



USAWE Board of Director (BOD) Meeting Minutes

Meeting Date: Wednesday, January 11, 2023

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

Meeting Frequency/Modality: 2nd Wednesday each Month held virtually via Zoom

Agenda sent via Email: January 6, 2023 by Secretary Kris Blacklock

Board Members		Attendance at Roll Call	
		Present	Absent
President	Olga Hendrickson		A
President Elect	Doreen Atkinson	P	
Secretary	Kris Blacklock	P	
Treasurer	Erin O'Shaughnessy	P	
At Large Director 1	Trisha Kiefer-Reed	P	
At Large Director 2	Stephanie Hayes	P	
R1 Director	Heather Humelbaugh	P	
R2 Director	Robin Bond	P	
R3 Director	Chris Stanko	P	
R4 Director	Kiki Pantaze	P	
R5 Director	Becky Sherven	P	
R6 Director	Karen Miller	P	
R7 Director	Rebecca Algar	P	

Current # of Board members = 12. BOD members required for Quorum = 7.

BOD members in attendance at roll call = 12. Quorum was established.

Non-voting USAWE Committee and Task Force Chairs in attendance for all or part of the meeting:						
Affiliate Organizations	Kristine Strasburger	P		International Competition	Kellee Campbell	P
Awards	Bridgett Klingler	P		Licensed Officials (co-chair)	Christy Reich	P
Coaches Network	Trisha Kiefer-Reed	P		Licensed Officials (co-chair)	Doreen Atkinson	P
Competitions	Becky Sherven	P		Marketing	Karen Boso	P
Elections (coordinator)	Bridgett Klingler	P		Membership	Kate Steffes	A
Ethics	Dan Dahlke	P		Rules	Jeanne Bond	P
Financial Oversight	Leesa Nero	P		Website	Kristine Strasburger	P
Horse Recording	Mindy Finelli	P		Youth Development	Alex Tyson	P

USAWE Members in attendance as silent participants for all or part of the meeting:

Julie Alonzo (R1), Emily Callihan (R1), Leslie Martien (R3), Pat Melton (R7), Barbara Price (R2), Kasey Riddle (R7), Lidia Taylor (R5)

Call to Order: President-Elect Doreen Atkinson called the meeting to order at 5:00 PM Pacific time. Agenda updated to reflect Zoom License as the first Discussions and Motions topic (not PayPal License).

Minutes Approval: The December 14, 2022 BOD meeting minutes were e-approved 12/21/2022 and posted to the usawe.org > Corporate Records > Meeting Minutes > Elected Board Minutes 2022 and the Corporate G-Drive > Board of Director (BOD) Materials > Board Meetings - 2023

USAWE COMMITTEES & TASK FORCE BRIEFINGS (listed in alpha order)

AFFILIATE ORGANIZATIONS (AO) – Kristine Strasburger – holding quarterly networking hour zoom meetings, 2021- and 2022-member designated funds to be distributed shortly, piloting recurring subscription-based AO renewal.



AWARDS – Bridgett Klingler – working on updates to regional and national leaderboard and breaking ties. Members asked to notify results@usawe.org of any discrepancies by January 25, 2023. Finalizing Breed sponsors.

COACHES NETWORK – Trisha Kiefer-Reed – working on approving a new coach, committee is brainstorming ideas.

COMPETITIONS – Becky Sherven – committee is in the process of onboarding two new members, working thru tasks and duties, updating competition manual and website, creating new show tracking, creating championship qualifying score tracking, finalizing new schooling show guide and show manager guide. Will be meeting with championship show committees in February, working on committee member GIRA training.

ELECTIONS – Bridgett Klingler – used Simply Voting for 2022 elections; 392 voted.

ETHICS – Dan Dahlke – no complaints currently.

FINANCIAL OVERSIGHT – Leesa Nero – new committee appointments in process, will be setting up committee meetings.

HORSE RECORDINGS – Mindy Finelli – 117+ responses to horse recording changes; goal is to get horse database less cumbersome, remove retired and deceased horses; currently have 3,251 horses in database.

