



Board of Directors Minutes

March 19th, 2019 1:30PM EDT

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

i. In Attendance: Dr. Rosanne Palermo, President, Charlotte Dumford, Secretary, Amy Rogala-Hobbs, Treasurer, Director Eric Smith, Director, Allison Thomas, Director, Marquis Laude, Director, Jason Tice, Executive Director, Absent with notice, Ms. DePuydt, Vice President.

ii. Identify conflicts of interest-Ms. Rogala-Hobbs identified a possible conflict with correspondence from Mr. Bron.

B. Secretary's Report - Charlotte Dumford, Secretary

i. Ms. Dumford presented the minutes dated Feb. 21, 2019. **Motion made by Ms. Dumford to accept the minutes as presented.** Mr. Smith brought up an issue with the financials report and a third motion. The Board determined to table this motion and the February minutes until the recording can be reviewed again to verify the motion.

C. Matters arising from the Minutes

D. Correspondence

i. Mr. Tice presented a correspondence from Mr. Will Bron and the Northwest Friesian Horse Club. This correspondence is for information only. No action is needed.

E. Treasurer's Report-Amy Rogala-Hobbs, Treasurer

i. Ms. Rogala-Hobbs presented the financial report for Month End February 2019

Balance Sheet

Total Assets: \$452,231.88

Total Liabilities: \$33,969.77

Total Liabilities & Equity: \$452,231.88

Profit & Loss Feb. 2019

Total Income: \$71,952.50

Total Expense: \$67,159.54

Net Income: \$4,792.96



Profit & Loss Year to Date

Total Income: \$169,102.63

Total Expense: \$99,672.92

Net Income: \$69,429.71

Mr. Smith inquired about the 2019 Annual General Meeting and the difference between the budget and the actual income. Mr. Tice explained that because FHANA operates on a cash basis, the recap displays the actual income for the event, some of which was taken in from 2018. Ms. Thomas asked about an inspection income. Mr. Tice explained there is a typo on the recap, and this will be addressed with March's recap. **Motion made by Ms. Rogala-Hobbs to accept the Treasurers report.**
Motion seconded by Mr. Smith. Motion approved unanimously.

F. Executive Director's Report - Jason

Mr. Tice reported the following: **Membership:** Current membership is 1105 which is on par for this time of year. **DNA Issues:** No DNA issues currently. **Chapters:** Mr. Tice is missing the following chapter renewals: Quebec Friesian Horse Association, Heart of America Friesian Association, and Rocky Mountain Friesian Horse Association. The deadline for chapter renewals is March 31.

Other items: April Board Meeting: This will take place via Teleconference and face to face for those who can attend. Those who would like to attend on Thursday, April 25th, will have a tour of the famous Calumet Farms followed by lunch at the Clubhouse at Keeneland with first post at 1:05PM. The Board meeting will take place Friday, April 26th, starting at 10:30AM EDT (7:30AM PDT). The meeting will take place at the FHANA office, 4037 Iron Works Parkway, Suite 160. Mr. Tice confirmed the following would be in attendance: Dr. Palermo, Ms. Dumford, Mr. Laude, and possibly Mr. Smith. **35th Anniversary Board Meeting:** Mr. Tice has reserved a room on Monday, July 15th, to hold a Board meeting which will be done via teleconference and face to face for those who can attend. Mr. Tice commented that this will be the best date to conduct a meeting and possible strategic planning session. He expressed concern that there will be too much going on with the event and possible set up etc....to be able to break away for half the day to conduct a meeting. Other possible days might be Sunday, July 14th, or Thursday, July 18th. Mr. Tice requested feedback. **ABFP Testing:** The dates are set to start June 10th. We currently have 7 Bene 476 offspring signed up, and we only need 4. We have 1 Date 477, and we need 5. Currently, we have 14 Julius 486 offspring, and we will fill in as many spaces as possible with his offspring. The auction site took \$6,500.00 off the payment to Joe Siczka for the sale of Date and sent it to us to take care of the payment for testing the Date offspring. **Mare Show and Education Weeks:** Mr. Tice confirmed the following dates: Mare Show East-Oct. 3; Mare Show West-Oct. 9; Education Week I (Alberta) July 18-20; Education Week I (Indiana) July 22-24; Education Week II (Ohio) Oct. 4-6.



G. Committee Reports

i. 35th Anniversary Celebration (Allison) Ms. Thomas presented the minutes dated 3.8.19. Ms. Thomas reported that a change needs to take place with these minutes and that she will notify the committee that this change needs to be written accurately before the minutes are posted.

a. Review of working budget-Dr. Palermo informed the Board that the committee is utilizing a working budget in Goggle Docs. Mr. Tice reported that the original budget that was passed did not include the income/expenses for merchandise. These items have been added to the budget, and the budget continues to increase. Ms. Thomas countered that the committee has raised over \$27,000.00 in sponsorships which is almost 3 times higher than the original budget.

