

**MINNESOTA HORSE COUNCIL  
BOARD MINUTES  
FEBRUARY 20, 2007**

Meeting location: Maple Grove Community Center

Board Members: Tim Bonham, Dan Dolan, Glen Eaton, Trina Joyce, Sue McDonough, Darrell Mead, Dawn Moore, Marian Robinson, Missie Schwartz, Miriam Tschida, Tracy Turner, Tom Tweeten, Christie Ward

Absent: Teresa Hanson, Laurie Slater, Jesse Vouk

Members/Visitors: Cherie McKenzie, Irene McMillen, Rhonda Danielson, Miriam E. McGurran (MAHA Liaison), Keith Payden

- I. Meeting called to order: 6:35 p.m.
- II. Introductions
- III. Additions and changes (Additions to Old and New Business)
- IV. Treasurer's Report (December – Dan Dolan

Motion by Dan Dolan, seconded by Glen Eaton, to approve the December Treasurer's report.. Motion is carried.

Dan handed out a copy of the January Treasurer's Report to be reviewed by the Board before the next meeting. (Attachment) There are several grants that have not been used yet (2005). Motion by Dawn Moore, seconded by Sue McDonough, to have Tim Bonham write a letter requesting the status of open grants dating back to 2005. There will be a report at the next meeting, March 13, 2007. (Old Business)

- V. Approval of Minutes – (December)

Motion by Tracy Turner, seconded by Tim Bonham to approve the minutes for December. Motion is carried.

A change has been made to the December minutes on-line. Under New Business, item C. The last two sentences in that paragraph have been removed.

Keith Payden announced his resignation at the end of the December meeting. Motion by Tim Bonham, seconded by Dan Dolan to accept with regret Keith's resignation. Motion is carried.

Treasurer to obtain and fill out 990 form for the Attorney General's Office. Other forms like the official address for the non-profit organization and the

Articles of Incorporation also have to be filled out. Rhonda Danielson (member) stated that according to the Patriot Act the address can not be a P.O. Box it has to be a physical address, home or building. Dan Dolan and Darrell Mead will look into the definition of “official address”. These forms and the dates they need to be done will be added to the MHC Calendar.

VI. Secretary’s Report – Trina Joyce

The following Thank You notes and letters have been received from grant/scholarship winners and direct funding: Ride for Colic and Breast Cancer, Sundance Riding, FFA, Wilton River Rider Saddle Club, Anoka County Fair Board, St. Croix Horse & Carriage, Jessica Schuster, Terra Schroeder, Jacque Anderson, Linda Dahl (Newsletter Editor) and Heather Case who wrote an article for the newsletter.

VII. OLD BUSINESS

- A. Special Election – Meeting Minutes Approval – Tom Tweeten  
Motion by Tim Bonham and seconded by Missie Schwartz to approve the Special Election minutes.

Addition/Amendments to minutes:

On page 3 – 4<sup>th</sup> paragraph, sentence should read; Tom Tweeten asked if there was any additional discussion on the motion (3 times).

Motion by Tim Bonham, seconded by (not audible) to table the motion until Sue has time to write up a summary statement to be added. Carried.

The following statement should be inserted after Tracy’s report under Part II.

Sue McDonough asked Katy Bloomquist if she had been in contact with Board Members concerning the Election. Katy responded yes, she was in contact with Tracy Turner, Tom Tweeten and Darrell Mead prior to our Special Meeting on February 13, 2007.

Sue McDonough asked Tracy6 Turner if the ballots had not had “Proxy” and new member’s names written on the ballots, would he have challenged the Election. Tracy Turner responded, “No”.

Katy shared with the Board that prior to the Annual Meeting on January 12, 2006; she had informed the President of the Horse Council that there could be problems or concerns with the proxies.

Directors vote on proposed amendment to minutes. Amendment will be added to minutes.

Special Election Minutes were approved with additions, corrections and amendment.

## B. Special Election – Process – Darrell Mead

Katy Bloomquist sent a recommendation of two independent companies that would be able to help with the new election (Attachment); they are John Tauer at Larson Allen and Rick Erhrich at Olsen Thiem. Darrell Mead will get a bid from Larson Allen which Katy recommended.

Motion by Tim Bonham, seconded by Dan Dolan, that the packet that is sent out should include:

- Mailing list

- Ballot

- Instruction letter

- Minutes (Special Election Meeting)

- Biographies

- Ballot envelope

- Stamped, self addressed envelope (to put ballot envelope in)

We need to set a dead line, possible use the postmark date. Once they are received and counted they will provide a written reply. (According to our By-laws - 20 days from mailing.) Motion not carried.

