

Decision by Email sent 01.17.2024 8:15 AM Central via email; e-Voting results listed below.
All (12) Board of Director e-Votes received 1.19.2024 1:38 PM Central via email.

Minutes Approval: 1.19.2024 Decision by Email minutes were e-approved 1.22.2024 by the BOD and posted to the USAWE.org > Corporate > Records > Meeting Minutes and filed in USAWE G-Drive > Board of Directors

Board of Directors		e-Vote 1.19.2024		
Executive Committee		Approved	Opposed Abstained	Recused
President	Doreen Atkinson	3	1,2 Abstained 4 Opposed	
President Elect	Tracey Erway	3	1,2,4 Abstained	
Secretary	Amie Perryman	1,2,3,4		
Treasurer	Leesa Nero	2,3	1,4	
At Large Director 1	Robin Bond	1,2,3	4	
At Large Director 2	Stephanie Hayes	1,2,3	4	
Regional Directors				
R1 Director	Sara Mackenzie	1,2,3	4	
R2 Director	To be Appointed	--	--	--
R3 Director	Chris Stanko	1,3 2 with Preface revision	4	
R4 Director	Kiki Pantaze	1,2,3	4	
R5 Director	Sara Barnwell	1,2,3	4	
R6 Director	Cera Olson	1 2 with Preface revision		3,4
R7 Director	Pat Melton	2,3	1,4	

Current # of Board members = 12 | BOD members required for e-Quorum = 12 | 12 BOD members voted.

Per Bylaws of Working Equitation > Article V > Section 14 Decisions by Mail or Email: **Decisions by Email require unanimous consensus.** DECISION BY EMAIL (5) motions sent to Board of Directors. Documented email votes from Full Board of Directors captured in the minutes (pg 2-14).

AMIE PERRYMAN, SECRETARY, moved; TRACEY ERWAY, PRESIDENT ELECT, seconded

Motion #1: Approve the requirements for Regional Championships (to be added to the Competitions Manual and Policies & Procedures), effective immediately.

→ **Motion failed, eVote not unanimously approved; 8 approved, 2 opposed, 2 abstained, 0 recused.**

AMIE PERRYMAN, SECRETARY, moved; TRACEY ERWAY, PRESIDENT ELECT, seconded

Motion #2: Approve USAWE Competitions Manual (version 1-17-2024 1 pm EST), effective January 1, 2024.

→ **Motion failed, eVote not unanimously; 8 approved; 2 approved with Preface Revision, 0 opposed, 2 abstained, 0 recused.**

AMIE PERRYMAN, SECRETARY, moved; TRACEY ERWAY, PRESIDENT ELECT, seconded

Motion #3: Appoint **Cera Olson** (R6-MD) as member of the Marketing and Promotion committee, effective immediately

→ **Motion passed by e-vote with 11 approved, 0 opposed, 0 abstained, 1 recused** (Cera Olson).

AMIE PERRYMAN, SECRETARY, moved; TRACEY ERWAY, PRESIDENT ELECT, seconded

Motion #4: Appoint **Cera Olson** (R6-MD) as Alliance Liaison (within the Marketing and Promotion committee), effective immediately

→ **Motion failed, eVote not unanimously; 1 approved; 9 opposed, 1 abstained, 1 recused.**



eMail Vote

Per Bylaws of Working Equitation (USAWE) > Article V > Section 14 Decisions by Mail or Email:

SECTION 14. DECISIONS BY MAIL OR EMAIL Any decision that the Board of Directors may make at a meeting may be made without a meeting if the decision can be made and approved by U.S. mail or electronic means via email or some other electronic method, by the affirmative vote of all of the members of the Board. A clearly stated motion must be sent to all of the Directors on the Board by U.S. mail, email or some other electronic means with clear instructions that this process requires 100% (one hundred percent) of the Directors to vote “yes” for the motion to pass. If the motion is sent by email or some other electronic method, then each Director must send their vote by that same method in reply, in which case no signature is necessary. Motions are adopted and effective on the date that all Directors in office have responded with an affirmative “yes” vote. If any Director votes “no,” abstains, or fails to vote, then the motion fails to pass. A printed record of each Director’s vote must be kept in the corporate records.

e-Votes from Full Board of Directors (12 responses)

USAWE Secretary <secretary@usawe.org>

8:15 A
M (3
hours
ago)

to Full, me

e-Vote due 1.21.24 - This email REPLACES the email sent earlier today. All decisions to this email will be captured. In follow up to the 1.10.24 BOD meeting, President Atkinson determined (4) topics lend themselves to Decisions by Email (see below). The Competitions Manual has been revised as of 1.17.24 1:00 pm EST.

