

## USHJA POLICY STATEMENT

**Subject: Conflict of Interest, Ethics, and Code of Conduct**

**Policy Number: GA101**

**Date of Board Adoption: December 10, 2024**

**Board Approved Effective Date: December 10, 2024**

### CONFLICT OF INTEREST POLICY

USHJA is the National Affiliate for the hunter and jumper disciplines of equestrian sport as recognized by the United States Equestrian Federation, Inc. It is a not-for-profit corporation organized under the laws of the State of New York and a section 501(c)(3) of the Internal Revenue Code tax-exempt charitable organization.

USHJA is committed to maintaining an ethical organization free of conflicts of interest and perceived conflicts of interest. Through its duly elected Board of Directors, USHJA represents and governs the hunter and jumper disciplines and its members and must conduct all its governance and business decisions and activities in accordance with the highest level of responsibility and trust owed to its members and the sport. USHJA expects and requires its Board and Committee Members (the term “committee” is inclusive of all committees, task forces, councils and working groups) to conduct all USHJA governance and business with integrity, confidentiality and adherence to the fiduciary responsibilities of the position and to maintain a standard of ethical conduct consistent with the values, spirit, and ideals upon which the USHJA was founded.

The best interests of USHJA must be the first priority in all Board and Committee actions and decisions. Board Members and Committee Members owe the USHJA a duty of loyalty and must avoid conflicts of interest whether real or perceived.

#### What is a Conflict of Interest

A “conflict of interest” or “conflict” exists when a Board or Committee Member’s activities or interests interfere with, influence, or have the potential to interfere with or influence their responsibilities and fiduciary duties on behalf of USHJA or undermine the interests of the USHJA. In accordance with the requirements of New York Not for Profit Corporation Law Section 715(a), USHJA has adopted this Conflict of Interest Policy.

For reference in determining the existence of a conflict or perceived conflict, the following applies:

- USHJA defines a conflict of interest as any personal, family, business or financial relationship, whether direct or indirect, which could influence or be perceived to influence objectivity when representing or conducting business for or on behalf of USHJA. A list of examples are provided below for reference only and that list is not exclusive or definitive.
- USHJA defines “family” for these purposes as follows: spouse, parent, child or spouse of a child, brother, sister, spouse of a brother or sister, a cohabiting companion, or any other

individuals with a significant familial or familial-like relationship.

- USHJA defines an appearance of a conflict of interest as those circumstances from which others may reasonably infer the existence of a conflict. Because the appearance of impropriety can be as damaging as actual impropriety, conduct that appears to be improper must be disclosed in order that the USHJA may determine whether such appearance of a conflict is deemed to be a prohibited conflict of interest.

### Examples

- An issue or matter involving a Competition or Competition Group is before the Board/Executive Committee and a Board Member has been employed by that Competition or Competition Group in any capacity during the previous year or is contracted to be for the following year.
- A Board Member is on the board of or employed in a key position by a not-for-profit organization that may compete for the same funding/donations as USHJA or whose goals or interests may interfere or conflict with those of USHJA.
- A Board Member is on the board of, employed by or holds an interest in a business which provides goods or services to USHJA.
- A Board Member acts as agent, representative, consultant to or is employed by a business or organization whose interests may conflict with the interests of USHJA.
- These examples are applicable to Committee members.

### Disclosure and Responsibility

Board and Committee Members must comply with the requirements of this policy at all times and must notify the Board, Executive Committee or Committee, as applicable, prior to any Board or Committee discussion and action on a matter which may give rise to a conflict or potential conflict. Each Board and Committee Member must fulfill his/her obligation to disclose any conflicts of interest by submitting to the Review Group (General Counsel, Chief Executive and the Executive Director) a complete description of any circumstance that may be a conflict of interest or be perceived to be such a conflict at any time such circumstances arise. Board Members must submit a signed Conflict of Interest Disclosure Statement prior to the close of each Annual Meeting and are additionally responsible for disclosing to USHJA any changes affecting their Conflict of Interest Statement as they occur throughout the year. Committee Members must submit a Disclosure Statement to the Review Group upon acceptance of their committee seat and every year thereafter no later than December 1 and/or whenever a previously undisclosed conflict arises.

An individual must recuse herself/himself from participating in the USHJA activity giving rise to the conflict of interest or substantial appearance of a conflict of interest unless and until it is determined by the Board, Executive Committee or Committee that no conflict exists.

