

**Board of Directors Meeting Minutes  
June 20, 2023, 5:00 CST**

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

- 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. Alberta Letter of Concern submitted by Jaap Dominicus, President, AFHA
  - i. Mr. Smith reported that the letter outlined six requested action items that we are currently working on and/or agree with. He remarked that we cannot interfere with free trade. Mr. Smith indicated that he responded to the correspondence at the time he received it. It was noted that this letter was sent to the KFPS Board and FHANA received a copy. Mr. Smith will confirm if this letter was also shared with the BBook II Committee. Ms. Dumford stated that the BBook II Committee should get copies of all related correspondence.

**III. Action Items – Mr. Smith**

- a. Examine rules and regulations pertaining to member conduct, develop action options and a penalty table - Allison Thomas
  - i. Ms. Thomas reported that this action item is in progress.
- b. Submit recommendations from the Stallion Committee regarding proposed additional stallion testing locations - Will Bron
  - i. Mr. Bron reported that they had reached out to an individual that resides in Florida. There are no updates beyond this. This action is considered complete.
- c. Explore and implement French voicemail messaging (similar to Spanish approach) - Jason Tice
  - i. Deferred until the Executive Director Report.
- d. Explore options to incentivize low kinship breeding and breeding to NA stallions - Allison Thomas
  - i. Ms. Thomas reported that the committee is scheduled to meet tomorrow.
- e. Address follow up items from the KFPS meeting. The next meeting is scheduled for June 26.
  - i. A number of these items have been addressed. Mr. Smith asked all to ensure their respective committees are reviewing them.
- f. Draft a letter seeking more information on the transfer case - Charlotte Dumford
  - i. This action has been completed. Per Ms. Dumford we now need to make a decision on how to proceed.

- g. Revisit the motion: The Stallion Committee recommends that the FHANA Board recommend to the KFPS that they license Foal book stallions for breeding in Canada. - Board of Directors
  - i. This was deferred until the committee discussions. There are other motions that go along with this item.
- h. Publish information to our membership on the Mare Show Judging Course to recruit participants – Jo Ann Clough
  - i. The Lori Thwing, Education Committee is actively working on announcements for the 2023 Mare Show. This is in progress.
- i. BBook II presentation to be sent to the BOD for review and feedback. This item was completed by Mr. Smith
- j. Financial projection for stallion viewing - Jason Tice
  - i. Deferred until Inspection Committee discussion.

#### IV. Treasurer's Report

- a. Per Ms. Miley the committee will meet this week on June 23, 2023, to verify the financial report. She reported that the numbers are in-line with what was anticipated for the month and that there is a large bill coming in from the KFPS. Ms. Miley indicated that they are actively monitoring finances quarterly, they are on track. **Ms. Miley made a motion to approve the Financial Report and the motion was seconded by Ms. Thomas.** Mr. Smith indicated that he is watching the balance sheet and we are doing well with respect to the \$500,000 benchmark. **A vote was taken, and the motion passed unanimously.**
  - i. May Income: \$49,575.20
  - ii. May Expense: \$20,087.73
  - iii. May Net Income: \$29,487.4
  - iv. Total Income \$290,512.70, Budgeted \$262,450.75, with a difference of \$28,061.95
  - v. Total expense \$239,315.49, Budgeted \$263,041.55, with a Difference of - \$23,726.06

#### V. Consent Agenda:

- a. Board of Directors, May 2023 - Jo Ann Clough
- b. Membership Committee, May 2023 – Jo Ann Clough
- c. Health Committee, April 20 and May 18, 2023 – Jo Ann Clough
- d. Education Committee, May 3 and May 11, 2023 – Will Bron
- e. Event/Sponsorship Committee, April 10, April 25, May 8, June 12, 2023 - Danielle Piascik
- f. FHANA Member Council. May 2023 - Erin Miley
- g. Editorial Committee, June 2023 – Charlotte Dumford

Mr. Smith inquired if any of the minutes should be pulled from the Consent Agenda. It was requested that the FHANA Member Council minutes be pulled. **Ms. Dumford**

**made a motion to accept the Consent Agenda with the FHANA Member Council minutes pulled and discuss this with the BBII Committee report. Ms. Clough seconded the motion. The motion passed unanimously.** Mr. Smith provided a brief overview of the function of the Consent Agenda; if approved by the Board it means we accept the minutes as presented, ensuring the efficiency of the Board meeting.

