

MICHIGAN QUARTER HORSE ASSOCIATION
Meeting of the Board of Directors
August 9, 2022

President Barb Foster called a zoom meeting of the MQHA Board of Directors to order at 7:33 p.m. The following Directors and staff were present on the call: Meggen Baynes, Jennifer Bluhm, Heather Coe, Kevin Cubitt, Barb Foster, Sasha Glover, Austin Gooding, Megan Hirschman, Rob Kirkpatrick, Monty Montgomery, Chris Perniciaro, Sarah Switek and Kris Woroniecki. Also on the call were Ken Mumy, Shelley Donovan, Kelly Chapman and Chris Baldwin

AGENDA: Monty Montgomery made a motion to approve the agenda. Sasha Glover seconded. Motion passed with none opposed.

REVIEW OF MINUTES: Megan Hirschman made a motion to amend the June 14, 2022 minutes to reflect a motion made at the end of the meeting, out of executive session. Rob Kirkpatrick seconded. Motion passed with none opposed. The motion made at the June meeting was made by Chris Perniciaro. The board has agreed to extend the Executive Secretary's contract until January 2023. We will give the Executive Secretary the contract to review and ask that she make a decision to accept the contract, and if the contract is accepted, we would request that it be signed by June 20th, 2022. The motion was seconded by Kevin Cubitt. Motion passed with none opposed. The June 14, 2022 minutes will be corrected. Sasha Glover made a motion to approve the July 22, 2022, Special Meeting of the Board of Directors minutes. Sarah Switek seconded the motion. Motion passed with none opposed.

REVIEW OF THE FINANCIAL STATEMENT: Rob Kirkpatrick presented the final version of the 2021 financials. A draft was approved in January, however the CPA needed to provide the year-end adjustments. Reclassification of the pledge to KCYAA was needed, therefore changing the final numbers. Total assets of the Association as of December 31, 2021, were \$499,037.22; the total liabilities are \$208,298.20 and the total members' equity is listed at \$290,739.02. The net income as of the end of December is -\$57,221.64 compared to -\$8083.96 for the year prior. A motion was made by Megan Hirschman to accept the December 2021 final financial statement. The motion was seconded by Monty Montgomery. Motion passed with none opposed.

Rob Kirkpatrick presented the financial statements for June. The total assets of the Association as of June 30, 2022, are listed at \$669,247.75; the total liabilities at \$247,866.88 and the total members' equity is listed at \$421,380.87. The net income as of the end of June is listed at \$130,641.85 compared to \$89,153.06 for the same period in 2021. Sarah Switek made a motion to accept the June 2022 statement. Austin Gooding seconded the motion. Motion passed with none opposed.

Rob Kirkpatrick presented the financial statements for July. The total assets of the Association as of July 31, 2022, are listed at \$642,270.41; the total liabilities at \$251,297.30 and the total members' equity is listed at \$390,973.11. The net income as of the end of July is listed at \$100,234.09 compared to \$110,435.04 for the same period in 2021. Austin Gooding made a motion to accept the July 2022 statement. Sarah Switek seconded the motion. Motion passed with none opposed.

TREASURER'S REPORT: Rob Kirkpatrick presented the checks written report for June 2022. There were checks written totaling \$58,691.56 for the month. Monty Montgomery made a motion to approve the June 2022 check detail report. Meggen Baynes seconded the motion. Motion passed with none opposed. Rob Kirkpatrick then presented the checks written report for July 2022. There were checks written totaling \$187,253.28 for the month. Megan Hirschman made a motion to approve the July 2022 check detail report. Jennifer Bluhm seconded the motion. Motion passed with none opposed.