Conflicts and potential conflicts of interest disclosed by a Board or Committee Member in his/her annual Conflict of Interest Disclosure Statement and those arising in the time period between annual disclosures will be reviewed by Legal Counsel, Chief Financial Officer and Executive Director (Review Group) before submission to the Board or Executive Committee.

Full disclosure of any and all conflicts of interest which may affect a Board or Committee Member's ability to fulfill his/her fiduciary responsibility to the USHJA is mandatory. Any Board Member or Committee Member with a conflict of interest, whether real or perceived, may not be present at or participate in board or committee deliberations or vote on the matter giving rise to such conflict, however the Board or Committee may request that the individual present information as background or answer questions at the meeting prior to the commencement of deliberations or voting on the matter. An individual with a conflict may not attempt to influence the deliberation or voting on the matter giving rise to such conflict. Individuals who may reasonably believe that an undisclosed conflict of interest exists regarding a Board Member or Committee Member may inform the Board or Review Group and any retaliation for such disclosure, if made in good faith, will not be tolerated.

#### Process for Addressing Conflicts of Interest

Upon receiving a disclosure of a conflict of interest (or otherwise becoming aware of such conflict), the Board or Committee shall determine the extent to which a conflict of interest exists. The party who has the conflict or perceived conflict shall not take part in the Board or Committee deliberations or vote.

The Board will make any appropriate determinations with respect to all conflicts of interest and that determination will be final and binding.

The existence of and resolution of a conflict of interest must be fully documented in the USHJA's records including in the minutes of any Board or Committee meeting in which the conflict was discussed and/or voted upon.

Failure to disclose conflicts or potential conflicts will result in disciplinary measures which may include removal from the Board, a Committee assignment, termination of membership or other appropriate disciplinary measures as determined by the Board.

#### Related Party Transaction Policy

USHJA will not enter into a related party transaction unless the transaction is determined by the Board to be fair, reasonable and in the best interest of USHJA at the time of the determination. For purposes of this Bylaw and in accordance with the laws of the State of New York, a "related party transaction" shall include any transaction, agreement or any other arrangement in which a related party has a financial interest. Board members must disclose in good faith all material facts concerning the interest and proposed transaction.

Related party includes any Director, Officer or key employee of USHJA, his or her relatives and any entity in which any such individual has an ownership interest or beneficial interest.

Where related party transaction between USHJA and a related party with a substantial financial interest in the transaction occurs, the Board of Directors must:

- a. Consider alternative transactions to the extent available prior to entering into the transaction.
- b. Approve the transaction by not less than a majority vote of the Directors present, excluding the related party, if applicable.
- c. Contemporaneously document in writing the basis for the Board approval, including its consideration of any alternative transactions.

Conflict of Interest Disclosure Statement

By signing this document, I acknowledge that I have read and understand the Conflict of Interest Statement of the United States Hunter Jumper Association, Inc. (USHJA). I understand the requirements of the policy and I agree to act in accordance with the policy and all applicable By-Laws. I further understand and agree that it is my duty to inform the Board of Directors at this time of any circumstances or relationships that create or represent a real or perceived conflict of interest and, by completing and signing this statement, I affirm that I have so disclosed them. Conflicts disclosed through this statement will be reviewed upon submission by Legal Counsel, Chief Financial Officer and the Executive Director (Review Group).

If any relationships, positions, or circumstances arise during the twelve (12) months following signing this Statement and prior to the signing of the Disclosure Statement at next Annual Meeting (Directors) or December 1 of each service year (Committee Members) that present or may appear to present a conflict of interest, I am required and agree to disclose such relationships, positions, or circumstances to the Board of Directors of USHJA by submitting written disclosure of same to the Review Group.

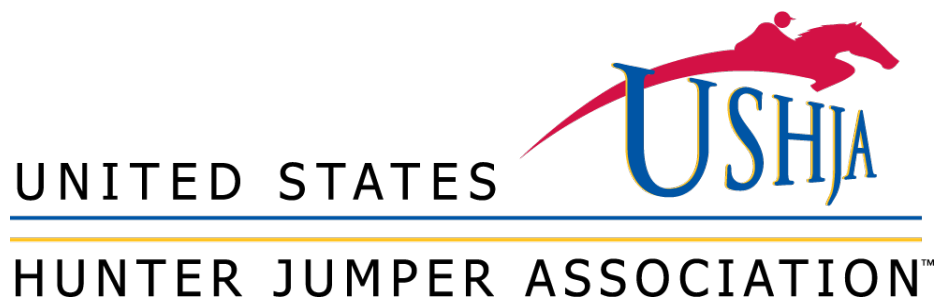
*Please be advised: The typing of your name below shall be considered to be an electronic signature and shall be considered to have the same legal effect and validity as your handwritten signature.*