DECISIONS BY EMAIL – By 5pm Pacific 1.21.24, please reply back to this email with your e-Vote(s) and ensure your response provides a reply signature.

Approve all (4) e-Motions

~OR~

Individual Vote (in favor, oppose, abstain, recuse); **In Favor** = Yes, **Oppose** = No, **Abstain** = decline to vote, **Recuse** = remove oneself from vote to avoid a conflict of interest

- 1.
- 2.
- 3.
- 4.

Per Bylaws of USA Working Equitation, **Decisions by Email require unanimous consensus**; if not unanimous, motion fails.

SECTION 14. DECISIONS BY MAIL OR EMAIL Any decision that the Board of Directors may make at a meeting may be made without a meeting if the decision can be made and approved by U.S. mail or electronic means via email or some other electronic method, by the affirmative vote of all of the members of the Board. A clearly stated motion must be sent to all of the Directors on the Board by U.S. mail, email or some other electronic means with clear instructions that this process requires 100% (one hundred percent) of the Directors to vote “yes” for the motion to pass. If the motion is sent by email or some other electronic method, then each Director must send their vote by that same method in reply, in which case no signature is necessary. Motions are adopted and effective on the date that all Directors in office have responded with an affirmative “yes” vote. If any Director votes “no,” abstains, or fails to vote, then the motion fails to pass. A printed record of each Director’s vote must be kept in the corporate records.

COMPETITIONS – REGIONAL CHAMPIONSHIP REQUIREMENTS (v1.14.24 enclosed) – by Kim Hillyer, Chair

Rationale: Decision a motion tabled from 1.10.2024 BOD meeting. Review and approve the Regional Championship Requirements proposal from the Championship Show Structure Task Force. 1.10.2024 BOD discussion held Regional Director involvement in Championship Show committee and on the number of qualifying scores needed if a competitor wishes to compete in another region (other than their own region). Regional Championship Requirements will be added to the Competitions Manual after BOD approval. Revised Competition Manual will be posted to usawe.org > Competitions > Competition Resources after BOD approval.

AMIE PERRYMAN, SECRETARY, moved; TRACEY ERWAY, PRESIDENT ELECT, seconded

Motion #1: Approve the requirements for Regional Championships (to be added to the Competitions Manual and Policies & Procedures), effective immediately.

COMPETITIONS – COMPETITIONS MANUAL (v1.17.24 revised 1pm EST enclosed) – by Kim Hillyer, Chair

Rationale: Decision a motion tabled from 1.10.2024 BOD meeting. 1.10.2024 BOD discussion held on allow/disallow housing judge with show management and the financial impact if other lodging/meals is offsite; BOD asked language be revised to 'strongly recommended'. Revision to be posted to usawe.org > Competitions > Competition Resources after BOD approval.

Note: Section 3.2 (pg. 15) of the USA Working Equitation Rules v7 was updated 1/15/24 to replace "Copies of score sheets and results must be kept on file for a period of 12 months for all shows." with "Copies of score sheets and results must be kept on file for a period of 1 month." Website Rules link was updated 1/15/24.

AMIE PERRYMAN, SECRETARY, moved; TRACEY ERWAY, PRESIDENT ELECT, seconded

Motion #2: Approve USAWE Competitions Manual (version 1-17-2024 1pm EST), effective January 1, 2024.

APPOINTMENTS – MARKETING AND PROMOTIONS – by Amie Perryman, Chair

Rationale: Add Cera Olson (R6-MD) as committee member. She currently is the Director for Working Equitation East. Goal for this appointment is member outreach and engagement. Cera has a lot of ideas for a podcast series- a great way to outreach and help develop our riders and communities, spread the word about WE, and engage new members.