INTERNATIONAL COMPETITION TASK FORCE – Kellee Campbell – early stages of data gathering, has program description and questionnaire to send to members; BOD needs to determine what is a board level decision and what can committees approve on their own.

LICENSED OFFICIALS (LOC) – Christy Reich / Doreen Atkinson – as of January 2, rolled out new LOC testing based on 2023 USA Working Equitation Rules, current licensed officials must take and pass the test. Currently have 3 'L's, 8 'r's 4 'R's, 4 'S' judges; 42 TDs; a dozen judge applications and 12 TD applications; planning in-person seminar in June with proposal/budget at Feb BOD meeting. Hosting a 2023 Rules WE-binar Jan 12 for LO's and members.

MARKETING and Promotion – Karen Boso – held first committee meeting, new appointments pending, getting off the ground, more details in February with a Policies and Procedures and budget proposal.

MEMBERSHIP – Mindy Finelli (reporting for Kate Steffes) – committee very busy processing renewals and new memberships; 10 randomly drawn members will receive a thank you for joining/renewing by Dec 31st (incentive gift is branded USAWE merchandise).

RULES – Jeanne Bond – committee is at a lull right now; but will kick back into gear in August.

WEBSITE – Kristine Strasburger – committee appointments pending BOD approval, working hard on drafting Policies and Procedures and website guidebook for website updates.

YOUTH DEVELOPMENT – Alex Tyson – Zone Championship Shows had 8 youth entries in the Eastern Zone with 4 in licensed show, 3 in cattle trial; 5 scholarships. Western Zone Championship had 4 riders; 2 competed in licensed show. Committee is working on Pony Club partnership by integrating WE within the pony club levels that will work up to WE performance levels. Also focusing on fundraising efforts.

FINANCIAL REPORT: Treasurer Erin O'Shaughnessy indicated no formal report, waiting for bank statements.

OLD BUSINESS

Website Committee and Marketing and Promotion Committee – The Website Committee and the Marketing and Promotion Committee are **two separate committees** per a 11/16/2020 BOD motion that established the Website Committee (with Kristine Strasburger, Chair) and 4/12/2021 BOD motion that established the Marketing and Promotion (with Kiki Pantaze as Marketing and Promotion, Chair), Graphic Design and Website/Promotion (a committee of six) with responsibilities in the following sectors: Marketing and Promotional strategies for the organization, Graphic Design and Imagery, Social Media and Communications, and Publications. Kristine Strasburger as Website Chair and Barbara Price were tasked to provide oversight and assistance as needed.



Marketing and Promotion Committee: KRIS BLACKLOCK, SECRETARY, made a motion; DOREEN ATKINSON, PRES-ELECT, seconded

Motion: Appoint Amie Perryman (R6), Lori Fisher (R5), Lidia Taylor (R5), and Sofia (Santos) Bernardino (R2) as new members and re-affirm the appointment of Kiki Pantaze (R4) as member of the Marketing and Promotion Committee, effective immediately.

→ **Motion passed by voice vote with 11 in favor, 0 opposed, 0 abstained, 1 recused (Kiki Pantaze).**

NEW BUSINESS

Corporate Records

- *Log of BOD Motions Passed* was updated to capture missing motions (2020 to current date) and posted to usawe.org > Corporate > Records
- *Committee Appointments* – Committee Chairs asked to perform a *BOD Annual Review of BOD Appointment* of committee members and notify the Secretary of discrepancies.
- *BOD Appointment Form* – Committees (chairs and members) asked to complete the new Google Form created to track committee appointments, resignations and removals.

Corporate Assets – list created to document assets and usage authorization.

