



## USAWE Board of Directors (BOD) Meeting Minutes



**Meeting Date:** Wednesday, Oct 09, 2024

**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:** 2<sup>nd</sup> Wednesday of each Month held virtually via Zoom

**Agenda:** Sent 10/07/2024 and posted to USAWE.org > Corporate > Records > Meeting Minutes > Elected Board Minutes and filed in USAWE G-Drive > Board of Directors (BOD) > Board Meetings folder by Secretary Amie Perryman

**Minutes:** These Minutes were e-approved on 10.22.24 by the BOD and posted to the USAWE.org > Corporate > Records > Meeting Minutes > Elected Board Minutes and filed in USAWE G-Drive > Board of Directors

**NEXT BOD MEETING – NOV 13, 2024** virtually via Zoom. Submit Agenda items using the online [Board Agenda Item Request Form](#) located on the usawe.org website > Corporate > Records page.

Board of Directors		Attendance at Roll Call	
Executive Committee		Present	Absent
President	Doreen Atkinson	P	
President Elect	Tracey Erway	P	
Secretary	Amie Perryman	P	
Treasurer	Leesa Nero	A Excused	
At Large Director 1	Robin Bond	P	
At Large Director 2	Cera Olson	P	
Regional Directors			
R1 Director	Sara Mackenzie	A Excused	
R2 Director	Amy Star	P	
R3 Director	Chris Stanko	E	
R4 Director	Kiki Pantaze	5:08 PDT arrival	A at roll call
R5 Director	Sara Barnwell	P	
R6 Director	Holly Linz	P	
R7 Director	Pat Melton	P	
Non-Voting Assistant			
Clerical/Treasurer Assistant	Kris Blacklock	P	
Clerical Assistant	Kristine Strasburger	P	
Treasurer Assistant	Kathy Orr	A	

Current # of Board members = 13 | 7 BOD members required for Quorum.

# BOD members in attendance at roll call = 9 | Quorum was established | BOD Meeting Attendance Log was updated.

Excused = notified Secretary and President in advance director (or chair) was unable to attend the meeting.



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Non-Voting USAWE Committee Chairs in attendance for all or part of the meeting						
Affiliate Organizations	Kristine Strasburger	P		Licensed Officials (co-chairs)	Christy Reich	P
Awards	Lynn Malone	P			Doreen Atkinson	P
Competitions	Kim Hillyer	A		Marketing and Promotion	Amie Perryman	P
Elections	Biddie Lowry	P		Membership	Kate Steffes	A
Ethics	Dan Dahlke	P		Professional Development (co-chairs)	Sue Watkins	P
Financial Oversight	Tamla Nicols	A			Seth Marshall	A
Horse Recording	Mindy Finelli	A		Rules	Jeanne Bond	P
International	Barbara Price	P		Website	Kristine Strasburger	P
				Youth Development	Kasey Riddle	A
Task Force Leads in attendance for all or part of the meeting						
Bylaw Review				Strategic Planning	Doreen Atkinson	P

Current # of Committee Chairs/Task Force Leads = 18; 12 in attendance.

USAWE Members who requested meeting attendance: Mary Young (R1 – OR)

USAWE Members in attendance for all or part of the meeting: Julie Alonzo (R1-OR), Mary Young (R1 – OR),

Call to Order: President Doreen Atkinson called the meeting to order at 5:00 PM Pacific time.

MOTION BY: Amie Perryman SECRETARY; SECONDED BY: Tracey Erway PRESIDENT ELECT

Motion 1: Approve the September 11, 2024 Board of Directors (BOD) meeting minutes (e-Approved 9.19.2024).

➔ Motion Passed by voice vote: 9 in favor, 0 opposed, 0 abstained, 0 recused, 4 absent.

FINANCIAL REPORT & BUDGET – Submitted by Leesa Nero, Treasurer

MOTION BY TRACEY ERWAY, PRESIDENT ELECT, SECONDED BY AMY STAR R2 DIRECTOR

Motion 2: Include the Treasurer’s September Financial Report in the October 9, 2024 BOD meeting minutes.

