

**Board of Directors Meeting Minutes
July 19, 2023, 5:00 CST**

I. Welcome & Call to Order at 5:00 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

- i. AFHA Letter, June 12, 2023. This letter was sent to the KFPS and to FHANA. Issues are being addressed in the BBook II Committee.

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 work is ongoing.
- b. Explore options to incentivize low kinship breeding and breeding to NA stallions - Allison Thomas
 - i. Ms. Thomas reported their recommendations are in the meeting minutes.
- c. Address follow up items from the KFPS meeting. Next meeting scheduled for June 26. - Completed Eric Smith
- 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 - Eric Smith
 - i. A BBook II motion is pending, this item will be deferred to later.
- e. Mr. Bron will contact Mr. Vanderkooy and ask him to reach out to Mr. Bergsma to clarify stallion viewing requirements. - Will Bron
 - i. Mr. Bron indicated that he has not spoken to Mr. Vanderkooy. He reported that they have a Stallion Committee meeting next week. Mr. Smith indicated that he had contact with the KFPS regarding stallion fees but not viewing procedures.
- f. Update Circuit 5 expense and revenue data - Jason Tice
 - i. Mr. Tice requested that his item be moved to the discussion section.
- g. Revisit the motion on Foalbook 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 - Allison Thomas
 - i. See item d. above.
- h. Clarification of driving clinician selection and process Clay Maier – Jo Ann Clough
 - i. Completed

- i. Reconcile language in the charter and bylaws pertaining to the countries FHANA covers (U.S, Canada, etc.) - Allison Thomas
 - i. Work on this action item is ongoing.
- j. Mr. Smith will confirm if the Alberta letter was also shared with the BBook II Committee - Completed Eric Smith
 - i. This letter was shared with the committee.

IV. Treasurer's Report

- a. Per Ms. Miley income is down \$16,000, this is a timing issue and is predicted to change. We are currently paying for the judges' travel and related Inspection expenses. Ms. Miley reminded all to enter their horses for the Inspections, we need to get this reminder out to all. Memberships are down; despite that, the past increase in fees has us on budget. We are at the halfway point in the budget cycle, Finance is keeping an eye on income and expenses. **Ms. Miley made a motion to approve the Financial Report and the motion was seconded by Ms. Piascik. A vote was taken, and the motion passed unanimously.** Ms. Miley reported that the dashboard is also included in the Board packet. These data reflects items being tracked.
 - i. June Income: \$49,212.36
 - ii. June Expense: \$116,147.48
 - iii. June Net Income: -\$66,935.12
 - iv. Total Income \$ \$339,725.06, Budgeted \$ 328,320.90, with a difference of \$11,404.16
 - v. Total expense \$ 355,719.82, Budgeted \$316,249.86, with a Difference of +\$39,469.96

V. Consent Agenda:

- a. Board of Directors, June 2023 - Jo Ann Clough
- b. Inspection Committee, June13, 2023 – Jo Ann Clough
- c. Finance Committee, June 22, 2023 – Erin Miley
- d. Membership Committee, June 6, 2023 – Jo Ann Clough
- e. FHANA Member Council June 12 and 28, 2023 - Erin Miley

Mr. Smith inquired if any of the minutes should be pulled from the Consent Agenda. It was requested that the FMC June 12 and 28, 2023 minutes be pulled for discussion.

Ms. Daniele made a motion to accept the Consent Agenda with the two FMC meeting minutes pulled. Ms. Thomas seconded the motion. The motion passed unanimously.

VI. Executive Director's Report – Jason Tice

- a. Mr. Tice reported that we are hitting the dollar mark for memberships; however, our membership has dropped by 16%. He reported that work on the FHANA website has begun. The vendor admitted not informing us of their internal changes and not getting back to us in a timely manner. He is hopeful that the website issues will get resolved.