Account Signers: KRIS BLACKLOCK, SECRETARY, made a motion; ROBIN BOND, R2 DIRECTOR seconded

Motion: Authorize Olga Hendrickson (President), Doreen Atkinson (Pres-Elect) and Kris Blacklock (Secretary) as USA Working Equitation account signers, effective December 1st, 2022. Authorize Leslie Martien, Registered Agent of USA Working Equitation to make deposits to the USA Working Equitation accounts. Remove past officer Barbara Price as signer on USA Working Equitation accounts.

→ **Motion passed by voice vote with 10 in favor, 0 opposed, 0 abstained, 2 recused (Kris Blacklock and Doreen Atkinson).**

Zoom Protocol and 2nd License – During Committee Roll Call, Chairs indicated if they used Zoom and how often. Discussed current Zoom meeting scheduling protocol (first come first serve) for BOD and Committee Chairs. Discussed current Business Pro plan and need for 2nd license. If 2nd license is approved, consider assigning BOD/Committee Zoom by matching usage needs. Reminded users that recording storage max'd out 5.9 (118% used) of 5GB. Whoever records a meeting is responsible to download the recording to appropriate G-Drive, then remove when no longer needed.

eBlast Protocol - created to provide structure for targeted emails, announcements, campaigns, surveys and other types of communications. A member of the USAWE Board of Directors or Committee Chair will contact the Secretary (secretary@usawe.org) and cc: USAWE News Coordinator (news@usawe.org) a minimum of ten (10) days prior to eBlast distribution to provide content-ready proof, jpeg(s), coordinate distribution and designate audience.

Annual Requirements

- **Annual Statements** - Each director, principal officer, member of a committee asked to complete the [Annual Statement - eSignature Acknowledgement Form](#) to fulfill the USA Working Equitation Policies and Procedures 1.3.9 Annual Statement requirement (pg 1.6). The new eForm for 2023 Annual Statements, consolidates the annual affirmation of the Conflicts of Interest Policy (Directors, Officers and Committee Members), Code of Conduct and the Social Media Policy.
- **Annual Financial Assessment - Financial Oversight Committee** to perform annual audit, financial review, financial assessment and ensure the resulting report is presented to the entire Board of Directors [per USAWE Bylaws > Article X > Section 4].



- **Annual IRS Returns - USAWE President and Treasurer** to submit Form 990 to its Board of Directors (hard copy or email) at least (10) ten days before filing with IRS [per USAWE Bylaws > Article X, Section 4]. Form 990 is due 5 months after tax year ends. USAWE tax year is the calendar year [per USAWE Bylaws > Article X, Section 6].
- **Annual Members Meeting** – Treasurer and Committee Chairs are asked to prepare a 3-minute presentation (verbal, PowerPoint or word doc) to update membership during the Annual Members Meeting scheduled 9 a.m. PST, Saturday Feb 4, 2023 via Zoom Webinar. **By January 25**, upload the presentation to the [USAWE G-Drive: BOD and Committees > Annual Meeting > 2023](#) folder and notify Secretary Kris Blacklock [secretary@usawe.org] who from your committee will be presenting the information. Questions gathered from the membership will be forwarded to presenters after the January 25th submission deadline so presenters have time to prepare a response.

BYLAWS, POLICIES AND PROCEDURES, COMMITTEE APPROVALS

Bylaws – Article V, Section 1 Duties of the Board; Article VII, Section 9 Other Committees – Discussed when BOD approval is needed (approve budget, expenditures, changes in committee plans). Committees to develop policies and procedures that include a committee description, tasks, budget and committee approval expectations for BOD review; target date April 1st.

International Competition Task Force Program Description eBlast and Questionnaire to be sent to USAWE audience that outlines educational and competition opportunities for each age level and program outline for 2023-2024-2025-2026.

DISCUSSION AND MOTIONS

1. **PayPal Zoom License:** KRIS BLACKLOCK, SECRETARY, made a motion; HEATHER HUMELBAUGH, R1 DIRECTOR, seconded

Motion: USAWE to purchase 2nd Zoom Business Pro license, effective immediately.