b. Proposal of Merchandise Items available. **Motion made by Ms. Thomas to accept the proposal submitted by the 35th Anniversary Committee for the purchase of merchandise to be sold during the event. Motion seconded by Ms. Rogala-Hobbs.** Mr. Tice requested that the board to review the items to ensure that these are the most appropriate items to sell. Mr. Tice added that these merchandise items are not included in the original proposed budget. Mr. Laude inquired about the number of units that the committee proposes to sell. Ms. Rogala-Hobbs asked if FHANA did similar items during the 25th Anniversary. Ms. Thomas requested that the Board review this and give the committee specific feedback by the next board meeting. Ms. Thomas also reported that the committee was originally not interested in selling clothing. Mr. Smith suggested some specific numbers to order for the committee to review. Mr. Laude encouraged the Board to trust the committee suggestions regarding the merchandise. **Motion approved unanimously.**

ii. AGM Committee (Charlotte) Ms. Dumford provided a recap of the 2019 AGM. The offsite live-Friesian horse demonstrations, which included Marc-Peter Spahn and Willie Arts, were a big hit with attendees.

a. Financial recap of event: Ms. Dumford reported that the event did lose money this year. Mr. Smith and Ms. Dumford recognized the committee and the members from both Southern California chapters for the excellent job they did. This was the first time two chapters have combined their efforts to pull off the FHANA AGM, and Mr. Smith commended them for doing an incredible job overcoming various unexpected challenges.

b. 2020 AGM: Mr. Tice reported the AGM will take place in Lexington, KY, on Feb. 27-29, 2020.



iii. Inspection Committee (Eric) Mr. Smith presented the minutes dated 3.12.19.

Motion made by Mr. Smith to accept the 2019 Inspection Champion recommendations. Motion seconded by Mr. Laude. Mr. Laude reported that he would also like to include "Reserve Champion of the Day" as part of the motion. Mr. Smith reported that the committee did discuss this at length. Ms. Dumford thought adding this extra ribbon might encourage additional participation, especially since this was a point of discussion during the Annual General Meeting. Mr. Tice reported how this will affect us financially and urged the Board to consider these implications. If we continue to add items, this expense will continue to erode our proposed budget for the year. Ms. Thomas asked if there is a minimum number of horses to be considered for these new awards. Mr. Tice reported that it is very difficult to impose a minimum number of entries to recognize a reserve champion. Mr. Tice reported the cost to implement the new award is approximately \$500.00. Dr. Palermo requested Youth Geldings be added to categories 3 and 4. Mr. Smith and Mr. Laude responded that this is implied but that language to clarify will be added. **Motion approved unanimously. Motion made by Mr. Laude to designate a Reserve Champion of the Day to match the categories of the Champion of the Day. Motion seconded by Ms. Rogala-Hobbs. Motion approved unanimously.**

iv. Editorial Committee (Angie) Mr. Tice presented the minutes dated 3.7.19 on behalf of Ms. DePuydt.

v. 2019 Committee Assignments (Rosanne) Dr. Palermo presented the committee assignments for 2019.

H. Review Items

i. Grievance (Allison/Marq): Ms. Thomas gave an update on the pending grievance. Ms. Thomas thought she would have a written update for the Board to review within the next week. Currently, the committee is investigating the rules that may have been violated.

I. Discussion Items



i. Website Development (Jason) Mr. Tice presented an updated proposal from Softhouse regarding the website. The original budget quoted by Softhouse for this project was 3-5,000 Euros. With this new proposal, Softhouse is now quoting us between 7-9,000 Euro. Once Softhouse got into the website after their meeting with Mr. Tice in January, they discovered that some of our functionalities need to be adopted by them and that these changes were not as easy as originally thought. Mr. Tice estimated that with the new proposal and the other website fees we have, this line item could be \$4,500 over budget for 2019. Please keep in mind that this new project will be added to our depreciation scale at the end of the year. **Motion made by Mr. Laude to continue with the project as presented. Motion seconded by Mr. Smith.** The Board proceeded to discuss the proposal at length. Mr. Smith asked what the cost would be if we were to move in the direction Webvanta suggested? Mr. Tice reported that there would not be a fee to transfer but that their new platform would be even less user friendly. Mr. Smith inquired if certain items in the SoftHouse proposal such as, "Submit a Photo" "Submit an Event" & "Submit News" were necessary as part of the proposal. Mr. Tice reported that these items are seldom used, and that if we were to leave these items off, it would save FHANA approximately \$3,500.00 on the project. **Mr. Smith amended the Motion to proceed with the project except for the items "Submit a Photo," "Submit an Event," and Submit News."** **Motion seconded by Ms. Dumford. Motion approved unanimously.**

J. Board Round Table Discussion

i. Discussion on the letter from Alberta contingent regarding opening a bank account in Canada. Dr. Palermo outlined the letter for the Board, describing the details of establishing an account in Canada and how it would be used. The Board discussed the account, including an examination of the FHANA Bylaws by Mr. Smith, on how to implement an account. **Motion made by Ms. Thomas to open a Canadian Account to use for the 35th Anniversary Celebration. Motion seconded by Mr. Smith. Motion approved unanimously.**

K. Good of the Order

- i. Next Meeting: April 26th, 2019 Face to Face/Teleconference
- ii. Future meeting: May 21st, 2019 via Teleconference

L. Adjourn

Ms. Thomas motioned to adjourn. Ms. Dumford seconded. Meeting adjourned at 4:15 EDT.