

**Board of Directors Minutes**  
**Regular Meeting**  
June 15th, 2021 6:00PM EST

**I. Welcome & Call to order**

- a. In Attendance: Dr. Rosanne Palermo, President, Marquis Laude, Vice President, Allison Thomas, Secretary, Eric Smith, Treasurer, Charlotte Dumford, Director, Mathew Jenkins, Director, Erin Miley, Director, Jason Tice, Executive Director
- b. Conflicts of Interest: None

**II. Correspondence**

- a. NWFHC Inspection Letter: The Northwest Friesian Horse Club will not be hosting an inspection in 2021.

**III. Treasurer's Report**

- a. Mr. Smith presented the May 2021 Month-End Financials.
  - i. Statement of Financials
    1. Total Assets: \$552,921.89
    2. Total Liabilities: \$1,716.10
    3. Total Liabilities & Equity: \$552,921.89
  - ii. May Profit & Loss
    1. Total Income: \$275,088.16
    2. Total Expense: \$175,349.67
    3. Net Income: \$99,738.49
  - iii. **Motion made by Mr. Smith to accept the May Treasurer's report. Motion seconded by Mr. Laude. Motion passes unanimously.**

**IV. Consent Agenda** – Items included in the Consent Agenda:

*Board of Directors Minutes May 18 2021 – removed for discussion*

*Board of Directors Special Meeting Minutes June 1, 2021 – removed for discussion*

*Education Committee May 2021*

*Mare Show Committee 5.27.21 – removed for discussion*

*Marketing Committee 5.17.21*

*AGM Committee May 17 2021*

*Editorial Committee 6.3.21*

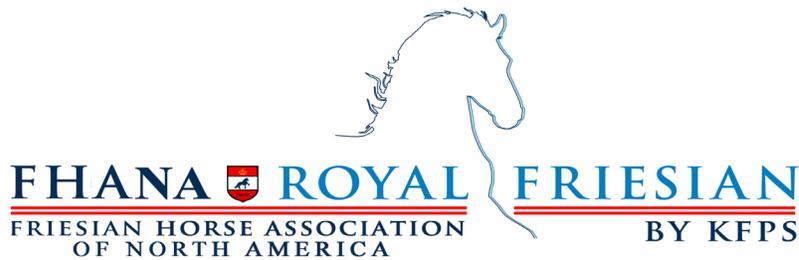
Mr. Laude requested that the Mare Show Committee minutes be removed from the Consent Agenda. Dr. Palermo requested that the Board of Directors Meeting Minutes for both May and the June Special Meeting be removed from the Consent Agenda. **Motion made by Mr. Laude to accept the Consent Agenda as amended. Motion seconded by Ms. Miley. Motion passed unanimously.**

## V. Executive Director's Report

- a. **Membership:** Membership levels at this time of year vary. As of June 1, 2021, membership is at 1478.
- b. **DNA Issues:** None currently.
- c. **Registration Issues:** None currently.
- d. **Chapter Renewals:** All chapter renewals are complete.
- e. **Staff Review:** This is complete and has been signed off on.
- f. **Inspection Registrations:** There are currently 60 inspection entries. Online registration is operational. The names of the judges who will be attending are not yet finalized. Mr. Tice noted that there have been 18 inspection site changes since the schedule was finalized, which is unusually high. He also noted that the Kansas site is already at capacity for stalls.

## VI. Committee Reports

- a. **Inspection Committee:** Ms. Miley presented the Inspection Committee meeting minutes. Covid-19 refund parameters were discussed and forwarded to the Finance Committee for review. The committee has also reviewed the proposed change to the Washington Inspection site and site host and has a majority of the committee approving the change. **Motion made by Ms. Miley to approve the new location for the Washington Inspection. Motion seconded by Mr. Jenkins.** The board discussed the financial impact of the change as well as the differences between this situation and previous late site applications. **Motion passed unanimously.**
- b. **Finance Committee:** Mr. Smith presented the proposal from the Finance Committee for refunds for Inspection entry fees due to Covid-19 circumstances. **Motion made by Mr. Smith to accept the recommendations from the Inspection Committee regarding refunds due to Covid 19 as long as the following requirements are met:**
  - Parameter 1 - Participants are required to supply documentation from a primary care provider; this would include a positive Covid test results and must require for self-quarantining during the registered inspection date.**
  - Parameter 2 - A statement reflecting local public policy does not allow public gatherings due to Covid restrictions from an outbreak.**
  - Parameter 3 - KFPS Judges are unable to attend an inspection site due to COVID travel restrictions.****Motion seconded by Ms. Thomas. Motion passed unanimously.**
- c. **Board of Directors Meeting Minutes May 18 2021:** Dr. Palermo requested the addition of detail in the Roundtable section of the minutes to include the name of the store 'Vrielink Equestrian' that will be making the KFPS merchandise available to FHANA members in North America. This information was added to the minutes. **Motion made by Ms. Thomas to accept the Board of Directors Meeting Minutes for May 18, 2021 as amended. Motion seconded by Ms. Miley. Votes: Mr. Laude Aye, Ms. Thomas Aye, Mr. Smith Aye, Ms. Dumford Aye, Ms. Miley Aye, Mr. Jenkins Nay. Motion passed by majority vote.**
- d. **Board of Directors Special Meeting Minutes June 1 2021:** Numerous deficiencies were noted in these minutes. A complete rewrite was requested and will be presented for the July meeting.
- e. **Mare Show Committee:** Mr. Laude voiced concerns over the letter to the committee from Dr. Palermo that was included with the meeting minutes. Dr. Palermo expressed her reasons for the letter. **Motion made by Mr. Laude to approve the Mare Show Committee Meeting Minutes as presented. Motion**