→ **Motion passed by voice vote with 12 in favor, 0 opposed, 0 abstained, 0 recused.**

2. **Website Committee Appointments:** KIKI PANTAZE, R4 DIRECTOR, made a motion; HEATHER HUMELBAUGH, R1 DIRECTOR, seconded

Motion: Appoint Kris Blacklock (R5) and Amie Perryman (R6) as members of the Website Committee, effective immediately.

→ **Motion passed by voice vote with 11 in favor, 0 opposed, 0 abstained, 1 recused (Kris Blacklock).**

3. **Treasurer Appointment:** KRIS BLACKLOCK, SECRETARY, made a motion; ROBIN BOND, R2 DIRECTOR, seconded

Motion: Appoint Erin O'Shaughnessy (R1 Member), Treasurer.

→ **Motion passed by voice vote with 11 in favor, 0 opposed, 0 abstained, 1 recused (Erin O'Shaughnessy)**



4. **International Competition and Youth Development Committee:** KRIS BLACKCOCK, SECRETARY, made a motion; TRISHA KIEFER-REED, AT LARGE DIRECTOR 1, seconded

Motion: Update the *USA Policies and Procedures > Contents > 2. Procedures* to include the following 'Other Committees (Task Forces)' approved by the BOD: **International Competition Task Force, and Youth Development.**

→ **Motion passed by voice vote with 12 in favor, 0 opposed, 0 abstained, 0 recused.**

5. **Election Committee Appointments:** KRIS BLACKLOCK, SECRETARY, made a motion; TRISHA KIEFER-REED, AT LARGE DIRECTOR 1, seconded

Motion: Appoint an Elections Committee that fulfills the USA Working Equitation Bylaws requirement of a committee of three (3) or more persons. Appoint Bridgett Klinger, R1 Chair; Jane Renner, R7 Member and Biddie Lowry, R6 Member to the Elections Committee, effective immediately.

→ **Motion passed by voice vote with 12 in favor, 0 opposed, 0 abstained, 0 recused.**

6. **Secretary Posting Corporate News –** DOREEN ATKINSON, PRES-ELECT, made a motion; KAREN MILLER, R6 DIRECTOR, seconded

Motion: Effective immediately, authorize the USAWE Secretary (during term of office) Administrative access to the USAWE website to set up and monitor user profiles; and authorize a separate Secretary Editor access profile to be used to post corporate minutes, calendar events and news announcements.

Effective immediately authorize the USAWE Secretary (during term of office), Administrative access to the USAWE Facebook, Instagram, Twitter, and other social media venues (as they develop) to assist with site administrative duties and to post corporate news announcements.

→ **Motion passed by voice vote with 11 in favor, 0 opposed, 0 abstained, 1 recused (Kris Blacklock).**

Treasurer Erin O'Shaughnessy left the meeting

7. **Social Media Presence Policy –** KIKI PANTAZE, R4 DIRECTOR, made a motion; REBECCA ALGAR, R7 DIRECTOR, seconded

Motion: Revise the wording of *1.2 Social Media Presence Policy* to read "The Board will appoint a committee responsible for maintaining a presence on social media. The committee will consist of ~~a~~ **the Marketing and Promotion Committee chair, members selected by the chair and appointed by the Board of Directors.** ~~and~~ **The seven Regional Directors; additional members may be assigned.** will be responsible for promoting local and regional posts on their respective regional social media page. Posts to follow USAWE branding guidelines and the social media standards.

Discussion held resulted in two amendments to the original motion:

Motion by BECKY SHERVEN, R5 DIRECTOR and HEATHER HUMELBAUGH, R1 DIRECTOR second to amend the motion

Amended Motion: Revise the wording of *1.2 Social Media Presence Policy* to read "The Board will appoint a committee responsible for maintaining a presence on social media. The committee will consist of ~~a~~ **the Marketing and Promotion Committee chair, selected by the chair and members** appointed by the Board of Directors. ~~and~~ **The seven Regional Directors; additional members may be assigned.** will be responsible for promoting local and regional posts on their respective regional social media page. Posts to follow USAWE branding guidelines and the social media standards.

