

NFHR BOARD OF DIRECTORS MEETING AGENDA

Wednesday, September 20, 2023, 6:00 PM (Mountain Time)

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CALL MEETING TO ORDER: 6:05 MST

ROLL CALL: Sara, Cady, Cherrie, Cynthia (tech difficulties), Jim, Kelsey, Lisa, Margaret; Jeanne (Registrar)
Bonnie (leave of absence)

RATIFY MOTIONS and Items APPROVED BY EMAIL and at the August BOD meetings:

- Ratify the results of the re-election of officers
 - President, Sara Jongsma
 - Vice President - Kelsey Sayers
 - Secretary - Cherrie Nolden
 - Treasurer - Cynthia Madden
- Retraction of evaluation to be held in the Midwest in 2024 by host
- Ratify the choice of the BOD to bring on Jim Raabe as a new member to fulfill the term ending on December 31, 2023.
- Ratify the approval of July Minutes
- Ratify the Approval to send Bylaw amendment to the membership for consideration and vote, Attachment 4
- Ratify the correction to the RoR regarding the crossbreeding rule, Attachment 5
- Approval to contract with Margaret Crespo to moderate the Town Hall meeting

- Move to ratify all items made by Kelsey, seconded by Jim. No discussion. Unanimously approved.

STANDING ANNOUNCEMENTS

- BOD priorities for the rest of 2023:
 - Improve membership - BoD relations
 - Promotion of the Breed
 - Improve Governance
 - Fundraising
- There will be 3 open BOD positions at the end of 2023
 - nominations open Aug 1; Bios due Aug 31
- F2F is scheduled for February 2-4, 2024 in Denver CO

APPROVAL OF PREVIOUS MINUTES:

- Meeting minutes are not available for approval at this time.

PRESIDENT'S REPORT:

I would like to thank the membership who have joined us for today's meeting. I appreciate you taking the time out of your day to join us. Thank you and welcome. I am happy to announce that the NFHR was able to hold its first evaluation in 7 years under the new system. Thank you to all who participated and to those who volunteered their time to assist in many ways. I also want to make a special thank you to our evaluators, Beth and Melissa, and our evaluator trainee Andrew for working so well under this new system. Finally, I want to thank Jeanne for all she did to help bring this event together before, during and after the fact. Mother Nature can be a fickle thing. I want to take a moment to answer some concern that has been circulating. Yes, earlier this year the NFHR did acquire a lawyer to advise in some proceedings. No details can or will be given out at this time save for one item. A generous donor, who has chosen to remain anonymous, has donated an amount of money to the NFHR specifically to cover the costs of the lawyer. Those funds have been sufficient to cover all costs up until this point. No membership dues or other donations have been used to cover that cost in any way. I appreciate and respect your concern, but please understand we are doing our best for the betterment of this organization and to see it through for a brighter future for our horses.

REGISTRAR'S REPORT:

Total 2023 membership: 634 members.

Total 2023 foals presented for registration: 79 foals have been submitted for 2023 registration, 2022 foals registered at this time is 136, 165 transfers to date.

TREASURER'S REPORT:

The treasurer's report was prepared but due to technical difficulties, was not presented during the meeting. The report will be given to the membership via another route.

Checking account: \$12,003.47

Savings account: \$18,327.40

OLD / UNFINISHED BUSINESS:

- Executive Committee - Begin a review of agenda items from F2F to present and complete items that were deferred or laid on the table, or otherwise left incomplete.

COMMITTEE UPDATES:

- **Awards Committee:** Cady Miller: I sent link to Marissa for the Fjord show for the high point award, she just responded she doesn't have time to complete so I'm going to try to complete it or sponsor a class at least on behalf of the NFHR awards committee out of my pocket. I will also write an article gathering info from fjords who have been showing this summer and introduce the idea that I'm chair through the end of year and seeking replacement.
- **Breeders Committee:** Cherrie Nolden: There was an article written for the Herald on mares switching foals, no other activity on the committee.