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

- a. Mr. Tice reported that he has been working with the Membership Committee to increase our member numbers, that he continues to deal with a registration issue, and he reports he has had a couple of website issues. He heard from the software company, they acknowledged his pending work orders that are months old, and the company indicated that they would get to them shortly. One of the concerns is the message that is sent to the owner when registering their foal. This has caused an increase in unnecessary phone calls.
- b. Mr. Tice reported that the office phone message has been changed back, he stated that we did not make progress in the past 90 days. He related that customers stated that they wanted to talk to a live person, he even had messages with heavy breathing. We are now back to a very basic message relating to memberships and registrations. We have two lines; we will keep it simple. Mr. Smith stated that given Mr. Tice's report we will cancel the French language action item.
- c. Mr. Tice reported that the 2024 calendar is almost sold out except for the month of December. If you have any leads please let him know.
- d. There will be a new member orientation on July 17, Mr. Tice and the Membership Committee will lead the meeting. He indicated that anyone could attend this orientation. Ms. Clough will attend, and Mr. Bron is considering attending.
- e. Mr. Tice is working on the KFPS agenda for the upcoming meeting.
- f. He reported that we will need to identify a new chair for the AGM Committee due to the departure of Mr. Jenkins.
- g. He reported that he is working on hotels for judges using CLC. He took a tutorial on the program, and he is making slow progress. He indicated that It can be both easy and complicated at the same time. He is waiting for the company to get back to him in three hotel rooms he is trying to book. He noted that not all hotels will work with CLC. Some of the rooms cost double what we budgeted. Some hotels want prepayment also. We were anticipating \$150 per night; some rooms have been as high as \$270. The Finance Committee meets this Thursday, this issue needs to be reviewed at the meeting. Mr. Smith indicated that we need to keep on top of this, we need to be able to make quick adjustments.
- h. With respect to the transfer issue, more information has been requested from the attorney, not all information initially requested has been received. Ms. Dumford recommended we proceed as a Board, that we proceed with the transfer given the court order. She noted that this case seems straight forward. Mr. Tice indicated that if that is our approach, we need this decision recorded in the minutes e.g. that it is ok to proceed with the transfer. Mr. Smith replied yes, it is ok to proceed.

## VII. Committee Reports

### a. Stallion Committee, May 2023 – Will Bron

- i. The Stallion committee met yesterday. Mr. Bron inquired if he can report what was discussed even if the minutes were not submitted. Mr. Smith indicated he could. Mr. Bron noted that FHANA members may have seen the list of stallions that the KFPS is seeking for viewings that was recently published.
- ii. The committee discussed stallion viewings at the Mare Show and Mr. Vanderkooy will be working in concert with the Inspection Committee. They would like to send out message cards to members about this opportunity, but it costs \$800, and they do not have a budget for this. Ms. Piascik will reach out to Ms. Thwing who is working on the judging clinic notifications.
- iii. Mr. Bron informed all that the name of the viewing will be – *Official Stallion Judging* so it does not get confused with the regular inspection.
- iv. Age eligibility was discussed for Category 16 and 17. Mr. Vanderkooy has contacted Mr. Bergsma to determine the age limit. There is a discussion occurring about having a 12 year limit. Ms. Dumford indicated that the age limit for stallions viewing and selection for the test had been 6 years old. However, they are now including more stallions and thinking about extending the age limit. Mr. Smith will bring this item up at their next KFPS meeting to get the official stance.
- v. It was decided to table the below items until later:
  1. Move to the BBook II discussion - *The stallion committee makes a motion to the Board of Directors to propose to the KFPS a policy change for the resulting offspring of KFPS Approved Stallions on “Hold” to be changed to B Book I status. Recommendation:*
  2. Move to the Inspection section with the budget - *The committee strongly recommends and endorses FHANA’s decision to facilitate the possibility for members to have their stallions viewed by the official KFPS Stallion jury at the scheduled Mare Shows this year.*
  3. The committee strongly recommends and endorses the FHANA Board to invite at least two members of the KFPS Stallion Jury to come to North America decision to facilitate the possibility for members to have their stallions viewed by the official KFPS Stallion jury at the scheduled Mare Shows this year.