- b. Mr. Tice reported on Inspection numbers and asked that we inform members to sign up before the posted deadlines. Our current Inspections numbers are as follows:
84 entries to date-Circuit 1 deadline is Aug. 4
Alberta (6), Ontario (13), Kansas (9), North Carolina (6), New England (2),
Pennsylvania (10), Indiana (5), Ohio (1), South Dakota (8), Central CA (4),
Oregon (3), Southern CA (2), Arizona (7), CA Fall (5),
- c. He reported that we have 16 members signed up for the Judging Class in the East and 6 in the West. He informed the Board that paid invoices are your reservation. They are starting a wait list for the East Judging Course. Also, you need to pay, or you will be removed from the wait list. Mr. Tice is pleased with the progress made on course sign-ups.
- d. Mr. Tice will provide a SNP testing update later in the meeting.
- e. There was an orientation webinar yesterday. He indicated that the event was a success. Those that attended helped to drive the information home. The webinar will be posted on the website shortly. Ms. Clough and Ms. Piascik were both pleased with the quality of the program.
- f. We recently lost another mentor due to scheduling issues; we lost two in six months. Ms. Clough will take this back to the Membership Committee in order to identify two new mentors. Mr. Tice remarked that this is a great program; new members call and report that their contacts with mentors are very positive.
- g. Ms. Tice will use an airline credit to fly to South Dakota, a new Inspection site. This is a great opportunity for her and the organization.
- h. Mr. Tice found a budget line item not being used that could be applied to his travel to the Mare Shows. Board travel is not being used, there is \$7,000 in that account. Mr. Smith stated that it was important for him to attend, that he is the face of FHANA. Mr. Smith can transfer the funds as the president of FHANA. Mr. Tice requested \$5,000 of the \$7,000. When asked if he also needed funding to travel to the Stallion Show in the NL, he indicated that he is not sure if he will attend due to prior issues with the seating provided to FHANA by the KFPS. The seating issue would need to change for him to want to return.

VII. Committee Reports

- a. Sports Committee, June 28, 2023 – Charlotte Dumford motions relating to feedback on the Lifetime Achievement Award.
 - i. **Ms. Dumford made a motion to change the award criteria, so that the award can be made posthumously. Ms. Thomas seconded the motion. A vote taken and it passed unanimously**
 - ii. **Ms. Dumford made a motion to keep the current method of chapter presidents voting for the Lifetime Achievement Award. Ms. Thomas seconded the motion.** It was asked why this motion was made. Ms. Dumford indicated that the committee wants to ensure this process continues. She reported that Ms. Aumiller met with the FMC and got their feedback on the award. They want this to be similar to the Hall of Fame Award. It was noted

there were concerns that chapter presidents were not getting the input of their constituents before voting; it was asked if the presidents are really polling their members. An alternative approach would be to ask presidents to put it out to their members and to do their own voting process. Concern was expressed that this award is more about the owner than about the horse. It was stated that we need to ensure this is not a popularity contest. There is an appeal process for the submitter just like for the Hall of Fame; however, if a horse does not get it after 5 attempts, they are no longer accepted for award consideration. That said, the current BOD could be petitioned to address this, it could be overridden. **After a brief discussion Ms. Dumford withdrew her motion and will take this back to committee for further discussion.**

- iii. **Ms. Dumford made a motion that the Lifetime Award be based on the horse's performance career and not paid advertisements as a qualifying event. Ms. Piascik seconded the motion.** The committee felt strongly that paid ads should not be a part of this. **A vote was taken and passed unanimously.**
- iv. **Ms. Dumford motioned that the horses should have 10 years of documented accomplishments. This would include 5 activities for each of the ten years.** The horse must have a large impact on the public. **Ms. Piascik seconded the motion.** Members commented that the requirements were well spelled out, that it was a good outline. Ms. Thomas inquired what the difference was for breeding and foaling for the requirements. She stated that producing a foal is an accomplishment in itself. Concern was expressed that a mare that has a foal might not be able to be engaged in performance events, this would adversely affect their eligibility for the award. Having a requirement of 5 events for 10 years may not be reasonable in this situation. **Ms. Dumford withdrew her motion and will take this back to the committee for further discussion.** Ms. Thomas asked that they try to make this less difficult; mares with foals would have a harder time with the proposed approach. Ms. Dumford appreciated the feedback.

b. Ad-hoc BBook II Committee, July 11, 2023 – Eric Smith

- i. Mr. Smith read the motion from the committee: Any application for a request to approve a licensed foal book stallion in North America must be investigated by a committee to ensure the application is valid and meets all the conditions outlined in the KFPS policy as it relates to approval of a licensed foal book stallion by specific region/geographical area.
- ii. Mr. Smith indicated he could not make the motion and asked if a Board member would. **Ms. Thomas made the motion. Ms. Dumford seconded the motion.** Mr. Smith reported that the committee struggled with this one; however, they had a unanimous vote. He feels that this is a powerful statement. He noted that there are stallion deserts in eastern Canada, Quebec and Nova Scotia. It is hard for them to get chilled or frozen semen. He explained that the KFPS allows licensing of stallions by state or province, not just by country.

