



Board of Directors Minutes

September 17, 2019 1:30PM EDT

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

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

ii. Identify conflicts of interest-No conflicts of interest were identified with this meeting.

B. Correspondence

i. Letter from Mark McGowan (Rosanne) Dr. Palermo presented a correspondence from Mr. Mark McGowan. The letter requested an inspection be granted to the Lonestar Friesian Horse Association and, further, asked the board to consider having a Mare Show in the area. Ms Dumford inquired if this would be considered a conflict of interest if she were to comment on this subject. The Board determined that it would not be a conflict because she is not a member of either of chapter. The board discussed this issue at length and determined to send this item to the Inspection Committee for further discussion and a recommendation. Dr. Palermo requested that the Inspection Committee consider the guidelines of this chapter's acceptance when discussing. Dr. Palermo would also like the committee to explore where the 40 horses mentioned in the letter are located and why they are not attending the current site. Ms. DePuydt opposed sending this item to the committee. Ms. DePuydt feels that this question has been answered already and that we should stick by our previous decision.

ii. Alberta Friesian Horse Association-Dr. Palermo presented a letter regarding the chapter status of the AFHA and their plans to fill the now-vacant office of president within their chapter.

iii. Letter from Maria Isabel Bogata, Columbia-Mr. Tice presented a letter from a country needing help establishing their organization with the KFPS. Mr. Tice was directed to assist where he can by putting them in contact with the correct people at the KFPS.

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

i. Ms. Rogala-Hobbs presented the financials for August 2019.

Balance Sheet:

Total Assets: \$462,401.06

Total Liabilities: \$66.15

Total Liabilities & Equity: \$462,401.06

Profit & Loss August 2019



Total Income: \$93,559.62

Total Expense: \$82,264.60

Net Income: \$11,295.02

Profit & Loss YTD August 2019

Total Income: \$579,350.82

Total Expense: \$465,848.31

Net Income: \$113,502.51

Motion made by Ms. Rogala-Hobbs to accept the Treasurer's report as presented. Motion seconded by Mr. Smith. Motion Approved unanimously.

D. Consent Agenda Items-Dr. Rosanne Palermo

- i. Board Minutes dated 8.20.19
- ii. Inspection Committee Minutes dated 9.10.19
- iii. AGM Committee 9.5.19
- iv. Education Committee 9.12.19
- v. Finance Committee 8.9.19
- vi. Mare Show East 8.27.19
- vii. Mare Show West-July
- viii. Mare Show West-August
- ix. Editorial Committee 9.5.19
- x. FMC August 2019

xi FMC Motion Background: The current FMC rules state, "FHANA members who also maintain a Board position in another horse association (i.e. IFSHA, FHH, FSHA, FSHR, FHS, CFHA, FPZV, etc.) or FHANA are ineligible to be representatives to the FMC". These rules were developed in 2016 to align with the FHANA bylaws which prohibit FHANA board members from sitting on the board of other horse associations. At their 11 September meeting, the FMC voted 5 to 4 (with 2 abstentions) to change the language of the FMC rules to be more inclusive of sport/show associations such as IFSHA but to continue to exclude breed registries. Although FHANA gave the FMC latitude to organize/structure themselves as they see fit, the FMC is seeking the board's guidance before changing their rules to ensure FHANA agrees with this change. **Motion: To have all sports organizations (IFSHA, USEF, etc.) removed from the FMC membership exclusion list so that exclusions apply only to registries.**

Motion made by Mr. Smith to accept the Consent Agenda except for item I Board Minutes dated 8.20.19. Motion seconded by Ms. Thomas. Motion Approved unanimously. Item i. was moved under G. Review Items.

E. Executive Director's Report - Jason



i. **Membership:** Current membership stands at 1568 which is 2% higher for this period in 2018.

DNA Issues: No DNA issues currently.

Registration Issue: No Registration Issues currently

Inspection Numbers: (As of 9.10.19) AB-21, AZ-22, BC-25, CO-6, ISF-46, FL-19, KS-33, MI-21, IN-75, MT-26, New England-29, NV-26, ONT-51, QC-15, SoCal-24, TN-42, TX-10, WI-49, CenCa-58, WA-15, and OH-51. I will be attending the following inspections: Tennessee Sept. 28, Iron Spring Farm Sept. 30, Mare Show-East Oct 2 (?), Mare Show-West Oct 9.

Other items:

2020 Budget Items-Mr. Tice encouraged the committees and chairs to start submitting 2020 budget requests.

F. Committee Reports

i. Marketing Committee 9.10.19 (Angie) Ms. DePuydt presented the minutes dated 9.10.19. With these minutes, the committee is presenting the following motion:



Motion made by Ms. DePuydt that the FHANA Board approve the 2020 FHANA Exhibitor Request Form and the FHANA Lead Form. Motion seconded by Ms. Dumford. Ms. DePuydt reported that the committee had a lengthy discussion regarding alcohol since this was previously presented. The word "Auction" was included on the form. Mr. Smith opposed the insertion of Alcohol on the form. He thought this was overstepping FHANA's role and authority. He reported on some member feedback, stating that several opposed FHANA's policing and enforcing an alcohol policy. These members agreed to follow standards of ethical, professional, and legal conduct; however, they indicated that these guidelines regarding alcohol might impact their willingness to represent FHANA at events. Dr. Palermo reported that by including this we are protecting FHANA from liability because at these events, a liquor license is needed, and FHANA does not have a liquor license. Ms. DePuydt reported that the selling and auctioning of alcohol could be a problem for our Non-Profit status. She recommended that if there is still a concern about this, then it should be sent to our attorney for legal advice. **Motion approved. Mr. Smith opposed**

