

**North American Peruvian Horse Association
BOARD OF DIRECTORS'
MEETING MINUTES
La Quinta Inns & Suites, Irving, TX
December 5, 2008 8:00 AM CDT**

I. MEETING CALL TO ORDER: 8:15 AM

II. ROLL CALL OF MEMBERS:

- A. Members present: Lucho Dapelo, Edie Gandy, D. Joy Gould, Julia Meek, Don Taylor, Linda Virgin, Alice Wolf
- B. Executive Director present: Donna Bearer

III. APPROVAL OF MINUTES – deferred until next meeting.

IV. MEETING OF APPOINTED DIRECTORS: D. Joy Gould, Don Taylor, Linda Virgin, Alice Wolf

- A. Joy Gould willing to serve – returned to BOD meeting.
- B. Motion to approve reappointment of D. Joy Gould as BOD member, seconded, passed unanimously by entire BOD.

V. TREASURER'S REPORT – Don Taylor

In order to have all the figures for 2008, it was agreed that presentation of the 2009 Budget would be delayed until the January 26, 2009 BOD Meeting.

- A. Reviewed Financials: Income/Expense:
 - a. New revenue streams:
 - i. Online horse auction
 - ii. Stallion auction
 - iii. Motion to institute the Stallion report filing fee \$50 for members, \$100 non-members effective immediately. Passed Unanimously
 - b. Workman's Compensation:
 - a) NAPHA has Workman's Compensation Insurance for our CA employees, but not Texas Employees.
 - b) Texas does not require Workman's Compensation Insurance. Recommend: Look into providing state workman's comp for all NAPHA employees
 - c. Check Signing Authority
Board agreed that any check over \$10,000 would require the approval of the NAPHA president or treasurer. Motion approved unanimously.
 - d. Personnel changes require BOD approval:
Motion: Any changes in title, position, salary, hiring/firing to be approved by the BOD.
Passed unanimously

VI. AUDIT: Linda Virgin

- A. Linda Virgin reported that she has secured some commitments to help underwrite the cost of an audit. Reviewed proposal from Pickens, Snodgrass, Koch, LLC an accounting firm licensed to perform audits. Linda noted that NAPHA does not have the funds to pay for the audit and it will have to be funded by

private donations.

- B. Motion to accept proposal from Pickens, Snodgrass, Koch, LLC, proceed with full audit of NAPHA'S books, as the funding is available from donors to pay for it. Approved unanimously

VII. REGIONAL ADVISORY COUNCIL RECOMMENDATIONS: D. Joy Gould

A. Review of minutes:

A. Topic 6: Special meetings of RAC

1. By laws – Cover special meetings,
2. Linda Virgin - By Robert's Rules, all meetings are regular meetings unless a special meeting is called.
3. BOD agreed to send letter to RAC explain that the Committee on Governance and BOD all agree that all regularly scheduled meetings be regular meetings which allow for electronic notification (as allowed by Robert's Rules and by laws). Special meetings are defined by Robert's rules and notification requirements are set out in the NAPHA by-laws.

B. By-law Changes

- a. Motion: Replace section: 6.2.1.2 with: a By-law change to: Expand the pool of potential candidates for a position on the NAHPA BOD to any member who has been in good standing with NAPHA or it's predecessors for a minimum of 5 consecutive years. Nominations of candidates shall be made on a petition signed by 10 or more owner/members and delivered to the NAPHA Executive Director. Passed Unanimously.
- b. Committee on Governance: - Recommendation on Election of Board Members
 - i. Recommended opening BOD nominations from entire membership
 - ii. COG does not recommend a change in the number of elected or appointed members.
- c. Discussion of changing the number of elected vs appointed directors:
 - i. History of merger: All elected BOD was not part of the by laws from the merger
 - ii. Change to more elected Directors based on stability of the organization which is still in it's infancy
 - iii. Conflict between RAC recommendations (in favor) and COG recommendation (opposed) with respect to changing the number of elected directors.
 - iv. Discussion about putting the issue of changing the number as a vote to the membership
 - v. Joy Gould offered to write the pro/con position statement to present fair and balanced arguments for each side
 - vi. Discussion:
Because of the differences of opinions between the RAC and COG, and because this change would affect the voting rights of all the members, this issue should be put to the NAPHA membership for a vote.

Motion: Send question of change from 3 to 4 elected directors to the membership for a vote. Approved

- d. The earliest a ballot on this issue can possibly be distributed to the membership is

late January.

2. Resignation of Barbara Windom as RAC from Region 10 (Re-organized region 7) for personal reasons:
 - a. BOD received a list of potential replacement RAC candidates from Jim Alexander to complete the unexpired portion of Ms. Windom's term (to 2010).
 - b. Motion to approve Don Brewer to fill the remainder of the unexpired term. Approved unanimously.

VIII. SHOW RULES: BOD recommended that the Executive Director try to meet with the Rules Committee as soon as possible, in January to try to finish rulebook updating prior to the start of the 2009 show season.

IX. HUMAN RESOURCES: Defer discussion of Personnel Policy Handbook to next face-to-face meeting.

X. ANNUAL MEETING

- A. South Point Hotel in Las Vegas, Friday 2/27 and Saturday 2/28
- B. Discussed and designed educational seminars for members at the meeting.

