modality: Zoom

Board Members Present		Board Members Absent at Roll Call	
President	Leslie Martien	Treasurer	Erin O'Shaughnessy
President Elect	Barbara Price	R7 Director	Rebecca Algar
Secretary	Julie Alonzo		
At Large Director 1	Trisha Kiefer-Reed		
At Large Director 2	Doreen Atkinson		
R1 Director	Kristine Strasburger		
R2 Director	Robin Bond		
R3 Director	Cindy Branham		
R4 Director	Kiki Pantaze		
R5 Director	Alex Tyson		
R6 Director	Kimberley Hillyer		

Current # of Board members = 13. BOD members required for Quorum = 7. # of BOD members in attendance = 11. Quorum was established.

USAWE Board Members in Attendance After Roll Call

Rebecca Algar, R7 Director – joined the meeting at 7:55 pm Mountain Standard Time

USAWE Adult Members in attendance for all or part of the meeting:

Christy Reich, Co-Chair LOC

Mindy Finelli, Chair Membership Committee

Chris Stanko, R3 Member

Kate Fowler, R3 Member

Leesa Nero, Chair Ethics Committee

Erin Long, Chair Awards Committee

Claire Gosnell, R3 Member

Jeanne Bond, Chair Rules & Competitions Committee

President Martien called the meeting to order at 6:01, Mountain Standard time.

UPDATES FROM THE PRESIDENT

Updates from President Leslie Martien – Bank account has been established at US Bank.

Signature cards have been submitted from both President Leslie Martien and President Elect Barbara Price.



Leslie indicated that based on feedback from Claire Gosnell, a CPA and member on the Financial Oversight Committee, USAWE will need to file the long form for 501(c)(3) recognition. The cost to submit will be \$600. Erin Long indicated she would be willing to help with the 501(c)(3) filing, as she has filed several in the past.

Tied into the 501(c)(3) filing is the pursuit of securing General Liability and Director & Officer Insurance. We have submitted applications for insurance with a couple of different insurance companies, one of which is Equisure, which is the insurance company that covered the Confederation. We also submitted an application to the same insurance company with which WE United has insurance. That company declined to offer until/unless USAWE receives 501(c)(3) recognition.

The quote from Equisure Club Liability insurance is about \$1600 annual premium for a policy with a \$1 million per occurrence / \$2 million aggregate or about \$1750 for a policy with a \$1 million per occurrence / \$3 million aggregate, and D & O coverage for another \$1000, approximately. These amounts are more expensive than WE United was paying.

Barbara Price, President Elect, has offered to submit an application to Markel for another comparison.

Kristine Strasburger, R1 Director, indicated she strongly supports approving the expenditure for the higher coverage amount and setting a time limit by which the decision must be made and insurance secured.

Trisha Kiefer-Reed, At-Large Director, echoed what Kristine said, encouraging the Board to get one more quote (from Markel) and then make the decision soon in order to secure insurance for the current year, with the opportunity to get additional bids next year.

Barbara Price, President Elect suggested that this type of decision might be able to be covered in email. Leslie indicated that she would be fine with this as well. Kristine suggested that she would be comfortable with having the Executive Committee decide the matter.

Robin Bond, R2 Director, made a motion to:

Motion: Authorize Leslie Martien to bind insurance for General Liability and Director & Officers for an amount not to exceed \$3000 for the year with the goal of obtaining the most coverage for our money. The goal is to try to secure at least \$1 million of insurance coverage per occurrence and \$3 million aggregate.

Motion was seconded by Alex Tyson, R5 Director.