ii. 35th Anniversary Celebration-Ms. Thomas presented the minutes dated 8.7.19 along with committee suggestions on improvements for future events. Ms. Thomas reported that the committee would like the Board to re-visit the By-law concerning the timing of the FHANA AGM for discussion at the October meeting. The Committee feels that the winter timing of the AGM is biased against the more northern regions. Mr. Smith reported that this Bylaw has been discussed before and that no new information has been brought forward to warrant revisiting this change. Mr. Tice reported this was discussed in Oct. 2017 and voted on in Nov. 2017. Mr. Tice presented that the 35th Anniversary event was a 100% breakeven event. Mr. Tice came to this conclusion based on FHANA having a line item of \$5000 to support the event. FHANA spent \$705.34 of that \$5000 to make the event break even. Mr. Tice reported that there is approximately \$1700.00 CAD still in the Canadian account, and he recommended closing the account. **Motion made by Ms. Rogala-Hobbs to close the Canadian Account. Motion seconded by Ms. Thomas. Motion approved unanimously.**

G. Review Items

i. Board of Directors Minutes dated 8.20.19 (Charlotte) Mr. Smith requested that section F. i. be reviewed. He expressed that this should be worded differently for accuracy. Mr. Smith asked that the word "Discussed" be substituted in place of the word "Decided." **Motion made by Ms. Dumford to accept the minutes as changed. Motion seconded by Mr. Smith. Motion Approved unanimously.**



i. Stallion Show (Rosanne) Dr. Palermo inquired who will be attending the event which is January 9-11, 2020. Mr. Laude and Dr. Palermo reported they would both be attending. Ms. Dumford and Mr. Smith are uncertain currently. Ms. Rogala-Hobbs, Ms. Thomas & Ms. DePuydt will not be attending. Dr. Palermo suggested that FHANA purchase the remainder of the table if needed. Mr. Tice will proceed with taking care of the table with 6 seats for the time being. Dr. Palermo suggested that Mr. Tice attend the event if the funds are available. The board favored this action. **Motion made by Mr. Laude to adjust the budget as needed to cover Mr. Tice's travel to the stallion show. Motion seconded by Ms. DePuydt. Motion approved unanimously.**

ii. Strategic Planning Initiative (Jason/Angie) Ms. DePuydt presented the list of possible attendees of the Strategic Planning session. It was determined that the chapter representatives be selected by a blind draw since we will be limited to only 8-10 chapter representatives based on our target maximum of 24 attendees. Ms. DePuydt and Mr. Tice will work out the cost structure for this event so we can have an idea of how we wish to invite members. Mr. Laude also suggested that the session be made available by teleconference to those who are unable to attend in person. Mr. Tice presented a Proposal from Trek Advancement to facilitate the session. Ms. Thomas suggested we clarify the reimbursement with them. Mr. Tice will clarify this and report back. Ms. DePuydt inquired about how to obtain an action plan. Mr. Tice will follow up.

iii. Trademark/Logo (Rosanne) Dr. Palermo updated the board on the Trademark and logo project. Currently, FHANA has the Shield, FHANA, and Friesian Horse Association of North America trademarked. The KFPS owns the current logo and are taking over the responsibility of trademarking this logo. Dr. Palermo also suggested that we reach out to our membership to see who has graphic design skills and might help with developing a new FHANA logo. Mr. Tice was instructed to put something out to the membership.



iv. Board Effect (Jason) Mr. Tice thanked the board who attended the tutorial presenting Board Effect. Dr. Palermo inquired if we can record via the system. Mr. Tice reported that we would need to move away from Gotomeeting.com to Freeconferencecall.com to help save money and justify the expense. Dr. Palermo asked what the benefit is of using this portal vs. Google or One Note. Mr. Tice reported that his would keep our board information in one place and keep the association uniform. Ms. Thomas reported that this is going to keep our committees, board meetings, and AGM meetings in one place. Mr. Smith asked what the value of this proposition would be. Mr. Tice reported that the value is in "Time" and would make the office, Board, and committees more efficient. **Motion made by Ms. Rogala-Hobbs to proceed with the proposal as presented. Motion seconded by Ms. Thomas.** The Board proceeded to discuss the timing of this change. Mr. Tice informed the Board that the current proposal offers significant pricing incentives if we agree to it now. **Ms. Rogala motioned to switch to Board Effect with the September pricing proposal and attempt to get a rebate from Gotomeeting. Motion seconded by Ms. Dumford. Motion approved unanimously**

H. Discussion Items

i. Hall of Fame Ballot for Leo Zylstra (Jason) Dr. Palermo presented a application from the Pacific Friesian Horse Association, nominating Leo Zylstra for the FHANA Hall of Fame. After a discussion, the board determined that it was best to send the application back to the committee and encourage them to strengthen Mr. Zylstra's bio to give the membership a more complete picture of his contributions to FHANA. Mr. Tice will follow up with the chapter.

I. Board Round Table Discussion

i. Committee Openings (Rosanne)-Dr. Palermo suggested that each committee explore their need for volunteers and come back next month with a list of desires for each committee.

ii. Dr. Palermo reported that she recently had a discussion with Bert Wassenaar, President of the KFPS. Mr. Wassenaar expressed that he is very impressed with the accomplishments of the current FHANA board and the work that is taking place.

iii. Ms. DePuydt suggested that when a board member is being questioned by a member via social media or email that the board discuss the items and select one director to respond to the member, so we can present a unified message. Ms. Thomas advised that we must be as prompt with our response as possible.



J. Good of the Order

- i. Next Meeting: October 15th, 2019 via Teleconference
- ii. Future Meeting: November 19th, 2019 via Teleconference

K. Adjourn

Mr. Smith motioned to adjourn. Ms. Dumford seconded. Meeting adjourned at 4:39 EDT.