Amendment offered to the previous motion by Dawn Moore, seconded by Tracy Turner, to allow the firm that we hire to recommend what process they would suggest, based on a similar situation and use this in the future as our process.

Motion carried as amended.

The cover letter should contain specific information. This should be left up to the firm chosen. Katy Bloomquist could edit the letter. Ask the firm to start before March 13<sup>th</sup>. Mailing List – Motion by Dawn Moore, seconded by Dan Dolan that the mailing list should be a list of members in good standing for the year of 2006 and the year of 2007 before January 13<sup>th</sup>. Motion is carried.

## C. Travel Reimbursement Procedure – Tom Tweeten

Any comments, changes or additions should be sent to Tom Tweeten ([tnt@integraonline.com](mailto:tnt@integraonline.com)) before next meeting. (March agenda item under Old Business)

## D. Membership Procedure – Dawn Moore

Committee will have a proposal for March meeting. (Old Business)  
Accessibility to the Mailing List as stated in the By-laws is only with the Boards approval.

Motion by Darrell Mead, seconded by Glen Eaton, that the Board or the

new candidates can not solicit membership for votes.  
Motion is defeated. There were concerns about the first amendment –  
“Freedom of speech.”  
Statement by Trina Joyce, “Can we all just act in an ethical manner?”

E. Grants – Tim Bonham

No report.

F. Philanthropy Job Description approval – Trina Joyce

Motion by Tim Bonham, seconded by Tracy Turner, to accept description on Philanthropy job description. Vote – 2 opposed – 1 abstained – 10 for. Motion is carried. (Description attached)

G. Nominations & Voting Committee Procedures – Tom Tweeten

Please find attached the Committee Procedure proposed changes to allow voting by mailed ballot.

VIII. Committee Reports

A. Expo – Glen Eaton

Please find attached report.  
There is a non-compete clause in the contract with the clinicians that they could not compete with 30 miles. This year Richard Shrake is attending the Iowa Horse Fair in Des Moines. We have made the decision that this is not a problem.

B. Direct Funding – Christie Ward  
Please find attached report.

C. Annual Meeting – Dawn Moore  
Please find attached report.

D. Promotions – Teresa Hanson  
No report

IX. NEW BUSINESS

A. Audit – Tom Tweeten

Motion by Tom Tweeten, seconded by Tracy Turner, with regard to issues related and not clearly addressed related to Board responsibilities, Committee procedures, general MHC operating procedures, and required

filings with state and federal agencies, I propose to make the following motion at the February 20<sup>th</sup> regular board meeting:

I move that the Minnesota Horse Council (MHC) Board prepare for and receive a full reviewable audit by a 3<sup>rd</sup> party to include:

1. The MHC treasury for the past 3 years including 2005 and 2006.
2. The MHC by-laws, MHC Operating Procedures and MHC Committee Procedures to insure they are in compliance with Minnesota State Statutes and Federal Statutes pertaining to Non-profit Corporations. As part of that audit we will ask for Recommendations for changes and additions to existing MHC by-laws and procedures.

A list of 3<sup>rd</sup> party auditor(s) should be presented by the MHC Attorney to the board for selection by the Board as we have done with the special election process. This should be done as soon as feasibly possible so that the 2007 MHC Board can begin the orderly process of implementing recommendations from the respective auditors.

Motion by Sue McDonough, seconded by Dan Dolan to table this discussion until next meeting. Motion is carried.

#### B. Statement by Administrative Assistant

At the last Board meeting there were numerous attacks on the recent election process. Since some of these were personal in nature, I feel compelled to put my thoughts on record.

It may be confusing to some of you, but you should understand that I am an administrative assistant. As such, I take my direction from the officers of the Board. At no time do I make policy or determine administrative procedure without first seeking direction from the appropriate officer(s). This was particularly the case in the recent election, as I realized the importance of the process. In the months preceding the election I asked for guidance and direction for balloting process, supporting correspondence as well as fielding the questions that came from membership in advance of the election. The process that resulted came from the direction I received.

On a more personal note, I am extremely disturbed about the lack of civility and the mean spirited behavior of many of the Board. It is painful and hurtful to be the target of that behavior. It is also distressing to witness the lack of ownership and responsibility for actions for which I have been targeted.

Mary Payden

Administrative Assistant

C. Additional Hours for Administrative Assistant

Motion by Trina Joyce, seconded by Tracy Turner, to add an additional ten hours for the administrative assistant in February due to the additional meeting and the work generated from it. Motion is carried.

IX. ADJOURN

NEXT MEETING:           March 13, 2007  
                                  Maple Grove Community Center  
                                  6:30 p.m.