XI. NATIONAL SHOW

- A. 2008 National Show Discussion – Donna Bearer
 - a. It was agreed that once the gate is shut, it cannot be re-opened to allow a rider to enter the arena, even if the judge requests a rider be allowed to enter late.
- B. 2009 National Show Discussion:
 1. Proposals from Alice Wolf
 - a. Proposal 1: Divide Champion/Ch of Ch classes by Breeding and Performance. See Attachment: Not approved
 - b. Proposal 2: The first nine classes of the National Show will be dedicated to the Champion of Champions from 2008 & 2009 Regional Shows. These outstanding horses will enter the "U.S. National Regional Championship" classes for their appropriate division, i.e.,

Regional Champion of Champions Open Performance Gelding
Regional Champion of Champions Open Performance Mare
Regional Champion of Champions Open Performance Stallion
Regional Champion of Champions Amateur Performance Gelding
Regional Champion of Champions Amateur Performance Mare
Regional Champion of Champions Amateur Performance Stallion
Regional Champion of Champions Luxury Gelding
Regional Champion of Champions Breeding Mare
Regional Champion of Champions Breeding Stallion

The first and second place winners of each division will receive the title of Champion and Reserve U.S. Regional Champion. The champion of each division will advance to the U.S. National Champion of Champions class. Those not winning will then be free to enter classes that will qualify them for the championship classes in the National Show. This will give every horse two opportunities to qualify for the U.S. National Champion of Champions classes and also put some of our best horses back into the competition. We feel this will provide more recognition of the accomplishments of Regional Champion of Champions and provide additional opportunity for a horse to work its way into the Champion of Champions classes. Approved

unanimously.

- c. Proposal 3: Junior Champion Under Saddle. See Attachment: Not approved
- d. Proposal 4: Saturday Night changes. Not approved.

2. Proposals from Lucho Dapelo:

- a. Premio Aficion Class: Approved unanimously
- b. AOTR and Novice should have own Division High Point, do not qualify for Breeding/Performance Championships: Approved unanimously.
- c. Recommendation for requiring mares and stallions to all enter zootechnico, breeding, and gait, to qualify for Breeding class championships. Not approved.
- d. Zootechnico classes to count for points in the breeding division at all shows: Approved unanimously.
- e. Open Performance: Discussion of which classes should count for qualifying. BOD accepts Versatility Award recommendation. Lucho will work with Donna on developing criteria and selecting qualifying classes for this award.
- f. Schedule classes sequentially according to age for breeding and performance horses. Approved unanimously.
- g. Senior horses who receive first and second place in their respective classes qualify for their appropriate championships. Approved unanimously.
- h. Medallion de Plata: Only points in the Breeding Division are counted
- i. Medallion de Oro: All qualifying classes in all championship divisions count toward this award, i.e. performance and breeding divisions.

3. Show Schedule:

- a. Most feel show schedule worked well
- b. Donna will reorganize on the basis of above recommendations and resubmit to BOD for approval

4. Premium List – Donna Bearer will start reorganizing this.

5. Planned Activities – Donna Bearer

- a. Bingo party: Not recommended by most BOD members
- b. Monte Carlo Night – Income approximately \$4K
- c. BOD suggested Friday night be a nice awards banquet without gambling or other entertainment

6. Silent Auction – Status, Future:

- a. Items on view and bidding to continue throughout show to give bidders more time to see and buy
- b. Donna is looking for a volunteer to acquire items and run this event at the show. Should be someone not actively trying to show horses.

7. Judge's Welcome Reception:

- a. Quality of food was poor – Used catering service for the arena
- b. Will use Outback for catering in 2009
- c. Send letters to clubs to ask for Welcome Reception sponsorship for 2009
- d.

XIII. MEMBER SURVEY: Discussion of changes, fine tuning of survey questions. Survey approved with changes.

XIV. NEW COMMITTEE MEMBERS:

- A. Rules Committee: Terry Jarchow and Mimi Downey whose terms are both expiring are still willing to serve. Reappointed.
- B. Judge's Accreditation Committee: Marco Dapelo is completing term, is willing to serve again. Reappointed.
- C. Joy of Riding Committee:
 - 1. Deactivating this committee
 - 2. Replace with RAC regional coordinators.
 - 3. Alice Wolf will discuss with RAC at the Dec 8 meeting
- D. Junior Scholarship Committee: Kim Hall and Diana Whisenant are completing terms. Willing to serve again. Reappointed.
- E. Ethical Practices Review Board:
 - 1. Need to replace: Lyndon Wright and Patrick Bossetta for expiring term or resignation.
 - 2. Veryl Robinson and Oliver Williams were appointed to these positions.
 - 3. Charles Melton will remain as committee Chair.

XV. COMMITTEE REPORTS

- A. Rules Committee Suggestions: Not yet ready
- F. Registration Committee: Delayed from Barbara
- G. Membership Committee: Waiting for report
- H. Junior Scholarship Committee: No report
- I. Joy of Riding
 - 1. Recommendation to RAC to discuss JOR
 - 2. 4-Regional JOR volunteers, need one of these 4 to serve as the overall coordinator
 - 3. Alice Wolf to be BOD liaison with JOR
 - 4. Joy Gould will talk to Lou Campbell re: Certificates and website update
 - 5. Look for additional funding sources, possible corporate sponsorship

XVI. NAPHA UPDATE

President's update re: BOD issues discussed at this meeting will be completed and distributed within 48 hours of this meeting.