Name (printed) \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_





## 2025 USHJA ETHICS POLICY AND CODE OF CONDUCT

As the Recognized Affiliate of the United States Equestrian Federation, Inc. (USEF) representing and governing the hunter and jumper disciplines, the United States Hunter Jumper Association, Inc. (USHJA) must conduct all its activities and business in accordance with the highest level of responsibility and trust owed to its members and the sport. USHJA expects and requires its volunteers and staff to conduct all Association business with integrity and to maintain a standard of ethical conduct consistent with the values, spirit, and ideals upon which the Association was founded.

### **ETHICS POLICY**

Accordingly, the Association requires its volunteers and staff to observe the following Ethics Policy:

- Conduct all dealings with honesty, openness and fairness.
- Respect the rights of all volunteers and staff to fair treatment and equal opportunity, free from discrimination or harassment of any type.
- Know, understand, and comply with the laws, regulations, and codes of conduct governing the business and activities of the USHJA.
- Recognize and support the principles of Horse Welfare, Sport Integrity, Safe Sport, and Diversity Equity and Inclusion for the health and future success of USHJA and our sport.
- Ensure that all transactions are handled honestly and recorded accurately.
- Protect information that belongs to USHJA, our donors, sponsors, suppliers, volunteers and staff.
- Avoid conflicts of interest, both real and perceived.
- Use USHJA assets and information only for the betterment of the organization and its members.
- Recognize that the appearance of misconduct or impropriety can damage the reputation of the USHJA and act accordingly.
- Maintain the confidentiality of board and committee business as instructed by the Board, Committee Liaison or Chair.

## USHJA CODE OF CONDUCT

The USHJA Code of Conduct applies to the following individuals, at all times:

Board of Directors, Officers, volunteers (including all committee, task force, council, and working group members), employees, members, participants, athletes (and athlete support personnel), owners, competition organizers and managers, licensed officials, coaches/clinicians, chefs d'equipe, and others appointed or authorized to act on behalf of the United States Hunter Jumper Association (USHJA):

- Act an ambassador of the sport and in a manner that does not bring embarrassment to USHJA, or which may be detrimental to the image or reputation of USHJA and its competitive or education programs.
- In applicable circumstances, adhere to the policies and program specifications of USHJA and the rules and regulations of the USEF.
- Adhere to the USEF Safe Sport Policy, U.S. Center for SafeSport Code, and Minor Athlete Abuse Protection Policies.
- Adhere to all applicable state and federal laws, including those governing the possession and use of drugs and alcohol and providing of drugs to any person and alcohol to minors.
- Place the well-being, health, and safety of horses and others above all other considerations.
- Do not engage in verbal or physical threats, bullying or harassment against others.
- Encourage sportsmanship of all attendees or participants during competitive and educational events.
- Model fair play, respect, and the highest levels of sportsmanship.
- Support diversity and inclusion, and oppose all types of discrimination, including racism, sexism, and disability.
- Report Code of Conduct violations.

### Enforcement

A violation of this Code of Conduct may be grounds for action, which could result in an admonishment, warning, required training, or other disciplinary measures which may be appropriate.

Code of Conduct violations must be reported promptly to USHJA's Executive Director.

USHJA does accept anonymous reports. All reports will be investigated to determine the existence of a violation. Respondents will be afforded an opportunity to be heard on the merits before disinterested members of the Conduct Committee prior to limiting one's opportunity to participate in USHJA competitive or educational programming. Temporary measures, such as a temporary suspension, may be imposed where circumstances warrant.

### Anti-retaliation

Retaliation against someone reporting a violation in good faith will not be tolerated and will be considered a Code of Conduct violation and grounds for discipline hereunder.

Code of Conduct and Ethics Policy Acknowledgement Statement

By signing this document, I acknowledge that have read and understand the Code of Conduct and Ethics Policy of the United States Hunter Jumper Association, Inc. (USHJA) and agree to act in accordance with these policies and all applicable By-Laws.

*Please be advised: The typing of your name below shall be considered to be an electronic signature and shall be considered to have the same legal effect and validity as your handwritten signature.*

Name (printed): \_\_\_\_\_ Signature: \_\_\_\_\_

Date: \_\_\_\_\_