

**Board of Directors Meeting Minutes
March 1 ,2025 8:30AM EST**

I. Welcome & Call to Order at 8:33AM EST

- A. In Attendance: Eric Smith, President, Erin Miley, Vice President, Jo Clough, Treasurer, Katie Wenger, Secretary, Danielle Piascik, Director, Mr. Bron, Director, Khari Ryder, Executive Director, Marquis Laude, Director-Elect, Mark Boonstra, Director-Elect

II. Signing of Documents

- A. Director Commitment Form
B. FHANA Conflict of Interest Policy and Certification
C. FHANA Board of Director Duties
D. Director Commitment and Confidentiality Agreement

III. Correspondence – Mr. Smith

-None

IV. Action Items – Mr. Smith

- A. FMC guidelines to be sent to the Rules and Regulation Committee for discussion and possible implementation –Ms. Piascik, complete
B. Begin work on identifying a 2026 AGM location and identify chapter(s) to host. – Ms. Piascik, ongoing
C. All liaisons to solicit committees for articles for the Friesian magazine- Directors, ongoing
D. All board members to find new committee members- Directors, complete
E. Rules and Regulations to create policy on how FHANA handles referendums- Ms. Piascik, ongoing
F. Ask sport committee to create a vetting process to decide which virtual show companies to partner with as well as inquire if Spotlight Horse Show would be willing to be a FHANA sponsor.- Ms. Wenger, ongoing
G. Edit stallion viewing handout- Mr. Bron, ongoing
H. Complete Kentucky Horse Contract- Ms. Piascik, Mr. Ryder, ongoing
I. Invoice Stallion owners- Mr. Ryder, complete
J. Create guidebook for hosting AGM- Ms. Piascik, complete
K. Follow up meeting with member- Mr. Smith, Ms. Miley and Mr. Ryder, complete
L. Notify newly approved committee members- Mr. Bron, complete
M. Liaisons to fill out Calendar for respective committees- Directors, complete

V. Treasurer's Report- Ms. Clough

- A. December Income: \$27,020.73
B. December Expense: \$48,228.73
C. December Net Income: \$21,208.00

- D. January Income: \$66,040.00
- E. January Expense: \$34,374.36
- F. January Net Income: \$31, 665.64
- G. EOY Income 2024: \$546,980.18
- H. EOY Expense 2024: \$552,613.56
- I. EOY Net Income 2024: \$-5,633.38
- J. February Income: \$55,946.04
- K. February Expense: \$11,293.45
- L. February Net Income: \$44,364.59
- M. YTD Income: \$121,698.04
- N. YTD Expense:\$45,667.81
- O. YTD Net Income:\$ 76,030.23

Ms. Clough motions to accept the treasurer's report. Ms. Miley second. Motion carries unanimously.

VI. Consent Agenda- Mr. Smith

- A. January BOD Minutes- Ms Wenger
- B. Membership Committee January Minutes- Ms. Clough
- C. Membership Committee February Minutes- Ms. Clough
- D. Stallion Committee February Minutes- Mr. Bron
- E. Health Committee February Minutes- Ms. Clough
- F. Finance Committee February Minutes- Ms. Clough
- G. Combined Committee Feb 5, 2024 Minutes- Mr. Eric
- H. Chapter Committee February Minutes- Ms. Piascik
- I. Sport Committee Dec 11, 2024 Minutes- Ms. Wenger
- J. Sport Committee Dec 16,2024 Minutes- Ms. Wenger
- K. Sport Committee Emergency Dec 23, 2024 Minutes- Ms. Wenger
- L. Sport Committee January Minutes- Ms. Wenger
- M. Education Committee December Minutes- Ms. Wenger
- N. Inspection Committee February Minutes- Ms. Clough

Mr. Smith asks if any minutes should be pulled. Mr. Smith pulled Chapter Committee Minutes, Ms. Piascik pulled Sports Committee January Minutes and Finance Committee February Minutes.

Ms. Miley motions to accept amended concent agenda. Ms. Piascik seconds. Motion passes unanimously.

