

Board of Directors Minutes
March 15, 2022, 6:00 PM EST

I. Welcome & Call to Order

- a. In Attendance: Eric Smith, President, Allison Thomas, Vice President, Jo Clough, Secretary, Erin Miley, Treasurer, Charlotte Dumford, Director, Matt Jenkins, Director, Danielle Piascik, Director, and Jason Tice, FHANA Executive Director
- b. Absent: None
- c. Conflicts of Interest: None

II. Correspondence

- a. A response to a member's letter had been completed and sent. There has been no follow-up response to the correspondence by the member. As a result, this AGM action item is considered complete.

III. Action Items

- a. **Volunteer Duty Agreement:** This item was moved to Review Items for discussion
- b. **FHANA Coloring Book:** There are six images needed for project completion, twenty images are complete. Ms. Clough will reach out to the artist in order to facilitate completion of the book.
- c. **Release Draft from the Editorial Committee:** Per Ms. Dumford a draft has been completed that will be shared at her upcoming committee meeting. She will obtain their feedback before submitting the document to the Directors and she plans to collaborate with the Marketing Committee on this initiative.
- d. **Transfer Issue:** Mr. Tice has worked on this issue with the member's attorney. The horse has been returned to the original owner and lien removed. This issue is considered resolved.
- e. **Registration Issue:** Ms. Dumford indicated that she has reviewed the file in question and that she and Ms. Thomas will discuss this issue with Mr. Tice this upcoming Thursday.
- f. **Correspondence to Member's Letter:** The letter has been sent and to date there has been no response from the member.
- g. **Assignments for the Committee Chairs and Members:** All Chairs are selected except for the AGM Committee. There will be standing quarterly meetings for committee Chairs, an opportunity for the Chairs to share information, share best practices, and ensure there are no redundancies or omissions with respect to their efforts.
- h. **Measurable Criteria for Bonuses:** This action item is a work in progress.
- i. **Mentors:** FHANA is losing three mentors and needs replacements. It would be helpful to obtain additional qualified mentors given the growing need.
- j. **Outstanding Invoice:** This action item has been resolved by Mr. Smith and Ms. Miley.

IV. Treasurer's Report

- a. Mr. Smith and Ms. Miley presented an overview of the budget.
 - i. **Treasurer's Report**

1. Statement of Financials
Total Assets: \$579,652.11
Total Liabilities: \$53,129.92
Total Liabilities & Equity: \$579,652.11
2. February Profit & Loss
Total Income: \$145,826.06
Total Expense: \$76,030.87
Net Income: \$29,792.37

- ii. FHANA memberships have increased.
- iii. Attendance at the AGM was less than hoped due in large part to Covid and weather.
- iv. Foal registrations are beginning to come into the office.
- v. Postage rates are high, and Mr. Tice will continue to monitor this. Volume of mailings is also high due to membership packages, Inspection materials, and awards, \$4,000 has been committed to date. Mr. Tice and Mr. Smith are not concerned at this time given FHANA's strong balance sheet.

b. Motion made by Ms. Miley to approve the finance report. Ms. Dumford seconded the motion. Motion approved unanimously.

V. Consent Agenda: Items included in the Consent Agenda

- a. FMC Meeting Minutes January 19, 2022

A motion was made to accept the Consent Agenda by Ms. Miley. The motion was seconded by Ms. Thomas. Motion approved unanimously.

VI. Executive Director's Report:

- a. The horse registration issue will be discussed this upcoming Thursday.
- b. Chapter renewals are due by March 31, 2022. Ms. Miley will remind FMC representatives at the next meeting. Sierra Nevada had not renewed in the recent past, this will need to be updated in order to participate in the FMC.
- c. Inspection registrations were processed and mailed except for the IBOP. Mr. Tice is waiting for this information from the KFPS. Once received he can calculate the IBOP awards.
- d. Mr. Tice will send the non-renewals for memberships to the Membership Committee for their review and any action. Invoices can be closed out.
- e. Mr. Tice had a meeting with the KFPS last week. He received feedback from the Judges relating to the spring Inspections. The majority had positive comments about the events, only one expressed concern.
- f. Committee on-boarding meeting with the Chairs went well yesterday.
- g. The breeding/patronage issue in Canada could result in a grievance given the DNA showed that a foal's sire does not match the pedigree listed when the foal was sold.
- h. The buyer believed the colt sire's was Tjaarda, but it was actually a Hessel.
- i. There is a limit to the number of members that can be added to BoardEffect. There is room for four more members, adjustments will continue to be made as the committee memberships are finalized.

- j. Education funds could be redirected for Mr. Tice to attend an upcoming meeting in Nashville that would be beneficial for professional development. Given the location, travel expenses would be manageable.
- k. Discussions will occur next week about the 2022 AGM finances. Participation was down and expenses were down by \$2,000. Mr. Smith indicated that the committee worked very hard and were very successful. He indicated we had no control over attendance. Ms. Thomas received positive feedback on the stallion breeding option.
- l. Mr. Tice might attend the Alberta celebration and Mr. Smith and Ms. Thomas are considering attending as well. Alberta is a very active, accomplished chapter.
- m. Action items for the Directors are on BoardEffect in the upcoming events section.