➔ Motion Passed by voice vote: 11 in favor, 0 opposed, 0 abstained, 0 recused, 2 absent.



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Would like to adjust our chart of our accounts. Organized by committee. Customized for our purposes. Amy Star will do some research on CPA's and bookkeeping services. Budgets from committees need to be done asap.

### UNFINISHED BUSINESS

#### FINANCIAL OVERSIGHT – POLICIES & PROCEDURES – *Tamla Nichols, Chair*

**Discussion:** Status of FOC 1.7 Policy and 2.8 Procedures for BOD review; no motion.

#### COMPETITIONS - CHAIR –*Kimberly Hillyer, Chair*

**Discussion:** Status filling chair vacancy. Kim Hillyer submitted 8.1.2024 resignation as chair (will serve as interim chair & train replacement) and will continue to serve as Competitions committee member.

#### COMMUNICATIONS COORDINATOR – *by Tracey Erway*

**Discussion:** Status of filling new position. No new applications yet.

### CORPORATE BUSINESS

#### PERFORMANCE REVIEW – ANNUAL BOD APPOINTMENTS – *Amy Star, Sara Barnwell & Amie Perryman*

**Discussion tabled from 9.11.24 BOD meeting:** USAWE By-Laws and Policies and Procedures require an annual performance review of appointed positions: Treasurer and Staff (Clerical Assistant(s) and Treasurer Assistant), to be evaluated by the Full Board annually. If performance is satisfactory, the Board shall vote to confirm the annual appointment. If performance is unsatisfactory, the Board shall vote to rescind the appointment and a new person shall be recruited and appointed.

10/3/24 per Amy Star *“After researching the Bylaws, it seems unfeasible to change the review as discussed because it requires a change in Bylaws. As an alternative solution, I think we can have all the BOD fill out the review form thus adhering to the Bylaws, however only requiring the Performance Review Team to meet with the appointee rather than the entire Board. I have suggested the Performance Review Team consist of the Secretary, and the two at Large Directors. My reasoning being the Secretary has the most interaction with the appointees and the at Large Directors could take on this role because their current responsibilities are not as vast as the other officers.”*

#### **MOTION BY AMY STAR, R2 DIRECTOR, SECONDED BY ROBIN BOND, AT LARGE 1 DIRECTOR**

**Motion 3:** Approve an annual appointment procedure and *Performance Review Form* for Board of Director appointed positions: *Treasurer* and *Staff* (Clerical/Treasurer Assistant(s); include appointment procedure, position evaluation criteria and evaluation form in Corporate Policies/Procedures, effective immediately.

→ **Motion Passed by voice vote: 11 in favor, 0 opposed, 0 abstained, 0 recused, 2 absent.**

### NEW BUSINESS

### COMMITTEES

#### INTERNATIONAL – PROGRAM ANALYSIS, RECOMMENDATIONS & NEXT STEPS – *Barbara Price*

**Discussion:** The IC has recommendations for improving the International Committee Program plans and activities, and would like the BOD's approval.



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10/5/24 per Barbara Price “After I was appointed in mid-August as Interim Chair of the International Committee, I advised the board I would review the existing IC program and provide an analysis and recommendations. This report is attached for your review. I will be available for the October BOD meeting if there are questions. If the board is in general agreement with the concepts and direction recommended for next year, I would be glad to stay on as International Committee Chair.

*Should anyone have questions prior to the October meeting, feel free to contact me.*

**MOTION BY: TRACEY ERWAY, PRESIDENT ELECT; SECONDED BY: Amy Star, R2 DIRECTOR**

**Motion 4: Approve the Situation Analysis and Next Steps recommended by interim International Committee Chair, Barbara Price.**

→ **Motion Passed by voice vote: 11 in favor, 0 opposed, 0 abstained, 0 recused, 2 absent**

### **MARKETING – ‘SWAG INCOME’ - Amie Perryman**

**Discussion:** Status update. Third quarter sales report will be available in November’s board meeting. The store has been doing as expected, small profits to more or less pay for its monthly fees. No motion made.