→ **Amended Motion passed by roll call vote with 7 in favor, 0 opposed, 4 abstained, 0 recused.**

Motion by TRISHA KIEFER-REED, AT LARGE DIRECTOR 1 and HEATHER HUMELBAUGH, R1 DIRECTOR second to amend the amended motion

Amended Motion: Revise the wording of 1.2 *Social Media Presence Policy* to read “The Board will appoint a committee responsible for maintaining a presence on social media. The committee will consist of ~~a~~ the Marketing and Promotion Committee chair; ~~selected by the chair and members~~ appointed by the Board of Directors. ~~and~~ The seven Regional Directors; ~~additional members may be assigned; and At Large Directors~~ will be responsible for promoting local and regional posts on their respective regional social media page. Posts to follow USAWE branding guidelines and the social media standards.

→ **Second Amended Motion failed by roll call vote with 4 in favor, 4 opposed, 3 abstained, 0 recused.**

Motion by KIKI PANTAZE, R4 DIRECTOR; REBECCA ALGAR, R7 DIRECTOR, second to approve the original amendment

Amended Motion: Revise the wording of 1.2 *Social Media Presence Policy* to read “The Board will appoint a committee responsible for maintaining a presence on social media. The committee will consist of ~~a~~ the Marketing and Promotion Committee chair; ~~members selected by the chair and members~~ appointed by the Board of Directors. ~~and~~ The seven Regional Directors; ~~additional members may be assigned;~~ will be responsible for promoting local and regional posts on their respective regional social media page. Posts to follow USAWE branding guidelines and the social media standards.

→ **Motion passed by roll call vote with 11 in favor, 0 opposed, 0 abstained, 0 recused.**

8. **Processing Banner Orders:** KIKI PANTAZE, R4 DIRECTOR, made a motion; ROBIN BOND, R2 DIRECTOR, seconded

Motion: Authorize the Secretary (during elected term) authority to use the USAWE PayPal account to remit payment for USAWE banner order requests, effective immediately.

→ **Motion passed by voice vote with 11 in favor, 0 opposed, 0 abstained, 0 recused.**

9. **Meeting Minutes:** CHRIS STANKO, R3 DIRECTOR, made a motion; KAREN MILLER, R6 DIRECTOR, seconded

Motion: Authorize the Secretary use of Google Docs to capture meeting minutes, review and approval. After three (3) calendar days have passed without requests for additional requests for additional additions, corrections or modifications, the meeting minutes will be considered approved and will be posted to the USAWE website within one (1) week from the time of final approval and a copy of the final minutes retained on the Corporate G-Drive

→ **Motion passed by voice vote with 9 in favor, 0 opposed, 1 abstained, 1 recused (Kris Blacklock).**

10. **Annual Statements:** KRIS BLACKLOCK, SECRETARY, made a motion; ROBIN BOND, R2 DIRECTOR, seconded

Motion: Update the USAWE Policies and Procedures >1.3.9 **Annual Statements** to read
““Each director, principal officer and member of a committee ~~with governing board-delegated powers shall~~ sign ~~a~~ statements which affirms such person:
a. Has received a copy of the **code of conduct**, conflicts of interest, **code of ethics and social media** policy,
b. Has read and understands the policy,
c. Has agreed to comply with the policy, and
Understands that the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.”



→ **Motion passed by voice vote with 11 in favor, 0 opposed, 0 abstained, 0 recused.**

11. **United States Lusitano Association (USLA) Sponsorship:** KIKI PANTAZE, R4 DIRECTOR, made a motion; ROBIN BOND, R2 DIRECTOR seconded

Motion: USAWE to donate \$1,000 as an education sponsor to the first ever Lusitano Conference Master Class with Pedro Torres hosted by the United States Lusitano Association slated Feb 6-8, 2023 in Wellington FL.