- **The motion passed unanimously by voice vote with no “nays” heard.**



UPDATES FROM COMMITTEE CHAIRS

- **Awards** – Erin Long, Awards Committee Chair, reported that the committee has their tracking sheets almost complete. They are working on getting the files automated so that National and Regional Leaderboard tracking will be automated. Doesn't know yet if the Awards committee is in charge of tracking mandatory advancement. They are also working on getting the Medals Tracking automated and a way for people to look up their scores for medals on the USAWE website.
- **Coaches Network** – Trisha Kiefer-Reed, Coaches Network Chair, reported that the committee sent out an email earlier this month to all members who had indicated interest in volunteering on the committee. The email included a link for people to apply to serve on the committee. The existing committee members have been meeting to review the applications and will be prepared to share their list of recommended committee members at our February Board meeting.
- **Competitions & Rules** - Jeanne Bond, Chair of both of these committees was having internet issues tonight and was unable to remain on the call.
- **Financial Oversight** – Claire Gosnell, member of the Financial Oversight Committee, introduced herself, she's a CPA by profession and has also offered to help with the 501(c)(3).
- **Membership** – Mindy Finelli, Chair of the Membership Committee; Mindy reported that the work of the committee (herself, Julie Alonzo, and Olga Hendrickson) is going smoothly. As of this morning, we had 621 members (50 of them are juniors) and almost 2497 horses recorded. She has reached out to members who indicated interest in helping out with membership but has only heard back from one person. Donna Luoma, a member from R1, has offered to help reach out to new members and solicit photos / write-ups to introduce them. She would like to request that the Board appoint Donna Luoma to the Membership Committee. Kim Hillyer suggested putting a notice in the next newsletter asking members to check their horses' listing on the website and send any updates to membership@usawe.org.

Leslie Martien, President, made a motion to:

Motion: Appoint Donna Luoma, R1, to the Membership Committee.

Motion was seconded by Secretary Julie Alonzo.

➤ **The motion passed unanimously by voice vote with no "nays" heard.**

- **Ethics** – Leesa Nero, Chair of the Ethics Committee, let the Board know that the Ethics Committee met initially to get to know one another and has had two additional working meetings: January 10 and January 17, with another meeting scheduled January 31. The committee has drafted and/or edited ethics documents (complaint form, process



document) with the goal of submitting these forms to the Board for review and approval. The Board had approved 7 members, but the Policies and Procedures document references “5 voting members” for the Ethics Committee. The Committee is working hard to get all their documents and procedures written out so they can be published on the website.

Julie Alonzo, Secretary, made a motion to:

Motion: Change the USAWE Policies and Procedures Section 2.4.1 Committee Membership. Instead of five (5) as currently noted, the Ethics Committee will consist of seven (7) members, including a non-voting chair who may vote in the case of a tie. Six (6) members will be empowered to vote on any formally accepted ethics complaint. Five (5) members of the ethics committee will constitute a quorum.

Motion was seconded by President Elect Barbara Price.

Clarification to this motion was provided by Ethics Committee Co-Chair Leesa Nero (by email sent by Leslie Martien prior to the Board meeting).

The requested change is with the understanding that the Chair of the Committee is acting in a “non voting” position only to vote to break a tie. That leaves 6 voting members on each complaint. If someone has to recuse themselves due to a conflict of interest, and/or has an emergency and cannot participate in a complaint or meeting, the committee will still have a 5-member quorum policy. If the Chair is officiating the meeting/vote the Co-Chair would vote as one of the 6 possible votes. Here again, with 6 votes the Chair would only vote should there be a tie of the 6 voting members. If the Chair is not in attendance for some reason, and the Co-Chair is officiating the meeting/vote, the Co-Chair would not vote either. With only 5 member votes at this point there should not be a tie. Now if one of the 5 should abstain, recuse themselves, or not attend the meeting at all, leaving only 4 voting members (Co-Chair still constitutes a 5-member quorum) and there is a tie, then the Co-Chair would vote to break this tie.

- **The motion passed unanimously by voice vote with no “nays” heard.**

LICENSED OFFICIALS COMMITTEE

- Approval of the LO Program – Doreen Atkinson, Co-Chair of the LOC, asked the Board to approve the Licensed Officials program as revised and sent to the Board in advance of the meeting. She asked if any of the Board had any questions.
 - Julie Alonzo, Secretary, asked if there was a document that tracked the changes from one version to the next and indicated that having the original “Blended LO Program” with the changes documented would be of benefit. She noted that the Licensed Officials program was approved by the individual board of both WE United and the Confederation, and then unanimously approved by the Consolidation Board (made up of both of those organizations’ Board) during the



consolidation process. It would be helpful for members of the Board to be able to see the changes that are being proposed before being asked to vote on a revised LO program.