Alberta is fortunate to have a semen cooperative. Alberta has a fair number of breeders. Mr. Smith stated even if this is approved today, it still needs to go through the KFPS. The application does not make it automatic. It was asked if the east could join the Alberta cooperative. Alberta is 2,000 miles away from them. Semen is expired by the time they get it to the mare. In addition the east does not have reproduction vets and therefore frozen does not work on the east coast. Mr. Bron indicated the KFPS would look at this, that it is better by region. Mr. Smith reiterated that this is just an application process. It would be channeled through FHANA first. Mr. Bron supports this approach by region. Ms. Dumford indicated that this might be a good solution. Ms. Piascik does not like it done by region, indicating that throughout all of Canada they have access to approved stallions. Mr. Smith indicated that if Alberta does not apply they can be excluded, this could be just for Prince Edward, only them. The stallion would have to stand in that area. Ms. Piascik is concerned about BBII, that this would defeat the purpose. It was again stated that the east has a hard time getting cooled semen and that they may not even have a vet. Northern BC with the mountains also has issues with cooled semen. Ms. Miley and Ms. Dumford agreed with Ms. Piascik. Mr. Smith reminded all that this is only an application. It has to go thru a committee before it is passed on to the BOD. Mr. Bron is in favor. Ms. Thomas reminded all that the processes changed in 2008, making it more challenging to ship from the U.S. to Canada. **A vote was taken, and Mr. Bron voted yes, Ms. Miley voted no, Ms. Piascik voted no, Ms. Thomas voted yes, Ms. Dumford voted yes, and Ms. Clough voted no. With the tie vote Mr. Smith voted to support the motion. The motion carried.** It was asked who would develop the application form. Mr. Smith will take it back to committee, they can develop the process. He stated however, the committee should not do the application reviews.

c. Health Committee, June 22, 2023 – Jo Ann Clough

- i. Ms. Clough reported that the Health Committee lost its chair. Ms. Osborn resigned due to personal reasons. Ms. Clough stated that they were so sorry to see her go. She has been a tremendous asset and Friesian advocate for health and wellness. She leaves big shoes to fill. The committee met and supports Julie Karpus moving to chair. Also, to have Tracy Estes, our Research Coordinator, assume the role as vice chair. **Ms. Clough made a motion to appoint Julie Karpus as chair and Ms. Estes as vice chair. The motion was seconded by Ms. Miley. A vote was taken, and it passed unanimously.**
- ii. The Health Committee also made two motions relating to a budget line item and the Grant Program. Mr. Tice indicated that he could make these two requested changes, a motion was not required. Ms. Clough thanked Mr. Tice for getting this accomplished so quickly and therefore did not present the two committee motions.

- iii. Ms. Clough reminded all of the Health Committee's webinar on DSLD this Thursday. Dr. Brounts from the University of Wisconsin Madison Veterinary School will be our presenter. The webinar starts at 7:00 am EST.
- d. Breeding Committee May 2023 and June 2023 – Ms. Thomas indicated that the committee has been working on their action items for months and have motions to recognize low kinship. This has been discussed with the KFPS before, they now have a formal request.
 - i. **A motion was made by Ms. Thomas to have the KFPS add a low kinship mark on the linear score sheet. Ms. Piascik seconded the motion.** There are specific boxes on the bottom of the sheet, – or + point. The low kinship mark would be located here. There are boxes currently for early maturity, steep pastures and the like. **A vote was taken, and it passed unanimously.** Mr. Smith asked Ms. Thomas if she could make an example of this recommendation and asked if this could wait until the quarterly meeting. Ms. Thomas indicated that it could wait. It is too late to implement this recommendation this year.
 - ii. **A motion was made by Ms. Dumford to request the KFPS restore the shaded areas on the linear score sheet sent to the owners.** Mr. Tice commented that this should go to the KFPS MC, that we should use our representatives to bring this forward. Ms. Thomas reported that Mr. Thyssen said the shaded areas were removed in order not to unconsciously affect the judges scoring. With this motion, the members would see the shaded areas not the Inspection judges. Mr. Tice reinforced getting the Member Council involved, with that approach the KFPS would see that this is a serious suggestion. Ms. Thomas amended her motion – **That the KFPS restore the shaded option on the score sheet for the owners and present this request to the Member Council. Ms. Dumford seconded the motion. A vote was taken, and it passed unanimously.**
 - iii. Two Breeding Committee motions were made:
 - 1. **Ms. Thomas motioned that the yearly breeding numbers for approved stallions be restored on the KFPS website. Ms. Dumford seconded the motion. A vote was taken and passed unanimously.**
 - 2. **Ms. Thomas motioned that the advanced stallion search on the KFPS website be restored. Ms. Clough seconded the motion. A vote was taken, and it passed unanimously.** Mr. Smith asked Ms. Thomas to create examples of the motions and she indicated that she would.
- e. Event/Sponsorship Committee July 10, 2023. Ms. Piascik spoke with her committee members about the 2024/2025 AGM. Their committee is happy to take the AGM over with the support of Mr. Tice. It was asked if we should keep these two separate or blend the two committees. After a brief discussion it was decided to assign the AGM responsibilities to the Event/Sponsorship Committee. No motion was needed to make the organization change. Mr. Smith thanked the Events Committee; he indicated that this new approach would be great. A question was raised about using funds for a

