

**Board of Directors Meeting Minutes  
May 17, 2022, 5:00 PM CST**

**I. Welcome & Call to Order at 5:41 PM**

- 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, Jason Tice, Executive Director
- b. Absent: None
- c. Conflicts of Interest: Danielle Piascik – Chapter Application

**II. Meeting KFPS Member Council and FHANA.** Meeting is scheduled for Friday May 20, 2022. Jack Vanderkooy, Ted Vanderkooi, and Erin Miley are our KFPS representatives.

**III. Correspondence**

- a. AFHA Letter to the Board and Sponsorship – Jason will discuss later in the meeting.
- b. New Bolton Center Research Pilot Project Press Release - completed

**IV. Action Items**

- a. Outstanding invoices - Erin reported they have a case of a member who has not reconciled his invoices as he promised. Jason reported he removed late charges for this individual. The member in question has added more to his purchases and payment remains delinquent. Erin will check in with Jason on resolving this issue.
- b. Revise the Private Venue form, adding elements and ensuring form is completed - Jo Clough. To be discussed later in the meeting.
- c. Press Release Grant Proposal for New Bolton Center – Completed. Eric stated that this press release was well done and that we should strive to get it published in other publications. The message - FHANA is taking the lead role. He anticipates more will be forthcoming from the Health Committee relating to this initiative.
- d. Confirm Andrew Perlman's membership in order to participate on a FHANA committee – completed by Allison.
- e. Address the risk and vulnerability of the KFPS with respect to the Perkins case moving forward. Jason has communicated this information to the KFPS, the risk management is a work in progress. Jason is discussing the approach with his legal resource, Mr. Chapman, and our insurance carrier.
- f. Revise scorecard draft. To be discussed later in the agenda.
- g. Submit any discussion items to Eric for the KFPS meeting on 4/26 Meeting did not take place and has been rescheduled. Completed.
- h. Continue work on bonus restructure for staff – Erin. She reported that it is on their to do list. They do not want to put in different parameters mid-year. It should be implemented at end of year.
- i. Revise the Volunteer Agreement form, remove signature section and last three paragraphs, add to rules and regulations - Charlotte/Allison. Action completed. This will be added to the rules and regulations moving forward. The question to resolve is -

Should it be added now, or can it be added later as determined by the committee's work plans?

- j. Identify new FHANA members – Completed

## **V. Treasurer's Report**

- a. Ms. Miley presented an overview of the FHANA budget, she provided a recap for April and supporting documents. Of note, registrations are up significantly. She has much confidence in our financial future, it is very encouraging.

- i. Statement of Financials

- 1. April Income: \$28,793.32
    - 2. April Expense: \$37,714.71
    - 3. April Net Income: -\$8,921.39
    - 4. Total Assets: \$523,731
    - 5. Total Income YTD: \$229,398.17
    - 6. Total Expense YTD: \$215,748.75
    - 7. Net Revenue YTD: \$13,649.42

**A motion was made by Erin to approve the finance report. Matt seconded the motion. Motion approved unanimously.**

## **VI. Consent Agenda:**

- a. BOD Minutes 4/19/2022
- b. Annual General Meeting 5/3/2022
- c. Events Committee 4/11/22
- d. FHANA Mentor Meeting 5/3/2022
- e. Education committee 4.4.22.
- f. Sports Committee 4/20/2022
- g. Marketing Committee 5.9.22
- h. Breeding Committee 4/13/2022
- i. Health Committee Minute 4/26/2022
- j. Editorial Committee 4/21/2022

**A motion was made to accept the Consent Agenda by Charlotte . The motion was seconded by Matt. Motion approved unanimously.**

## **VII. Executive Director's Report:**

- a. Jason reported on a registration issue, the owner has asked for a horse's registration papers. This is an ongoing issue. Jason has not responded as of yet and reported that the member is not happy.
- b. Jason indicated that work continues on the website and that the Mare Show information is now under Inspections. He felt that it was more important to have it all on one site, not separated. Separation does not make sense given Inspections and Mare Show

Committees have merged. Jason indicated that the Champions' page pictures are posted.

