



Board of Directors Minutes

June 19th, 2018 1:30PM EDT

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

i. In attendance: Dr. Rosanne Palermo, President, Jennifer McClelland, Vice President, Angie DePuydt, Treasurer, Charlotte Dumford, Secretary, Barb Renico, Director, Eric Smith, director, Allison Thomas, Director, Jason Tice, Executive Director

ii. Identify conflicts of interest-Mr. Smith inquired about motions for either the Editorial or ABFP committees. Those committees have no motions up for discussion; therefore, there are no conflicts of interests identified.

B. Secretary's Report - Charlotte Dumford, Secretary

i. Ms. Dumford presented the Minutes dated May 15th, 2018 for approval. Mr. Smith inquired about the open items reported in the Executive Directors report. After a discussion, it was determined one open item had been resolved while the other issue is still pending. Mr. Smith reported that he will follow up with the member regarding the registration papers. **Motion made by Ms. Dumford to accept the minutes as changed. Motion seconded by Ms. McClelland. Motion approved unanimously.**

C. Matters arising from the Minutes

D. Correspondence

E. Treasurer's Report-Angie DePuydt, Treasurer

i. Ms. DePuydt presented the Financials for May 2018

Balance Sheet

Total Assets: \$451,410.99

Total Liabilities: \$1,244.19

Total Liabilities & Equity: \$451,410.99

Profit & Loss Year to Date

Total Income: \$304,433.48

Total Expense: 212,436.89

Net Income: \$91,996.59

Profit & Loss May 2018



Total income: \$58,076.41

Total Expense: \$22,180.55

Net Income: \$35,895.86

Motion made by Ms. DePuydt to accept the treasurer's report. Motion seconded by Mr. Smith. Mr. Smith inquired if any additional cuts were needed to the 2018 budget. Ms. DePuydt reported that no additional cuts were needed at the present. Ms. DePuydt added that we will know more after the next quarter is complete.
Motion approved unanimously.

F. Executive Director's Report - Jason

Mr. Tice reported the current membership level is 1328 which is a 5% increase for this period compared to 2017. Currently, FHANA is down 13% from 2014 for the same period. Mr. Tice reported that the transfer issue between the two parties he spoke about previously is being resolved. At first, the two parties didn't want anything to do with each other. But recently they have come to an agreement on a 2019 foal that would resolve the issue. Mr. Tice will keep the board posted, but for the time being, they are working out the issue on their own. Mr. Tice reported that the open invoice previously discussed has been resolved successfully. Mr. Tice requested that all committee reports be completed and presented by 12:00PM the Friday before the board meeting to have the reports included in the board packets. Dr. Palermo requested that all committees try to meet the first or second week directly after the board meeting to allow for minutes to be completed and submitted. Mr. Tice requested that the draft of the Newsletter be sent to several board members to review. He requested a response from the board to make sure all changes are captured. Mr. Tice reported that he has 20 horses signed up for the ABFP, and he is working with the owners to take care of the details. Mr. Tice reported the Warmblood Fragile Foal Syndrome test is now being conducted randomly in the Netherlands. Iron Spring Farm has done the testing here in North America since UC Davis has the capability to perform the test. Mr. Hellinga has told Mr. Tice that this is not going to be a mandatory test any time soon since there should not be a concern for this in the Friesians. The KFPS is just randomly checking some lines. Up to this point, these tests have all come back negative. Mr. Tice reported the webinar with Herman Smit was a success. Twenty-five people attended the webinar, and there have been 43 views since posting on the site. Mr. Tice reported the FHANA office is hosting the National Horse Center Luncheon on Wednesday June 20th. Mr. Tice will have a Friesian present and available for individuals to ride and experience a Friesian up close. The Lexington Convention Center is sponsoring lunch at no cost to FHANA. Mr. Tice reported there are 33 horses registered for the inspections. This is down slightly from 2017, but par for the course. Most of the registrations come in during the last 2 weeks of July just prior to the deadline. Mr. Tice has reached out to each of the owners of the horses that Mr. Hellinga identified and shared during the AGM as having exceptional Breeding Values to encourage them to attend the inspections.