AMIE PERRYMAN, SECRETARY, moved; TRACEY ERWAY, PRESIDENT ELECT, seconded

Motion #3: Appoint Cera Olson (R6-MD) as member of the Marketing and Promotion committee, effective immediately

Rationale: Appoint Cera Olson (R6-MD) as Alliance Liaison – goal for 2024 is to develop the US Pony Club relationship with USAWE. Cera will work with Kasey Riddle, Youth Development Chair on a US Pony Club alliance.

AMIE PERRYMAN, SECRETARY, moved; TRACEY ERWAY, PRESIDENT ELECT, seconded

Motion #4: Appoint Cera Olson (R6-MD) as Alliance Liaison (within the Marketing and Promotion committee), effective immediately



Amie Perryman
Secretary

12:19 PM
(3 hours
ago)

USAWE R4 Director

to me, Full

Hi All -

Motion 1 - Yes
Motion 2 - Yes
Motion 3 - Yes
Motion 4 - No

My reasoning for the NO on Motion 4 -

I know that the possibility of USAWE becoming a Pony Club approved discipline is a HUGE deal.
In my mind - it is bigger than WAVE acceptance - and just below the Merger into USAWE.

Before USAWE goes into official discussions with Pony Club, I would like to have a planning meeting.
The meeting would include the BOD, Youth Committee and people knowledgeable about Pony Club.
In the meeting we would discuss the ins and outs of Pony Club, what it brings to USAWE and create a targeted plan, timeline and goals.

I would like to hear the Youth committees approach and what the Marketing plan is, and what exactly the Alliance Liason's job and the qualifications are.

In the past, when polocrosse was working on their acceptance - one wrong step wld set the discussions back.

Thank you all for your time and efforts.
Kik Pantaze
R4 Director

12:26 PM
(3 hours
ago)

USAWE R1 Director

to me, Full

1. approve
2. approve
3. approve
4. oppose- not sure I understand the term alliance liaison and have not seen this role categorization within USAWE in the past. I am not sure how a designated alliance liaison would impact the work of others and roles and responsibilities for the role. I don't recall this discussion (apologies if I missed). I am inclined to think that outreach to youth would be part of the youth committee with marketing playing a role in supporting that committee.

Sara Mackenzie
USA Working Equitation
Region 1 Director

12:53 PM
(2 hours
ago)

USAWE R5 Director

to me, Full

1. Yes
2. Yes
3. Yes
4. No - For now - as others have shared, I agree that I want more information/discussion before I can approve this motion.

Sara Barnwell
Region 5 Director
USAWE

2:03 PM (1
hour ago)

USAWE Secretary <secretary@usawe.org>

to Full

I approve all four motions.



Amie Perryman
Secretary

2:49 PM (45
minutes ago)

At Large Director 1

to me, Full

- 1) yes
- 2) yes
- 3) yes
- 4) no - for reasons mentioned by others.

--

Robin Bond
USAWE
At Large Director 1

3:04 PM (30
minutes ago)

USAWE R3 Director

to At, Full, me

- 1)yes
- 2) yes
- 3)yes
- 4)no - discussion needed

At Large Director 2

5:46 PM (56
minutes ago)

to USAWE, At, Full, me

I approve motions # 1,2,3. No on motion #4, would like more information.

Stephanie Hayes
USA Working Equitation
At Large Director 2

USAWE R7 Director

5:56 PM (46
minutes ago)

to At, USAWE, At, Full, me

Just moving my thoughts to this email chain:

1. Oppose

I feel that the requirement of "home" versus "non-home" qualifying scores is confusing and not in our best interests at this time. USAWE is still a growing organization. I'm not aware of any past Championships, whether Regional or Zone, that have had a long waitlist for entries, thus turning competitors away. Those hosting these competitions have, in the past, eagerly accepted every entry received.