- seconded by Mr. Jenkins.** The board discussed at length the minutes, the letter and the process leading up to the Mare Show East location decision. **Motion passed unanimously.**
- f. **Sports Committee:** Ms. Dumford presented the meeting minutes including the proposed revisions to the Chapter of the Year award. **Motion made by Ms. Dumford to use the geographical color coded map that is used for chapter identification to split the Chapter of the Year Award into regions. Motion seconded by Mr. Laude.** Ms. Dumford explained the details and the logic behind the proposed changes. **Motion passed unanimously.**

## VII. Review Items

- a. **Grievance Update:** The Grievance Committee has submitted their report with findings regarding this grievance. Mr. Smith noted that he has a formal request for the dissemination of that grievance to those named. Ms. Miley mentioned that the findings of the committee included concerns about the Grievance Policy and that the policy was in need of review. **Motion made by Mr. Smith to disseminate the grievance in question. Motion seconded by Mr. Laude.** Dr. Palermo explained that this would need to be a question to be posed to the lawyer to get feedback on and tabled the motion pending legal recommendation.
- Ms. Miley asked about the recommendations from the grievance committee regarding the policy. It was agreed that this would be sent to the Rules and Regulations Committee for review and revision.

## VIII. Discussion Items

- a. **2023 FHANA AGM:** Mr. Tice let the Board know that discussions at the FMC level had not yet provided a chapter to volunteer to host the 2023 FHANA AGM. He suggested a destination AGM has been discussed and that the Phoenix, Arizona area could be a good location for this. The Board discussed the idea and was supportive of it. **Motion made by Mr. Jenkins to have the 2023 FHANA AGM in the Phoenix/Tempi/Scottsdale Arizona area. Motion seconded by Mr. Smith. Motion passed unanimously.**
- b. **Finance Information for Committees:** This item was discussed at length. Currently financial information is provided for each committee by Mr. Tice and included in the meeting minutes for that committee. This amounts to a large amount of work. The Board discussed a variety of options regarding including less frequent reporting and summary sheets. The Finance Committee will discuss this further.
- c. **Confidentiality Agreement:** The FHANA Board does not currently sign a Confidentiality Agreement. Per Robert's Rules of Order, the content of Regular Meetings and Special Meetings are not confidential. Anything said in Executive/Closed Session is confidential and only motions resulting from an Executive Session are released. A basic Confidentiality Agreement was presented for consideration. The ramifications of the existing rules as well as the possibility of a new Confidentiality Agreement were discussed at length. The Board decided to send this to the Rules and Regulations Committee for review and the possibility of including a Confidentiality Agreement as part of the FHANA Bylaws.
- d. **Action Items:** Mr. Tice presented the idea of adding a list of Action Items to the end of each meeting. This would allow for easier follow up with the Board and Committee members who have action items from meetings. Mr. Tice would work with the Secretary to produce this at the end of each meeting and it would be added to the beginning of the next meeting. The board felt this was an excellent idea and agreed to adopt it.



**IX. Board Round Table**

- a. None

**X. Action Items**

- a. Board of Directors May 18 2021 Meeting Minutes will be corrected and sent out. The amendment was approved.
- b. Board of Directors June 1 2021 Special Meeting Minutes will be revised for the July meeting.
- c. Inspection Committee motion was approved for the new Washington Inspection Site.
- d. Finance Committee motion was approved for Covid-19 refunds.
- e. Sports Committee motion was approved for the revised Chapter of the Year criteria.
- f. The Grievance Policy is to be sent to the Rules and Regulations committee to be reviewed per the recommendation of the Grievance Committee.
- g. The potential addition of a Confidentiality Agreement is to be investigated by the Rules and Regulations Committee.
- h. The Finance Committee will revisit the summary worksheet for committees and consider the options of producing these quarterly or semiannually rather than monthly.
- i. 2023 AGM has been voted on and approved for the Phoenix, AZ area. Mr. Tice will begin forming a committee for this.
- j. The Inspection Committee will investigate whether there is a reason why there has been more than a typical number of changes to inspection site locations and how to minimize these changes.
- k. All Board of Directors will review the FHANA Code of Conduct.
- l. *FHANA lawyer is to be contacted regarding dissemination of the Grievance. This issue was tabled until further notice.*

**XI. Good of the Order**

- a. Next meeting July 13<sup>th</sup>, 2021, at 6:00PM EST via teleconference. Future meeting on August 17<sup>th</sup>, 2021, at 6:00PM EST via teleconference, subject to change.

**XII. Adjourn**

- a. Mr. Laude motioned to adjourn. Motion seconded by Ms. Miley. Meeting adjourned at 7:23 pm EST.