



## **Board of Directors Minutes**

December 18th, 2018 1:30PM EDT

### **A. Welcome & Call to Order - Dr. Rosanne Palermo, President**

- i. In attendance: Dr. Rosanne Palermo, President, Ms. Angie DePuydt, Treasurer, Ms. Charlotte Dumford, Secretary, Ms. Barb Renico, Director, Ms. Allison Thomas, Director, Mr. Eric Smith, Director, Mr. Jason Tice, Executive Director
- ii. Identify Conflicts of Interest-No Conflicts of Interest were identified.

### **B. Secretary's Report - Charlotte Dumford, Secretary**

- i. Ms. Dumford presented the minutes dated November 20th, 2018. **Motion made by Ms. Dumford to accept the minutes as changed. Motion seconded by Ms. DePuydt. Motion approved unanimously.**

### **C. Matters arising from the Minutes**

- i. Dr. Palermo presented a letter from Ross and Matthews. The board discussed the letter and determined that Ms. DePuydt should write a response and send to the board for approval.

### **D. Correspondence**

### **E. Treasurer's Report-Angie DePuydt, Treasurer**

- i. Ms. DePuydt presented the financials for November 2018

#### **Balance Sheet**

Total Assets: \$407,736.58

Total Liabilities: \$1,344.19

Total Liabilities & Equity: \$407,736.58

#### **November Profit & Loss 2018**

Total Income: \$23,799.70

Total Expense: \$38,630.17

Net Income: \$(14,830.47)

#### **Profit & Loss Year to Date:**

Total Income: \$635,144.07

Total Expense: \$586,921.89

Net Income: \$48,222.18

**Motion made by Ms. DePuydt to accept the financial report as presented.**  
**Motion seconded by Ms. Renico. Motion approved unanimously.**



## F. Executive Director's Report - Jason

Mr. Tice reported that our membership stands at 1645 which is 10 more members for the same period in 2017. Mr. Tice presented a transfer issue. The paperwork was signed by the owner of record's husband. The new owner has presented the appropriate paperwork with a bill of sale and cashed checks. The owner would like his papers, but we have nothing signed from the current owner of record. The previous owner is refusing to provide the appropriate signature. After discussion, the Board determined that Mr. Tice cannot complete the transfer until a signature is obtained from the owner of record rather than the husband. Mr. Tice reported that he has one DNA issue that requires discussion. He is currently working out the issue between University of Kentucky, University of California-Davis, and the owner. He will report back once the issue is resolved. Mr. Tice has completed the trademark for FHANA and Friesian Horse Association of North America, INC. Just as a reminder, the FHANA office will be closed Dec. 24-25, and Jan 31-1. Mr. Tice detailed the AGM Schedule for the board. The Board will meet on Thursday, Feb. 20<sup>th</sup>, starting at 8:30AM. Mr. Tice urged the board to focus on some long-term planning. Mr. Tice reported that the awards have all been calculated and winners contacted. The awards banquet is starting to come together and should be the highlight of the weekend. Mr. Tice has made the appropriate hotel reservations for each Board member. The membership renewals are steadily coming in, and a reminder email has been sent out to past members, informing them about the new membership category and encouraging them to rejoin. Postage is becoming more and more expensive, and while Mr. Tice is a firm believer in standard mail notifications, he is concerned that FHANA cannot continue to absorb the cost of the increased postage fees.

## G. Committee Reports

i. Inspection Committee (Eric) Mr. Smith presented the minutes dated 12.11.18. Mr. Smith reported that the committee is still researching the issue of runners for 2019, as well as considering other inspection issues. He expects to have an update at the next meeting. Dr. Palermo reported that there is a group of runners that are willing to come to the United States to conduct training for potential runners. Ms. Dumford reported that members have expressed interest in the Education Committee producing a runner training program via a webinar or video. The board gave Mr. Smith some feedback that he will take back to the Inspection committee for further discussion and development.

**Motion made by Mr. Smith to accept five new sites for the 2019 Inspections, Sites include: Colorado, Michigan, Florida, Washington, & Arizona. Motion seconded by Ms. DePuydt. Motion approved unanimously.**

**Motion made by Mr. Smith to accept the 2019 Inspection Schedule as presented. Motion seconded by Ms. Dumford. Motion approved unanimously.**

ii. Marketing Committee (Allison) Ms. Thomas presented the minutes dated 11.30.18. Ms. Thomas discussed the booth and the issue of chapters purchasing the new booth materials. **Motion made by Ms. Thomas to give a discount of \$100.00 toward the purchase of a three-piece chapter banner display in 2019 provided the display is purchased prior to the FHANA booth being shipped to that chapter in 2019. Motion seconded by Mr. Smith.** Ms. Thomas reported that this option will increase the longevity of the current FHANA booth and help save the association money on shipping expenses. Ms. DePuydt reported that she was in favor of this direction to help promote the newly-designed three-piece banner display. **Motion approved unanimously**

iii. Editorial Committee (Angie) Ms. DePuydt presented the minutes dated 12.6.18. Ms. Thomas inquired about the status of an article on the 35<sup>th</sup> Anniversary Celebration. Ms. DePuydt reminded the Board that February 1 is the close out date for the next issue of The Friesian. The Committee will, however, make exceptions for articles and announcements regarding the AGM.

