



VQHA BOD Meeting
Williamsburg, VA
Friday, February 3rd, 2023

Attendance

Suzanne Gonzales – VQHA President

Tim Cohill – VQHA Vice President

Laura Boardwine – VQHA Treasurer

Carolyn Merritt – VQHA Secretary

Shay Nicely – VQHA Chief Information Officer

Cory Balsis – VQHA Membership Officer

Beth Guthro – VQHA Youth Advisor

Matt Guthro – VQHA Director at Large

Scott Troutman – VQHA Director at Large

Steve Meadows – VQHA Past President

Becky Meadows – VQHA Shendendoah Regional Director

Todd Hulings – VQHA Ways and Means

Kristy Drew – VQHA Greater Richmond Regional Director

Kevin Badcock – VQHA Northern Regional Director

Jeananne Griffin – VQHA Central Regional Director

Kelly Wayman – VQHA Queen's Committee

Loreta Tozer – VQHA Banquet Committee and VQHA Amateur Director

Beth Smith – VQHA

Cathette Plumer – VQHA Recreation Committee

Clarence Green – VQHA Honorary Director

Mike Jennings – VQHA Director at Large

Debby Steiner – VQHA Points Officer

Helen Poland

Ken Walfrey

Diana Walfrey

Suzanne called the meeting to order at 7:22pm once everyone had arrived and settled and taken their seats. She welcomed everyone and thanked them for attending the BOD meeting. Suzanne also thanked everyone for their support when she fell ill last fall. She thanked Tim profusely for stepping in and picking up the slack, and again thanked everyone for their patience as she got back up to full fighting speed.

Our new VQHA Queen was introduced, Miss Karsyn Green. Karsyn has already been hard at work on behalf of VQHA. Tim thanked everyone that was able to come out to the VQHA Leadership Summit January 21st and 22nd. Tim stated that while helping with VQHA he has found that work flow is an issue. He was hoping that having a leadership summit would help to come up with ideas of how to streamline things. Tim asked Beth Smith to chime in on the summit. Beth handed out a form showing the leadership summit highlights. Beth stated that there was lots of participation at the Open, Novice, Amateur, Youth and Parent level. She indicated that lots of different people came together to strategize on how to organize and tackle challenges. There was also a conference call the second day with Justin Billings of the Ohio Quarter Horse Association to help VQHA look at short and long term goals and consider goals for the future. Many folks really enjoyed the event Beth stated and indicated that they would like to start organizing it as a yearly event. Tim mentioned that it was good prep work for the annual meeting. He stated that the meeting with Justin was great and very helpful. The leadership Summit will be brought up again during the general membership meeting to discuss what all was accomplished. Justin's big take home message Tim said was to "not let the vocal minority drive the silent majority." Tim stated that per Justin, the Ohio QH Association has a lot of the same problems and challenges just of a different level than VQHA. Clarence Green interjected that the general membership needs to get more involved. He said that folks need to learn more and read the bylaws. He stated that previously (uncertain exactly how many years ago) that all the meetings were general membership meetings and there used to be 300+ people there, and then the president would run the meeting. Suzanne asked how they got people to attend back then. Clarence stated there was a board but everyone still came to weigh in. Mike Jennings piped in and mentioned that it was back in the 1960's and 1970's when the meetings had that many people in attendance. Tim went on to state that people came out of the leadership summit excited and energized. Tim stated it was a good opportunity for everyone to feel heard.

Carolyn Merritt asked if anyone had any questions or corrections regarding the minutes from the last meeting. Having no corrections or amendments to the meeting minutes stand. Mike Jennings made the motion and Laura Boardwine seconded. Tim asked Shay Nicely if the meeting minutes had been posted to the website. Shay said that the redacted minutes to hide financial data had been uploaded. For security reasons Shay does not post VQHA financial information directly on the website or on Facebook. Carolyn reported that there has been a delay in posting minutes to the website while the board has discussed what the process would be for posting the minutes. Will continue to email out in advance of the meetings and once approved, they will be posted to the website. If there are any financial questions

