

**Board of Directors Meeting Minutes  
March 21, 2023, 5:00 CST**

**I. Welcome & Call to Order at 5:01 PM CST**

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

**II. Correspondence – Mr. Smith**

- a. None

**III. Action Items – Mr. Smith**

- a. Confirm with Mr. Kelnhofer and Mr. Vanderkooy that their letter can be submitted to the BBook II Committee for review – Completed Jo Clough
  - i. Their letter is on the next BBook II agenda.
- b. Explore and implement French voicemail messaging (similar to Spanish approach) Working - Jason Tice
  - i. Mr. Tice continues to work on the initiative, more information to follow.
- c. Explore options to incentivize low kinship breeding and breeding to NA stallions - Allison Thomas
  - i. Work continues on the project; the committee needs to determine who will receive the low kinship acknowledgement/recognition.
- d. Develop a penalty table for violations that includes progressive discipline - Allison Thomas
  - i. This is the first agenda item for the next Bylaw meeting.
- e. Inspection Committee to reach out to Sponsorships and Events - JoAnn Clough
  - i. Events Committee have been asked to fundraise for the Mare Shows.
  - ii. Mr. Laude received a commitment from Horses2Fly to be an Inspection sponsor and Ms. Clough is currently working with EquiAir and EnviroEquine Feed Supplier on sponsorships.
- f. Update on future AGM planning Completed - Jason Tice
- g. Breeding committee campaign for optional, voluntary SNP for interested members - Allison Thomas
  - i. This is on the committee agenda for the first week of the month.
- h. Late foal fee options next meeting (penalty, expediting, or progressive fees) See motion below - Jason Tice will address options during today's Finance Report.
  - i. Current late fees:
    - 1. After 30 days - \$50, after 6 months - \$100
    - 2. Proposed additional late fees: after 12 months - \$150

#### IV. Treasurer's Report

- a. Ms. Miley reported a financial recap. Ms. Miley reported that we are on track financially, that the AGM was very successful, and memberships are as well. **Ms. Miley made a motion to approve the February Financial Report and the motion was seconded by Ms. Thomas.** With respect to the budget, It was asked about subscriptions, do we need assistance in this or is this a time of year phenomena. It was noted by Mr. Tice that this is a timing issue, it will change in March. Mr. Bron asked about the final numbers for the AGM. Ms. Miley reported that we were close to our established goal, we had a net income of -\$2,426.57. Also, the auction was fantastic, and we were on target with the number of anticipated AGM attendees. **A vote was taken on the motion to approve the Financial Report, and it passed unanimously.**
- b. The 990 has been completed and the net operating income was a negative. It was noted that we could do better in some areas, we took a hit, but this is not an uncommon turn in this economy. We will look at this on a quarterly basis very closely. Things are looking brighter with respect to the research grant and the Mare Shows per Ms. Miley. **Ms. Miley made a motion to approve the 2022 Year End Report. Ms. Dumford seconded the motion. A vote was taken, and the motion passed unanimously.** Efforts will be directed at mitigating losses and safely managing risks on our investment. Again, that has been seen broadly all over. Ms. Dumford inquired if we have any risk associated with the banking industry. It was noted that our portfolio is very diversified, and Mr. Tice explained we are not in the banking sector currently having issues. **A vote was taken on the motion to approve the 2022 Year End Report and it passed unanimously.** Mr. Tice indicated that a comparison will be done for 2021 and 2022 and posted on the FHANA. Mr. Smith indicated that this is important to have, it is what is expected.
- i. February Income: \$87,405.54
  - ii. February Expense: \$93,182.75
  - iii. February Net Income: (\$5,777.21)
  - iv. Memberships YTD
    1. Budget \$80,000.00, Total Income \$86,000.38, Difference \$6,000.38
  - v. AGM Budget \$40,000.00, Actual \$32,257.55, Difference -\$7,742.45

#### V. Consent Agenda:

- a. Board of Directors February 23, 2023 - Jo Clough
- b. Breeding Committee March 1, 2023 - Allison Thomas
- c. Inspection Committee February 14, 2023 – Jo Clough
- d. Health Committee February 16, 2023 – Jo Clough
- e. FHANA Member Council February 15, 2023 - Erin Miley

Ms. Clough stated she would like to amendments to her draft February 2023 minutes:

- i. Add the actual roll call votes by Director. Currently only the final vote was recorded in the minutes.

- ii. In the addendum, last page: Anna a good response, fitting for the BOD. This is a cut and paste error, it needs to be removed.
- iii. Expand on what the *BBook II plan* is in the addendum on the last page. Specifically, add the BOD approved an ad hoc committee chaired by Mr. Laude and is made up by FHANA members with diverse opinions, to allow the committee time to fully explore the issues and options moving forward, and once completed, file their report with the BOD.