→ **Motion passed by voice vote with 9 in favor, 0 opposed, 2 abstained, 0 recused.**

12. **Requests for Information Lead Time:** STEPHANIE HAYES, AT LARGE DIRECTOR 2, made a motion; CHRIS STANKO, R3 DIRECTOR seconded to table this motion

Motion: Requests for information by any BOD officer to a committee chair or committee member will have a minimum of 15 calendar day response deadline; this date to be outlined in all information requests.

→ **Motion tabled by voice vote with 11 in favor, 0 opposed, 0 abstained, 0 recused.**

13. **Financial Oversight Committee Appointments:** KRIS BLACKLOCK, SECRETARY, made a motion; DOREEN ATKINSON, PRES-ELECT seconded

Motion: Appoint Barbara Crawford (R2), Brittney Flowers (R1), Tabitha Griswold (R7) to the Financial Oversight Committee, effective immediately.

→ **Motion passed by voice vote with 11 in favor, 0 opposed, 0 abstained, 0 recused.**

14. **Youth Scholarship Fund Donation:** STEPHANIE HAYES, AT LARGE DIRECTOR 2, made a motion; HEATHER HUMELBAUGH, R1 DIRECTOR, seconded to table motion as Committee Chair left meeting, but BOD have a few questions before vote can be taken.

Motion: Approve the ability to solicit donations to the youth scholarship fund to all members through the following prompt, when membership is renewed: "*Would you like to donate to the Youth Scholarship fund to help fund youth rider's ability to go to championship shows?*" Members can choose to ignore the prompt, or be provided with a button/ avenue to donate if they so choose.

→ **Motion tabled by voice vote with 11 in favor, 0 opposed, 0 abstained, 0 recused.**



Coaches Network Committee Appointments: KRIS BLACKLOCK, SECRETARY made a motion; ROBIN BOND, R2 DIRECTOR seconded

Motion: Reaffirm the appointment Trisha Kiefer-Reed (R1) Chair, Andrea Sullivan (R2) and Emily Kemp (R5) members, and appoint Nicole Coon (R1) and Julie Alonzo (R1) to the Coaches Network Committee, effective immediately.

→ **Motion passed by voice vote with 10 in favor, 0 opposed, 0 abstained, 1 recused (Trisha Kiefer-Reed).**

ANNOUNCEMENTS

ANNUAL MEETING OF MEMBERS - USA Working Equitation's annual meeting of the members will be held virtually via a Zoom meeting on Saturday February 4, 2023 at 9:00 am PST | 10:00 am MST | 11:00 am CST | 12:00 pm EST. The meeting day and time is predetermined and mandated by USAWE's Bylaws. All current USAWE members in good standing are invited to attend. Regional Directors will have meeting sign-in information available as of January 25. To attend, please contact your Regional Director *after* January 25, 2023 to RSVP and to receive the meeting information/Zoom link.

Secretary Kris Blacklock reminded BOD and Committee Chairs to prepare a 2-3 min verbal, powerpoint or other written report for the Annual Meeting of Members. If written, content is due January 25 and upload to G-Drive > Annual Members Meeting > 2023 Annual Members Meeting folder.

Secretary Kris Blacklock also reminded BOD and Committee Chairs that a [2023 Annual Member Meeting Questions](#) Google Form was created for members to submit questions. Form will capture questions until January 25th to allow sufficient time for the board/committee to prepare a response.

ITEMS TO CONSIDER FOR NEXT MEETING

Old Business (tabled from 1.11.2023 BOD meeting)

- Requests for Information Lead Time
- Youth Championship Show Scholarship Fund Donation

New Business

- June 15-18, 2023 Licensed Officials Seminar Agenda and Budget
- Youth Development Committee Fundraiser

NEXT MEETING - FEBRUARY 8, 2023 - agenda items due January 25, 2023 (14 days prior to meeting); email President-Elect Doreen Atkinson and cc: Secretary Kris Blacklock

President-Elect Doreen Atkinson adjourned the meeting at 7:43 PM, Pacific Time.

Minutes submitted by Kris Blacklock, USAWE Secretary