XVII. DATE AND TIME FOR NEXT BOD MEETING

- A. Monday January 26 – Conference Call 6PM EST, 5PM CST, 4PM RMT, 3PM PST
 - 6. Budget
 - 7. Workman's Compensation
 - 8. Set dates for 2009 face to face meetings
- B. Possible Conference Call meeting prior to Annual Member's meeting in February.

XII. ADJOURNMENT Meeting was adjourned at: 5:50 PM

November 10, 2008

3PM Pacific Time
4PM Mountain Time
5PM Central Time
6PM Eastern Time

1. CALL TO ORDER – President D. Joy Gould
2. ROLL CALL - Present: Lucho Dapelo, Edie Gandy, D. Joy Gould, Julia Meek, Don Taylor, Linda Virgin, Alice Wolf, Executive Director Donna Bearer
3. APPROVAL OF MINUTES - September 17, 2008
Edie moved to approve as amended, Julia seconded, Passed unanimously
3. TREASURER’S REPORT – Don Taylor
 - a. Financial Statements
 - b. Motion that we publish YTD financials quarterly.
Seconded. Passed unanimously.
 - c. Payroll Reduction – Motion, due to current financial situation to eliminate the position of Communications Director. Seconded. Passed unanimously.
There was discussion that some member services would need to be eliminated. This will be discussed at the next board meeting.
5. AUDIT SCHEDULE – Linda Virgin
Linda Virgin reported that the firm of Pickens, Snodgrass, & Koch LLP will be handling our books. She is waiting for a written proposal with a cost estimate to begin raising funds to cover the cost.
6. NATIONAL SHOW REPORT – Donna Bearer reported on the National Show Income.
Motion for 2009, to invite Roque Benavides to be the breeding/gait judge & Rick Mero to be the performance judge. Seconded. Passed with D. Joy Gould abstaining.
Motion for 2010, to invite Andres del Solar to be the breeding judge, and Richard Apsley for performance judge. Seconded. Passed Unanimously
7. OVERVIEW OF HORSESTUDBOOK.COM – Donna Bearer
Donna explained that HorseStudBook.com is a very encompassing program. Current plans are that within the next two years members will be able to handle all aspects of registration on line. She pointed out that NAPHA is too small to expand the staff and that HSB will handle the workload for registrations so one registrar will be able to handle registrations for many years to come.
8. MEMBERSHIP SURVEY – Donna Bearer reported that the new membership survey will also include the questions used in the 2005 Membership Survey to establish a benchmark for NAPHA. This will help us know how we are doing in serving our members.
9. NEXT MEETING, Friday, Dec. 5 – Sunday, Dec. 7, Irving, TX
10. ADJOURN

**NAPHA BOARD OF DIRECTORS' MEETING
MINUTES
CONFERENCE CALL**

September 17, 2008

3PM Pacific Time
4PM Mountain Time
5PM Central Time
6PM Eastern Time

1. CALL TO ORDER – President D. Joy Gould
2. ROLL CALL - Present: Lucho Dapelo, Edie Gandy, D. Joy Gould, Julia Meek, Don Taylor, Linda Virgin, Alice Wolf , Executive Director Donna Bearer

3. APPROVAL OF MINUTES - August 22, 2008 agreed that everyone would read minutes previously sent, and email Joy their response by 5PM, Thursday, 9/18/2008. Minutes approved via email.

4. TREASURER'S REPORT – Don Taylor

Net income for August 08 was \$7,066. This resulted primarily from \$6,000 in member contributions to be used for operations, and a reduction in salary expenses from the previous month.

Year to date (January-August) net income is (\$18,113). This loss is primarily due to lower registrations and higher than expected legal expenses. With the National Show expected income in October we should be able to show a small profit for the period of January through October, 2008.

5. CHARLES MELTON'S PETITION – D. Joy Gould

The petition lacked the needed number of signatures to move forward. The petition also failed to meet many of the basic requirements as set forth in the California codes and the NAPHA by-laws.

The Board agreed to ask the RAC & COG to look into the possibility of being able to draw nominees for election to the board from all the members of NAPHA

As opposed to just the RAC membership.

6. NATIONAL SHOW REPORT – Donna Bearer

All vendor spaces sold out

Main barn is sold out and overflowing to second barn

Sales on raffle tickets for the John Deere Gator are going well

7. DISCUSSION OF REGIONAL ADVISORY COUNCIL ELECTIONS

Motion and second to approve the election schedule set forth by the RAC for the new RAC regions. Motion passed unanimously

8. Next BOD Conference call scheduled for November 10.

3PM Pacific Time

4PM Mountain Time
5PM Central Time
6PM Eastern Time

9. ADJOURN

**MINUTES OF THE NAPHA
Board of Directors Meeting
August 22, 2008 – Irving, Texas**

1. Roll Call: 8:05 AM
 - a. Directors physically present: Lucho Dapelo, D. Joy Gould, Julia Meek, Don Taylor, Linda Virgin, Alice Wolf
 - b. Director present by conference call: Edie Gandy
 - c. Executive Director present: Donna Bearer
 - d. Charles Melton, present. Charles was on the agenda later in the day. The board asked him to return later to make his scheduled presentation.