### **WEBSITE HOSTING - Amie Perryman**

**Discussion:** Our current service is a legacy/deprecated package that is not able to meet our growing needs. We have regularly hit our limits with traffic and bandwidth causing our site to load slowly and on occasion (especially when the newsletter is released!) our site is down. Recommend upgrading to a hosting package with the same company, [InMotionhosting.com](https://InMotionhosting.com) that will serve our needs. Kristine Strasburger and Amie Perryman have researched and analyzed the needs of the site with the team at InMotionhosting as well as competitors. The new package will give us greater speed and less bandwidth competition (we were on a shared WP server) and this will be a modified environment where we won't have that slowing us down. The cost this year will be negligible, \$360. We're currently paying about \$240 plus \$210 for additional storage which we won't need. So, approximately what we have been paying but on an upgraded machine (server). No motion made.

## **CORPORATE BUSINESS**

### **REGION 3 DIRECTOR VACANCY (Dec 1, 2024 – Nov 30, 2025) – Chris Stanko**

**Discussion:** Status update on vacancy announcement and filling the position. Some names have been considered r one has submitted a letter of interest as of yet.

### **DOCUMENT SPECIALIST – Kris Blacklock**

**Rationale:** Add *Document Specialist* to 3.8 Staff within USAWE Policies and Procedures. Approve position description and responsibilities. Appoint a Document Specialist to ensure all board-level documents are compliant with internal standards and external regulations, kept up to date, accessible and secure.

*MOTION BY [NAME, TITLE], SECOND BY [NAME, TITLE]*

4: Approve and add a Document Specialist position, description and responsibilities to Policies and Procedures.

→ Motion Tabled.

**Motion 5:** Appoint **Jeanne Bond** (R6-MD) Document Specialist, effective immediately.

→ Motion Tabled.

#### NEW BUSINESS

WAVE – AMERICA’S CUP – Doreen Atkinson Discussion. WAVE would like to encourage USAWE and other North American/Central/South American countries to have competitions similar to the European Championships.

**WAVE – USAWE LIAISON – Leesa Nero**

**Rationale:** Designate Doreen Atkinson as permanent USAWE WAVE Liaison:

Discussion of the USAWE official WAVE liaison. We may need to consider an alternative person rather than designating our President, which changes annually. It is to USAWE’s benefit to designate a permanent liaison with WAVE.

*MOTION BY [NAME, TITLE], SECOND BY [NAME, TITLE]*

**Motion 6:** Permanently appoint **Doreen Atkinson** (R4-TX) as the USAWE Liaison to WAVE

Motion Tabled

#### IMMERSIVE EDUCATION EXPERIENCE - LICENSED OFFICIALS-PROFESSIONAL INSTRUCTORS-COMPETITORS – Tracey Erway

**Rationale:** See BOD Business proposal. For Judges, the trips will deepen their nuanced understanding of the sport, increase their exposure to horses performing at the highest levels, and provide a mechanism by which WAVE judges can begin to get to know USAWE judges. For Professional Instructors, the trips will train their eyes and give them ideas for lessons back home, in addition to providing a mechanism for professional networking with WE instructors in Portugal. For Competitors, the trips will provide inspiration for the future, help establish goals for attaining higher levels of performance and help foster international friendships within the discipline.