iv. Sports Committee (Charlotte) Ms. Dumford presented the minutes dated 11.27.18 & 12.4.18. Ms. Dumford presented the Western Dressage Award criteria as reworked by the committee to better align with the already existing FHANA awards. **Motion by Ms. Dumford to accept the Western Dressage Award as presented. Motion seconded by Ms. Thomas.** Ms. DePuydt reported that there has been some feedback from the FHANA Member Council regarding this award. Ms. Dumford reminded the Board that the award was previously presented by the Lone Star Friesian Horse Club and that the chapter needs to receive credit for bringing this award to FHANA. Ms. Dumford acknowledged that the Board reviewed this award previously and determined that it needed to be reworked to fit FHANA's other year end awards. Mr. Smith and Ms. Dumford expressed that the award can move forward at this time as it has been amended by the Committee. The Committee wants to make sure the Lone Star Friesian Horse Club does receive the proper credit for the award but conceded that no other FHANA Year End awards are currently sponsored by a chapter. The Committee will need to address this for the future and create a mechanism for chapter sponsorship/donations. Mr. Smith suggested possible language changes to the title of the award for the Committee to consider. **Motion approved unanimously**

i. Horse of the Year nominations-Ms. Dumford presented the nomination forms that were accepted by the committee and explained the criteria used to select the breeding nomination. **Motion made by Ms. Dumford to approve the 4 horses presented for the Horse of the Year. Motion seconded by Ms. DePuydt. Motion approved unanimously**



v. 35th Anniversary Celebration (Allison) Ms. Thomas presented the minutes dated 11.28.18. Ms. DePuydt inquired about the collateral materials that have been developed for the KFPS Stallion Show and the FHANA AGM. Ms. Thomas reported that materials are being printed for both events and that the committee is putting together a presentation for the FHANA AGM. The committee will have materials available for the stallion show to be hand-distributed so that face-to face contact can be made with potential attendees. The handout will be like the ad that was included in the recent issue of the Phryso magazine. The committee is also working on handout materials to be distributed with the FHANA booth.

vi. Education Committee (Charlotte) Ms. Dumford reported that the committee did not have the opportunity to meet during this week, but they will resume after the New Year when members return from the KFPS Stallion Show.

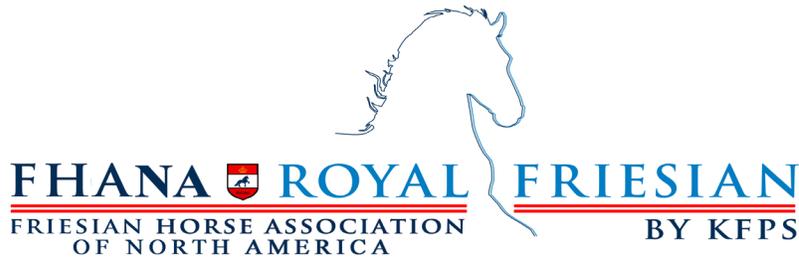
vii. Finance Committee (Angie) Ms. DePuydt presented the minutes dated 12.13.18. Presentation of the 2019 FHANA Budget for review.

**Motion made to accept the budget as presented with a Net Income of \$400 for 2019.** Ms. DePuydt reported that the Committee recommended some additional changes, such as the reduction in professional services to reflect a pre-payment of \$4000. **Motion made by Ms. DePuydt to accept the 2019 budget as amended.** **Motion seconded by Mr. Smith.** A brief discussion took place over separate items for clarification. **Motion approved unanimously.**

viii. Membership Committee (Barb) Ms. Renico presented the minutes dated 11.26.18 along with the most recent survey results.

ix. KFPS Member Council (Angie) Ms. DePuydt presented the minutes dated 12.6.18. Ms. DePuydt reminded the Board members to address the previously-discussed frozen semen breeding issue at the FHANA Board's meeting with the KFPS during the Stallion Show in The Netherlands. The entire council has discussed this at length and would now like the board to take their request to the KFPS.