VII. Executive Report- Mr. Ryder

- A. Bbook II update
- B. Lease Renewal

VIII. Committee Reports

A. Inspection Committee- Ms. Clough

- 1. **Ms. Clough motions to continue with the original Inspection schedule previously sent to the Board of Directors with the understanding that Circuit 5 dates are fluid and that the Inspection Committee may make adjustments as necessary. Ms. Miley seconded the motion. Motion carries.**

B. Sport Committee- Ms. Wenger

- 1. **Ms. Wenger motions to accept the KFPS Z test English translations for a committee test approval and test submission to the Board for their approval at their meeting. Ms. Piascik seconded the motion. Motion carries**
- 2. **Ms. Wenger motions to move the 2024 HOTY announcement to the November 2025 AGM (allowing ample time to get the needed data for the stallion horse of distinction selection, approvals, the HOTY voting & results). Ms. Clough. seconded the motion. Motion carried unanimously**
- 3. **Ms. Wenger motions to hold the 2024 virtual awards ceremony April 5th @ 7 pm EST. (allowing time to advertise, develop its format and specifications, and notify recipients for their participation. Ms. Piascik seconded the motion. Motion carried unanimously.**
- 4. **Ms. Wenger motions for FHANA also recognize those 3rd-5th places with a ribbon and letter of accomplishment/congratulations. Ms. Piascik seconded the motion. Motion carried unanimously.**

C. Chapter Committee- Ms. Piascik

- 1. **Ms. Piascik motions to eliminate the current requirement of submitting Chapter Bylaws annually, unless an update or change has been made to the current Chapter Bylaws. Ms. Wenger seconded the motion. Motion carried unanimously.**
- 2. **Ms. Piascik motions to exclude the current required roster of current members for chapter renewals. Ms. Clough seconded the motion. Motion carries.**

D. Finance Committee- Ms. Clough

E. Chapter Committee- Ms. Piascik

F. Sport Committee- Ms. Wenger

Mr. Smith asked for a motion to approve the pulled minutes. Ms. Clough seconded. Motion carried unanimously.

IX. Review Items- Mr. Smith

A. 2025 FHANA AGM KHP Commitment

X. Discussion Items- Mr. Smith

A. Director Topics- Mr. Bron

1. Advertising, promoting cross breeding Friesian horses with different breeds
2. Advertising promoting Friesian stallions for breeding without a valid KFPS breeding license
3. Advertising, promoting different breeds at FHANA events

B. Dismissal of outgoing officers.

1. Thank you, Jo Ann Clough, for your time served on the FHANA Board of Directors. Thank you, Jack Vander Kooy, for your time served as the FHANA Representative to the KFPS Members Council.

C. Welcome returning Directors and welcome new Director. FHANA Board Director Danielle Piascik and new FHANA Board Directors Marquis Laude and Mark Boonstra. Welcome new FHANA Representative to the KFPS Members Council, Bert Mourits.

1. Conclusion of the 2024 FHANA Board of Directors.

D. Election of Officers

1. President

- a) Ms. Piascik nominates Mr. Laude. Mr. Laude accepts
- b) Mr. Bron nominates Ms. Miley. Ms. Miley declines
- c) Mr. Laude declared president.

2. Vice President

- a) Mr. Smith nominates Ms. Piascik. Ms. Piascik accepts.
- b) Mr. Boonstra nominates Ms. Miley. Ms. Miley accepts.
- c) Ms. Piascik voted vice president

3. Secretary

- a) Ms. Piascik nominates Ms. Wenger. Ms. Wenger accepts
- b) Ms. Wenger declared secretary

4. Treasurer

- a) Ms. Wenger nominates Ms. Miley. Ms. Miley declines
- b) Ms. Miley nominates Mr. Smith. Mr. Smith accepts
- c) Mr. Smith declared Treasurer

5. Welcome the new 2025 FHANA Board of Directors.

E. 2025 Board Regional Area Assignments

1. Mr. Bron to assume Region 1
2. Mr. Boonstra to assume Region 2

3. Mr. Laude to assume Region 3
4. Mr. Smith to assume Region 4
5. Ms. Miley to assume Region 5
6. Ms. Wenger to assume Region 6
7. Ms. Piascik to assume Region 7

XI. Roundtable- Mr. Laude

- A. Mr. Laude motions that any FHANA member that calls the office and is disrespectful, rude or uses vulgar language will immediately be disconnected. The first offense will result in a call from the FHANA president and documented. The second offense will result in a written warning with reference to further violations that will require a \$1000.00 fine paid to FHANA. Mr. Piascik seconded.
 1. Mr. Bron called point of order
 2. Motion Rescinded.
- B. Mr. Laude turns meeting over to Ms. Piascik.
 1. Mr. Laude makes a motion to send the following motions to the Rules and Regulation for review. Ms. Wenger Seconded
 - a) Mr. Laude motions that any FHANA member that calls the office and is disrespectful, rude or uses vulgar language will immediately be disconnected. The first offense will result in a call from the FHANA president and documented. The second offense will result in a written warning with reference to further violations that will require a \$1000.00 fine paid to FHANA.
 - b) Any FHANA member that represents ownership, owns a KFPS approved stallion or is marketing such a stallion that has had its breeding license suspended, revoked or otherwise, shall not advertise, market or make reference to that stallion as being KFPS approved to breed. Any reference to that stallion as approved to breed by the KFPS in marketing or advertising material will result in a \$500.00 fine paid to FHANA for each violation identified and for each platform used by the owner.
 - c) Any FHANA member that receives disciplinary action from the FHANA leadership, will result in public notification to the membership that the member was disciplined for any violation or multiple violations and the specific policy or section(s) of the code of conduct that were violated. Should that member publicly on a social media platform disrespect the actions of the leadership, the specific details of the disciplinary action will be publicized.