The Qualifying Requirements, as proposed, penalizes competitors that reside in regions where competitions are available on a limited basis. I'm all in favor of requiring one score to be obtained within the region that is hosting the Championship competition while allowing the second qualifying score be obtained in a different region. This provides our members with competition options while also supporting the host regions' competitions. If the ultimate goal is to make the Championships more exclusive, raise the qualifying score from an average of 58% to 60% so that it equals the requirements for Lifetime Medals.

- 2. In Favor
- 3. In Favor
- 4. Oppose



BOARD OF DIRECTORS DECISION BY EMAIL – 1.19.2024



I don't believe this is necessary and may create confusion regarding who the USPC should be interacting/communicating with. I think that the Youth Committee Chair or an appointee within the committee should be the contact person so that the message is consistent. They've actively been working on developing this relationship for the past couple years, locally and nationally. Allow the Youth Committee the chance to co-ordinate youth opportunities; let them do their job. Our Marketing Committee should, of course, be available to support their endeavors but should not be the primary contact.

Pat Melton
USA Working Equitation
Region 7 Director

USAWE R5 Director

Wed, Jan 17,
12:51 PM (2
days ago)

to USAWE, me, Full

Hi Pat - I totally understand your perspective regarding the first motion. My concern is that the motion represents a compromise that already relaxes the standards a bit. If the motion fails, we go back to a more restrictive policy. I am planning to approve but I agree that this is a topic that we could revisit in the next cycle to ensure we are best meeting the needs of everyone involved. I hope you don't mind my sharing this perspective! Thanks!

Sara Barnwell
Region 5 Director
USAWE
Email: r5director@usawe.org

At Large Director 1

Jan 17, 2024,
2:46 PM (2
days ago)

to USAWE, Full, USAWE, me

Hello all, particularly Sara Barnwell.

I believe if an evote fails, we can bring the motion up at the next regular meeting and vote on it as is.

--

Robin Bond
USAWE
At Large Director 1

USAWE R5 Director

Jan 17, 2024,
2:48 PM (2
days ago)

to At, Full, USAWE, me



BOARD OF DIRECTORS DECISION BY EMAIL – 1.19.2024



We do - I know there was concern with this particular topic and not delaying getting the details ironed out. I was personally concerned that a failed vote would take us back to our original requirements.

Sara Barnwell

Region 5 Director

USAWE

Email: r5director@usawe.org

USAWE R3 Director

11:04 AM
(1 hour
ago)

to USAWE, At, At, Full, me

I know I voted already but I was reading over the competitions manual again and came across another thing that needs to be changed. I know we are working on the manual now trying to get it voted in. Last year when I was president this WAS an issue. This is a different year. I am withdrawing my yes vote until this is fixed. For transparency and consistent licensed show requirements, the Competitions Manual should be updated once (annually) in conjunction with USA Rules? There should not be revisions after a competition year starts.

There have been issues with Competitions changing the manual several times during a competition year with no communication to show organizers. It's not transparent to simply update the website. It's not fair to change requirements 'at whim' during a competition year.

Recommended edit to Preface (pg 2)

PREFACE

This document defines the requirements and guidelines for conducting USAWE licensed shows in the U.S., including championship shows. It is maintained on the USAWE website: USAWE.org > **Competitions > Competition Resources**. The document is revised annually in conjunction with the USAWE Rules for Working Equitation (Rulebook), ~~or more frequently as needed~~. Updates to this document are effective January 1st. ~~upon release. In the event of a discrepancy between a printed version and the version residing on the website, the electronic version will take precedence.~~

USAWE President Elect

Thu, Jan 18,
10:17 PM (8
hours ago)

to USAWE, At, Full, USAWE, me

Overall I feel the board is overstepping its bounds and potentially dragging the organization to its knees. Since when do we not trust our committees to do the work they are assigned? Some of these were sent in for review in the board meeting, I have to wonder why they suddenly end up in an evote. This is not proper procedure.

1. We discussed this ad nauseum in the board meeting. I find it inappropriate for this to be voted on. No objections were raised when we were all able to discuss. We specifically asked for this to be included in the document. This should not be up for a vote. Just in case I would approve this as we discussed in the board meeting.