PRESIDENT'S REPORT: President Barb Foster reported on a meeting with TNT Event Management. She submitted the following: *On Thursday of last week the board had a Zoom meeting with TNT to talk with them about any concerns they had with working with MQHA since last year. We also talked at length about ways we can help them in the future to resolve some of the issues and to help them work more efficiently with our office and our show committees. Many ideas were talked about including more communication with our committees so they can get the information up earlier on their website and facebook. Meghan H asked many questions about the programs they have available and how we could mesh those programs and files with our system. Several possible solutions were discussed. They also answered questions about the programs they have available for stall and camping reservation. Several of you asked if there was a way to make our online forms easier to use. Kathy's online forms were given as an example. TNT uses the same format as Kathy. Meghan felt she could tweak our forms to be more user friendly. We also discussed deadlines and the need to follow these deadlines. (reservations,payments, sponsorships) Trish also talked to us about how at times she has so many steps to follow that she becomes a little concerned that she is going to miss one of the steps and mess up our office procedures. And she does not want to mess up Kris's record keeping up. She explained how they do most all of the shows with the exception of MQ show on one spreadsheet and that at the end of the show all the information is right there with notes as needed and can be sent to the office and the show committees right away. We also talked about shared files which would eliminate a lot of paper and would make things easier for them and our office. Meghan suggested that to save the time TNT has to spend at the end of the show, (this is their busiest day) that the reports and the checks that need to be filled out by the show secretary, (these are checks that are left when an exhibitor leaves without closing there check out) that she give all this information to Kris to bring back to the office and she could close out the show. Trish said they*

would do whatever MQ asked. She also said that with them being the management at the show that it might be easier to find any mistakes that might be made, because they are the ones that have been working with the exhibitors throughout the show. The bottom line is TNT are the ones responsible for the information that needs to be sent to AQHA, NSBA and MQHA. We discussed the abundance of error reports they receive from our office who have received them from AQHA. This concern should be resolved now as TNT will be listed as the show manager and show secretary and these reports should go directly to them when this happens and can be rectified by them at that time. Trish talked with AQHA last week about some of these errors and they told her that she could ignore a lot of them because they are coming in from an outside source who is trying to help AQ catch up on their records and they do not have the correct information. It was discussed and decided that we were now going to begin to use a Google program in which all spreadsheets and files will be shared with TNT and Mq from the start of each show. Tim told us they really would like to be able to get everything up and started at least a month before the start of the show. This should help everyone involved. Again they would like to work more closely with the show committees. I have sent them the information listing the chairperson for all of our upcoming shows. Meghan H stated that going to the Google program should not be any problem for our office staff to get on board with as there are many classes and tutorials available to them. This will make working together much more efficient and eliminate a lot of the paper work our office requires at the end of the show from TNT. This should benefit our office as well, with everything being available in one place. This should lead to much better communication between everyone involved with the show. I will address their contract extension in new business.

The motion from the special meeting addressing Legal Counsel

This is not a new suggestion. At our June meeting in closed session we discussed a need for legal counsel for the Association. A motion was made at the Special Board meeting in Midland to pursue this matter. The association and the board need to have legal counsel on retainer not only to help us address some of the needs described in the motion but also we need this for liability protection. Who knows, someone could get hurt at one of our events, claim we were negligent and threaten or attempt to sue us. Case in point the owners of the two dogs that got into a fight at MSU a couple of years ago and the owners also got into it and wanted to also involve us in the incident because we allowed one dog to be off leash. That report should be in the office.

Kelly offered at the meeting in Midland to research into some firms that were familiar with and worked with non profits. We asked her to look into Foster Swift, who as I understand represented us in the past. She spoke with one of the managing partners who did recommend an attorney within the firm with whom he thought might work well with us. He did however want us to be aware that if they did work with us it could cost us around \$5000.00.

I did not speak with anyone within the firm. I think we need to have a committee of three to continue to pursue this matter and to look to other firms, if we think that this is too high of a cost, that might be a fit for us. I think we need to pursue this as we really need some business guidelines and oversight established for non profits organizations. This is not a Barb idea, this was what you the board requested.

Show approval applications.

I receives copies of email from MQHA to AQHA and back yesterday from Kris and It appears that on April 8th Mqha emailed AQHA a change in Show management at 1:43 for the Easter show Aqha responded back at 2:53 pm that she was Changing the Sow secretary to Trish but for some reason was leaving Kris as the show manager. MQHA responded at 2:54 Sound good. I don't understand AQHAs reasoning for not changing the show manager to Tim but that is on AQHA. We did not have the Show manager on site that was listed on the show approval form on site at the Easter Show. Again it looks like that is on AQHA

May 12th MQHA asked AQHA show approval department to make the change to Tim for the Summer Series.

The changes have been made to the Futurity and Harvest shows. Time and Trish are listed as Show managers and show secretary

The Spartan and Harbor got missed.