### b. Inspection Committee May 2023- Jo Ann Clough

- i. Ms. Clough reviewed the Circuit 5 schedule day by day for Sacramento and Indianapolis. She indicated that the schedule was developed in partnership with Ms. Thwing, Chair of the Education Committee. The Inspection Committee needed to ensure the Education Committee would be in full agreement with the recommended schedule.
- ii. The proposed schedule was also discussed last Friday at a meeting attended by the Editorial, Education, Stallion, Inspection Committees and with Mr. Tice

- and Mr. Smith. The attendees agreed with the proposed Circuit 5 schedule. Each committee received their assignments, and their roles and responsibilities were clearly defined by Mr. Smith. All attendees agreed to their assignments.
- iii. The plan is to have a three day judging course at each site Monday through Wednesday. The course will not be called level 1 and level 2. Rather, it will be called a judging course. In addition, there will be two days of performance clinics for driving and dressage on Wednesday and Thursday, a regular Inspection on Friday with IBOPs and inspections of foals, geldings, stallions, and mares. On Saturday in the east there will be stallion viewing, a mare competition, and entertainment. The west will have a Saturday mare competition and entertainment; however, their stallion viewing will occur the following week. This occurred because the KFPS Jury would not be available until after the first stallion viewing in the Netherlands.
  - iv. Mr. Tice reviewed the projected revenue and expenses for Circuit 5. The initial information was pulled together by Mr. Laude and edited and updated by Mr. Tice. The projections on the number of participants is based on feedback received from members. The issue of monetary contributions was touched on, these are not tax deductible contributions.
    1. Judges Expense - \$10,361
    2. Jury Expense - \$6,476
    3. Clinician Expense - \$20,000
    4. Mare Show Expense - \$22,300
    5. KFPS Fee - \$3,769
    6. Total Expense - \$62,906
    7. Total Revenue - \$65,600
    8. Net Income - \$2,694
  - v. Ms. Thomas asked if stallions need to be inspected before the viewing. In the Netherlands they just go to the first viewing. Mr. Smith commented that one thing that is confirmed - stallions go to a local inspection first and then a viewing. We do not have a first and second viewing. He stated that this is analogous to the stallion show in January. It was again asked if people come to the viewing and bypass the local inspection or do they get referred to the viewing. It was recommended that Mr. Vanderkooy ask this question of Mr. Bergsma e.g. what the approach should be. Mr. Smith indicated that the horse needs to go to an inspection to get their linear scores. Mr. Bron will reach out to Mr. Vanderkooy and ask him to address this issue with Mr. Bergsma. This information needs to be sent back to the FHANA office.
  - vi. Ms. Thomas commented that the numbers in the budget are extremely optimistic. She noted that it lists a max at each site for judging, we have not had amount of participation in a while. She noted that the clinics are running at a loss. She noted that there is a conflict of interest with one of the selected clinicians, this needs to be addressed.

