

**NAPHA MINUTES  
CONFERENCE CALL  
MAY 10, 2010**

**ROLL CALL:** (Notice Waived)

Danell Adams, Edie Gandy, Rich Ovenburg, Barbara Windom, Charles Melton, Gene Pepe, Larry Redman

Guest: Chris Austin (Signed off at 7:05 pm PST)

Approval of Minutes of April 21, 2010 meeting .

Motion by Larry Redman 2<sup>nd</sup> by Charles Melton - Motion Passed

**OLD BUSINESS:**

- 1) National Show – Eleanor Palmisano has been keeping the BOD up to date on the progress of the National Show. She submitted a proposed agreement for the Chairperson for this 2010 Show:

*Fee:*

<i>Show Loss - \$0 Net Profit:</i>	<i>No fee; reimbursement of reasonable expenses</i>
<i>\$1 - \$49,999 Net Profit:</i>	<i>\$1,000 fee; reimbursement of reasonable expenses</i>
<i>\$50,000 - \$74,000 Net Profit:</i>	<i>3% of net profit; reimbursement of reasonable expenses.</i>
<i>\$75,000 - \$99,999 Net Profit:</i>	<i>4% of net profit; reimbursement of reasonable expenses.</i>
<i>\$100,000 &amp; over Net Profit:</i>	<i>5% of net profit; reimbursement of reasonable expenses.</i>

*Reasonable expenses are those expenses that are required for work on the National Show and not applicable to any other show or situation, such as an international phone call made on the show's behalf or postage. ANY expenses will be documented by receipt.*

*Note:*

*If I attend the National Show as an exhibitor, I will pay my own travel and expenses. If I attend only as the Chairman, then I will require an airline ticket and hotel room.*

*Eleanor Palmisano*

***Motion to approve changes to agreement for Chairman of the 2010 NAPHA National show by Larry Redman. 2nd Barbara Windom. Passed Unanimously.***

- 2) Eleanor Palmisano has a copy of the previously used contract and will duplicate it for securing the Judge for the National Show, Raul Rizzo.

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- 3) Kelly Powers is doing the premium list. Charlotte Dicke Becera has offered to print the show program for \$1000.00 plus extra for printing. As the BOD wants to know all printing costs, it was asked that she present a proposal outlining the total costs.

**FINANCES:**

- 1) While the BOD feels there is a need to keep us current on Quicken and that a part time bookkeeper will become necessary and bank statements need to be reconciled, we currently do not have enough financial information to make the commitment. Chris Austin highly recommends that the new bookkeeper have a good understanding of accounting.
  - (A) The BOD has received one from Ron Evans, Director of Operations for PFHA. Ron started as a consultant and has been full time for the last several years. He charges \$40.00 per hour.
- 3) Kelly Powers have offered to work on the show points for twelve dollars an hour. She will construct a proposal for presentation to the BOD. The BOD recognizes that there is a problem with the points and corrections need to be made. Some clubs use different names for the same classes which has caused some confusion. There are also a number of horses that need to be properly recognized. Kelly can work on an hourly rate month to month depending on how much the organization can afford. She also offered to work for credit towards her National fees. Barbara recommended that Kelly be paid to get the previous year up to date for year-end awards purposes. She will be hired as an independent contractor and sign a 1099 form.
- 4) Larry suggested that the BOD be copied with all bank statements. Each board member will receive both a hard copy and an email statement for their individual review. Chris is also working on more detailed financial statements that will give us a comprehensive report about where we stand financially.

**IRS ISSUE:** – Update by Chris Austin

- 1) 2007 and 2008 notices were received and indicated a \$7201.62 total liability. This relates to advertising sold in the NAPHA newsletter during those two years. Chris feels that we can file an amended return and potentially reduce our liability. We ultimately stopped producing the newsletter because advertising would not cover costs of the newsletter.

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- 2) We still need to file the 2009 returns. Chris is still going through the books and will file for an extension to give us until November. In order to file the return, we still need to determine if there was taxable income. Even though the newsletter ceased being produced, advertising continued through Horse Stud Book.
- 3) Questions about the foundation were addressed and Chris had not been given instructions to research that issue.
- 4) Discussion about status of outstanding contracts as well as consulting agreements and promissory notes.

**COMMITTEES:**

- 1) During the March meeting in Las Vegas, old and new committees were formed and nominations made. Edie is sending that list to the BOD for their individual review.
  - (A) The RAC will also be making recommendations for committees as well as submitting nominations.
  - (B) Once reviewed, the BOD intends to develop a brief process for solidifying the committees with the intent of having them all identified and assimilated for action by the end of May.

**TERM LIMITS :** (Chris signed off)

- 1) Charles will send a copy of the petition to Danell. She will review the petition in accordance with the By-laws to come up with new term limits primarily to better accommodate the election process.
  - (A) Having an election each year could become cumbersome and expensive. The BOD agreed the the minimum term should be two years and that the positions should be staggered.

**JUDGES FEES:**

- 1) Judges that are not NAPHA members have been taken off of the website. This was a bit of a premature action and should not have been done until January when all changes are correctly made. The site will be corrected
- 2) Peru has a much more extensive accreditation program than we do here in the United States. It takes at least three years to become a judge. NAPHA

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previously entered into agreement with Peru to use their A list of Judges for breeding only and their B list for both pleasure and breeding. We can be on their list of International judges if our Judges go through the process in Peru. This led to a discussion about the fact that the American Judges are expected to pay NAPHA membership fees, while their International constituency is not.

***Gene Pepe made a motion to suspend these required fees for American Judges until the BOD has more time to address the issues. Danell Adams 2<sup>nd</sup>. Passed unanimously.***

**POLICIES AND PROCEDURES MANUAL**

- 1) Edie sent each member a copy of the manual with the suggestion that all review and amend as necessary for later discussion. In the interim, the BOD felt it necessary to have a set of working policies and procedures in place. Edie will disperse to RAC for their review and ask Lionel to post on the website.

***Motion by Danell Adams to adopt current working copy of policies and procedures manual. 2<sup>nd</sup> by Larry Redman. Passed Unanimously.***

**HOW TO DISPERSE MEMBERSHIP APPROPRIATELY TO ALL MEMBERS?**

- 1) We are trying to determine how many members do not have email addresses. 2374 valid email addresses were used to send out the newsletter, however many of them are no longer valid. Charlotte is working on it with the intention of soliciting more memberships.

**NEW WEBSITE**

- 1) Barbara indicated that website needs to be updated for Nationals. The RAC recommended we have a communication committee for website access. Until this can be established, Rich Ovenburg will liaison with Lionel Griffith and when the committee is activated, he will continue to chair that committee.

***Motion to adjourn by Larry Redman. 2<sup>nd</sup> by Gene Pepe. Motion passed.  
8:25 pm PST***

***Danell Adams  
NAPHPA Secretary***