2. Approval of minutes:
 - a. The minutes of the prior meeting, a conference call of June 20, 2008, were approved.

3. Treasurer's Report: D. Joy Gould
 - a. The following reports were provided and reviewed in detail: Profit and Loss Statement for January - July 2008; Balance Sheet January – July 2008; Personnel payment schedule January – July 2008: Annual Budget Analysis spreadsheet; and Analysis of Registrations Spreadsheet for the past three years for the period January through July.

The conclusion of the review is that cash flow has been impacted due to fewer registrations; less than the desired response to the moratorium on late fees and penalties; and an increase in legal fees which were in excess of the budget projection for the year.
Steps to reduce the budget line items were discussed to keep the expenditures in line with income.
 - b. Audit/Finance Committee – this item was not discussed in any detail and will be placed on the agenda for the following meeting. There was discussion regarding an audit and development of a finance committee. These also will be placed on the agenda for the next meeting. Linda Virgin reported that she has located an accounting firm and is obtaining a firm cost to do the audit. The board agreed that when enough member contributions are received to cover the cost of the audit. One will be done for 2008.
 - c. The board went into Executive session to discuss Legal and personnel matters.
 - d. Revenue Streams – To avoid the appearance of a conflict of interest, Peruvian Digest has not been published since Donna Bearer became the Executive Director of NAPHA. The Digest will resume

publication as a privately owned magazine, with the profits from advertising in Peruvian Digest being donated to NAPHA. NAPHA will have no liability for expenses or debts incurred by Peruvian Digest.

- e. Gene Pepe's Requested Payment
 - i. This item was discussed with the Board agreeing to a plan of action.

4. Nomination and Election of new Board Officers
 - President: D. Joy Gould
 - First Vice-President: Edie Gandy
 - Second VP: Lucho Dapelo
 - Treasurer: Don Taylor
 - Secretary: Alice Wolf
 - Directors: Linda Virgin, Julia Meek

5. Governing Council Recommendations:
 - a. Recommendation for redistricting –
 - Motion was made and accepted to approve the map as submitted.
 - BOD is awaiting redistricting details before taking action on elections.
 - b. Recommendation to change name to Regional Advisory Council
 - Motion was made and accepted to accept a name change from Governing Council to Regional Advisory Council
 - c. Report of Policy and Procedures subcommittee: No progress yet
 - d. Nominations for NAPHA committees
 - Tabled until next meeting
 - More nominations coming in and we want to allow as many nominees as possible.
 - Review committee composition prior to the next meeting

6. Human Resources
 - a. The NAPHA personnel manual, written by Joy Gould in collaboration with the NAPHA staff, was presented for the Board to review by the next face-to-face meeting.
 - b. Position descriptions were provided to the Board.

7. MEMBERSHIP SURVEY

It was agreed that Edie and Don would coordinate the online membership survey with Donna. Donna will assemble the survey questions and present them for the board's approval at the next face-to-face meeting.

7. National Show:
 - a. Donna passed out Premium lists and reported that they are in the mail to members and should be received next week.
 - b. There will be a Monte Carlo Night with script being used for the auction items. There will be a silent auction as well as live auction.
 - c. Judges for the 2009 show and alternates were selected and they will be contacted this week. These judges will be asked not to judge any other shows in the U.S. for the year.

8. Committee on Governance:

- a. Define “special meeting” for the Governing Council meetings:
 - COG needs to define “regular meeting” terminology only describes special meetings.
 - Need to coordinate with GC committee working on Policy and Procedures manual.
 - GC meeting procedures can fall under GC regular P&P manual.
 - Regular and special meetings are specifically addressed and allowed by Robert’s Rules as is electronic communication.
- b. Define role of club presidents and ex-officio members:
 - The COG concurs with the Board that these members can participate in all aspects of committee activities other than being able to vote on motions.
 - Not on eligible list for the BOD nominations
 - Recommend that we amend by-Laws to add Ex-officio to list of BOD-eligible candidates – recommended to do this now
 - Consider recommendation to BOD candidate eligibility to the entire membership
 1. Open up opportunities to have a larger pool from which to draw BOD member candidates
 2. Would require a by-Law change but also vote of membership because it changes voting rights of members
 3. Put recommendation to GC to ask for their opinion

9. Charles Melton:

- a. Charles Melton presented a petition to the Board requesting a bylaw change requiring all directors be elected by the membership from all members. Charles asked the board to make the bylaw changes without his presenting the petition.
The board chose to accept Charle’s petition.
- b. The petition was accepted by the Board and the signatures will be evaluated as to current NAPHA membership status and validity as set forth in Roberts Rules of Order and California Law, This will be accomplished by September 15, 2008.
- c. After his presentation, Charles was thanked for his presentation and asked to leave the room so the board could proceed with their meeting.
All meetings of the NAPHA Board of Directors are executive sessions and are conducted according to Roberts Rules of Order which state, *“In most organizations, except those operating under the lodge system, by practice or sometimes by rule, membership meetings are open to the public, but board or committee meetings are customarily held in executive session. In the latter case, members of the organization who are not members of the board or committee, and sometimes nonmembers, may be invited to attend, perhaps to give a report, but they are not entitled to attend.”*

10. New Clubs:

- a. International Peruvian Horse Club – Miami, FL
 - b. Southern States Peruvian Horse Club, Inc – Cochran, GA
- The Board unanimously agreed that these clubs would be recognized.