Mr. Tice reported there have been some changes to the equis database that we are working through. Softhouse has upgraded the system, and with this upgrade, we have lost access to the entire horse and membership database. The office can now only see horses and owners that are currently registered in North America. This is due to a new privacy rule from the European Union, which prevents granting FHANA access to the entire system. Mr. Tice is inquiring to see if the KFPS can grant him some access to the database, but they have not been cooperative to this point. Mr. Tice reported there will also be a change to our website in the future. More details regarding this will come in the months ahead.

G. Committee Reports

i. AGM Committee (Charlotte) Ms. Dumford presented the minutes dated June 6th, 2018

ii. Inspection Committee (Eric) Mr. Smith presented the minutes dated June 12th, 2018. Dr. Palermo requested a change to the minutes. Mr. Smith agreed to the change and will follow up with the secretary to change the minutes.

a. **Motion made by Mr. Smith to Accept the Site Host Code of Conduct as amended. Motion seconded by Ms. DePuydt.** Ms. Renico requested that this motion along with the Code of Conduct for attendees be tabled. Ms. Renico would like to work with Ms. McClelland and present an amendment to the committee. The board agreed with this request and is sending the motion back to the committee to be assigned to a subcommittee. **Mr. Smith withdrew the motion.**

b. The following motion was presented as part of the committee minutes. **Motion Accept the Code of Conduct for Inspection Attendees in the Site Host and Inspection Handbooks. Mr. Smith agreed not to make the motion based on the previous discussion that took place for the previous motion.**

c. **Motion made by Mr. Smith that Inspection Sites assist selling a \$325 ad and be charged \$50 for programs for the site and \$1 per program ordered.**

Motion seconded by Ms. Renico. Mr. Tice requested that the motion be revised to read only that FHANA charge \$50 for the programs per site and \$1 per program ordered. Dr. Palermo and Mr. Tice explained that FHANA is struggling with advertising in *The Friesian* magazine and the Calendar and suggested that we are spending unnecessary time trying help the inspection programs from which FHANA receives no benefit. Mr. Tice felt the present solution of \$50 and \$1 per ordered program is an acceptable compromise to the programs. Ms. DePuydt suggested that the committee address the inspection programs for 2019 and come back with some ideas for the future. **Motion amended by Mr. Smith that each site be charged \$50 for the programs per site and \$1 per program ordered. Motion seconded by Ms. Thomas.** Mr. Smith requested that the \$325 advertising fee that was originally suggested be communicated to the sites, so they are aware of what the fees could have been. **Motion approved. Ms. McClelland opposed the motion.** Mr. Smith inquired how the board felt about reducing some of the instructional content of the Inspection Programs to assist with the expense of printing of the programs. Ms. McClelland reported that the instructional content of the programs totals 14 pages. This could certainly cut down on the expense of printing. The board agreed with this action and directed the Inspection Committee to review the information.

iii. Membership Committee (Jennifer) Ms. McClelland presented the minutes dated May 29th, 2018 along with the first survey results for review. **Motion made by Ms. McClelland to accept the next set of questions to be sent to the membership.**

Motion seconded by Ms. Thomas. Mr. Smith inquired what the committee plans to do with the results and how the results will be communicated. Ms. McClelland reported that the information is currently being reviewed and a plan is being put together. **Motion approved unanimously.**

iv. Education Committee (Charlotte) Ms. Dumford presented the minutes dated June 14th, 2018. Dr. Palermo inquired about conducting a Level II judging course as part of the 35th Anniversary Celebration, and Dr. Palermo will need to investigate this. Ms. Dumford inquired about a Driving Clinic and how the committee should be involved with the planning of this as part of the 35th Anniversary. The Board is sending this item back to the committee for further discussion and requests that the committee send a proposal to the Education Committee for review.