- vii. Ms. Piascik noted that \$600 seems high for clinicians; Ms. Dumford had the same thought. Mr. Tice indicated that he does not have the time to manage the clinics, this will need to be done by others e.g. the Inspection Committee.
- viii. Mr. Smith commented that we never voted on a stallion viewing but we made provisions to make this happen. It was asked if we would cancel the event if participation was low for judging. Mr. Smith commented that in the past we never cancelled an Inspection; however, we allowed site hosts to back out by their own choice.
- ix. **Ms. Clough made a motion to accept the Circuit 5 schedule as presented. Ms. Miley seconded the motion.** It was noted that this motion is for the schedule only, it is not for the financials. We would handle this like the other circuits, the Board did not approve a line item budget for each circuit. **A vote was taken, and it passed with one nay.**
- x. Texas Inspection Venue Change – Ms. Clough indicated that Marvel Jeffcoat requested a venue change because of the date scheduled by FHANA for their fall Inspection. This site is the same public venue used last year; this event was successful. Ms. Dumford reported that this was a very nice venue. It was decided that the Inspection Committee could make the determination to approve a public venue change, this did not have to be acted on by the Board.
- c. BBII Ad Hoc Committee – Eric Smith
  - i. **Mr. Smith motioned that a change be made in the color of the registration papers and to add a distinct watermark. Ms. Miley seconded the motion.** It was pointed out that the President should not make a motion; **Ms. Thomas made the motion to change the color of the registration papers and to add a distinctive watermark. It was seconded by Ms. Miley. Motion passed unanimously.**
  - ii. Ms. Piascik inquired what is appropriate for committee members in terms of discussion/presentation to other members and FMC. She noted that there are frequent discussions occurring with BBII committee members, they are presenting their own views. This is occurring at the FMC as well and in social media. She feels this is not appropriate.
  - iii. There was a discussion about the FMC committee minutes. It was noted that in the past their minutes can be transcripts and highly detailed. However, these FMC minutes contained one sentence on a broad presentation topic, the reason behind the brevity of these minutes was questioned. Ms. Miley commented this might have occurred because they were anticipating receiving the PowerPoint presentation to attach to the minutes. It was noted that at the last FMC meeting there was a frank discussion about the code of conduct as it related to recent behaviors. There was a motion to sanction one individual for violating FMC Rules of Order. It was also commented that the FMC must treat invited guests with respect and listen to their message instead of being confrontational. Ms. Miley stated that the recent meeting was constructive, she hoped they are now heading in the right direction. It was expressed that it

appeared that the presentation did not align with select FMC member's viewpoints on BBook II. The FMC is asking chapters for their viewpoint on this issue. **Ms. Miley made a motion to accept the FHANA Member Council minutes. Ms. Thomas seconded the motion.** Ms. Miley asked if the PowerPoint could be sent to the FMC. Mr. Smith indicated that it could not, that minutes had already been taken during his presentation. Concern again was expressed about breaking the code of conduct during the FMC meeting. Mr. Smith sees the behaviors and actions as a strategy to weaponize. **A vote was taken, and the motion passed unanimously.** The issue of minute content was raised for the BBook II Committee, e.g. that they need more content to help the members understand what is occurring. Also, it was noted that these minutes need to be submitted sooner for Board meetings. Given the late submissions, the number of motions was overwhelming. It was advised that we give our members more updates about the activity of the BBook II Committee, we need to give them timely and complete feedback.

- iv. A motion was made and passed to allow all Purebred Friesian horses to be inspected via video. However, it was noted that the motion should be amended to include "KFPS" Purebred horses, it does not include with other registries. Mr. Smith believes that was their intent. **Ms. Thomas made a motion that KFPS Purebred horses be inspected by video. Ms. Dumford seconded the motion.** Ms. Thomas commented that this is not for premiums or for linear scores. This action would affect our rules, but not our bylaws. All were reminded that this video motion includes BBook II horses. Mr. Bron expressed concern that this could affect local inspection participation. It was noted that one can attend only one inspection per year, you could do a video inspection and go to an inspection the following year. Ms. Clough and Ms. Dumford did not feel this would have an adverse effect on Inspections. Mr. Smith informed all that with the video option, the owner gets a page long description from the KFPS about the horse, they get the judges remarks much like an inspection. It was also noted that the video option is only for adults, it is not for foals. The video motion would apply to BBook II, not for regular inspections. **Ms. Thomas amended her motion to all KFPS Purebred Friesian Horses 3 years or older could be inspected by video for their respective studbook only and would obtain judges' feedback. This was seconded by Ms. Miley.** Members were reminded that each of the registries have a Foal book and Studbook. This initiative would only allow them to move up in their own registry to Studbook. **A vote was taken. There was one nay, the motion carried.**
- v. A motion was made and passed recommending that information on all adult non-licensed stallions and mares be public and available to all FHANA members in the KFPS horse database to include DNA test results, Linear characteristics and Kinship Calculation. The motion passed. **Ms. Dumford made a motion recommending that information on all adult non-licensed stallions and mares be public and available to all FHANA members in the**