2. As I considered this I realized that there should be No vote needed for the committee to post this document. I do not believe that the Board has jurisdiction over approving this document. The Board creates committees and assigns a chair. That committee should have the autonomy to create whatever documents it deems appropriate and release them. The board is not the body who has to respond to issues from show chairpersons. The board is not the one spending hours and hours collecting data and determining the best means to manage competitions. The board members are just looking at issues they have faced and making decisions. It is inappropriate. This committee has been given the job of managing this area. The board should not be deciding on this document at all. Providing feedback yes, but not standing in the way of releasing it in a timely manner for the upcoming show season. This document has never had to be approved in the past. The board can require a review, but not approval.

This board needs to get out of the way of committees and let them do their jobs. YES, review their plans and give ideas, but not stand in their way.

3. In Favor - yes, let's get Cera on the committee.

4. No vote needed for the marketing committee to proceed. I've realized this motion too, is stepping on the toes of a committee. The committee chair should have the autonomy to set up that committee any way necessary. YES, show program plans for the year to inform the board and collect ideas, but the board should have NO SAY on how the committee is structured. Micromanagement we do not have the knowledge or time for. In this case the Youth Committee and the need for Alliance work by the marketing committee have not thoroughly defined roles and responsibilities. **By making this a vote and holding up the vote, we hold up the ability of our show managers to put on shows. That is irresponsible on our part as those shows are a duty to our membership. Kim made it very clear this could not wait for a Feb vote.**

USAWE Secretary <secretary@usawe.org>

6:26 AM
(8 hours
ago)

to USAWE, At, Full, USAWE, USAWE

All good points.



Amie Perryman
Secretary

USAWE R4 Director

8:20 AM
(7 hours
ago)

to me, USAWE, At, Full, USAWE, USAWE

Good Morning All-

I am responding to the points that Tracey has brought up.

I am reading the January Minutes and It looks like we tabled the Zoom votes in question to E-Votes.



BOARD OF DIRECTORS DECISION BY EMAIL – 1.19.2024



The BOD asked for some wording to be changed. So it looks like the BOD is within its rights to have a email discussion about the wording. If we can't agree - it's time for a meeting.

So to Traceys points

Motion 1 - There were objections brought up and the BOD asked for some changes before we E-voted.

Motion 2 - While the Competitions is not a governing doc, like our rule book or by-laws, it is a procedural document and provides an outline for competitions. For example; how to get recognized, how they are run and points counted. It needs to have a second set of eyes on it, see if all aspects are working for the entire membership.

Motion 4 - As to the New Alliance Liaison - This is a new position that is being proposed. The person in the position could affect so many important possibilities for grow and outreach. (Like Pony Club). I am on the Marketing Committee and I have not seen any discussion within the committee about this position. The Alliance Liaison is a position that the Chair has created. But as a committee member I have not been included on any discussion.

I will say it again - acceptance into Pony Club is a huge deal, and I know the BOD and other members involved with establishing a relationship with them, need to have a plan and to be on the same page. It warrants a planning meeting.

I have always preached that the BOD needs to let the Committees do their jobs and we need to trust them to make good decisions that affect USAWE. But I have also seen committees that are not always in the best interest of all the membership.

So I do feel that a last check by the elected BOD is sometimes important. We are another set of eyes looking at a plan. But we do need to keep in mind not to drag the process of forward advancement to a halt.

My two cents
Kiki Pantaze
R4 Director

—

USAWE Secretary <secretary@usawe.org>

8:50 AM
(6 hours
ago)

to USAWE, USAWE, At, Full, USAWE, USAWE

One point of note on Kiki's observation on the Alliances Manager/Liaison. this was created in early 2023 with full committee discussion including Kiki on that committee. I realize a lot of time has passed but this is NOT a new position. And as Tracey correctly points out, does not need to be approved by the board. Committees do have the ability to organize and delegate their tasks to members in the ways they find most effective. This designation is an outreach position for identifying and creating mutually aligned organizations that will reciprocate in an official way (i.e. in writing with us). So a designated point of contact is warranted. I only mentioned the Pony Club specifically because I personally see it as the single most impactful (read: potential for increase in membership \$\$) alliance we could seek AND what WE bring to the table for the USPC (which is struggling with atrophy and losing members) is a breath of fresh air and a new sport to add to their Tracks.