**Ms. Clough made a motion to approve the February BOD minutes with the changes as described. The motion was seconded by Ms. Miley.** Ms. Thomas stated she would like to see the revised changes before supporting a motion to approve. Ms. Clough retracted the motion to approve the February minutes.

## **VI. Executive Director's Report – Jason Tice**

- a. Mr. Tice indicated he has a brief report today and that that we will need a closed session during this meeting. He reminded all that the KFPS MC voting expires March 31, 2023. He was happy to report that the Spanish version of the voicemail recording was received, and he will send it out for phone tree set up. Mr. Tice would like Directors to try out the new system and he would like feedback from all. He is asking for quick feedback, and he will let all know when it is ready to test. Mr. Tice was given a calendar from Ms. Veenstra at the AGM that he believes would be nice format/style to consider for FHANA's next calendar. We would need to rework our calendar, rather than a saddle stitch it would have a metal ring. The biggest issue is the cost. Printing costs are fairly well aligned; however, it is the shipping that would cost more. The new proposed style would give sponsors an eight inch option to add a write-up about their farm or breeding program. To implement this new style of calendar, postage would be three cents more due to the larger size, this would require a bigger envelope; the size would be 17 x 9. Overall, this would have the same net positive income even with the additional postage. Mr. Tice commented that postage costs are ridiculous across the board.

## **VII. Committee Reports.**

- a. Event/Sponsorship Committee March 13, 2023 – Danielle Piascik
  - i. New Committee Members possible to join: Ms. Amanda Connerton and Ms. Carrie Blair. Mr. Smith advised we hold this motion until the Review section.
  - ii. Ms. Piascik introduced new sponsorship forms the committee developed. She indicated that we are not a 501c, so we need to offer other sponsoring perks. They are proposing use of new forms that also addresses the use of the FHANA logo. **Ms. Piascik made a motion for the Board to accept the three sponsorship forms. The motion was seconded by Ms. Thomas.** It was clarified that the forms were for events and booth. Ms. Piascik noted that this would be used for events, the magazine, and the like and would replace what is currently on the website. There is also a payment option included for sponsors. However, this option could make it more challenging for Mr. Tice to ensure sponsorships are paid in full before the sponsor receives a benefit. It was noted

that we would need to include information on shipping. There is also a \$175 fee for the booth that was not noted on the form. Ms. Piascik can add this information. Ms. Piascik will reconcile the sponsorship forms. Mr. Tice commented that recently \$1,000 in shipping was spent for a FHANA event in Wisconsin. He is currently working on a plan and details to address this with involved stakeholders. Ms. Piascik indicated that she is willing to work with Mr. Tice on the sponsorship form initiative. Ms. Thomas cautioned about offering a payment plan, some sponsors have not paid in a timely manner. It was noted that it is hard to track down the money, and credit is an issue. It was noted that sponsorships needs to be paid in full - no benefits to a sponsor until they are fully paid. It was asked if we need to make specific deadlines for a payment plan. It was recommended that the form clearly state payment must be in full. Ms. Piascik indicated that they were considering a payment plan with only a few payments e.g. a payment per month for three months. Ms. Piascik will meet with Mr. Tice and Ms. Groom to review a pricing and payment structure. Ms. Thomas warned that with a payment plan approach, there is a finite number of spots for a calendar and if we accept a sponsorship, that slot is now gone. Mr. Tice would not recommend a payment plan option given our past history of challenges with payments. Mr. Tice is pleased with the committee's work, indicating this is a great start. Mr. Smith indicated that the sponsorship initiative needs a bit more refinement. **Ms. Piascik withdrew her motion.** Directors were reminded that work is ongoing for the May auction and sponsorships for the Mare Shows.

b. Sports Committee March 8, 2023, Charlotte Dumford

i. **Ms. Dumford made a motion to accept the Sports Committee's changes to the Lifetime Achievement Award. Ms. Thomas seconded the motion.**

There were concerns about the eligibility requirement of ten active years. For example, it was concerning from the standpoint that a horse could be disqualified if they suffered a bout of colic and died. As conceived now, it is requiring the horse to be alive. It was asked if this meets the goal of what the award is about. Ms. Dumford acknowledged that with the current draft language the horse must be living at the time of nomination; it was created that way to eliminate horses that passed a long time ago, ten years or more. The committee could reconsider this and add language to include that the award can be granted posthumously. Ms. Thomas indicated she would feel better with this change. It was asked about the rationale to exclude anything beyond Inspection and sport performance e.g. less tangible contributions such as demonstrations, photo shoots, and the like. Ms. Dumford indicated that educational demonstrations could count, as could parade participation, educational exhibits, or participation in movies or magazines. Ms. Dumford indicated that she understands the issues presented by members. Mr. Smith asked about horses being owner-sponsored for opportunities and the advantages that would bring to the horse. Ms. Dumford will bring back the