11. Committee Reports:

- a. Rules Committee
 - No report at this time
 - There was discussion that show personnel have recently been asked to allow the

showing of a horse without proper registration according to NAPHA rules. The Board Agreed that horses that do not have proper NAPHA, PPHRNA, AAOBPPH, or Canadian registration papers will not be allowed to show under any circumstances.

b. Registration Committee:

- Recommends the following definition of cryptorchid:
 1. Failure of one or both testicles to descend into the scrotum.
 2. Motion approved unanimously.
 3. Steve Todd recommended by Registration Committee to be returned for an additional term – Motion approved unanimously.
- Requests permission to hold registration of a stallion until the investigation into the status of his sire has been completed. – Motion approved with one abstention

c. Membership Committee:

- New Clubs – see New Club approval above.

d. Junior Scholarship Committee:

- See report

e. Judge's Accreditation Committee:

- See report
- Approve JAC recommendations as submitted. [See attachment](#)

d. Grievance by Lynn Kinsky

- a. Re: Non-payment of fees, Fiesta of Spanish Horse
- b. Reviewed. Since matter was resolved before office received grievance, board recommended not sending to Ethical Review Board. Approved unanimously.

e. Date and time for next meeting: Friday, Dec 5 thru Sunday, Dec 7, 2008

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MINUTES
CONFERENCE CALL**

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Second VP: Lucho Dapelo

Treasurer: Don Taylor

Secretary: Alice Wolf

Directors: Linda Virgin, Julia Meek

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- a. Rules Committee
 - No report at this time
 - There was discussion that show personnel have recently been asked to allow the showing of a horse without proper registration according to NAPHA rules. The Board Agreed that horses that do not have proper NAPHA, PPHRNA, AAOBPPH, or Canadian registration papers will not be allowed to show under any circumstances.
- b. Registration Committee:
 - Recommends the following definition of cryptorchid:
 1. Failure of one or both testicles to descend into the scrotum.
 2. Motion approved unanimously.
 3. Steve Todd recommended by Registration Committee to be returned for an additional term – Motion approved unanimously.
 - Requests permission to hold registration of a stallion until the investigation into the status of his sire has been completed. – Motion approved with one abstention
- c. Membership Committee:
 - New Clubs – see New Club approval above.
- d. Junior Scholarship Committee:
 - See report
- e. Judge’s Accreditation Committee:
 - See [report](#)
 - Approve JAC recommendations as submitted.

d. Grievance by Lynn Kinsky

- a. Re: Non-payment of fees, Fiesta of Spanish Horse
- b. Reviewed. Since matter was resolved before office received grievance, board recommended not

sending to Ethical Review Board. Approved unanimously.

- e. Date and time for next meeting: Friday, Dec 5 thru Sunday, Dec 7, 2008

**NORTH AMERICAN PERUVIAN HORSE ASSOCIATION
BOARD OF DIRECTORS' MEETING
MINUTES
PHONE CONFERENCE
June 20, 2008**

1. The meeting was held by conference call. Called to order at 8:17 EDT by NAPHA President, Linda Virgin.
2. **Roll Call:**
 - a. BOD Members present: Linda Virgin, Edie Gandy, Joy Gould, Don Taylor, Alice Wolf, Lucho Dapelo.
 - b. NAPHA Exec Director: Donna Bearer
 - c. BOD Members absent: Julia Meek
3. **Minutes** of the last meeting were approved with the addition of a notation that an Executive Session followed the regular meeting.
4. **National Show:**
 - a. Approved Bill Rader to bring Peruvian Horse and carriage to bring judges into the arena at the opening of the National show.
 - b. Discussed offer by Joe Chandler to serve as Ring Steward for 2008. Show officials already contracted for this year, will keep on list for 2009 show.
5. **Memorials for Members/Owners:**
 - a. Discussed letter from GC Michele Ripley. Previous decision not to do memorials for deceased owner/members was based on cost for publication, difficulty obtaining information and keeping it current, etc.
 - b. In view of renewed interest, Donna Bearer has volunteered to develop a Memorial page for the NAPHA website. It is the responsibility of interested parties to submit information about deceased members for this site. Information on owners/members will remain on the site for approximately one year.
6. **Next Scheduled BOD meeting:**
 - a. Next in-person meeting: August 23, 2008 in DFW, TX
 - b. If additional business needing BOD attention arises before this time, we may schedule additional phone conference meetings.
7. Executive Session followed conclusion of business items above.
8. Meeting was adjourned at 9:30 EDT

**NORTH AMERICAN PERUVIAN HORSE ASSOCIATION
BOARD OF DIRECTORS' MEETING
MINUTES
MAY 14, 2008
ELECTRONIC MEETING**

Electronic Approval of the following Notice of Rules was approved by a majority vote of the NAPHA Board of Directors..

Responding: Louis Dapelo, D. Joy Gould, Linda Virgin, Alice Wolf and Don Taylor

RE: NOTICE OF RULES

1. NAPHA and the _____ will exchange all documentary evidence they wish the Hearing Board to consider, including expert opinions by Monday, June 9, 2008 (the "Documentation Submission Date).

Please send any documentation you wish the panel to consider directly to the addresses above and a copy to Hey and Hey Attorneys At Law, LLP, 333 Bradford Street Suite 170, Redwood City, CA 94063.