VII. Committee Reports

- a. With respect to the Board of Director minutes from the February 2022 AGM, Mr. Tice indicated the motion relating to the investment company needed to be amended, it was not the actual motion made. Mr. Tice and Ms. Miley met with the investment firm and the wording needed to be edited from Chase to J. P. Morgan. **With this change, a motion was made by Ms. Thomas to approve the minutes. Ms. Miley seconded the motion. The motion passed unanimously.**

VIII. Review Items

- a. Coloring Book needs six more images and that designer indicated that the total image number be divisible by four. There will be a listing of contributors at the end of the book.
- b. Board meeting management was discussed including the focus on governance versus operations, the use of time limits on agenda items, the focus on strategic priorities, the plan to reduce communications between Board meetings, and the need to revisit this meeting management tool on a quarterly basis to assess our performance and progress.
- c. Ms. Miley and Ms. Clough will work on a performance dashboard and bring their recommendations to the Board. Efforts will be made to make goals objective and to establish timetables.
- d. Efforts will continue to foster a positive culture within the Board, this is beyond the agreement Directors sign at on-boarding.
- e. Ms. Thomas advised another set of eyes look at the Volunteer Agreement e.g., the FMC. If they approve it, it would be ready to be implemented. **Motion made by Ms. Thomas to approve the revised FHANA Volunteer Duties Document pending review by the FMC. Motion seconded by Ms. Dumford. Motion passed unanimously.** This document will be forwarded to the FMC for review and input.
- f. Ms. Miley will take it to the FMC for review.
- g. The committee assignment spreadsheet was reviewed.
 - i. Mr. Jenkins is exploring options for the AGM Committee make-up. He is seeking someone local to recruit and anticipates having an update for the Board by end of next week.
 - ii. Mr. Piascik indicated that Dan Dali joined the Inspection Committee. Jancy Morgan should be added.

- iii. For Sponsorship/Events Committee Carrie Blair is questionable at this time, and that Sara Medler, Bev McGowan, Deb Nichols and Lauren Riley would join.
- iv. For Inspection, Mr. Smith indicated that they would need to ensure they had the adequate resources for the Mare Subcommittees.
- v. Mr. Smith recommended that all committees have a Vice Chair.
- vi. Marketing Committee will meet next week to finalize their membership, Youth Committee will meet next Monday, and Education Committee plans to meet soon, date to be determined.
- vii. Ms. Miley will confirm if Nathan Miley joins the Marketing Committee.
- viii. Ms. Thomas indicated that Ms. Sally Lawing might join the Bylaws and Rules/Regulations Committee.
- ix. **A motion to approve the committee structure was made by Ms. Dumford. Ms. Piascik seconded the Motion. The motion passed unanimously.**
- h. The quarterly Committee Chair meeting will be facilitated by Ms. Thomas and Mr. Tice will schedule the meetings. The Chairs will share information and best practices. It was suggested that they also have the opportunity to review the Dashboard that details progress in meeting goals.
- i. Ms. Thomas indicated that the make-up of committees was questioned by a member. Specifically, what category of member (voting versus non-voting) was eligible to be a committee member. After a discussion it was agreed unanimously that there would be no restrictions by type of membership. Directors did not want membership to be segregated or alienated and that we needed to ensure a pool of volunteers with unique and diverse skill sets.

IX. Round Table

- a. Two private venue requests for the fall of 2022 were discussed. Before approving the Directors are seeing supporting information relating to the cost to participants, capacity to accommodate horses (number of stalls), and scheduling deadlines. Ms. Clough will follow up with their request.
- b. Ms. Thomas indicated that decisions will be made by the Marketing Committee for color choices for logo branding. We need to get these items up on the Market Place soon.
- c. Marketing is seeking social media content for Face Book postings. They will be asking committees to submit content.
- d. Mr. Smith indicated that we need to think about our website and associated costs for our budget, enhancements to be made or considered:
 - i. The KFPS is changing their site, we need to integrate with ours.
 - ii. KFPS is implementing a phone app, can we piggyback on this initiative.
 - iii. Opting out of personal information.
 - iv. Donation option with membership renewals.
- e. Action Items:
 - i. Ms. Clough will contact the coloring book artist.
 - ii. Ms. Dumford will continue work on the release forms.
 - iii. Mr. Tice will schedule quarterly Chair meeting.
 - iv. Finance will continue work on bonus criteria.

- v. Directors will submit mentor recommendations.
- vi. Private venue requests to be discussed next month.
- vii. Ms. Miley will bring the Volunteer Agreement to the FMC.
- viii. Ms. Miley and Ms. Clough will work on the dashboard.
- f. A meeting review was conducted by Mr. Smith. All indicated that the meeting flow was efficient, the meeting stayed on track, the tone was positive, and that it was great to see all participated,

X. Good of the Order

- a. Next meeting will be April 19, 2022, at 6:00 EST. The May 2022 meeting will be on the 17th at 6:00 EST.

XI. Adjourn

- a. Motion to adjourn was made by Ms. Thomas. The motion was seconded by Ms. Dumford. Meeting adjourned at 7:00PM CST.