- d) If the FHANA leadership learns of any FHANA member (by proof and verification of the court documents) that has been named in a legal proceeding that resulted in a fully adjudicated finding whereas money is owed to the opponent will require the FHANA member to present to the FHANA leadership either proof of an appeal to the findings or documentation that the judgement has been fully settled within six months of the judgement. If an appeal is granted, the results of that appeal will be submitted to FHANA. If the findings of the appeal render a decision that reflect the member is liable to owe the opponent, then the FHANA member has 90 days to settle the debt. If the member does not comply with the findings of the court, then the member is restricted from participating in any leadership elements of the organization.
- e) Motion for Chapter committees to add a certification by the chapter president that the chapter is in compliance with all IRS and Candadian CRA Laws as it pertains to collecting and paying expenses associated with that chapter.
- f) Motion Background checks: FHANA nominated BOD candidates sign a release of information to facilitate a Background Investigation identifying any criminal activity. The candidate shall certify that they understand that should the candidate be elected IAWW the FHANA procedures a background investigation will be initiated. If there is a felony conviction in the candidates history, that candidate is not eligible as a BOD member

2. Motion passed

C. Chapter Committee- Ms. Piascik

1. Spreadsheet for Chapter application
2. Guidebook for new Chapter applications

XII. Action Items – Ms. Wenger

- A. Begin work on identifying a 2026 AGM location and identify chapter(s) to host. – Ms. Piascik
- B. All liaisons to solicit committees for articles for the Friesian magazine- Directors
- C. Rules and Regulations to create policy on how FHANA handles referendums- Ms. Wenger
- D. Ask sport committee to create a vetting process to decide which virtual show companies to partner with as well as inquire if Spotlight Horse Show would be willing to be a FHANA sponsor.- Ms. Wenger
- E. Edit stallion viewing handout- Mr. Bron
- F. Complete Kentucky Horse Contract- Ms. Piascik, Mr. Ryder
- G. Office to implement increased membership fees.- Mr. Ryder

- H. Office to implement reinstating the ABFP fee- Mr. Ryder
- I. Office to implement the revised Predicate fee- Mr. Ryder
- J. Implement 3.25% credit card processing fee- Mr. Ryder
- K. Restitute Marketing Committee in conjunction with the Sponsorship/Events- Ms. Piascik
- L. Implement the Membership Committee's 2025 strategy - Mr. Boonstra
- M. Initiate FHANA Research Grant fundraising- Mr. Boonstra, Ms. Piascik
- N. Collaborate with Young and Wadlington for 2024 EOY reconciliation and creation of the 990- Mr. Smith
- O. Analyze resource needs for processing BII registrations, calculate the FTEE needed to manage this process- Mr. Ryder
- P. Movement towards 501c3 status- Mr. Ryder, Mr. Boonstra
- Q. Redesign invoicing, move to recurrent billing - Mr. Ryder, Mr. Smith
- R. Look into moving ABFP funding to low risk investment account- Mr. Smith
- S. Ask Sport Committee to clarify the Circuit 5 show- Ms. Wenger
- T. Inspection Handbook edits- Mr. Laude
- U. Rules and Regulations committee to evaluate advertisement requirements and rules- Ms. Wenger
- V. Website updates- Mr. Ryder
- W. Rules and Regulations to review suggested motions- Ms. Wenger
- X. Chapter committee to create Guidebook for new chapters- Ms. Piascik

XIII. Meeting evaluations- Mr. Laude

- A. Recommend more teambuilding or ice breakers.
- B. Kept focus on topics
- C. Stopped to ask ourselves if we were heading into the weeds
- D. Work on maintaining mindfulness of others talking
- E. Need to be brought back to the motion during discussion at times

XIV. Good of the Order

- A. Future meetings: March 18, 6PM EST; April 22, 2025, 6PM EST; May 20, 2025, 6PM EST; June 17, 2025, 6PM EST; July 22, 2025, 6PM EST; August 19, 2025, 6PM EST; September 16, 2025, 6PM EST; October 21, 2025, 6PM EST; November 18, 2025, 6PM EST; December 16, 2025, 6PM EST

XV. Adjourn

- A. Ms. Miley motions to adjourn the meeting. Meeting adjourned 12:26PM EST

