

**Board of Directors Meeting Minutes  
February 23, 2023, 9:00 PST  
Annual General Meeting South Point – Mission Bay**

**I. Welcome & Call to Order at 9:03 PM PST**

- 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, FHANA Executive Director, and Will Bron, Director-Elect.
- b. Absent: None
- c. Conflicts of Interest: None

**II. Correspondence – Mr. Smith**

- a. Letter from Scott Kelnhofer and Jack Vanderkooy – BBook II
  - i. Mr. Smith indicated that with the creation of a BBook II Committee this correspondence will be forwarded to them for review. Ms. Clough will confirm that the two writers consent to this plan.
  - ii. Communications were received from Israel relating to their frustrations with the KFPS and their interest in a partnership with FHANA. It is important to note that the KFPS does not allow FHANA to bring another affiliate under their auspices. According to the Israeli communication, they are having some of the same frustrations we are experiencing. Mr. Tice and Mr. Smith will respond to their letter. Mr. Smith had hoped to discuss this issue with Ms. Tineka Schooker at the AGM unfortunately she was not able to attend.
  - iii. A second issue pertaining to communications that occurred between Ms. Marieka Akkerman and a FHANA member was discussed. Mr. Smith expressed concern that upper-level BBook II policy discussions should not have occurred with a FHANA member. Mr. Smith had a follow conversation with Ms. Akkerman to develop an understanding moving forward how these communications should officially occur, leadership to leadership.

**III. Action Items – Mr. Smith**

- a. Explore options to incentivize low kinship breeding and breeding to NA stallions – Allison Thomas
  - i. Ms. Thomas reported that they are working low kinship recognition for foals and on their committee budget. The Breeding Committee does not know how many foals this will pertain to in 2023. Their intent is to promote and acknowledge breeders committing to low kinship pairings. Mr. Smith indicated that FHANA talked with the KFPS in January at the Stallion Show on how to incentivize breeding with low kinship mares.
- b. Assist with closure of delinquent accounts – Erin Miley

- i. Mr. Tice indicated that we are pending membership renewals, 850 members have not yet renewed. This translates to \$118,000. Some of these invoices will be voided and the new higher membership rates will be charged.
- c. Submit donations for the AGM by February 1, 2023 – Completed
- d. Develop benchmarks for incentive award – Mr. Smith will meet with Mr. Tice to review.
- e. Assist with closure of KFPS issues – Eric Smith.
  - i. Mr. Tice indicated that Softhouse asked him to close this issue, but it is not fully resolved.
  - ii. The issue of renewing your membership online and hitting save multiple times continues to be problematic. Mr. Tice must then go into the system and make needed corrections manually, so the user is not over charged. This defeats the automated process.
  - iii. The KFPS website is down. Mr. Smith will discuss this with Alice, Chief Editor for the KFPS, who is acting on Ms. Marieka Akkerman's behalf at the AGM.
  - iv. The past issues with papers has been resolved. The KFPS lost one staff member and only one working is working .5. Staffing is a challenge when attempting to get closure on KFPS issues and questions.
- f. Circuit 5 discussion add to retreat agenda – Jo Clough
- g. Explore automated attendant for the FHANA Office – Matt Jenkins
  - i. Mr. Jenkins reported that they have worked on the voicemail message recordings. They will have a Spanish interpreter to assist with addressing member questions. Voicemail is an asset to get folks to solve issues or problems themselves. These types of calls disrupt workflow in the FHANA Office. He reported that there are no extra charges for these new voicemail options. It was asked if we are doing the same for our French speaking members. This will be also addressed. Mr. Jenkins asked if he could continue working on this project after his departure from the Board, it was determined he could. Mr. Smith indicated that we need to let Mr. Tice run the office, the Board needs to let him do his work.
- h. Announce AGM activities e.g. costume contest to give members time to prepare – Completed by Matt . It was reported that there is a costume theme each night and inquired about what the prizes might be. They will use an applause meter to decide who will be deemed the winner. It was asked if the AGM attendance fee for next year could be a prize or a free membership. There will be three prizes needed for this year. A third option is to obtain something out of the souvenir shop or perhaps a free classified ad. It was determined to proceed with a free classified ad.