- c. The high point club is suspended; more development is needed.
- d. With respect to Board Effect, Jason is one slot short and asked if everyone is fully participating and actually using the program. If all in use, he needs to spend funds to open up more space on the site. It costs \$200 to add the next level of participants on Board Effect. With that level, 15 more names could be added.
- e. Jason reported his research on the Equus TV Network and encouraged all to look into this. This TV opportunity covers both the U.S. and Canada, providing live streaming. Equus is in the majority of hotels, just turn on the TV and watch the stallion show to draw in more Friesian lovers. There is an option to create a breed specific channel for a Friesian network. To do this we need content. He indicated that we could be recording a number of our Friesian events with a camcorder. This could cost \$300 - \$500 for a camera. Jason indicated we have lots of pictures but not video. He indicated the upcoming event in Alberta would be a great example of what we could capture on video. Eric indicated Jason could spend funds accordingly to add value and if he needed more than \$300 - \$400 to let him know. Erin indicated that iPhones provide high quality video. Matt stated that for \$700-\$800 one could purchase the full set up for live stream, it would be a good investment, stating if you are going to buy a camera, get a good one.
- f. Jason has met with executives in Kentucky, and they have discussed how AGMs are performing nationally. The industry is seeing participation at AGMs dropping. He indicated that people do not want to be lectured to; they want an experience. He spoke with Matt on how to create these experiences and believes FHANA members will be pleased. He advises splitting up in smaller groups rather than large lectures, this is an industry trend.
- g. Jason updated the KFPS on the case dismissal and he is investigating insurance coverage. He is speaking with our attorney, Mr. Chapman, to obtain his guidance and our insurance company. He stated that it is next to impossible to have the issue tried in the Netherlands, we would need bylaws for both entities revised. FHANA would need to be considered a daughter of the KFPS, our Bylaws do not say that. For a case to move forward, we would need to be under the KFPS umbrella. Our next action is to list KFPS additionally insured for North American events. There is more to come from his discussions and research. There is no action needed from the BOD at this time.
- h. Jason's reported that a motion was made and passed to drop the IBOP fee from \$200 to \$135 effective immediately. This will need to go to the Finance Committee. **There was a motion made by Erin to reduce the IBOP fees to \$135 and seconded by Charlotte. The motion passed unanimously.**
- i. Eric stated that with respect to the upcoming AGM, one thing to watch is to understand the breakeven point. Jason should keep this front and center with the committee. Jason stated that the budget is very raw at this time.
- j. Jason was happy to announce that the coloring book arrived.

## VIII. Committee Reports

- a. FMC Committee 3/2022

- i. Motion 1: "Whoever is chairing the meeting, Chairperson or Vice Chairperson, will only vote in the case of a tie". Erin reported this was an internal motion for the FMC, no action need by the BOD.
  - ii. Motion 2: language regarding term limits be struck from the FMC bylaws. Erin reported this was also an internal motion for the FMC, no action needed by the BOD.
  - iii. Motion 3: FMC recommend the FHANA Board remove the last three paragraphs and the signature requirement of the FHANA Volunteer Duties Commitment Letter Erin indicated that this was supported by the FMC and is documented in their minutes.
- b. Inspection Committee 4/13/2022 and 4/26/2022
- i. Motion 1: A motion made and seconded to support Jennifer Melgany's requested to have a private venue Inspection at Little River in Florida due to the lack of available facilities in the central area of the state. Jo reported this was approved at the April 2022 BOD meeting.
  - ii. Motion 2: A motion made and seconded to support Rick Butts'/Danielle Barrasso's private venue request at Lorrick Stables. Jo reported this was also approved at the April 2022 BOD meeting.
  - iii. Motion 3: To select the Springfield Ohio location for the Mare Show East on Monday October 17, 2022. **Jo made a motion to approve the Springfield Ohio site for a Mare Show East on October 12, 2022. The motion was seconded by Allison.** During the discussion, Eric indicated that if we do not approve this site tonight there will be no Mare Show East in 2022. Jason indicated that this site and date would work for the KFPS. Matt indicated that he trusts the committee's recommendation. Allison was glad that the Mare Show could now occur. **The motion passed unanimously.**

Jo asked if Annette Carpenter and Carrie Blair could be formally added to the Inspection Committee given they are Mare Show Site Hosts. Jason indicated that this approval was granted at the 2022 AGM.

Jason asked if it is protocol for committee chairs to directly contact the KFPS. Per protocol, these contacts are to go through the FHANA office.

- c. Finance Committee 5/11/2022
- i. Motion 1: To move FHANA's investments from William Blair to JP Morgan Securities and have JP Morgan Securities to manage our investment solutions using their managed portfolios as provided with the following signers for the account: The FHANA President (Eric Smith), and FHANA Treasurer (Erin Miley). The original motion did not contain who could sign on behalf of FHANA. We need to vote on this element to complete the process. **Erin made a motion to allow**

**the President and Treasurer to be signers for the account. Allison seconded the motion. The motion passed unanimously.**

- ii. Motion 2: To support the AFHA 25th Anniversary celebration at \$1000.00 (Platinum) level. Erin made the motion to support AFHA's 25<sup>th</sup> at the \$1,000 level indicating this is an important milestone., Matt seconded the motion. Allison recused herself from voting. Eric asked if we needed to make special appropriations for this, where would the funds come from. Erin thought this would fit with the marketing area. Sponsorships and Events raises money for events per Jason. It was decided to take the funds from the Membership Committee and transfer it to Sponsorship for funding. **Erin amended her motion to include that the funds be transferred from the Membership Committee to the Sponsorship Committee to fund the AFHA 25<sup>th</sup> Anniversary Celebration. The motion was seconded by Danielle. The amended motion passed unanimously.** Allison abstained from voting.