2. The hearing is specifically for the purpose of deciding whether or not _____ is a cryptorchid/monorchid pursuant to Rule II part 8 of the Registration Rules of the North American Peruvian Horse Association. No other matters may be introduced or discussed including the registration of any other horse.
3. The hearing will convene on June 18, 2008 at 333 Bradford, Redwood City in the San Mateo County Bar conference room.
4. The hearing shall be tape recorded. The hearing may also be recorded steno graphically at the request of NAPHA or any party if the request is made in writing at least ten (10) days in advance of the hearing date. The cost of any stenography recording shall be the responsibility of the person or entity making the request.
5. All evidence and documentation received by the Hearing Board shall be returned to NAPHA at the conclusion of the Hearing and maintained in a sealed file at the main office of NAPHA. It shall be available at all reasonable time and upon reasonable notice to the parties, their representatives and members of the Board for inspection and copying. No other person aside from officers and employees of NAPHA and NAPHA'S attorney shall have access to said file.
6. At the hearing, common law and statutory rules of evidence shall not apply and the admissibility of evidence shall be determined by the Hearing Board. All evidence that is relevant and that has probative value shall generally be admitted. However, the Hearing Board may refuse to accept evidence that is unduly repetitious or cumulative.
7. Each party shall be entitled to make an opening statement (not to exceed 30 minutes) following which NAPHA shall present evidence that _____ is a Cryptorchid/Monorchid pursuant to Rule II – Application for Registration Part 8. The attorney for _____ shall then present evidence that _____ is not a

Cryptorchid/Monorchid. The attorneys for the parties shall have the right to ask questions. The Hearing Board shall have the right to control all examinations and may limit questions by the attorneys. The Hearing Board shall have the right to determine the admissibility of evidence which is offered and the weight to be given to the evidence admitted. The Hearing Board shall have the right to ask questions. Each side shall have one hour (not including examination by the other side) to present evidence.

8. NAPHA will have the burden of proving by a preponderance of evidence that the registration of the horse should be cancelled.
9. Both sides shall have 30 minutes to sum up the evidence. The NAPHA attorney shall proceed first followed by the attorney for _____. The NAPHA attorney shall have the right to a short rebuttal statement.
10. The parties and their attorneys shall have the right to attend the hearings. A NAPHA official shall have the right to attend the hearing. The Hearing Board shall have the authority to permit or refuse to allow any other person to attend the hearing with reason except that general spectators shall not be permitted.
11. Both sides may send the Hearing Board any documents they wish the Hearing Board to consider. Both sides must send the Hearing Board a list of witness that will be attending the hearing. No other communication with the Hearing Board is permitted by _____ their representative, their attorney, and the NAPHA attorney.

**North American Peruvian Horse Association
BOARD OF DIRECTORS' MINUTES
CONFERENCE CALL
Sunday, March 16, 2008
8 PM CST**

1. CALL TO ORDER

ROLL CALL

Lucho Dapelo, Edie Gandy, D. Joy Gould, Julia Meek, Don Taylor, Linda Virgin, Alice Wolf, Donna Bearer

2. APPROVE MINUTES - February 16, 2008

Motion: to approve with changes, passed unanimously.

3. Replacement on Governing Council for Patrick Bossetta

Motion: to appoint Pam Bailey to fill the position on the GC vacated by the resignation of Patrick Bossetta.
Seconded, motion passed unanimously.

4. Temporary Suspension of Late Fees

Motion for a temporary reduction in fees so that horses may be registered for the lowest fees in member and non-member categories.

Seconded, motion passed unanimously.

Annual Meeting Report – Donna Bearer

5. **ID Cards for Trainers** – Lucho Dapelo presented the idea of a NAPHA membership card for trainers. Lucho will contact the association in Peru to see if they will accept NAPHA membership cards as identification for trainers.
 6. **Legal Issues** – Executive Session
 7. **Adjourn**
-

**North American Peruvian Horse Association
BOARD OF DIRECTORS' MINUTES
Dallas / Ft Worth, TEXAS
February 16 & 17, 2008**

1. CALL TO ORDER – 8:20 AM
2. ROLL CALL – Lucho Dapelo, Edie Gandy, D. Joy Gould, Julia Meek, Don Taylor, Linda Virgin, Alice Wolf, Donna Bearer
3. APPROVE MINUTES - December 1, 2007 – DFW
Motion to approve and seconded. Approved unanimously
4. TREASURER'S REPORT – D. Joy Gould
Motion to approve and seconded. Approved unanimously
5. BUDGET FOR 2008
 - a. The 2008 Annual Budget was reviewed and discussed
 - b. 2007 Strategic Plan – D. Joy Gould
 - i. Review of 2007 Strategic Plan outcomes:
 1. Specific remaining items:
 - a. Communication:
 - i. Still need official descriptions of committee duties
 - ii. Establish procedure for communication between committees and BOD
 - b. Financial Stability:
 - i. Most goals met, fundraising plan in process
 - c. Market the Peruvian Horse:
 - i. Marketing campaign is underway and has been well received
 - d. Registration Issues:
 - i. Overall: Merging of records is being accomplished smoothly
 - e. Decision-making Processes:
 - i. Still some confusion
 - ii. Committee on Governance should help establish clear policies and procedures
 - f. Unify the Membership: If other goals can be achieved the organization will become more cohesive and unified.
 2. The Strategic Plan is a living document be updated. A new plan for 2008 will be presented to the Board at next meeting.

c. 2008 Stallion Auction - Donna Bearer

Send letters to stallion owners now to give Stallions more publicity, start promoting at Annual NAPHA meeting

6. NAPHA FOUNDATION REPORT – D. Joy Gould

Joy reported that the NAPHA Foundation had achieved its successful 2007 media advertising campaign for our breed; and is now working on the 2008 ad campaign.