- Barbara Price, President Elect, agreed that having a document that tracks the changes from one version to another would be very helpful. The Rules document provides a good example of this.
 - Christy Reich, LOC Co-Chair, indicated that she thought that LOC member Jeanne Bond has a “red-line version” of the document in which the changes are tracked. Based on the discussion, she said that she had just sent a request to Jeanne to share that version with the Board.
 - R3 Director Cindy Branham stated she felt the Board owed an apology to the LOC for not requesting the 'red lined' changes doc ahead of time for the meeting and emphasized that we appreciate their hard work and dedication to the LO Program.
- Additional LOC updates – Christy Reich, provided a summary of activity to date. There were 32 total grandfathered licensed officials who reached out to request the rules exam. So far, 20 have taken the exam. As of the date of the Board meeting, 13 people have reached out to the committee for Provisional TD testing; 5 have taken and passed the Rules test so far. The online testing platform (ClassMarker) appears to be working well. The LOC will be reviewing the questions / performance of the exam once the January testing window has closed. On March 7, 2021, the LOC will be hosting a Zoom meeting for Licensed Officials to go over the rules, with a special focus on Scoring Questions. First focus was testing, then finalizing the LO program, and then will move to a focus on education for the remainder of the year.

REGIONAL SHOWS

Robin Bond, R2 Director, shared a plan for a Region 2 Championship. They are looking at the weekend of October 22 – 24 at the Tulare International Agricultural Center. She has questions for the Board to consider. Can USAWE’s 501(c)(3) status be used for sponsors/donations to be made tax deductible? Can the logo be modified for use in the region? Will the cattle phase be mandatory for Regional and National Championships? Can members from Hawaii and Alaska, who qualified in their home state, compete at Regional Championships on leased or borrowed horses?

Kiki Pantaze, R4 Director, suggested that this topic might require a whole additional meeting, dedicated to this topic alone.

Leslie Martien, President, asked the Board to think about ways that the organization might be able to support regional directors and regions in holding regional championships. Having a marketing committee might be of use in this area as well.



Kim Hillyer, R6 Director, mentioned that Kat Waters is planning a Region 6 Championship in 2021 and encouraged the group to involve her in discussions about the matter.

Leslie Martien, President, suggested organizing a meeting of regional directors to discuss the topic and encouraged R2 Director Robin Bond to put the thoughts in writing.

Secretary Julie Alonzo cautioned the group to be aware of possible insurance implications.

Kristine Strasburger, R1 Director, asked about the National Championship and its relation to the national organization.

Secretary Alonzo indicated that the National Show is the one that is “owned” by the national organization.

President Martien indicated that she would schedule another meeting to discuss this topic in more depth.

LOGO USE – TRADEMARK APPLIED

President Martien informed that Board that the USAWE logo now has the TM added to it, to establish the Trademark use.

Cindy Branham, R3, asked the Board to consider use of the logo carefully and to come up with a policy for logo use. She reminded the Board that authority to use the logo is one of the benefits that come with being a member of the Coaches Network; if the logo is able to be used by anyone, without any guidance/ limitations, then it will undermine the Coaches Network.

President Leslie Martien indicated that she is hopeful that USAWE will soon have a Marketing Committee to address logo use.

In response to a question posed by R2 Director Robin Bond, Secretary Julie Alonzo encouraged the group to keep the logo intact, not change the look of the logo for different purposes.

Barbara Price, President-Elect, and Kiki Pantaze, R4 Director, agreed that the logo should remain intact.

Leslie Martien, President, will pay an additional \$5 to upgrade the USAWE Zoom account for one month to ensure that we’ll be able to accommodate all the members who indicated interest in participating in the Annual Member Meeting.

She also informed the Board that she will be scheduling an additional Board meeting for the middle of the month for at least the next couple months.



Leslie Martien, President, made a motion to:

Motion: Schedule additional regular Board Meetings for February 15, March 15, and April 12.

Motion was seconded by Kristine Strasburger, R1 Director.

➤ **The motion passed unanimously by voice vote with no “nays” heard.**

ANNUAL MEMBERS MEETING – FEB. 6, 10 AM MST

Leslie reminded people to try to attend if they are able to. She has shared the questions that have come in with the people she thinks will have answers and would like members of the Board to introduce themselves.

President Leslie Martien adjourned the meeting at 8:15, Mountain Standard Time.

Minutes submitted by Julie Alonzo, USAWE Secretary