or concerns, please contact Laura Boardwine directly. Due to the length of the meetings, oftentimes 2.5-3hours and the volume of information discussed, Carolyn states that it takes a lot of time to transcribe long meetings for accuracy. She states that after typing up the minutes from her notes that she listens again to the recording to make sure that everything coincides and is transcribed correctly. Mike Jennings made a motion and Suzanne seconded, recommending there be changed made to the bylaws as they pertain to the meeting minutes to allow for processing and distribution. Suzanne stated to change to state meeting minutes to be published the week prior to the meeting. Shay states he will make updates to the bylaws to note the change. Shay also mentioned that our meetings have always been open to the general membership. Suzanne agreed, stating that the BOD meetings are open to anyone to listen in on. Tim made the recommended that the board set dates for the BOD meetings now so that people can know well ahead of time when the meetings are. After some debate, it was decided that until further notice the VQHA BOD Meetings will be held the 2nd Wednesday of the even months following this month – dates are as follows, 4/12/23, 6/14/23, 8/9/23, 10/11/23, 12/13/23.

Laura presented the treasurers report. The breakdown of all the accounts was sent out prior to the meeting via email. She felt all the accounts were in the best shape they've been in in quite a while. The general account has \$16,529.92. The horse show account has \$17,556.34. And the banquet account has \$15,896.05. Laura informed that there were over 30+ 1099s sent out in the past 3 weeks. She states that it is a very difficult and cumbersome process, but it has all been submitted. Per Laura, VQHA has also had to submit to the state corporation commission a copy of the bylaws, 1/3 of meeting minutes and a 1/3 of treasurers' reports, which was all sent out on January 30th. Laura stated that she has the taxes ready to go out as well. Laura also states that she has sent in the insurance premium of \$870.00 to cover all the VQHA events. Tim made a motion regarding the insurance recommending to the board that VQHA cover the cost of the insurance for the Virginia Bred Classes at the Spring Breakout Show. Mike Jennings seconded the motion and it unanimously carried.

Suzanne invited the directors at large to present their updates. Mike did not have any updates at this time. Kevin Badcock, Northern Regional Director stated that he has had no recent meetings but he has encouraged more people to participate and they do try to meet in person often. Jeanne stated that the Central Region held a meeting on January 10th via zoom and posted slides on Facebook to the central region site. She states that she is just reiterating what the VQHA website and newsletter say. They hope to have in person meetings soon. Their next meeting is scheduled for March 14th. She also wants to hand out membership applications at local horse shows. Jeanene stated that having a membership list from Cory would be helpful. Tim asked if the regional directors that were up for elections planned to run again and each stated yes. Suzanne stated that when she was in the Northern region there used to have guest speakers at the regional meetings and that it really helped to increase participation. Cory can email a list out to the regional directors that shows the members in each of their regions.

Suzanne stated that the Auditing Committee has a vacancy for the committee head. She encouraged anyone interested to reach out. Beth Smith States that the Auditing Committee needs to be prepared to handle anything that relates to money. During the Leadership Summit, there was a binder put together that outlines the role for clarity.

Cathette Plumer reported on the AQHA programs/recreation. She stated that the welcome bags for the banquet included flyers for the horseback riding program. She is currently working with the Virginia Horse Council on a trail ride in the Northern Virginia Area near Culpepper area. She encouraged

everyone to take a flyer home with them and hand out to local clubs. AQHA has a new denim jacket for their horseback riding program.