OFFICE REPORT: Kris Woroniecki stated that the cash raffle has not been completed and hopes it will be soon. The financial report is due to the state. She explained the process. Kris also stated that she is moving forward with closing a debit card that is attached to the special event account.

COMMITTEE REPORTS

CLINICS: Jennifer Bluhm said that she heard good feedback on the clinics that were held in Ludington that were done by Garth Gooding and Tom Robertson. She thanked both of them for their help.

CONVENTION: Sasha Glover requested feedback from the Board regarding the dates for the Convention. Sasha Glover made a motion that the convention be held either on the weekend of January 14 & 15 or January 20 & 22, pending availability. Meggen Bayes seconded the motion. Motion passed with none opposed. Sasha will explore venues. Firekeepers Casino was suggested as one option.

FUTURITY: Chris Perniciaro mentioned that the Roth Show Halter raffle has started. The drawing will be at the Futurity. The office has been trying to help coordinate a blood drive during the event. Chris has been working hard on sponsorships. Everything is on track.

HARBOR CLASSIC: Barb Foster said everything went really well. People enjoyed the activities. There was a lot of support for the special events. The youth fundraisers were successful. TNT did a great job.

HARVEST CLASSIC: Sarah Switek stated that she is working with AQHA to add classes that were omitted from the AQHA Show Application when the office submitted them. She stated she talked to AQHA and they have stated that they will not fine MQHA for adding the classes. She informed the board that she intends to add a full slate of EWD classes to the show.

NOMINATIONS: Megan Hirschman reminded the Board that the elections would be coming up soon. There will be three vacancies. She asked the Board to consider reaching out to members who might be interested in running for a position. Letters of Intent for the Vice President Elect position are due at the September meeting.

QUEEN: Barb Foster stated that the princess contest was held during the Harbor Classic. The contest went really well. MQHA Queen, Katherine West helped with the contest. Barb stated that Katherine has done a really great job helping at the events. Barb really appreciates her.

RULES & CONSTITUTION: Megan Hirschman said that the committee met in June. The notes have been shared with the committee members. The committee has been requested to respond prior to the September meeting. Megan wants to have the final information available for the November meeting. She reminded the Board that any changes within the constitution will be voted on at convention in 2023 and then will go into effect in 2024.

SPARTAN SPECTACULAR: Barb Foster stated that the show went really, really well. It went smooth since everything was posted ahead of time. TNT did a great job.

SUMMER SERIES: Meggen Baynes stated that the financial statement is close to being done and the committee is only waiting on the invoice from TNT to finish the profit and loss. The show went well but overall, the income will be down since the stall, camping and entry counts were down from last year.

STALLION SERVICE SALE: Austin Gooding stated that the committee is moving toward doing the stallion auction online. Kris has spoken with Bidding Owl and will be coordinating the change with input from the committee. Austin said he felt that the auction will likely make more money with the online format.

YOUTH: Sasha had the opportunity to attend the Youth World Show again this year. Final horse counts included 31 horses and 25 riders. Unfortunately, two horses were unable to attend due to illness or injury. The 13 and under classes continue to grow strength. The champion of champions classes which were new this year were well done and well attended. Also new this year was the addition of Jackpot classes and those that participated received decent payouts. Outside of the show pen, Myah Chaput participated in the 13 and under prepared public speaking contest where she won reserve champion in that contest. Some trainers provided feedback on the participation as a team, and we will continue to take this feedback and use it as we plan for future world shows. Christine West is preparing the points again this year for NYATT teams and should be completed this week and begin offering spots. Sasha will also begin working on recruiting for future directors and officers as elections for the youth board will quickly approach. Rob Kirkpatrick made a motion to approve Sasha's travel expenses to the Youth World as official MQHA business. Sarah Switek seconded the motion. Motion passed with none opposed.

OLD BUSINESS: AQHA Show Approval – Barb Foster stated that she will be communicating with AQHA regarding the show approval application error per the Board's direction.

NEW BUSINESS: Board Meeting Conduct was discussed and professionalism during meetings was highlighted. Any conduct construed as inappropriate will be addressed during meetings in the future. It was reiterated that sportsmanlike conduct extends to all MQHA activities including Board meetings.

The meeting was adjourned at 10:35 p.m. by unanimous consent without objection. *The next meeting will be Tuesday, September 6 via zoom.*