## **IX. Review Items**

- a. FHANA Strategic Plan items- Breeding Committee & Sponsorship/Events Committee - Eric indicated that the Breeding Committee did not have specific strategic goals, that there were no measures of success. He indicated that we cannot change the strategic goals now, but we need a path moving forward. Eric commented that we have committee goals that are not part of the defined strategic goals. Foal registrations is an example of this, they impact breeding. We need to keep this in front of us. The strategic goals went to Education and Health, they did not fall here. Dwarfism and hydrocephaly is more correctly aligned to Health. Matt asked about the status of investigating fresh cooled semen shipments from the Netherlands to North America. Allison will look into Matt's request. Charlotte commented about printing the breeding values from Phryso to help our North American breeders make responsible, informed decisions. She indicated that this connects with the Breeding Committee. This would have the added value of ensuring our Amish members have the benefit of this important information.

Sponsorship Committee goals – Danielle reported that during their May committee meeting they reviewed the FHANA strategic goals with members. From there, they did a start-stop flow chart and generated ideas to get the committee off the ground. She reported they were very positive about the concept of setting goals, and this will be worked on during the next couple of meetings. Eric was very interested in their process and requested to see their flow charts. Danielle indicated they would be available in their minutes.

- b. Florida Friesian Horse Club Application 2022 - Danielle stated she has a conflict with this agenda item and would not engage in the discussion or decision. Erin indicated that their chapter application was approved by the FMC and this outcome will be documented in the next set of minutes the BOD receives. **Erin made a motion to approve the Florida Chapter application contingent on receiving the minutes from the FMC. Matt seconded the motion.** It was noted that there are no chapters in the



southeast region that would cause any competition. The closest chapter is Tennessee.

**The motion passed unanimously.**

- c. KFPS Member Council Meeting – Erin indicated that this agenda item was well covered in the pre-board meeting. Jason has yet to receive an invite, there was no response to his email to the KFPS. Eric will contact Marika about his attendance.

## **X. Discussion Items**

### **a. Committee Members/FHANA Mentors**

- i. The Events/Sponsorship Committee would like to add Jackie Robbins to their committee. The Membership Committee would like to add the following Mentors: Carrie Blair, Leslie Losey, & Sarah Medler. **Danielle made a motion to add Jackie to Events and Sponsorship. Allison seconded the motion.** Eric reminded all to please not overburden volunteers, we need to keep these individuals engaged but not overworked. **The motion passed unanimously.**

**Matt made a motion to add the three recommended individuals, Carrie, Leslie, and Sarah as mentors. Erin seconded the motion. The motion passed unanimously.**

- b. FHANA Social Media Pages There is a new Facebook page that has been started by a member of the Events/Sponsorship Committee. This page is not administered by FHANA. She asked if it should continue as is or merged with FHANA's FB page. After much discussion it was decided that this would be best merged with FHANA's to expand followers from 200 to 24,000. It was noted that their content is great, but it would be better communicated to a larger audience. Danielle indicated that she was seeking guidance from the BOD and did not have a specific motion.
- c. Board Assessment Questions - Leading Associations. There were four questions we do not score well on, and Rob and Jeff would like to know how we are doing. All BOD members were asked to think about these four questions, and we will revisit these in July (see action items below).
- d. FHANA Dashboard – Jo indicating that we are awaiting feedback from Board Liaisons on a specific goal that we would highlight on the scorecard. They are seeking objective, measurable goals and timeframes. Jo gave thanks to Jason for the financial draft to kick off this project. The BOD expressed that Jason's scorecard was heading us in the right direction, comments by all were positive. It was suggested that the data used at the AGM might serve as a foundation for this initiative.

## **XI. Action Items – Jo Clough**

- a. Complete the revised private venue application – Jo
- b. Revise and update scorecard – Jo, Erin, and Jason
- c. Promote new IBOP fee reduction to \$135 – Inspection Committee
- d. Submit goals from committee liaisons for the scorecard – BOD Liaisons
- e. Explore options for chilled semen from the NL – Allison
- f. Transfer funds from Membership to Sponsorship for AFHA 25<sup>th</sup> - Erin
- g. Contact Marika about Jason's attendance at the KFPS meeting on 5/20 – Eric Smith

- h. Bonus restructure - Erin
- i. Discuss/schedule a debrief with the KFPS MC after the 5/20 meeting – ALL
- j. Consider responses for the following questions – All
  - i. How effective is the BOD at supporting the Executive Director?
  - ii. How effective is the BOD at ensuring adequate resources, human and financial?
  - iii. How effective is the BOD on monitoring the association's effectiveness?
  - iv. How effective is the BOD at enhancing our public standing?

**XII. Round Table – no additional discussion items**

- XIII. Meeting Evaluation** – Allison was impressed we remained on task, we started later but got through the entire agenda. Matt indicated we could have managed the approval process better for the chapter application but was pleased with the outcome and solution. Charlotte agreed with Matt and liked the atmosphere at the meeting. Danielle liked the timing of the meeting and that we covered a great deal of content. Erin said it was a great meeting. Jo appreciated the discussion before the meeting with the KFPS MC and is looking forward to the debrief.

**XIV. Good of the Order**

- a. The June 2022 meeting will be on the 21st at 6:00 CST. Future meeting is July 19, 2022.

**XV. Adjourn**

- a. Motion to adjourn was made by Charlotte. The motion was seconded by Allison. Meeting adjourned at 7:14 CST.