v. Finance Committee (Angie) Ms. DePuydt presented the minutes dated June 14th, 2018.

vi. Health Committee (Allison) Ms. Thomas presented the minutes dated May 24th, 2018.



vii. Central Mare Show (Charlotte) Ms. Dumford presented the minutes dated June 5th, 2018.

viii. Sports Committee (Charlotte) Ms. Dumford presented the minutes dated May 15th, 2018. Ms. Dumford inquired about adding additional performance awards. Ms. Renico inquired if these additional awards would be from USEF rated shows. Ms. Dumford will report back. Ms. Dumford inquired about a sponsored award from the McGowan's. Ms. Thomas suggested the committee review the awards and set the criteria for each award, then make a recommendation to the Board. Mr. Smith recommended that the committee review the information to make sure the awards take into consideration a member's amateur status.

ix. Marketing Committee (Allison) Ms. Thomas presented the minutes dated May 16th, 2018 & June 18th, 2018. **Motion made by Ms. Thomas that FHANA not release digital files (ie logo's etc.) for use by FHANA members for the development of booths or banners. Motion seconded by Ms. Renico. Motion passed unanimously.** Mr. Smith inquired how the chapters should proceed with developing booth materials for the future. Ms. Thomas reported that this is a matter of brand control and that FHANA needs to control its brand and approve what is being used out there. Ms. Thomas reported that the Committee proposes to develop a series of backdrops, all consistent with the recently-developed FHANA booth, that the chapters can purchase. These banners will incorporate the chapters' logos but would be designed by FHANA and produced by FHANA-approved printers. The Committee proposes to create banner options at several different price points from which chapters can choose. **Motion made by Ms. Thomas that FHANA develop a series of collateral items based on the current booth presentations that present a consistent message promoting A) FHANA and B) the KFPS Friesian horse. Motion seconded by Ms. Renico. Motion approved unanimously.**

x. 35th Anniversary Committee (Allison) Ms. Thomas presented the minutes dated April 25th, 2018 & May 30th, 2018.

xi. Breeding Committee (Allison) Ms. Thomas presented the minutes dated May 14th, 2018

xii. Editorial Committee (Angie) Ms. DePuydt presented the minutes dated June 7, 2018

xiii. FHANA Member Council (Angie). Ms. DePuydt presented a recap from the FHANA Member Council. Minutes will be available after the next meeting council meeting.

xiv. KFPS Member Council (Angie) Ms. DePuydt presented a recap of the Spring Meeting with the council members.

H. Review Items



i. Changes to Bylaw 6.4 (Angie/Eric) Mr. Smith discussed the proposed changes to 6.3.8. detailing the process of recalling a Board member, starting with a valid petition submitted by membership. These changes could involve enacting the already existing by-law 6.3.6. which calls for a vote by 2/3 of the Board to recall a member of the Board. Ms. Thomas and Mr. Smith suggested several other changes for consideration, including the percentages of eligible voter signatures required for a valid petition. Ms. McClelland inquired if there is any type of probation period for a board member. Mr. Tice responded that this is not an option in the Bylaws. Mr. Smith was directed to make some changes to the proposal and re-present this item during the July 2018 meeting.

ii. Charitable Award (Jason) Mr. Tice presented the Charitable award information on behalf of the Fenway Foundation. The board responded positively to the Fenway Foundation's presentation.

I. Discussion Items

i. Conflict of Interest (Rosanne) Dr. Palermo reminded all Board members that they signed the Conflict of Interest policy during the 2018 FHANA Annual General Meeting.

*****The Board went into a closed session*****

J. Board Round Table Discussion

K. Good of the Order

- i. Next Meeting: July 17th, 2018 at 1:30PM EDT via Teleconference
- ii. Future Meeting: August 21, 2018 via Teleconference.

L. Adjourn

Ms. McClelland motioned to adjourn. Ms.DePuydt seconded. Meeting adjourned at 4:20 EDT.