Loretta thanked everyone for coming out to this year's annual meeting and banquet. She stated again that she would be stepping down for next year but that Pam Troutman would be taking over. She reviewed the itinerary for the remainder of the meetings, and stated the banquet will open up at 6pm with a wonderful Marti Gras theme. This year she stated there were 17 tables purchased and reserved! Lots of new people signed up to come. Room 475 is the official hospitality suit and all are welcome. Loretta regretfully announced that an issue arose after the last BOD meeting, and it's a sensitive subject but one she has to bring up. It regards the Skeeter Hembry award that Lisa Vignerot had shown to the board at the December meeting and was donating. Loretta read an excerpt from the December 2022 meeting minutes for clarity on the subject which stated "Under unfinished business, Lisa Vignerot showed off the award that her husband Marc made for the Skeeter Hembry Award. The award is to recognize the unsung hero in the organization. Lisa states that the award is for the person that is always behind the scenes working hard and deserves recognition. Lisa needs to have the recipient's name prior to the banquet so she can have the plaques engraved. There will be the large trophy to be owned by VQHA and a small award to be given to the individual. The banquet committee will meet and vote on the award recipient. Please send nominations to Loretta ASAP – the next Banquet Committee Meeting will be 12/14." Carolyn then interjected that things like this that come up are the exact reason why she takes such meticulous notes. There have been several instances where things have been claimed to have been said or not said and the minutes are have needed to be referenced to resolve the situation. Loretta stated that she received multiple nominations and that after the Banquet committee met and tallied the results she notified Lisa of the person with the most nominations. Loretta stated that Lisa got very upset with her and became livid. Lisa then claimed that she was never at the BOD meeting and she rescinded the award she was donating. Loretta went on to state that Lisa then told her that she would no longer support a shady organization like VQHA and then resigned all her positions abruptly. Loretta said she feels as if Lisa has thrown her under the bus over this award and has gotten other people to post unfriendly comments on Facebook about her in regards to the situation. Carolyn reminded the BOD that Lisa was indeed in the last meeting showing off the award on the Video Chat in the Zoom meeting. There were several others that agreed. Tim stepped in and stated that it is unfortunate that the award has been rescinded but that we can all move on from it. Laura stated that the other individual who has been affected by this situation and has been posting on facebook negative comments regarding VQHA and the Board is someone that the Board has had similar issues with about 10 years ago. Suzanne stated that she reached out to this individual to try and smooth things over but to no avail. Loretta stated that she felt it was important to still honor the person selected, but because Lisa turned around and gave that award to Maryland QHA she had to create a different title but they will still receive an award because Loretta did not want Lisa's actions to undermine all the good that the person winning the award for all they have done, and Loretta did not want to give the award under the original title so as not to generate any more negativity with Lisa because she is creating drama and Loretta just wanted to move on from it because things had gotten really nasty. Tim agreed that just renaming the award and moving on was the best idea. Loretta also mentioned that Caroline Vessley had requested that her awards be mailed to her. She send \$100 to Loretta to cover the shipping costs. Loretta has sent that money on to Laura to make sure the funds go through the proper VQHA channels. Caroline had previously donated some items to the silent auction but did not requested to have those things sent back. Steve Meadows stated that where we are financially and with the banquet people should be real

pleased. Mike Jennings agreed, stating that someone will be mad no matter what, but that this was the best shape VQHA has been in in the last 10-15 years and suggestive we move on to more positive things to discuss. Tim reiterated what Justin Billings had said about how we can't let the vocal minority ruin things for the silent majority. Suzanne sent out an email to Lisa stating that the Board accepted her resignation from all her positions. Suzanne thanked Loretta and her committee for all their hard work. Laura stated that Denise and Pam have also done a great job with the awards and that it was going to be a wonderful weekend.

The Virginia Bred Program needs a committee chair. Suzanne is operating as the head for the time being but is hoping Ashley Kloske will be willing to take over once the dust settles. Laura and Mike volunteered to help. Loretta attends the Virginia Horse Industry board and they want to put a cap on how much one person can ear and don't want to support the VA Bred program any more because it's the same people that keep winning all the grant funds. The Virginia Horse Industry Board wants VQHA to follow the thoroughbred guidelines for racing.

Tim felt this was a good time to move into the grant committee updates. He thinks we need to discuss using grant monies for something better that benefits more broadly. Clarence stated that money from the VA Bred was grant money plus the nomination fees from stallion owners and sponsors. Sandy Green stated that people just aren't breeding horses like they used to. Steve Meadows said that it is shipped semen that has killed off the local breeders. Tim says the grant committee is important to help VQHA. The VA Bred program needs to be looked at for viability in the future. Loretta has been attending the meetings for the Virginia Horse Industry Board to advocate for VQHA. Tim states that there are a lot of organizations all applying for the same small pool of funds. Christy Drew stated that the whole VA Bred program is not set up well and is in dire need of a complete overhaul. She recommended that the classes be held in the fall instead of the spring to give young horses a chance to prepare. Tim said he would earmark Christy as a cochair for the committee. Suzanne also recommended Buck Petit as someone to be part of the committee since he does a lot of breeding. Loretta pointed out that a lot of the grant writing process is based on compliance. Previously grants just paid out monies, but now there is an application process, selections, approval and then only when you submit your receipts are you reimbursed with grant funds. While discussing grants, Loretta said that she was able to receive \$5,000 towards year end awards through the grant applications, and also \$5,000 for circuit awards and \$5,000 for the VA Bred. Loretta stated that she really stood up for VQHA with the Horse Industry Board to get those grant funds. Lisa Vignerot was suppose to send in the forms, but apparently did not get them signed and submitted and VQHA almost lost \$15,000 in grant money, however Loretta was able to swoop in last minute and get them turned in.