comments and concerns to the committee to discuss. There are indeed grey areas to consider. It was asked if the committee could create a list of examples along with the guidelines. It was again noted that an owner could literally get this award if you bought these opportunities for their horse. It was noted that paid showing is an issue for remote areas, indicating there is inequity. Ms. Thomas asked what the actual goal is - award performance or to award horses representing the Friesian breed. It was asked that the committee focus of the achievements, that it be goal aligned. Ms. Piascik commented on how the award is voted on. Chapter presidents vote but may not bring the information back to their constituents for their feedback. She noted that it could be a popularity contest. Ms. Dumford commented that it is voted on much like the member Hall of Fame. Ms. Clough indicated her concern of inequity, for those who do not have the means to pay for opportunities. Mr. Bron indicated that there are a lot of awards, that this is good. However, we need to be careful that there are not too many awards, he stated that after a while it loses its meaning. **Ms. Dumford withdrew her motion and will bring the draft document back to her committee for discussion.** Mr. Smith thanked the committee for its hard work.

- c. Stallion Committee February 23, 2023 – Will Bron
  - i. Recommendations from the committee for possible testing locations
    - 1. Site # 1 Cazemier Equine Centre, Spencerville, Indiana
    - 2. Site # 2 Elite Dutch Sporthorses, Clarksville, Michigan
  - ii. Mr. Bron reported that they had a meeting at the AGM and another last evening. The minutes were sent out and Mr. Bron asked if there were any questions. They discussed other potential sites for testing locations besides the above two. They need to ensure there are no conflicts of interest with the selections. It was noted that there could be a conflict of interest if a trainer at a selected site is training any candidates for a length of time. They are assessing other locations and will have an update during their next meeting. Efforts are being made to identify a central site.
  - iii. It was noted that any stallions receiving a Ster at an Inspection would be automatically invited.
  - iv. With respect to stallion age government mandates will be changing the stallion eligibility for 3 years to 4 in the EU. The KFPS is seeking to have the same rules for both FHANA and the KFPS.
  - v. The judges and inspectors are excited to come to North America for the stallion viewing. They are looking for blood lines that are not found in the NL. It was reported that it was a shock to learn the judges had a scheduling conflict in November during the KFPS-FHANA joint meeting, FHANA did not expect this to happen. It is currently being worked on by stakeholders.

- vi. Ms. Dumford asked once they figure what the new EU rule of 4 years age will be will they make the age limit past 6 years? Currently there is no direction as to where this will go.
- vii. Mr. Bron indicated that it did not sound like they would award for low kinship; they would not award mares more points for low kinship. They are however open to considerations to foster low kinship breedings. Mr. Smith indicated that the KFPS is seeking to have the same processes and approaches with their affiliates. They are trying to tighten up the differences. They would like to see stallion viewing the same in NA and the NL. It was advised that two FHANA committees need to address this; the Stallion Committee will work with the Inspection Committee.
- viii. They are looking into Foal Book stallions to be granted a breeding license in Canada, more to come.
- d. Finance Committee March 16, 2023, Erin Miley
  - i. Ms. Miley explained the proposal for late fees.
    - 1. After 30 days - \$50, after 6 months - \$100
    - 2. Proposed additional late fees: after 12 months - \$150
  - ii. After 12 months it requires more administrative effort to address and therefore the late fee of \$150 is proposed. **Ms. Miley made a motion to accept the increased late foal registration fee of \$150 after 12 months. Ms. Clough seconded the motion.** With this proposal there is no change in the 30 day or 6 months fees. It was noted that we have a way to verify breeding records. The breeding date can be found in the data base under *My Breedings*. **Vote was taken on the motion, and it passed unanimously.**
- e. Inspection Committee 3.14.23 – Jo Clough
  - i. Ms. Clough informed the Board that the Inspection Committee would like to proceed with the Hoosier Park in Indianapolis, Indiana as the venue for the Circuit 5 Mare Show East. Mr. Laude explored venue options; he reached out to 20 sites including the Champion Center in Ohio but these sites did not have availability at that time. Hoosier Horse Park is available at this time and is 15 minutes outside of Indianapolis in Nineveh. (Approximately two and a half hours west from the Champion Center in Ohio.) This is a county facility with over 200 acres. The venue fee is \$1000 for the arena. We need to proceed, or we are at risk of no Mare Show in 2023 in the East. She indicated that the Hoosier motion passed unanimously in the Inspection Committee. **Ms. Clough made a motion to select Hoosier Park, Indianapolis Indiana for Circuit 5 Mare Show East. Ms. Dumford seconded the motion.** Ms. Piascik indicated that would not be a Mare Show East, that this proposed location is actually central. She stated that there are plenty of sites in the east including Lexington Virginia and Tryon North Carolina that should be checked for availability. She does not see Indiana as a viable option. Ms. Piascik stated that Hoosier Park would be a 20 hour drive for her. She indicated that no one in her area would come. Mr. Bron stated that time is of the essence, a decision needs to be made on the venue. He indicated