#### IV. Treasurer's Report

- a. Ms. Miley reported FHANA memberships are down a bit. We anticipate a wave of renewals. Office operations costs were up to replenish supplies. **Ms. Miley made a motion to approve the Financial Report and the motion was seconded by Ms. Thomas.** It was reported that we are close on net income, less than \$4,000. The 990 Form/report will be coming up for discussion, it contains 48 pages. This item will be

reviewed under review items to ensure we stay on track this fiscal year. **A vote was taken, and the motion passed unanimously.**

- i. January Income: \$71,889.32
- ii. January Expense: \$32,792.71
- iii. January Net Income: \$39,096.61

**V. Consent Agenda:**

- a. Board of Directors Jan 31, 2023 - Jo Clough
- b. Breeding Committee 2.1.23 – Allison Thomas
- c. Editorial Committee 2.2.23 – Charlotte Thomas
- d. Health Committee 1.26.23 – Jo Clough
- e. BBII ADHOC Committee 2.2.23 – Eric Smith
- f. FHANA Member Council Jan 2023 – Erin Miley
- g. Executive Director's Report – Jason Tice

The Editorial Committee is seeking to add a member. Ms. Dumford will wait for this request to be vetted at the session to revamp committees. **A motion to approve the Consent Agenda was made by Ms. Dumford. The motion was seconded by Ms. Clough. A vote was taken, and the motion passed unanimously.**

**VI. Executive Director's Report:**

- a. Mr. Tice indicated he had a brief report. He noted that stormy weather was a significant issue for members attempting to travel to this AGM and as a consequence there are members now requesting refunds. He noted that we have already paid for their food and activities, he had to make guarantees to the chosen event sites when scheduling AGM activities. He recommended that we do not provide refunds, he wants this to be understood. If the auction is successful this year and if we have a surplus we could consider refunding. It was recommended to discuss this item at the retreat when we do the budget review.
- b. Mr. Tice reported that Mr. Jack Smith rents an office space from FHANA; this is becoming more of a distraction due to noise. Mr. Smith works at the office two hours per day. Actions may be considered to improve this issue and the workplace environment.
- c. Ms. Tice will be back next week to the FHANA Office. She is currently doing some work from home. Mr. Tice noted that Ms. Karen Richardson is doing a terrific job.
- d. Future leave was briefly discussed with offers and ideas to provide back-up.

**VII. Committee Reports.**

- a. Sports Committee 2.8.23 – Charlotte Dumford
  - i. Ms. Dumford is requesting that Ms. Agnes van der Tweel, an Alberta Friesian Horse Association member and active dressage rider, be added so Canada has representation on their committee. Ms. Dumford is also requesting that Ms. Tanja Hodges be added to the committee. She is a young new member

interested in volunteering, has a dressage passion and has ideas for promoting sport. This would give representation to our young and new membership.

- ii. **Ms. Dumford motioned that we add language to Horse of the Year (HOY), that you can only go for one category. Ms. Thomas seconded the motion.** It was asked how does this work for breeding. It was noted that one would need to choose one or the other. **The motion passed unanimously.**

- iii. Ms. Dumford inquired about Future FHANA obtaining voting privileges for HOY. (Associate members cannot vote.) We are trying to encourage them on their FHANA journey. Ms. Dumford made a motion to include Future FHANA in voting for HOY. The motion was seconded by Mr. Jenkins. **A vote taken and the motion passed unanimously.**

b. Stallion Committee 2.6.23 – Eric Smith

- i. A motion came from the Stallion Committee to add Mr. Fernando Horowitz as a member to the Stallion Committee. This will be discussed during the committee assignments agenda item. Mr. Smith does not see an issue with this recommendation.