*MOTION BY AMY STAR , SECOND BY AMIE PERRYMAN*

**Motion 7:** Support proposed "Immersive Educational Experience for USAWE Judges, Professional Instructors, and Competitors" by agreeing to pay the honorarium for the WAVE judge, lodging and meals estimate at \$1,200

→ **Motion Passed by voice vote: 8 in favor, 2 opposed (KIKI PANTAZE, R4 DIRECTOR) DOREEN ATKINSON, PRESIDENT, 1 abstained (CHRIS STANKO, R3 Director), 0 recused, 2 absent.**

**ANNUAL FINANCIAL AUDIT**– Tracey Erway

**Rationale:** By-Laws requirement

*MOTION BY TRACEY ERWAY, PRESIDENT ELECT , SECONDED BY SARA BARNWELL, R5 DIRECTOR*

**Motion 8:** Financial Oversight Committee (FOC) to initiate the request of a service to perform a year-end financial audit for presentation to the board. This may require acquiring quotes for service. Approve up to \$1,000 for such service to allow the FOC to move ahead for completion and presentation in the November board meeting.

**Motion Passed by voice vote: 11 in favor, 0 opposed, 0 abstained, 0 recused, 2 absent.**

**EXPENSE POLICY & PROCEDURE**– Tracey Erway, Amie Perryman & Leesa Nero

**Discussion:** Define an expense policy and clarify expense procedure. Will be presented in November board meeting for a vote and acceptance.

**EVENT BUDGET PLANNER** – Leesa Nero & Kris Blacklock

**Discussion:** Budget planning tool for corporate and/or committee events: [Event Budget Planner](#) (excel doc) For use/convenience of any committee planning an event.

Robin Bond, At Large 1 Director left the meeting at approximately 7PM PDT

**EXPENSE LOSS - TRAIN TO WIN #3** – Tracey Erway

**Discussion:** Per Tracey Erway "We are responsible as a 501c3 to state and federal laws. I would like the Board to discuss our inability to financially close on the purchase of a plane ticket for the T2W#3 clinic. The USAWE credit card was used presumably by a non-authorized member user, the charge was not brought to the Board for approval even though over \$500, and how (what agency was used) the ticket was purchased was not shared by the member purchaser with anyone who could have canceled the plane ticket. Thus, we assume the ticket was never canceled, although we do not know for sure as no one apart from the original purchaser could control the status of the ticket. In discussion with the airline if the ticket were canceled the price would have been refunded to the ticket holder. That is not USAWE. We assume the ticket was not covered under insurance, although the specifics of the policy were not shared by the purchasing member with anyone else, to our



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*knowledge. We have not one authorized signature approving the Treasurer to pay off this charge on the only USAWE credit card we have. No process was followed to make this charge nor to clear it through our organization. As a 501c3 we cannot simply ignore that the charge occurred by avoiding dealing with it. I would like the Board to reach a resolution on how to handle this in a manner that will allow us to comply with the state and federal laws we are based on."*

***MOTION BY TRACEY ERWAY, PRESIDENT ELECT, SECONDED BY SARA BARNWELL, R5 DIRECTOR***

Motion 9: Record the expenditure of \$1700 for the Train to Win 3 instructor flight to be reconciled as a lost receipt.

**Motion Passed by voice vote: 10 in favor, 0 opposed, 1 abstained (Pat Melton, R7 Director), 0 recused, 3 absent.**

**ADOBE ACROBAT PRO – Amie Perryman**

***Rationale:*** Approve purchase of an Adobe Acrobat Pro license and monthly fee; software to document corporate and committee Expenditures – Reimbursements – Refunds – Account Transfers.

Motion 10: Approve the purchase of the Adobe Acrobat Pro License and monthly fee, for the software used to document corporate and committee expenditures, reimbursements and account transfers.

***MOTION BY AMIE STAR, PRESIDENT ELECT, SECONDED BY KIKI PANTAZE, R4 DIRECTOR***

**Motion Passed by voice vote: 12 in favor, 0 opposed, 0 abstained (Pat Melton, R7 Director), 0 recused, 3 absent.**

### **ANNOUNCEMENTS**

- ACTION ITEMS - NOTHING FURTHER

**President Doreen Atkinson adjourned the meeting at 7:27 PM, Pacific Time.**

**Minutes submitted by USAWE Secretary Amie Perryman.**