7. GOVERNING COUNCIL REPORT

a. None submitted for this meeting

b. Recommend request for report be sent to GC Chair prior to each BOD meeting

c. Send list of tasks to GC:

i. Questions for survey/ promotion to members to participate in survey

ii. Develop/report “job description” for GC Chair, Secretary, GC Members

iii. Recommendations for how to get right number of regions for the GC: To be submitted to BOD

1. Empty GC seats – no one willing to run

2. Possible consolidation of GC districts

iv. Suggest dates/location for annual meeting for 2009 & 2010. It was noted that one year advance notice of date and place does not give the NAPHA Staff adequate time to negotiate for best prices.

v. Judge suggestions for National Show 2009 and 2010

Ask Regional Shows not to invite the National Show judge to judge their show during the prior year & year he/she is judging the U.S. National Show

8. BOD COMMUNICATIONS

a. BOD Liaisons for Committees – Chairs’ Responses

i. What would be role of BOD liaison?

1. Presently: active committees communicate directly and effectively with staff

2. BOD liaison not really seen as necessary at the present time

3. Will define the line of communication for committee reports

4. Post BOD meeting dates in a prominent place on the website for easy access to Committee chairs

b. Committee Reports – Starting January 2008

i. Needed for quarterly BOD meetings

9. REGISTRATION COMMITTEE (Barbara Windom)

It was decided to ask the Registration Committee for a recommendation on late fees.

10. RULES COMMITTEE (Rich Ovenberg) – Donna Bearer

a. Re-organization of Show Rules

i. Format is much improved – re-organization is good

ii. Return to Committee to address questions and inconsistencies as indicated in highlighted sections.

b. Restructure Show Points (per size of show)

Motion to approve following and seconded. Approved unanimously

d. Points will be awarded only in NAPHA approved shows.

These shows must have the written approval of the NAPHA Board of Directors and must comply with all NAPHA requirements unless exceptions to those requirements are granted in writing by the Board.

e. SHOW RATING # HORSES POINT (AS IS CURRENTLY WRITTEN)

MULTIPLIER

AA	250+	5
A	150+	4
B	70-149-	3
C	0-69	- 2
D	NON CH./ OPEN CLASSES	-1

SUGGESTED CHANGE:

AAA	-300+	- 8
AA	-250-299	- 7
A	- 200-249	- 6
B	- 150 - 199	- 5
C	- 100 - 150	- 4
D	- 50 - 100	- 3
E	- 0-49	- 2
F	- Non CH/Open Classes	- 1

AS IS CURRENTLY WRITTEN

Starting in 2005, shows (1) whose judge is not a NAPHA APPROVED judge, (3) are not drug free by NAPHA rules and (4) with no Prueba by NAPHA rules will receive normal points as indicated above. Shows with any of the above four components - add 25% more points for each component which applies (e.g.: a show which uses NAPHA rules, holds a Prueba under NAPHA rules, is drug free by NAPHA rules and whose judge is NAPHA carded would receive 200% of the normal points.) Starting in 1996, #1 will be changed to "whose steward is not a NAPHA carded steward". Starting in 1999, the added percentage for a carded judge and carded steward will be 50% each. Starting in 2001, judges must be carded through the NAPHA to be considered "carded." Effective, Jan 1, 2007 NAPHA approved shows will no longer require the Prueba Functional.

Beginning with the 1996 season, all shows held in the United States must use NAPHA rules in order to be approved for points. Shows held outside of the U.S. requesting approval and not using NAPHA rules must receive the approval of the Board of Directors. In addition, if any show's facilities are not sufficient to reasonably allow the entry by all who wish to participate in the show, it will only receive 50% of the points it would normally receive. Such determination will be made by the NAPHA.

SUGGESTED CHANGE

Shows meeting the following criteria will receive additional points as follows:

- (1) Carded Judge: additional 50%
- (2) Carded Show Steward: additional 50%
- (3) Drug Free with testing: additional 50%

All shows held in the United States must use NAPHA rules in order to be approved for points. Shows held outside of the U.S. requesting approval and not using NAPHA rules must receive the approval of the Board of Directors.

In addition, if any show's facilities are not sufficient to reasonably allow the entry by all who wish to participate in the show, it will only receive 50% of the points it would normally receive. Such determination will be made by NAPHA.

c. Presentation of Show Point Multipliers

Motion that National Show will have points doubled over the usual multiplier.