- **Bylaws Review Committee:** Margaret Bogie: Bylaws committee hasn't met, and the proposed bylaws did not go through the committee.
- **Education Committee:** Cherrie Nolden: Educational articles have been written for each issue of the Fjord Herald, with the recent one about genetics of color for registration purposes. Rachel White and Cherrie Nolden expanded the initial membership survey and worked with a test group for the further development and have submitted it to the BOD for approval and distribution.
- **Elections Committee:** Sara Jongsma:
 - BOD nominations open Aug 1; Bios due Aug 31
 - 10 received and accepted - Denny Cox, Sammi Korinek, Jim Raabe, Jessica Reuterskiold, Bonnie Morris, Kelly White, Denise Klinger, Michael "Steve" Sessoms, Cynthia Madden, and Rachel White
 - Election Period October 1 - November 17
 - Town Hall Scheduled for October 17, 2023 at 6pm (MST)
 - Please send in your question suggestions to townhall@nfhr.com no later than October 1, 2023
- **Evaluation Committee:** Lisa Otten: Congratulations NFHR! We have officially piloted the new evaluation system at the Rixeyville evaluation, 16 horses total; 9 C/M tests which resulted in 3 blue, 5 red and 1 yellow, 10 performance tests and 6 medallions of quality were awarded. The enthusiasm for our breed shone brightly at the Rixeyville evaluation. Members came from multiple states (CO, MI, TX, TN, GA, FL, VA, WV, NC, MD, MN) the joy of attending a fjord event, seeing old friends, making new friends, the beautifully presented horses, and the beaming faces was incredible to see. I want to thank everyone that helped make the Rixeyville evaluation a success! The hosts (Margaret Bogey, Tom and Alex Snyder), Evaluation Coordinator & Technical Delegate Jeanne Poirier, evaluators (Beth Beymer and Melissa Boyd), evaluator trainee (Andrew Hinrichs), the many donors that provided funding, housing, transportation, or items (Denny & Carol Cox, Kim & Bruce Nelson, Leanne Hazel-Groux, Elisa Harvey, White Oak Veterinary Service, Hazel River Inn, Triple Crown Feed, the participants and their beautiful horses, the many volunteers (Curt Pierce, Lindy Hild, Christine Hurst), the silent auction bidders (Kim Nelson, Rebekah Lauster, Sandi Pepper, Rebecca Wilihite, Curtis Pierce, Anne Tucker, Lindy Hild), the audience that came to watch, and special call out to Curtis Pierce for picking Melissa Boyd up at the airport at 2 am. We could not have done it without all of you! And thank you NFHR and Jeanne and Elisa for donating items to the silent auction that earned \$305. Looking forward to evaluation opportunities in 2024!
- **Executive Committee:** Sara Jongsma (Officer): Presenting items later in the agenda.
- **Finance Committee:** Cynthia Madden: Cynthia had technical difficulties and will present the work she has completed on the Finance Committee at a later time.
- **Herald Committee:** Jim Raabe. Mailed 66 Heralds last week Wednesday.
- **Membership and Promotion Committee:** Bonnie Morris and Kelsey Sayers: Kelsey is co-chair, nothing to report at this time.
- **Fundraising Committee:** Open

- **Promotions Committee:** Cady and Jim: We are teaming up with the Herald committee to do a fun Halloween/fall promo involving members' Fjords and prizes.

NEW BUSINESS:

- Executive Committee Proposal to Amend Bylaw Article IV Subsection B – Non-member registration - Attachment 1 Kelsey is now chairing the meeting.
 - Motion: Approve Attachment 1
 - Second: None needed
 - Vote: Passed Unanimously
- Executive Committee Proposal of amendment to Bylaw ARTICLE XIII Subsection B. AMENDMENTS TO THE RULES OF REGISTRATION AND TRANSFERS.- Attachment 2
 - Motion to accept: Move to accept Attachment 2
 - Second: None needed
 - Vote: Unanimous to table
- Awards and Herald Committees Fall Proposal. Sara is now chairing the meeting.
 - Motion: Approve: Lisa moved
 - Second: Kelsey seconded
 - Vote: Unanimous approval
- Education Committee - Membership Survey - To approve the membership survey, and should this pass, to post the following statement on the website, on the NFHR and Membership Facebook groups, and include it in the renewal letter.
 - Motion: Cherrie Nolden on September 19, 2023
 - Second: Kelsey Sayers on September 20, 2023
 - Vote: Unanimously approved
- Leave of Absence Policy -
 - Motion: Move to accept proposal
 - Second: Not needed; from the Executive Committee
 - Vote: Unanimous to table
- Finance Committee - Fundraising policy - Attachment 3
 - Motion: Move to accept proposal. Margaret
 - Second: Jim seconds
 - Vote: Unanimously passed

End closed meeting at 7:12 pm and open to member comments.

End of meeting for membership input.