Tim updated everyone on the Clinic which is set for March 4th. VQHA did not get approved for the grant for the clinic this year. Stalls will be \$45/night. Shannon Quinnlin Hill and Tommy Sheets will be the clinicians this year and the clinic is already almost completely sold out. He recommended looking at what grants we are applying for and seeing if it wouldn't be better to potentially look for other sources of revenue for the VA Bred and use grant applications to fund events like the clinics that benefit more broadly instead of the few individuals that participate in the VA Bred events.

Shay Nicely addressed questions and concerns brought up at the Leadership Summit re: the youth officer vs the youth director/advisor wording in the bylaws. Carolyn stated that the Youth director name was changed to Youth Officer last year because Officers in VQHA have voting privileges. AQHA refers to

them as Youth Advisor. Article 5 section 13 change and move up to Article 3 section 8 for clarity, and then Article 4 section 1b move up to section A in an effort to clean things up. Shay stated that this does not change anything, it just moves the information around in the bylaws for better flow. Tim had several questions regarding the special committees and wanting to add more verbiage to outline the what and how and what they do. Tim just wants more definition. Shay asked Laura to help him review the bylaws for other minor errors so VQHA does not inadvertently shoot themselves in the foot since Laura has already submitted paperwork to the state commission. Shay discussed coming up with a handbook or a Manual of Operating Procedures versus making the bylaws so very specific that they back us into a corner. Shay reminded that the Bylaws are a legal document and that a handbook or MOP is just a guideline. Suzanne and Clarence discussed ways to encourage people to attend BOD meetings for transparency. Carolyn recommended putting a statement on the membership application that lists dates for the year for the meetings. Mike Jennings stated that nowhere does it state that members are excluded from meetings so it is implied that all are welcome to attend. Clarence recommended posting the dates on the website. Shay agreed that posting the dates to Facebook and website are a great idea but he discouraged posting the Zoom meeting link due to very high security risks. Shay stated that members should reach out to their regional directors or Carolyn for the link to the zoom meeting. Debby Steiner mentioned that there are some minor typos in the bylaws that she can also help review and update since she used to be an editor. There is a provision in the bylaws that allows updates for grammar etc. that does not require board approve to correct. Tim just wants to make sure that he has a place to direct someone to when they have questions for them so there are concrete answers. Cathette mentioned that not everyone understands Robert's Rules of Order for meetings so that is part of the problem.

Suzanne stated that Cathy Herbert, chair of the communications committee, was not able to attend this weekend. Kerry Baker has been helping with Facebook posts. Tim stated that there have been lots of recommendations made during the summit on how to best move forward with communicating with the membership.

Cory Balsis stated that she has her membership database with her to help people validated their memberships over the weekend. She has asked that everyone please send in their memberships and horse nominations prior to the shows. VQHA will no longer be accepting membership applications to be turned into the show office because it creates way too much confusion for the show office staff. Cory stated that she is looking at the creation of a QR Code to scan at the shows to direct people right over to the VQHA Website to join online. She mentioned her concerns again over the select vs amateur divisions and crossing over between the two. Tim had a recommendation on how to solve that issue and stated he would address it in the show committee meeting tomorrow.

Suzanne spoke on the show committee. The Stock Horse Show is scheduled for May 19-21 and the Jackolantern Show will be November 3-5, both to be held again in Doswell VA. She stated that they had gotten way behind on the paperwork however Mark Millder got right on the ball and got everything going and all sorted out. The May show applications have been submitted to AQHA and the \$510. Has already been paid to AHQA for the show. The May show will have a similar format to last year except there will not be a VRH special event on the Friday of the Novice show. The November show application has not gone out to AQHA just yet. During the leadership summit, Justin Billings of the Ohio QH Association mentioned that a great way to get the Novice Show people to participate in the S/C show is to have the S/C show on Friday/Saturday and the Novice Show on Sunday. Tim stated that the idea

would be something that the show committee would be discussing tomorrow during their morning breakout session.

