



## USAWE Executive Session Meeting Minutes

**Meeting Date:** Friday January 13, 2023 – Full Board of Directors Closed Session

**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:** As needed; held virtually via Zoom

**Agenda sent via Email:** 10:52 a.m. PST 1/11/2023 by Secretary Kris Blacklock

Board Members		Attendance at Roll Call	
		Present	Absent
President	Olga Hendrickson		Resigned 1/8/2023 Letter rec'd 1/11/2023
President Elect	Doreen Atkinson	P	
Secretary	Kris Blacklock	P	
Treasurer	Erin O'Shaughnessy		A
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		A
R4 Director	Kiki Pantaze	P	
R5 Director	Becky Sherven	P	
R6 Director	Karen Miller	P	
R7 Director	Rebecca Algar		A

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

# BOD members in attendance at roll call = 9. Quorum was established.

**Call to Order:** President-Elect Doreen Atkinson called the meeting to order at 5:01 PM Pacific time.

**Minutes Approval:** None; meeting is held as needed

### NEW BUSINESS

**Resignation of President Olga Hendrickson** - resignation letter dated 1/8/2023, postmarked 1/9/2023 was received by Secretary 1/11/2023 via U.S. Priority Mail.

Doreen Atkinson, President-Elect moved and Kiki Pantaze, R4 Director seconded

**Motion:** To announce the resignation of President Olga Hendrickson to members via an eBlast and membership newsletter, that due to unforeseen circumstances President Olga Hendrickson has resigned from her position. USAWE supports Olga in this decision and we thank her greatly for her contributions to the organization. The Board of Directors will continue to conduct business as usual and will follow the Bylaws of USA Working Equitation to fill the vacancy within the time limits as outlined in the [Bylaws of USA Working Equitation](#).  
(Include link to bylaws)

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

The Board of Directors agreed that the BOD would individually use the same statement as the consistent response when addressing member questions.

Prior to the meeting, the Full Board of Directors were asked to review the Bylaws of USA Working Equitation to determine next steps. During the meeting, each individual Board of Director, present and absent (through the Secretary reading their email response sent prior to the meeting), were given the opportunity to share their interpretation on how to fill the vacancy and to notate areas in the Bylaws that were unclear.



After each Director spoke, the Board of Directors collectively determined the next steps outlined below:

#### **Next steps**

1. In accordance with Article VI Officers and Staff, Section 3. President Elect of the Bylaws of USA Working Equitation, *“In the absence of the President or in the event of the President’s inability to act, the President-Elect shall perform the duties of the President. The President-Elect, when acting as President, shall have all the powers of and be subject to all the restrictions on the President. The President Elect shall also perform other duties assigned by the Board of Directors.”* President Elect Doreen Atkinson will perform the duties of President until the vacancy is filled.
2. **By 5:00 p.m. Pacific time Saturday January 14, 2023**, each BOD member will submit a list of questions and identify sections of the Bylaws of USA Working Equitation (Bylaws) that need clarification to Doreen Atkinson, President Elect/acting President and Secretary Kris Blacklock to determine the appropriate action steps needed to fill the officer vacancy.
3. Doreen Atkinson, as President Elect and as acting President, will then consult USAWE members who helped draft the Bylaws of USA Working Equitation (Jeanne Bond and Kristine Strasburger) and if needed, consult an attorney, to answer questions drafted by the BOD.
4. After receiving this guidance, the BOD will call an Executive Session to fill the vacancy according to the Bylaws.

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**President-Elect Doreen Atkinson adjourned the meeting at 6:28 PM, Pacific Time.**

Minutes submitted by Kris Blacklock, USAWE Secretary