**VIII. Review Items – Mr. Smith**

- a. 2023 Inspection Circuit 5, (Note: we are only discussing Circuit 5, 1-4 has already been approved by the Board). Ms. Clough reviewed their correspondence and conversations with Mare Show stakeholders. They have received commitments for the number of West and East Mare Show participants. The West, provided by Ms. Carpenter, reported they anticipated 32 horses and 6 IBOPs and in the East, 30 horses. There are also commitments from Ms. Brock and Ms. Ashcroft to bring trick Friesian horses to the East for event entertainment. Mr. Laude is also working on ideas for increasing the entertainment value in the West. These shows could be marketed as Holiday Extravanzas. **Ms. Clough motioned to approve Circuit 5. Ms. Miley seconded the motion.** The Mare Show costs, number of participant commitments, financial risks, impact of the number of education registrants, and the impact on Circuit 4 participation in California were discussed at length. Ms. Clough indicated that they reached the critical mass of 24 per Mare Show site to be financially solvent. Mr. Smith noted that the request for a late event (November) was member driven. He also reported that the KFPS was promoting a stallion viewing in North America. The Stallion Committee is currently exploring this suggestion. A stallion viewing could occur at the Mare Show, adding another level of participation and interest in attending the event. We would need an Inspector present to make this work. The KFPS indicated this is workable in their schedule, this has been confirmed. Ms. Thomas was concerned about the potential financial risks in scheduling these two Mare Show events. She indicated this may not be compatible in a tough financial year. Mr. Jenkins expressed concerns that the predicted number of participants would not attend Circuit 5, he believes this is overstated. He indicated that it will be very difficult to drive through the pass in November. Ms. Clough commented that the Inspection Committee has had a number of conversations with stakeholders about the number of participants and that this is the best available



information we have. She also noted that they would pursue sponsorships at the two Mare Shows to mitigate any financial losses. Ms. Thomas cautioned about sponsorships due to the perception of unethical behavior. Ms. Dumford was excited to know that the stallion viewing was an option and the value it would bring to North America, Ms. Piascik did as well. It was noted that we need 10 Education Week participants to make Circuit 5 work, tuition revenue is critical for success. Mr. Smith commented that if we do not approve this motion there will be no Mare Shows in 2023.

**A vote via roll call was taken and the motion passed with two nays.** Nay votes – Mr. Jenkins and Ms. Thomas. Yay votes – Ms. Dumford, Ms. Clough, Ms. Miley, and Ms. Piascik.

- b. 2024 FHANA AGM and 40th Anniversary – Mr. Jenkins made suggestions for the 2024 AGM. He suggested shortening the event by one day to decrease the cost. For the 2025 AGM he sees a 40<sup>th</sup> anniversary with a country artist much like Friesian proms in the NL. He foresees a world class event coinciding with that AGM. He would like an Investigative Committee to explore its feasibility. He will be talking to Alberta to determine if they can bring the quadrille to the event. He remarked - let's do something spectacular! He would like to bring in Wrangler, Boot Barn, and others to bring sponsorship funds. Mr. Jenkins asked that he stay on the AGM Committee. **Mr. Jenkins made a motion that we have a 2024 Lexington AGM on a smaller scale, Friday – Sunday. Ms. Thomas seconded the motion.** Mr. Tice noted that with a scale down version that there is little financial savings. He noted that we have to spend 20K and that we are currently under contract. Mr. Tice could do the planning for the event given his experience and history with Lexington AGMs. There is a stable member group who typically will come to that region. **A vote was taken, and the motion passed unanimously.**
- c. Mr. Jenkins made a motion to form an Investigative Committee for the 2025 Celebration. It was determined a motion was not necessary. Ms., Thomas inquired about the feasibility of doing this another time of year such as during Circuit 5 next year. Mr. Jenkins would like to see a Friesian World tour. Mr. Tice commented that we are stuck right now with South Point, we need to make a decision quickly. They want to know how many stalls and number of hotel rooms; the committee needs to discuss this quickly. We would also need arena availability. We will get an update next month.
- d. Rule change for exempting dams of foals from requiring parentage verification during the possible DNA test conversion from STR to SNP methodology Motion to change DNA methodology from STR to SNP to be conducted by the KFPS for €26.50 added to the KFPS horse registration fee. – Eric Smith. Moved to Round Table.