**Motion made by Ms. DePuydt to appoint Ted Vanderkooi as the FHANA representative to the KFPS Member Council. This term is for 4 years and would expire 2023. Motion seconded by Ms. Thomas.** Mr. Smith asked if any other members have expressed an interest in this position. Ms. Thomas felt that the position needed to be sent out to the membership to see who might be interested in this position in the future. Dr. Palermo reported that this was recently added as a committee with a board liaison. She, too, is in favor of putting this out to the membership in future, but she felt that Mr. Vanderkooi has done a great job for FHANA and should remain in his position at present. **Motion approved unanimously.**



x. FHANA Member Council (Angie) Ms. DePuydt presented the minutes dated 10.17.18. Ms. DePuydt reported that Mr. Marquis Laude has taken over as Chairman of the Council.

xi. Rules & Regulations (Angie) Ms. DePuydt presented a proposed change to Rules & Regulations section 1.

**Motion made by Ms. DePuydt to accept the proposed changes to Rules & Regulations section 1 as presented. Motion seconded by Ms. Smith. Motion approved unanimously.**

## H. Review Items

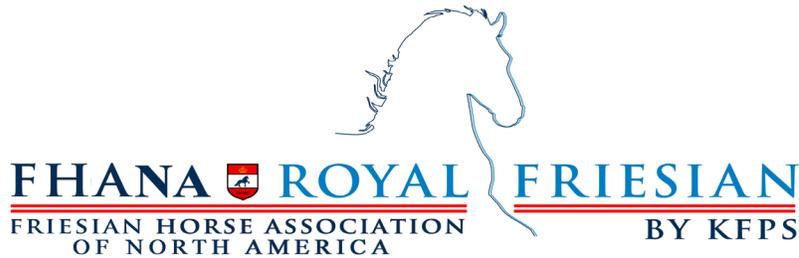
i. KFPS/FHANA meeting (Jason) Mr. Tice presented the suggested agenda for the upcoming meeting with the KFPS scheduled for Thursday, Jan. 10, 2019, at 3PM in the Stockholm room of the WTC Hotel, Leeuwarden.. Mr. Tice inquired if any board members will be attending the WFHO meeting which is being held on Friday, Jan. 11, 2019, at 10AM in the Milaan Room. Dr. Palermo, Mr. Smith, and Ms. Dumford all indicated that they will attend, as will Mr. Tice.

ii. 2018 FHANA Volunteer of the Year (Jason) The Board discussed several possible candidates for Volunteer of the Year 2018 based on their various contributions to the association. The Board determined to continue to award one individual. Since there were several very worthy candidates, the Board further decided to recognize a second candidate as the Runner-up with a token of appreciation. Each of the nominees will be recognized in the magazine as Volunteers of Distinction, and FHANA will follow this path in the future.

iii. Board of Directors Elections (Jason/Charlotte) Ms. Dumford reported that Ms. Renico recently withdrew from the FHANA Board elections. This left Dr. Palermo, Mr. Marquis Laude, and Ms. Amy Rogala Hobbs as candidates. Ms. Dumford reported that she met with the 3 nominees and that Ms. Rogala-Hobbs volunteered to take the one-year seat recently vacated by Ms. McClelland. The remaining two open 3-year terms will be filled by Dr. Palermo and Mr. Laude. Thus, there will be no election in 2019 which will save the association approximately \$3,000.00.

iv. FHANA Royal Friesian Achievement of Breeding Excellence Award with Exceptional Mare (Charlotte) With several Board members still expressing concerns with the criteria for this award, this item was tabled until January 2019 for further discussion

## I. Discussion Items



i. Auction Cease & Desist v. Commissions (Rosanne)-Dr. Palermo reported that she has spoken to Mr. Miller about future dates of their auction, and both parties are trying to work together for future planning. Dr. Palermo reported that Mr. Miller would like to have our AGM stallion breeding auction as part of their auction on Friday afternoon. The Board discussed the potential impact of this action on our AGM activities. The primary concern is the interruption of our live demonstrations with Peter Spahn on Friday. Dr. Palermo determined it would be best to turn this suggestion over to the AGM Committee for further discussion and development. The Board discussed several possible ways to assist and educate the community served by the Michiana auction in future.

ii. Advertising for Charitable Associations (Angie/Barb) After a brief discussion, the Board determined to send this item to the Finance Committee to examine the financial implications to the overall budget and to develop further.

iii. Trademark of FHANA Logo (Jason) Mr. Tice presented 2 different versions of the present logo for consideration for Trademark. After additional discussion, the Board decided to include the shield as part of the trademark and directed Mr. Tice to proceed with the trademark of the 3 logos.

## **J. Board Round Table Discussion**

## **K. Good of the Order**

i. Next Meeting: January 22, 2019 via Teleconference. \*\*\*This is a week later than normal\*\*\*

ii. Future Meeting: February 21, 2019. This meeting will take place in the Executive Board Room of the DoubleTree Ontario, California.

## **L. Adjourn**

**Mr. Smith motioned to adjourn. Motion seconded by Ms. Thomas. Meeting adjourned at 4:30 EDT.**