Regarding the other motions, I believe we had consensus and a meeting of the minds in our last board meeting and these items were simply tabled to allow their committee chairs to make the requested changes so we could vote. I think any eVotes should be carefully chosen and used when we feel confident there will be unanimous support.

Otherwise, we need to table those ideas for a meeting where we can flesh out the details. Conversations via email with more than a dozen of us is very difficult to follow.

We still have a couple of days for this evote to complete, as it stands right now, I believe motion 1 and 4 have failed. Motion 2 and 3 are awaiting full board votes.

Tracey, I suggest we rescind the Motion 4. I am happy to further discuss within the Marketing committee at our next meeting to refamiliarize all members with the Alliances program and can report on that in our February board meeting so that everyone can understand marketing's goal with it.



Amie Perryman
Secretary

USAWE R6 Director

8:46 AM
(16
minutes
ago)

to me, Full

1. Approve
2. Approve, with the caveat that I agree with Chris's recommended additional changes. Once changes have been made they should be made once a year. Competitors can submit changes up until August each year for the Rulebook. A similar policy should be in place for the Competition's manual to avoid confusion for both show organizers and competitors, and to avoid any issues with qualifying for championships.
3. Recuse
4. Recuse

--

Cera Olson
USAWE Region 6 Director

USAWE President

11:13 AM
(7 minutes
ago)

to me, USAWE, Full

Good morning all

1. It's correct we had to eVote-in the minutes we all agreed to -we wanted the verbiage changed and it was and I believe we were ok as long the wording was changed - (in the minutes)
If we had reworded at the meeting it would have been approved.

2. Needs the rewording -up for a vote at a meeting

3. Approve

4. Oppose- Alliance liaison is only in the policy and procedures not yet board approved

Our bylaws say section 10 page 28 "the board shall appoint the members of the committee. The committee chairs are responsible for making recommendations for committee appointments to the BOD." This is a board vote
Marketing committee members were not consulted



BOARD OF DIRECTORS DECISION BY EMAIL – 1.19.2024



I can plan a special meeting to approve the first 2 motions ASAP we need quorum and I can do a quick meeting. I'll check dates.

Thank you

Doreen

President USAWE

USAWE Treasurer

1:38 PM

(1 hour
ago)

to me, Full

My email vote:

1. No
2. Yes
3. Yes
4. No

Leesa Nero

USAWE Treasurer

(813) 334-3235

All (12) Board of Director e-Votes received 1.19.2024 1:38 PM Central via email.

-----CORRESPONDENCE RECEIVED AFTER BOD VOTING -----

USAWE Secretary

<secretary@usawe.org>

3:26 PM

(15

minutes

ago)

to

USAWE,

Full

I think that was the last member to vote. Doreen, I am unclear on your vote on #2, is that a no? If so, the results of the evote are:

1. Failed
2. Failed
3. Passed
4. Failed



BOARD OF DIRECTORS DECISION BY EMAIL – 1.19.2024



Is that correct?

Amie Perryman

Secretary

3:37 PM
(6 minutes
ago)

USAWE President Elect

to me,
USAWE,
Full

Since I put the motion in for the alliance manager incorrectly, based on previous board decisions, I would like to rescind that motion.

5:37 PM
(11
minutes
ago)

USAWE R7 Director

to
USAWE,
At,
USAWE,
Full, me

I'd like to correct a statement made earlier in this email chain:

We discussed this ad nauseum in the board meeting. I find it inappropriate for this to be voted on. No objections were raised when we were all able to discuss. We specifically asked for this to be included in the document. This should not be up for a vote. Just in case I would approve this as we discussed in the board meeting.

I objected multiple times during our meeting and my dissent is not captured in the Board minutes. I opposed this motion in our e-vote so that it goes on record that I do not agree. I cannot accept this and represent the USAWE Region 7 members.

Pat Melton

USA Working Equitation

Region 7 Director

704-616-9589 (Eastern Time)
