Board Members Present: Mary Babick, John Bahret, Shelley Campf, Debbie Bass, Katie Benson, Tom Brennan, , Diane Carney, Rick Crum, David Distler, Joe Dotoli, Margie Engle, Dianne Johnson, Anne Kursinski, Larry Langer, Britt McCormick, Tobey McWilliams, Betty Oare, Cheryl Rubenstein, Charlotte Skinner-Robson, Jimmy Torano, Sissy Wickes.

Board Members Not Present: None

Staff Present: Kevin Price, Marianne Kutner, Lisa Moss, Leslie Mangan

I. Welcome
Mary Babick welcomed the Board and the meeting commenced at 7:00 p.m. EDT.

II. Roll Call
Roll call was conducted and it was established that there was a quorum present.

III. Approval of Amended Agenda
Larry Langer made a motion to adopt the meeting agenda, amended on the floor to add consideration of the updated memo concerning the budget. John Bahret seconded, and the motion was unanimously approved.

IV. Approval of the Meeting Minutes
Mr. Langer made a motion to place the meeting minutes on the floor for discussion and vote. Mr. Langer seconded, and the motion was unanimously approved.

- October 1, 2018 – Approved, as presented my majority vote with two abstentions recorded from individuals who were not present at that meeting.
- October 15, 2018 - Approved, as presented my majority vote with five abstentions recorded from individuals who were not present at that meeting.

V. President’s Report
Ms. Babick provided the following verbal update regarding recent activities:

EAP National Training Session & HQC Nationals – both finals events were successful and well received. Participants enjoyed having Joe Fargis as the EAP clinician this year.

USHJA National Championships – the inaugural event was extremely well received by participants and Mary singled out Patrick Boyle’s dedication, vision, and efforts as a huge contributor to the event’s overall success. The Blenheim EquiSports team was also recognized for their great job at managing the event. The competition hosted just over 400 horses and saw 491 stalls utilized.
Several USHJA officers and directors were in attendance, either officiating or as volunteers, and the USHJA staff members were recognized for their outstanding efforts, as well. Plans are underway for the 2019 event and beyond. The specifications and qualifying information will need to be submitted to the Federation in early December.

**USHJA Program Specification MOU** – the Federation is requesting that USHJA have a 60-day time period between the end of qualifying and the beginning of a championship event. Some of USHJA’s programs don’t currently follow that timeline so some additional thought and consideration needs to be invested to find a mutually amicable solution for both organizations. Additionally, USHJA is requesting some flexibility on the part of the Federation regarding the National Championship specifications because given the timing of the actual event, USHJA cannot meet the USEF deadline of specification lock-down 60-days prior to the start of the competition year.

Ms. Babick concluded her report by reminding Board members to consider donating to the USHJA Foundation.

**VI. Executive Director Report**

Kevin Price presented a verbal report to the Board and outlined the following activities:

- Further supplemented the President’s report concerning the success and popularity of the USHJA National Championships. Next steps involve obtaining Federation permission for the national Jumper component for 2019 and getting the Special Competition license in process.
- Continued efforts to explore USHJA IT needs both in areas of technology and data ownership and referenced the full report contained within the meeting packet to be discussed later in the agenda.
- Continued work with the new HR firm and the new HR staff point person to review and update the employee handbook as well as discuss staff and department training needs for 2019.
- Staff Updates: The Director of Operations position has been filled by the hiring of Leigh Anne Claywell whose responsibilities will initially include oversight of the communications, design, and awards/merchandising departments. Communications Director Megan Lacy announced her departure but will remain on staff on a remote basis until the end of the year.

One question was asked regarding whether or not USHJA staff will be required to take Safe Sport training. Mr. Price confirmed that all staff will be required to take Safe Sport training in 2019, and he also reminded the Board that all staff also undergoes mandatory harassment training provided by the HR firm on an annual basis.

**VII. Treasurer’s Report**

Shelley Campf turned the meeting over to Lisa Moss who presented the Treasurer’s Report. One question was raised regarding the estimated 2018 year-end projection. Ms. Moss reported that she projected that USHJA would end up approximately $125K favorable to budget. No other questions were asked.

*Mr. Langer made a motion to approve the Treasurer’s report, as presented. Mr. Bahret seconded, and the motion was unanimously approved.*
VIII. Review/Approve 2019 USHJA Budget

Mr. Bahret made a motion to place the proposed 2019 budget on the floor for discussion and vote. Mr. Langer seconded, and the motion was unanimously approved.

Shelley Campf presented the 2019 budget, the summary details of which were provided to the Board in their meeting materials. She reported that the Budget and Finance Committee had recently met and was initially presented with a proposed budget with a sizable deficit. Discussion about and investigation into various USHJA programs occurred and particular attention was paid to those programs with higher expenses and lower revenue. Out of that discussion came the Budget and Finance Committee’s recommendation to cancel one of the Emerging Jumper Rider program events that would have been new in 2019, the budgeted cost of which essentially matched the deficit amount. The Budget and Finance Committee set up a meeting with key representatives from the Jumper Working Group and the Emerging Jumper Rider Task Force to discuss the situation and explain the Budget and Finance Committee was not prepared to present a budget with such a large deficit to the Board. The Jumper program representatives were asked to adjust their program budgets accordingly to reduce the deficit amount.