## IX. Discussion Items

- a. Mr. Smith welcomed Mr. Bron to the Board of Directors. Mr. Bron recounted his past experience on the Board and with the FMC.
- b. Nominations were taken and accepted by nominees for Board officer positions.
  - i. Eric Smith – President
  - ii. Allison Thomas – Vice President

- iii. Erin Miley – Treasurer
- iv. Jo Clough - Secretary

**X. Round Table Discussion – Eric Smith**

- a. The KFPS wants FHANA to join them and convert to SNP testing that provides far more markers for study, a total of 80,000. Our current STR testing has limited capabilities compared to SNP. With their approach, all the 2023 foals will go into their 4 year study.
- b. The KFPS is offering FHANA to conduct this with their lab. The process would be that we send the samples to them in batches of 25 and they would conduct the testing for us. The cost for them to conduct this testing would be 25.50 Euro which would increase the foal registration fee to 120.66 Euro or \$131.52. Mr. Smith was happy to report that we have an independent source that would help split costs.
- c. Current DNA testing is conducted by the University of Kentucky, we currently require 100% parentage verification before we can complete the registration. The cost for this DNA verification is \$32 per sample. If DNA is required for the dam or the sire, it is an additional \$32/horse. SNP testing all foals means a cost increase in case previously no test was required. With one test both parentage and carrier dwarfism and hydrocephalus can be checked, this gives an advantage.
- d. There is then the question about a rule change for exempting dams of foals from requiring parentage verification during the possible DNA test conversion from STR to SNP methodology. There was a motion submitted in our meeting agenda: **Motion to change DNA methodology from STR to SNP to be conducted by the KFPS for €26.50. This would be added to the KFPS horse registration fee.**
- e. Since we have the current rule verifying dam and sire, would we continue with this as well given we would have had parentage issues in the past? Requiring dam verification is our rule. Our current test is \$32 for DNA. It is important to note that SNP and STR cannot be compared to each other to determine correct parentage
- f. There was a discussion on sample storage, and it was determined it would be best to have these maintained at the KFPS given our office storage limitations. We could have the KFPS send the test results and Mr. Tice will import into the system.
- g. Double testing, SNP and STR, would result in double charges. Per Mr. Tice we do have a contract with UK this year; however, the contract is for the fees, there is no volume requirement for testing numbers.
- h. The KFPS has only done dams when there is a question of parentage. Dams would be voluntary. There have been times that a FHANA breeder/seller sold horses incorrectly identified to buyers. Essentially, the two horses were swapped at the time of sale. The question was raised do we force mare owners to also test again with SNP.
- i. Ms. Dumford inquired who owns the data, the KFPS? She inquired if the KFPS is requiring us to go in this testing direction? It was noted that UK does not have the same test capability. The University of Kentucky has found a lab that they would need to outsource called Illumina and they can conduct a 70K SNP. The cost to perform this test is \$70 and would require a minimum of 24 samples to be submitted at once. This cost is also based on isolating the DNA. KFPS wants consistency, standardization in its testing

methodology. Ms. Thomas asked if the 70,00 testing method is workable? It was noted that we have not asked the KFPS the question as of yet. Mr. Smith believes they want the 80,000 approach; it is more complete and then it would be standardized.