NEXT MEETING: (Zoom meeting details on NFHR website, calendar page) Candidate Town Hall, Oct 17th, 6 pm Mountain time

MEETING ADJOURNED

- Motion: Lisa
- Second: Jim
- Time: 7:36 PM MTN

Attachment 1

Amendment of Bylaw Article IV Subsection B - Non member registration -

ARTICLE IV. MEMBERSHIP

A. ELIGIBILITY. Membership in the NFHR shall be open to any person or entity who is interested in the purposes of the Norwegian Fjord Horse Registry.

B. MEMBERSHIP. NFHR members are bound by the Bylaws, the Rules of Registration and Transfers, and any other policies adopted by the NFHR Board of Directors.

1. ~~Membership is required in order to register horses.~~

The Executive Committee proposes to remove the membership requirement to register horses with the NFHR. This allowance for non-members to register their horses would be available at twice the price for all service fees double to that of member pricing, but would allow horses who are owned by non-members but otherwise qualify under the rules of registration to be registered and hopefully diminish the number of horses that are sold as unregistered.

Attachment 2

Amendment to Article XIII Subsection B - Amendments to the rules of registration

ARTICLE XIII. AMENDMENT PROCEDURES

A. AMENDMENTS TO THE BYLAWS.

The Board of Directors shall periodically review the Bylaws and propose changes as needed. The proposed changes shall be posted on the website as soon as they are available. A ballot shall be sent to the members by mail or electronically at least 45 days prior to the deadline stated for the return of the ballot. Approval of substantive changes to the Bylaws will be by an affirmative vote of two-thirds of all members responding to the ballot. Changes in the Bylaws to correct spelling, grammar, formatting, numbering, consistency, or to comply with applicable laws shall require only the approval of the Board of Directors.

B. AMENDMENTS TO THE RULES OF REGISTRATION AND TRANSFERS.

Will be made by a two-thirds vote of the ~~Board of Directors membership that are responding to the ballots, where necessary~~. Amendments shall be presented in the official NFHR publication ~~or~~ and on the NFHR website for comment by the membership prior to any action taken ~~by the Board of Directors~~. Changes in ~~the~~ the Rules of Registration and Transfers to correct spelling, grammar, formatting,

numbering, or consistency shall not require comment by the membership. **However, any changes to comply with applicable laws, or to add or remove any part of the Rules of Registration and Transfer will be made by two-third vote of the membership responding to the ballot.**

Attachment 3

Norwegian Fjord Horse Registry (NFHR) Fundraising/donation Policies & Procedures proposed by Cynthia Madden

original proposal 7/12 response to suggestions from that meeting in red for August working board meeting on 8/16

RATIONALE: The NFHR receives donations from members and other entities. It is therefore necessary to have policies and procedures to ensure these donations are received and expended in a proper manner. The NFHR Board of Directors has developed the following guidelines to ensure that fundraising efforts and expenditures are properly approved, accounted for and expended.

PROPOSED FUNDRAISING DONATION RECEIPT GUIDELINES

The NFHR, as an independent nonprofit 501(c)5 organization will accept no cash or real property gift or pledge of support or non-cash gift or services or enter into any partnership with any company or other organization that produces products that are or may be harmful to the Norwegian Fjord Horse community

It must be clearly recognized that the NFHR is a 501c5 non-charitable organization and therefore donations cannot be tax-deductible.

The NFHR Board of Directors and Fundraising Committee shall take care to ensure that contributions are used in accordance with donor intentions. **Contributions shall be acknowledged with a letter from the NFHR to be developed by the Fundraising Committee and approved by the Board of Directors.**

The NFHR will maintain a data base of donors and contributions. Fundraising projects shall be reviewed and overseen by the Fundraising Committee and Treasurer upon final approval from the Board of Directors.

The Treasurer shall oversee development of appropriate accounting procedures to ensure donations are utilized according to donor specifications.