promotion they would like to do, a pop up booth. A motion was not needed for this initiative, the committee just needs to stay in budget.

- f. The FMC minutes were discussed. Per Mr. Smith if we approve these minutes without clarification, we will be sending a mixed message. The June 14 minutes discussed the visitor policy and Zoom releases, e.g. that we post their recordings on the FHANA website and that they discontinued having FMC guests. Mr. Smith indicated that we need to understand what this means for the organization. He felt it improper not to include previous meeting recordings before the July 2023 meeting; he advised that they need to go back in time. There were concerns expressed why guests could not attend. Per Ms. Miley commented that this was decided because the FMC did not have the tools to confirm the guest was indeed a FHANA member. (For background, the FMC made a previous motion that passed to allow members to opt out of the membership list, which is why they do not have a data source to confirm memberships.) Mr. Smith did not support posting the FMC recordings and the approach to not having guests. It was noted that FHANA committees do not post their recordings. It was also noted by Ms. Piascik that FHANA does not govern FMC. FHANA does not need to improve or deny their minutes. Ms. Miley agreed with Ms. Piascik. It was asked if minutes can be posted if missing listed attachments, it was decided that would be acceptable.

VIII. Review Items – Mr. Smith

- a. KFPS Meeting Follow up – Mr. Smith, Mr. Tice, and Ms. Thomas had their quarterly meeting. There is a document included in the Board packet that details specifics of their conversations and decision.
- b. SNP Testing – Mr. Tice provided an update. The KFPS does not have a contract for SNP testing at this time and they do not have the dwarfism element figured out in order to proceed. With that said, it was remarked that maybe we do not need to be in such a hurry with SNP testing. Mr. Tice reported that for 2024 FHANA needs to know that we have a signed contract, where we send the tests to, and what will it cost. Mr. Tice spoke with the Fenway Foundation; they are on board. 2023 foals could be done as soon as the KFPS says it is a go. The KFPS knows our deadlines and we cannot spring this on members until we understand what the costs are. The Health Committee will author an article for the magazine to help members understand SNP testing. Mr. Smith reminded all that we also need to know batch sizes.

IX. Discussion Items – Mr. Smith

- a. Mr. Bron made a motion on behalf of the Education Committee. This motion relates to horses being used at the Judging Courses in Circuit 5. He indicated that the committee was seeking reimbursement for the horses in attendance. **Mr. Bron motioned that horse owners get stall fees covered, that they receive a \$50 dollar certificate for gas, and that they can attend the clinic for free. Ms. Thomas seconded the motion.** Mr. Tice advised that Mr. Bron take this back to committee and ask them to come back with a dollar amount. This would be better than dealing on an individual basis. It was noted that there was not enough room for these horse owners to attend the

class and that we need paying participants. The committee could use their budget, or we could look at alternatives. Mr. Tice suggested a flat rate for all horse owners. Mr. Tice and Mr. Bron will examine the Education Committee budget tomorrow. It was noted that the committees are responsible for both cash in and out. Mr. Smith advised that they should focus on the horse expense, not attendance. **Mr. Bron withdrew his motion.**