**KFPS horse database to include DNA test results, Linear characteristics and Kinship Calculation. Ms. Thomas seconded the motion.** It was discussed that mares could not be included in this; mares' information cannot be disclosed to others. Ms. Thomas stated she would love to see kinship estimated for all. Ms. Piascik had reservations about this motion for mares. Ms. Dumford inquired if she should amend the motion or should it be withdrawn and sent back to the committee for further discussion. Ms. Dumford then commented we should not include mares. **She made a motion recommending that information on all adult non-licensed stallions be public and available to all FHANA members in the KFPS horse database to include DNA test results, Linear characteristics and Kinship Calculation. Ms. Miley seconded the motion. The motion passed unanimously.**

- vi. A motion was made and passed recommending that offspring of stallions on hold be placed into the BBook I registry. We also received the same motion from the Stallion Committee. **Ms. Piascik made a motion recommending that offspring of stallions on hold be placed into the BBook I registry. Ms. Thomas seconded the motion.** This motion was important to the Stallion Committee. BBook II had discussed that these are very good stallions who did not have enough offspring tested, they are regarded as better stallions. **A vote was taken, the motion carried unanimously.**
- vii. A motion was made and passed recommending that the KFPS allow foal book stallions to be approved for breeding in Canada only. **Ms. Thomas made a motion recommending foal book stallions to be approved for breeding in Canada only. Ms. Dumford seconded the motion.** Ms. Piascik commented that the Stallion Committee recommendation goes hand in hand with this. Mr. Bron reminded all the licensing has to be approved by the KFPS. Ms. Thomas made an amendment to her motion – **That the KFPS allow for the possibility that foal book stallions get a temporary breeding permit. This motion was seconded by Ms. Dumford.** Ms. Thomas indicated that this motion is very contentious across Canada. She reported that FHANA will be receiving a petition about this shortly. She felt we all should be aware this document is coming in. Further, she said the report for the temporary license comes from the Atlantic provinces. They have difficulty getting semen. Ms. Dumford asked if this could be limited to certain areas that would be more favorable. Currently there are only 6 stallions that ship into Canada from two stallion stations. This is due to the challenges that occurred back in 2019 with CVM in the US, this did not happen in Canada. There is now a great deal of paperwork that is required before the semen can be collected. This is difficult for stallion stations. This motion recommends a Foal book licensing procedure, the same as approved stallions without the 70 day test. Certain qualifications have to be met and the chance of getting it is very slim. If it were to happen it would help some of these deserts. The BBook II Committee is trying different approaches to get horses

into BBI or Mainbook. Ms. Dumford stated that the KFPS suggested this in January, that this would be a potential solution. A licensed Foal book stallion would not be allowed to ship to other countries, if they ship to other countries the offspring would be BBII. Ms. Miley reported she has a conflict and will skip the vote. Mr. Smith asked if all were ready to vote on the KFPs allowing Foal book stallion to be selected for breeding permits. Ms. Dumford wants more information. Ms. Clough wants to see the petition. Ms. Thomas will withdraw the motion and we will mention this again at our next meeting. Ms. Thomas will ask for input from the east.

- viii. Mr. Bron requesting that minutes be presented on a monthly basis and a formal BBII statement for the membership be made. There was a discussion about this specific agenda item. Mr. Bron stated that he was advised that it not to be added to the agenda by Mr. Smith, yet it showed up anyway. Mr. Smith indicated that it was already on the agenda and did not need to be added a second time. It was placed on the agenda in error.
- ix. Finance Committee May 2023 - Erin Miley. **Ms. Miley made a motion to add \$5,000 for staff travel.** This could be used for Mare Show travel. She commented that after this quarter we could assess where can we pull the funds. Ms. Clough seconded the motion. It was noted that it is critical to have Mr. Tice at these events. It was advised by Mr. Tice that we table this motion until we see what our finances look like at the end of the quarter. **Ms. Miley tabled the motion at this time.** Mr. Tice thanked all for their support.