Seconded. Approved unanimously

d. Rule on P 41 that Judge not see entries prior to judging is moot with online show program. Recommend removal from rules. Motion to approve and seconded. Approved unanimously

11. MEMBERSHIP COMMITTEE (Carol Borden)

- a. 811 members as of February 16, 2008
- b. Quantify number of renewals each year, how many are we retaining or not retaining
- c. 2008 Membership Drive
 - i. Discouraging in 2007
 - ii. Not effective in encouraging new members to join
 - iii. Mouse pad with NAPHA contact numbers to members.
 - iv. Encourage local Clubs to enlist new members:
 1. Provide an incentive to club/members by percent of new members enrolled for NAPHA
 2. Promote competition among clubs

12. JUNIOR SCHOLARSHIP COMMITTEE (Athena Goumas)

- a. Usually little activity until July when applications are due

13. PROMOTIONS COMMITTEE (Joy Redman)

- a. Should be eliminated now that the NAPHA Foundation and the NAPHA Staff is taking on a larger role in National breed promotion
- b. Call Committee Chair and make a decision about whether the committee should be disbanded. Joy Redman consulted and agreed it was a good idea to disband committee.

14. JOY OF RIDING (Lynn Kinsky) – Donna Bearer

- a. Elevate level of JOR to higher profile as the National NAPHA recreational riding program as such want to keep administration in-house.
- b. JOR Committee will continue to be advisory and provide assistance. Lynn Kinsky to be the liaison with NATRAC competitive trail riders

15. JAC (Mimi Busk-Downey)

Motion: recommendations be approved with changes, seconded. Approved following unanimously

- c. Judge's application form:
 - i. Need to add questions for personal experience in a gaited breed for some number of years
- d. Guest Card
 - i. Effective January 1, 2009, a club may only use a judge guest card once every 5 years.
- e. Application/Renewal
Institute a \$50 application/fee for non-NAPHA members, waived if the judge is a NAPHA member
- f. Judges should be on Active list for 3 years, and then remain on inactive list for 5 additional years, as long as they submit an appropriate renewal form and fee yearly.
- g. **Tabled for further disussion.** NAPHA carded Judges may not judge any All Peruvian Horse (Purebred) show in the United States that is not NAPHA approved. Judges who do judge such shows will have their NAPHA judge's card cancelled immediately.

16. ETHICAL REVIEW BOARD (Charles Melton)

- a. Informal complaint received by Charles was improperly filed

17. COMMITTEE MEMBER TERMS

- a. No term limits were set when committees were initiated – BOD will draw names to assign terms to committee members
- b. Rules Committee: 3 years: Ovenberg (Chair), 2 Years - Gallegos, Hahn, 1 Year - Jarchow, Busk-Downey
- c. Registration: 5 Year- Windom, 4 Year – Jarchow, 3 Year- Dutton, 2 Year – Montee, 1 Year – Steve Todd
- d. Joy of Riding: 3 Year: Kinsky (Chair), 2 Year: Redman, Calentine, 1 Year – Burre, Gallegos
- e. JAC: Ward (Administrator – no term), 3 Years - Busk-Downey (Chair), 2 Year - Shelton, Aldrich, 1 Year - Marco Dapelo
- f. Junior Scholarship Committee: 3 Year – Goumas (Chair), 2 Years – Rothenberg, Shelton, 1 Year – Whisenant, Hall
- g. Ethical Practices: 3 Year – Melton (Chair), Freeman, Aldrich, 2 Year – Marcum, Todd, Bossetta, 1 Year – Wright, Leitzke, Hoffman

18. OFFICE AND STAFF – Donna Bearer

- a. New NAPHA Brochure – suggested a few changes
- b. New JOR Brochure

19. LEGAL ISSUES DISCUSSED

20. PERU’S NEW RULE RE: Judges Rules Reviewed

21. CAROL HAYDEN’S FOSH (Friends of Sound Horses) LETTER

- a. Request reviewed. NAPHA will continue to administer all shows in accordance with the approved Show Rules and Regulations. NAPHA is not responsible for the promotion and financial success of other shows.

22. 2007 NATIONAL SHOW SURVEY RESULTS – Donna Bearer

- a. Defer to send by e-mail

23. MEMBERSHIP OPINION SURVEY – Edie Gandy, Don Taylor

Motion to solicit GC, Judges, Stewards, Committees, NAPHA staff, and BOD, to submit questions for the survey. Second: Passed unanimously.

24. ANNUAL MEMBERSHIP MEETING

- a. Additions for 2009 meeting might include:
 - i. Clinic for members
 - ii. Clinics for Judges

25. 2008 NATIONAL SHOW

- a. Judges’ Invitations to Events – Allow judges to attend non-show events.
 - i. Post to the Internet & Newsletter
 - ii. Add to Premium
- b. Class Schedule – Alice Wolf
- c. Jr. Committee – Linda Virgin to co-ordinate

- i. Dianna Whisenant, Nick Breaux, Athena Goumas, Marty Fleming, Kelly Powers
 - ii. Responsible for collecting goodie bags for Juniors
 - iii. Be available to answer questions, counsel Juniors, etc. at the show
- d. Reining Competition Judges
 - i. Invite Barbara Gardner from 2007
 - ii. Both National Show judges
 - iii. Representative from the sponsor: Merial, Ltd
- e. Raffle – Raffle a John Deere Gator – Tickets will be \$50 each.
- f. Discussed other fund raising proposals

26. DATE FOR NEXT MEETING

- a. Telephone Conference:
 - i. Sunday PM, March 16, 2008 8 PM Central time
- b. All 2008 Meetings at DFW
 - i. May 31 & June 1, August 23 & 24

27. ADJOURNMENT.

28.