Ms. Babick supplemented Ms. Campf’s report by indicating that a follow-up meeting occurred with USHJA officers and the Jumper program representatives to explore options for budgetary savings that would not impact the integrity of the Jumper programs. Jumper program representatives were tasked with identifying cost savings within the jumper program budgets, as well as the working on the generation of a revenue stream to provide support and lessen the revenue gap for the jumper programs. As a result of those efforts, live-streaming expenses were cut for the Gold Star Clinic program and the application fee was increased for the Zone Jumper Team Championships resulting in a slight overall increase in program revenue for the year. These proposed budget modifications were included in the amended budget materials the Board considered. The program amendments reduced the overall budget deficit, but did not remove it entirely.

Board discussion ensued regarding USHJA’s responsibility to service its members and maintain the integrity of its programs while still maintaining fiscal responsibility with respect to the budget. The subject of reserves, and whether or not to tap into them, was also discussed. After lengthy discussion, it was concluded that since the organization was projecting a slight surplus in excess of budget for 2018, that amount could be carried over to 2019 to offset the deficit.

It was also mentioned that while this action might represent a short-term solution, USHJA needs to establish a better protocol regarding program funding and a better mechanism for allocation of those funds to avoid.

Mr. Bahret made a motion to approve allocation of the applicable portion of the projected 2018 surplus to offset the projected 2019 budget deficit. Any remaining surplus balance is to be allocated to the general reserve fund. Tom Brennan seconded, and the motion was unanimously approved.

There being no further discussion, the Board voted unanimously to approve the 2019 budget, as presented.
IX. **Conflict of Interest/Fiduciary Duty**
Ms. Babick referenced the memo from Marianne Kutner that was included within the meeting materials addresses fiduciary duty and conflict of interest issues. She encouraged committee members to contact Ms. Kutner with any questions they might have about the material presented.

X. **Informational Reports**
Written reports were provided to the Board for consideration and discussion.
- Sport Department Report
  - No questions were raised
- Sport & Association Services Department Report
  - No questions were raised
- Zone & Affiliate Programs Report
  - No questions were raised
- Education Department Report
  - No questions were raised
- Foundation Report
  - No questions were raised

XI. **USHJA Identity Messaging Infographic/Fact Sheet**
Ms. Babick referenced the two documents contained within the meeting packet summarizing the differences between USHJA and USEF. Both the fact sheet and the infographic are still in draft form pending USEF approval, but the plan is to present the materials at Annual Meeting. In addition to presenting at Annual Meeting, the final versions will be posted on the website, distributed through social media, and as provided in hard copy in show offices at competitions throughout the year.

XII. **USHJA Jumper Athlete Definition**
Ms. Babick referenced the memo contained within the meeting materials that requests Board approval to modify the definition of a USHJA Jumper Athlete as outlined within the Bylaw Policy and Procedure Manual. The current definition matches the criteria used for the USEF Active Athlete list which is quite narrow. As a result, it has proven difficult for USHJA to identify eligible athletes willing to serve on committees. The proposed language was amended in an effort to better facilitate USHJA’s ability to identify suitable Jumper-designated athlete volunteers going forward.

The comment was made that when considering USHJA’s role and responsibilities with respect to the Jumper Pathway, the USHJA Jumper Athlete definition should be different than the USEF definition.

*Mr. Bahret made a motion to approve the amended definition of a USHJA Jumper Athlete, as presented. Diane Carney seconded, and the motion was unanimously approved.*

XIII. **USHJA 2019 Affiliate Engagement Development Plan**
Ms. Babick summarized the report that was presented within the meeting packet that proposes several initiatives over a two-year plan designed to grow Affiliate Association participation and engagement and therefore increase the potential for new membership. Many of the concepts and initiatives originated with the Affiliate Engagement Ad Hoc created at the May, 2018 Board meeting and have been subsequently enhanced and expanded.
Rick Cram made a motion to approve the Affiliate Engagement Development Plan, as presented. Charlotte Skinner-Robson seconded, and the motion was unanimously approved.

XIV. **Information Technology Project – Update**
Ms. Babick introduced the IT project update materials that were included within the meeting packet. She indicated to Board members that while there is not room in the budget to take action on any of the proposals in 2019, a steering committee will be formed that will investigate the matter in depth and then come back to the Board with recommendations for next steps.

Discussion ensued and comments were made that forming a steering committee of independent experts, knowledgeable in the field and who have no affiliation with any of the companies from whom proposals have been received is a prudent decision. Additional discussion occurred with varying opinions expressed as to whether or not USHJA has outgrown USEF’s IT services and the degree to which their level of service matches USHJA’s needs.

XV. **Old Business**
None

XVI. **New Business**
None

XVII. **Executive Session**
Ms. Babick turned the meeting over to Marianne Kutner. Ms. Kutner took the Board meeting into executive session, but requested that USHJA staff remain on the call. Ms. Kutner asked Tom Brennan to recuse himself leave the meeting, and Mr. Brennan excused himself from the call.

A motion was made and seconded to come out of executive session. The motion was unanimously approved.

*Shelley Campf made a motion to advise the Nominating Committee to allow the list of nominees submitted by Board member Tom Brennan on October 31, 2018 to move forward in the Nominating Committee process. Larry Langer seconded, and the motion was approved by majority vote with one vote of dissention and three abstentions recorded. Additionally;*

*Shelley Campf made a motion to render Tom Brennan’s self-nomination for consideration as an At-Large Director invalid and ineligible for consideration. Mr. Langer seconded, and the motion was approved by majority vote with one abstention recorded.*

Ms. Oare made a motion to reenter executive session for additional discussion. Mr. Bahret seconded, and the motion was unanimously approved by those present.

XVIII. **Adjourn**
There being no further business, Betty Oare made a motion to adjourn, and the meeting was adjourned at 10:00 p.m. EST.

Respectfully submitted,

Larry Langer, Secretary