- j. Mr. Tice commented that with the conversion to SNP we will lose our process control. With the KFPS staffing shortages and subsequent delays this will affect us in North America. This will lead to delays here. Mr. Tice commented that our lab has been very quick in resolving parentage issues.
- k. Mr. Jenkins commented that health matters, we need to promote SNP testing. We should require it.
- l. 70 euros was the previous quote from KFPS, to incentivize this. The KFPS, will split it if it stays at this cost. There was concern that we are raising costs in a number of areas, this would be, yet another fee increase the membership would need to address.
- m. Ms. Dumford indicated that to register the foal the dam would have to be tested. Unlicensed stallion would need to be tested. Lethal results should be transparent to the public, and they should calculate kinships. Ms. Miley and Ms. Piascik agree that all stallions get tested.
- n. Total current cost, 26 dollars for the KFPS to test, 29 with conversation rate plus 60 to ship. \$32 to get your mare tested and 1.50/horse for shipping costs. This is not impacting our budget at this time.
- o. For this new testing process we would remove the yellow sheet for hydrocephalus and dwarfism from the foal registration packet and insert a new orange sheet for mandatory testing of the foal's dam. This new testing process may delay registrations given KFPS office issues. Again, FHANA will lose control of the process.
- p. **Ms. Miley made a motion to require SNP testing for all mares producing a foal starting in 2023. Ms. Dumford seconded the motion. A vote was taken, and the motion passed unanimously.** A campaign will be utilized to recruit other horses who wish to participate in SNP testing. **A vote was taken, and the motion passed unanimously.**

XI. **2022 Form 990 – Year Overview.**

- a. All accounts were reconciled by the accountant. Mr. Tice will work with our investor on an enhanced reporting of our investments. There were losses this year, much like what all experienced with the economy and inflation; there was not much we could do about that. There was \$55,000 in investment and cash losses. Our balance sheet is strong. This one year is not that impactful relative to our overall solvency. We will discuss this in depth during the retreat and explore options that will augment our financial situation. **A motion to accept the report was made by Ms. Thomas and it was seconded by Ms. Miley. A vote was taken, and the motion passed unanimously.** A follow up discussion is planned with the investment firm to ensure our funds are best aligned for our association needs. It was noted that some of the losses occurred with the previous investor; we had moved from that firm for convenience, improved communications, the offering of investments, and the degree of risk.

- b. Mr. Tice reported that he has been dealing with members who had not registered their foals, missing the deadline, and now want their papers immediately in order to sell their horse. This is problematic for the office. Mr. Tice will explore expedited fees, penalty fees, or progressive fees in hope to improve timely registrations.

**XII. Action Items – Ms. Clough**

- a. Confirm with Mr. Kelnhofer and Mr. Vanderkooy that their letter can be submitted to the BBook II Committee for review – Ms. Clough
- b. Explore and implement French voicemail messaging (similar to Spanish approach) – Mr. Jenkins and Mr. Tice
- c. Explore options to incentivize low kinship breeding and breeding to NA stallions – Ms. Thomas
- d. Develop a penalty table for violations including progressive discipline – Ms. Thomas
- e. Inspection Committee to reach out to Sponsorships and Events – Ms. Clough
- f. Update on future AGM planning – Mr. Tice
- g. Breeding committee campaign for optional, voluntary SNP for interested members – Ms. Thomas.
- h. Late foal fee options next meeting (penalty, expediting, or progressive fees) – Mr. Tice
- i. Refunding FHANA members who did not attend due to weather – determine if the AGM made or lost money before considering – Mr. Tice

**XIII. Meeting Evaluation – Mr. Smith.**

- a. Board members remarked that time management was a bit challenging at a face-to-face meeting. It was noted that there were side conversations; however, a lot was accomplished, and we worked through a number of issues. Members were pleased we finally got a livable resolution on the 2023 Mare Shows. Members were pleased to meet face-to-face; the meeting went very well. It was recommended that all use video during the Zoom meetings, this is preferred over a text label where you cannot see your peers.

**XIV. Good of the Order**

- a. Next meeting: Next meeting March 21, 2023, at 6PM EDT, Future Meeting April 18, 2023, at 6PM EDT

**XV. Adjourn**

- a. Motion to adjourn was made by Ms. Clough. The motion was seconded by Ms. Piascik. Meeting adjourned at noon.