#### VIII. Review Items – Mr. Smith

- a. Event/Sponsorship Auction Recap - Danielle Piascik. It was noted that the auction was a fantastic event, that the committee put forth a lot of effort. Ms. Piascik indicated that they doubled their budget this year. She noted that every one of her members actively participated and they identified new wells to tap. Mr. Tice is tracking the revenue earned from the auction. Mr. Smith congratulated Ms. Piascik and her Event and Sponsorship Committee and thanked them for their efforts, creativity, and success.

#### IX. Discussion Items – Mr. Smith

- a. None

#### X. Round Table Discussion – Mr. Smith

- a. Ms. Thomas indicated we needed to discuss the issue of Circuit 5 clinicians, specifically conflict of interest. She indicated that family members of BOD members should not be receiving FHANA money. It was asked who will compensate the clinician. It was asked if we have another trainer for the clinic that we could hire or is the clinician in question the only one available. Ms. Thomas commented that we need to avoid any impropriety. It was asked if Clay Maier could do the clinic at both the Mare Show East and West. Mr. Clough will reach out to Mr. Laude on this concern.

- b. Ms. Thomas indicated that she had not heard back about the answer to the question if Mexican Friesian owners could attend Inspections in the United States. To verify, FHANA reached out to the KFPS, and they responded definitively that you have to be a member in your own country to show your horse at an Inspection, you cannot cross borders. Also, associate members cannot have their horses inspected. Mr. Bron indicated that North America covers a larger territory beyond the United States and Canada, it also includes Mexico. It was noted that we, FHANA, operate based on our charter, our charter states we cover the United States and Canada despite the name of our association – the Friesian Horse Association of North America. Ms. Thomas will ensure we do not have any conflicting language in our charter or bylaws. she will bring this action item to her Bylaw Committee.

**XI. Action Items – Ms. Clough**

- a. Examine rules and regulations pertaining to member conduct, develop action options and a penalty table - Allison Thomas
- b. Explore options to incentivize low kinship breeding and breeding to NA stallions - Allison Thomas
- c. Address follow up items from the KFPS meeting Next meeting scheduled for June 26 – Committee and Liaisons
- d. Revisit the motion: The Stallion Committee recommends that the FHANA Board reaches out to the KFPS and recommends to them that they license Foal book stallions in Canada for breeding. - Board of Directors
- e. Mr. Bron will contact Mr. Vanderkooy and ask him to reach out to Mr. Bergsma to clarify stallion viewing requirements. This includes if they are required to be seen at local Inspections first, how their fees are set for viewing, stallion age eligibility, and order of go,
- f. Update Circuit 5 expense and revenue data – Mr. Tice
- g. Revisit the motion on Foal book stallions and breeding licenses. First, review the petition pending from Alberta with respect to their concerns and obtain feedback from eastern Canada as well. – Ms. Thomas will get input from the east and Board Members to review petition
- h. Clarification of driving clinician selection and process – Ms. Clough
- i. Reconcile language in the charter and bylaws pertaining to the countries FHANA covers (U.S, Canada, etc.) – Ms. Thomas
- j. Mr. Smith will confirm if the Alberta letter was also shared with the BBook II Committee

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

- a. Board members remarked that the meeting was lengthy; however, a lot was accomplished. There were issues noted relative to communication, there appeared to be confusion during the meeting. It was advised that we all communicate more frequently with one another. It was noted that tonight was a struggle, communication was indeed lacking. It was also noted that there was a lack of respect in some instance; however, there is hope it will be better next week. It was also stated that we took a step

backwards tonight. Mr. Smith indicated that he would focus on driving the discussions more efficiently moving forward.

**XIII. Good of the Order**

- a. Next meeting: Next meeting July 18, 2023, at 6PM EDT, Future Meeting August 15, 2023, at 6PM EDT

**XIV. Adjourn**

- a. The motion to adjourn was made by Ms. Clough. The motion was seconded by Ms. Thomas. The meeting adjourned at 7:47 pm.