that we need to put money down to reserve the site. It was asked if there is potential to change dates or the location. It was noted that the East site does not have a scheduling conflict, but the West does. We learned at the KFPS-FHANA meeting yesterday that the West unexpectedly has challenges now with judging. The Inspector team is booked until November 11. There is a small window of availability to travel on November 12<sup>th</sup>, start on the 13<sup>th</sup> and continue into early December. All were reminded if there is a stallion viewing we would need two sets of judges, one set for stallions and the other set for others. Mr. Tice commented that the viability of the Mare Shows are dependent on member participation in the Education Week. Financially we need education to help cover venue costs; we need to have the Education Committee start promoting the event. Education pulls the program together. Mr. Bron is the liaison to the Education Committee and will work with its members on this task. Ms. Clough indicated given how late we are in the process it is impossible to know at this very moment if there are any other affordable, viable options besides Hoosier Park. Further research would need to be done; time is critical. Mr. Bron indicated that it would be important for the Stallion and Inspection Committees to come together and work on the new information we learned from the KFPS regarding their scheduling challenge. It was asked if it is still feasible to do it? Mr. Smith indicated that the East is not an issue, this can continue as is. He mentioned that maybe there would be only one stallion viewing site in 2023, we need to work out the issue pertaining to the judges and inspectors. It was asked if we could reschedule the West. Mr. Smith reminded all that Circuit 5 is approved already; it stands on its own. A stallion viewing makes it more positive, a bigger venue, and generates a lot of excitement. The KFPS would like to do this in February or March; however, this is impossible for us given the conflict with AGM and office tasks. It was decided that the Inspection and Stallion Committee chairs and liaisons and Mr. Tice will have an emergent meeting to discuss issues and options. This would be more efficient than trying to pull all committee members together. In the meantime more research will be done in the background on suggested sites. Ms. Thomas wants to know what the changes would do to the participation numbers with respect to attendance, flights, and costs. **Ms. Clough withdrew the motion.**

**VIII. Review Items – Mr. Smith**

- a. The Board moved to Executive Session to discuss personnel changes on FHANA committees.
- b. BOD returned to open session.

**IX. Discussion Items – Eric Smith**

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

- a. Ms. Clough indicated that she received educational suggestions for the next AGM. It was advised she forward these to Mr. Tice.

**XI. Action Items – Ms. Clough**

- a. Schedule an emergency meeting on stallion viewing and the 2023 Circuit 5 schedule - Ms. Clough will work with Mr. Bron
- b. Discuss committee member assignment and return feedback to Ms. Clough – Ms. Miley
- c. Examine rules and regulations pertaining to member conduct and action options – Ms. Thomas
- d. Submit recommendations from the Stallion Committee regarding proposed additional stallion testing locations – Mr. Bron
- e. Explore and implement French voicemail messaging (similar to Spanish approach) – Mr. Tice
- f. Explore options to incentivize low kinship breeding and breeding to NA stallions Working – Ms. Thomas
- g. Develop a penalty table for violations that includes progressive discipline – Ms. Thomas
- h. Breeding committee campaign for optional, voluntary SNP for interested members - Allison Thomas
- i. Directors to listen to the new automated phone system and provide feedback to Mr. Tice – Directors
- j. Send educational suggestions for the next AGM to Mr. Tice – Ms. Clough

**XII. Meeting Evaluation – Mr. Smith.**

- a. Directors found the meeting to be productive, good progress was made. It was noted that we were successful in getting through a lot of content. It was also noted that there were a number of motions withdrawn, but that will lead to better results. The meeting was found to be run on time, that was appreciated by participants. All were reminded to get their information to Mr. Tice in a timely manner in advance of the BOD meetings. Mr. Smith was acknowledged for his leadership running the meeting. Finally, it was noted that the Directors were working well with their committee assignments, they are working effectively through issues.

**XIII. Good of the Order**

- a. Next meeting: April 18, 2023, at 6PM EDT. Future Meeting: May 16, 2023, at 6PM EDT

**XIV. Adjourn**

- a. Motion to adjourn was made by Ms. Clough. The motion was seconded by Ms. Dumford. Meeting adjourned at 7:18.