Todd Huling of the Ways and Means Committee suggested having a VQHA Calendar as a fundraiser for 2024. The idea would feature a calendar with full page ads for each of the 12 months, plus a cover page and back page. There was lots of enthusiasm in the room over the idea. VQHA could list their show dates and meeting dates on the calendar as well. More to come on the calendar concept he stated. The May Doswell show will feature the Legends class again this year. CP saddles has donated again this year for the class. Todd stated that we really need to push the legends class and advertise like crazy for it. New this year, since there was so much participation last year, there will be 3 splits, one for WP, one for HUS, and one for Ranch, and then the top 5 from each will go on to the finals. There will be a reverse raffle again. Todd stated that last year the class made approximately \$2,300 and a lot of that money was given away as prizes. Tim made a motion to give Charlotte Phelix a lifetime membership for her continued support of VQHA and Matt seconded and the motion carried. Todd also discussed setting up some VQHA logo memorabilia at the shows and possibly also an online store of some sort. He felt having tshirts, hats, etc, on hand for sale at shows would be a great way to make money and advertise VQHA.

Beth Guthro spoke about the Youth Association. She stated that the kids have been working really hard the past year. They were able to carry over some funds from the previous year, that the parents and kids have some great fundraisers recently which helped offset costs for the world show. She said that there were a lot of new faces this year and she is really pleased with that. The youth helped host a pizza party at the state 4H show which was a huge hit and they would like to do that again this year. The youth will be having a meeting tomorrow from 12-2p at the hotel. Beth asked Shay to set up a Zoom meeting for her to send out to the parents and kids who could not attend in person this weekend. Shay also stated that if Beth could send info to him regarding the youth he would be more than happy to post. Photos of kids having fun would be enticing on the website. They will be setting new meeting dates and discussing ideas for fundraising at this meeting. Carolyn stated she would be happy to set up a recurring youth meeting on the VQHA Zoom account and send Beth the link to distribute once they determine their meeting dates. Beth stated that she really needs more involvement to execute all the plans she has in mind. She wants enough kids and parents involved so that she can delegate tasks and it not have to be the same few doing all the work. Tomorrow's meeting will also include a pool party.

Suzanne asked if there was any unfinished business to discuss. Having none she moved on to New business.

Under new business, Suzanne discussed that there will be elections held tomorrow during the General Membership Meeting. The role of Treasurer and Secretary positions are currently up for election. Shay, who is head of the nominating committee, which consists of Shay Nicely, Steve Meadows, Beth Smith, Matt Guthro, Scott Troutman, stated that as of this time they have not received any nominations for the positions. The regional director positions open for election are Northern, Central, and Greater Richmond. Suzanne asked how we planned to proceed with the elections tomorrow for the meeting. Tim states that we will run elections at the end under new business. Mike Jennings discussed how things were voted on in the past. He stated that if no one else is nominated from the floor then the slate of officers stands as recommended by the nominating committee. Carolyn stated that she has ballots set up to distribute. Tim stated that there will be in person voting only, and next year there will be some form electronic or online or remote voting. Carolyn stated that she will be monitoring the members on

the Zoom link and accepting nominations from members in attendance via Zoom. There will need to be time set aside to count ballots afterwards. Mike Jennings stated that if there is only one person running for a position then there is no need for an election to vote on the position, it is just accepted as uncontested and there does not need to be a formal election process. Carolyn stated that she has ballots ready if needed. Shay stated that if there were nominations from the floor that the nominating committee would adjourn briefly to discuss and come back with recommendations to the membership, because the nomination committee has to approve the slate of candidates.

Steve stated that he is moving up the ranks in AQHA to Director at Large and will be recommending Matt Guthro to step into the role of AQHA Director for VQHA and Matt will be attend the AQHA Convention with VQHA's backing.

Tim stated that he would like to discuss something painful. He stated that he is frustrated with the difficult and touchy subject of disciplinary action. It is something that he does not want to have to dicuss or ask the board to make a move on but he feels that at this point in time it is necessary to take action. Tim asked Mike Jennings what AQHA would do in situations like these. Mike stated that typically it goes directly to a disciplinary committee. Tim stated that per VQHA bylaws it goes before the board. Time reiterated that he does not ever want to have to take disciplinary avtion but he believes in this case it is necessary. He asked if anyone would like to review the information he had or had everyone already had an opportunity to be made aware of the situation. Steve stated that he felt it was best for the executive board to handle and make the recommendation for the action to be taken. Tim states he feels like the actions of the individual in question are grounds to revoke this person's membership indefinitely. Time wants to make sure we go through the right process for this. Mike Jennings recommended that the meeting move into a closed session.

At this time (956pm) Suzanne aske that the meeting move into closed session and thanked everyone for attending and for all the input into VQHA that everyone has provided. (Anyone that was not a voting member of the board exited the room at this time.)