Attachment 4

1. ARTICLE IV, C LOSS OF MEMBERSHIP PRIVILEGES

Current wording of this article	Proposed Changes
	<p>1. MEMBERSHIP IN GOOD STANDING. A member in good standing is a member who has complied with NFHR Bylaws, the Rules of Registration and Transfers, and other policies adopted by the Board of Directors, and who is neither delinquent of membership dues or other fees or suspended. Only members in good standing are entitled to all the rights and privileges of the Association.</p>
<p>1. DISCIPLINARY ACTION. Censure or other disciplinary actions by an affirmative vote of two-thirds of all the members of the Board of Directors including termination of membership, may occur upon violation of NFHR Bylaws, the Rules of Registration and Transfers, or other policies adopted by the Board of Directors.</p>	<p>42. DISCIPLINARY ACTION. Censure or other disciplinary actions bBy an affirmative vote of two-thirds of all the members of the Board of Directors, the Board may impose disciplinary action on a member, including and up to termination of membership, may occur upon violation of NFHR Bylaws, the Rules of Registration and Transfers, or other policies adopted by the Board of Directors per the Vermont statutes. The process shall be carried out in good faith.</p>
<p>2. TERMINATION OF MEMBERSHIP. The Board of Directors, by affirmative vote of two-thirds of all the members of the Board, may terminate a membership after notice and an opportunity to be heard by the Board. The process shall be carried out in good faith.</p>	<p>2. TERMINATION OF MEMBERSHIP. The Board of Directors, by affirmative vote of two-thirds of all the members of the Board, may terminate a membership after notice and an opportunity to be heard by the Board. The process shall be carried out in good faith.</p>
<p>3. NOTICE. At least fifteen (15) days prior written notice shall be given to the affected member. Said notice shall state the reasons for the proposed action, and shall give the member an opportunity to be heard by the Board, orally or in writing. The notice shall state the date the proposed action will be considered</p>	<p>3. NOTICE. At least fifteen (15) days prior written notice shall be given to the affected member. Said notice shall state the reasons for the proposed disciplinary action, and shall give the member an opportunity to be heard by the Board, orally or in writing. The notice shall state the date the</p>

<p>by the Board of Directors and shall be sent to the member not less than ten(10) days before the Board proposed action. Written notice of the proposed action shall be given by certified mail, return receipt requested, and sent to the member's last known address.</p>	<p>proposed action will be considered by the Board of Directors and shall be sent to the member not less than ten(10) days before the Board proposed action. Written notice of the proposed action shall be given by certified mail, return receipt requested, and sent to the member's last known address.</p>
	<p>4. APPEAL. A member whose membership is suspended or terminated shall, after a time frame set by the Board, not to be shorter than ninety days, have the right to appeal to the Board of Directors for reinstatement and shall be reinstated provided two-thirds of the members of the Board present vote in the affirmative. A person so suspended or terminated shall have one opportunity to appeal and must do so within 12 months (365 days) from the date of the suspension or termination, otherwise the suspension or termination shall become permanent. Once suspended or terminated, the individual will be deemed permanently ineligible to serve on any committee or the Board of Directors. The duration of a suspension shall be limited to no less than 90 days and no more than 365 days.</p>
<p>4. FAILURE TO PAY DUES. Membership rights are suspended automatically for any members whose dues have not been paid by February 1st of the calendar year. Membership shall be reinstated upon payment of dues.</p>	<p>45. FAILURE TO PAY DUES. Membership rights are suspended automatically for any members whose dues have not been paid by February 1st of the calendar year. Membership shall be reinstated upon payment of dues.</p>
<p>5. REINSTATEMENT. Upon written request, submitted to the Board of Directors no sooner than one (1) year after termination of membership, signed by the former member whose membership has been terminated by the Board of Directors, the Board of Directors by an affirmative vote of two-thirds of all the members of the Board, may reinstate a member to membership on such terms as the Board of Directors may deem appropriate.</p>	<p>56. REINSTATEMENT. Upon written request, submitted to the Board of Directors no sooner than one (1) year after termination of membership, signed by the former member whose membership has been terminated by the Board of Directors, the Board of Directors by an affirmative vote of two thirds of all the members of the Board, may reinstate a member to membership on such terms as the Board of Directors may deem appropriate.</p>

<p>6. RESIGNATION. Any member may resign by filing a written resignation with the Secretary; however, no refund shall be given. Family memberships shall remain intact unless all adult members resign.</p>	<p>67. RESIGNATION. Any member may resign by filing a written resignation with the Secretary; however, no refund shall be given. Family memberships shall remain intact unless all adult members resign.</p>

Attachment 5

The breeders committee would like to propose the following correction to the Rules of Registration Article I, Paragraph D. It is our hope that with the scientific clarification of what a horse is and what crossbreeding is that there will be no room for further argument within the membership.

Article I. D. OUTCROSSING PROHIBITION:

1. The NFHR prohibits NFHR registered horses from being outcrossed with other breeds of horses. ***** This includes other breeds of horses as well as any other animal in the family Equidae or genus Equus.**
2. If an NFHR registered horse, mare or stallion, has been proven to have been used for outcrossing with another breed of horse **or other animal in the family Equidae or genus Equus**, the NFHR Registrar will withdraw that horse from the Registry and so remove any registration privileges to that horse and to any future progeny of that horse.