- b. Mr. Bron asked - Is there a reason not all FHANA board members are “live” on the BoD Zoom meeting? Half of them are not showing pictures. What is the reason they are not live on Zoom meeting.
 - i. Ms. Dumford and Ms. Piascik have poor reception. When they go live their screen freezes and they have to turn off their video. Members can go live as technology permits. Ms. Piascik noted that when she is home she hears every other word. This is because of the terrain; she lives at the base of a mountain. She does have great service and can go live at her place of work. It was also noted that reception declines when more members log in.
- c. Mr. Bron asked - What is the policy when committee’s cross over in different territories? This was brought up by the Education members.
 - i. Mr. Smith remarked that each committee has goals and different groups have subject matter experts. All of our committees author articles – this is for all. If the Education Committee sees an area not covered, they are welcome to pick it up; however, not at the expense of their stated goals. Currently the goals for Education is the Mare Show and FHANA 101.
- d. Mr. Bron asked - When a new KFPS breeding stallion arrives in the FHANA district, is this being discussed and how this will affect (within the BoD or the FHANA breeding committee) the FHANA membership? Are any comments made pro or con? Mr. Bron indicated that this is a touchy issue. Stallion arrives how will that affect us? Does the Breeding Committee make any recommendations? Mr. Bron understands that it is buyer beware. He feels that we as the FHANA organization could be stuck with problems, this is a touchy issue.
 - i. Mr. Smith replied that FHANA cannot interfere with private business or a private treaty. He noted that all approved stallions are good, they have different characteristics. Mr. Smith noted that we promote all approved stallions the way the owner gives the information to us. We do not make judgements. The Breeding Committee works with members asking for advice on their mare(s). They educate the owner how to use the advanced stallion search. Mr. Bron commented think in the back of our mind why they are sold and why they come to North America.
- e. Mr. Bron inquired - When someone decides to resign from a committee is it customary not to mention any names? He thought we wanted more transparency.
 - i. Mr. Smith commented that anything leaning to the negative will go to closed session. If it is a resignation on good terms, we say the name. Discipline is always discussed in private.
- f. Mr. Bron asked – Who decides what goes on the agenda.

- i. Mr. Smith indicated that we do not restrict agenda submissions, but we may combine similar topics. If the agenda gets too long; the president ensures the agenda fits the meeting time. Mr. Tice, Ms. Thomas, and Mr. Smith meet to discuss the agenda. The agenda submission deadline is noon on Friday. When submissions are late, it is hard for Mr. Tice to complete his job. It was asked if it should be changed to 8 am to help Mr. Tice meet the deadline. It is not fair to expect Mr. Tice to work extended hours or weekends to pull the packet together in BoardEffect for posting.

X. Round Table Discussion – Mr. Smith

- a. Mr. Tice reported that the Circuit 5 budget is a work in progress. He is tabling this item now, the budget document in the packet is an FYI. Mr. Smith reported that as of this morning we have a recommendation for the official stallion judging viewing, \$300 per stallion. If we have 30 horses it would be cost neutral. If we had 40 horses we would be cash positive for that event. If all the items are the same and make changes to the stallion fees it results in a \$6,000 gain between East and West. Mr. Tice indicated that Circuit 5 has blown up with additional activities. It keeps growing and growing. He is sending out a list of questions to the relevant chairs about the event and is scheduling a meeting for August 4 to discuss plans. Ms. Piascik asked about the on-site vet. Mr. Smith stated that the vet is required for stallion viewing. If a stallion is selected there is a mandatory vet check at that point. The site hosts ensure that there is a vet and farrier available on call for inspections. Ms. Carpenter and Mr. Laude need to ensure they have a vet available at their stallion viewings, this reminder will be given to all site hosts.
- b. Closed Session
- c. Returned to open session

XI. Action Items – Ms. Clough

- a. Proposed Lifetime Achievement Award modifications to be returned to committee for more discussion and refinement - Ms. Dumford
- b. Create examples on breeding motions for the KFPS and Member Council Representatives - Ms. Thomas
- c. Develop a BBook II process for licensing application - Mr. Smith
- d. Membership Committee to identify two new mentors – Ms. Clough
- e. Clarify the dollar amount for the motions relating to horses attending Circuit 5 Judging Course and review the Education Committee budget with Mr. Tice. – Mr. Bron
- f. Health Committee to author an article to help members understand SNP testing – Ms. Clough.
- g. Examine rules and regulations pertaining to member conduct, develop action options and a penalty table – Ms. Thomas
- h. Update Circuit 5 expense and revenue data – Mr. Tice
- i. Reconcile language in the charter and bylaws pertaining to the countries FHANA covers (U.S, Canada, etc.) – Ms. Thomas

XII. Meeting Evaluation – Mr. Smith.

- a. Board members remarked that the meeting was productive, that we did not sway from the agenda, we covered a diverse array of topics, and that it was worthwhile to stay late to cover all topics. Members expressed that they were pleased with the meeting. Mr. Smith indicated he needed to continue to work on time management and apologized for running late.

XIII. Good of the Order

- a. Next meeting Aug. 15, 2023 @ 6:00PM EDT, Future Meeting Sept. 19, 2023 @ 6:00PM EDT. Members were advised to let FHANA know if this future date and time does not work with the Circuit 2 Inspection schedule.

XIV. Adjourn

- a. The motion to adjourn was made by Ms. Clough. The motion was seconded by Ms. Thomas. The meeting adjourned at 7:25 pm.