

**NPS America Council Meeting
Saturday November 22, 2008
Yolo County Library, Davis Branch**

In Attendance: Kathryn Rayner Freeman (Chairman), Kelly Davidson (Vice Chairman), Roger Cleverly (Treasurer), Wendy Rowe (Council Member)

Not Present: Caroline Nesbitt (Council Member)

Meeting minutes taken by Chairman & Vice Chairman, and subsequently approved by all in attendance.

Agenda Item I. Welcome

Kathryn read the following Welcome message sent by Honorary NPS America President, Linda Impey

Hello and welcome to all NPS America Council members. It is exciting to think the first meeting of this "infant" organization is taking place today. I wish you every success for the future.

Just the fact that you have taken the trouble to travel and have offered your time, shows your commitment and dedication to the British Native Breeds and the British Riding Pony. Always remember that it's the preservation of these very special ponies that is the serious side of the NPS but I also hope you will be having fun and enjoying each other's company.

If needed I will always be available to help and advise. Thank you for inviting me to be your first honary President I consider it a huge honor to have held this position.

Agenda Item II. NPS / NPS America Mission

Kathryn read the following Message from Caroline Nokes, CEO NPS

Aims and Purposes of the NPS

2008 has been a challenging year for the National Pony Society, with the conflicts of wishing to preserve the best traditions of a Society established in 1893 whilst making sure that practices and activities are bang up to date.

We have been working to establish a new Constitution for the Areas, which hopefully will provide a clear framework of what we wish to achieve for and with the Areas, and also give them a better idea of what they can turn to the main body of the Society for.

However, what has not changed, are the aims and objectives of the Society. There is a reason why we state them at the beginning of the Review each year, to remind members why the NPS exists. The Society is constant in its aim to encourage the breeding, registration and improvement of riding ponies and Mountain and Moorland Ponies, and to foster the welfare of ponies in general.

There are many ways in which we can fulfill these objectives, and our Areas have been hugely instrumental in that goal. This year we have not only seen many high quality Area Shows,

promoting our ponies, but also there have been stud visits, training days, a Young Judges' Competition, conferences, an assessment day for new Judges and close co-operation with the various Breed Societies. None of this would be possible without our Areas, and we are working to ensure that they all play a part in our activities.

We were particularly excited to have some NPS members from Europe attend the Judges' Training and Assessment and we are looking forward to welcoming them to the Summer Championship Show as Probationer Judges. It would be very exciting to welcome Judges from the USA in the same way in the future.

I hope that we have been able to provide some support from "Across the Pond" and certainly I am conscious that NPS Judges from the UK have been made most welcome at Judging appointments in the USA. All of our Judges are committed to working to make sure the Breed Standards are upheld, both at home and abroad, and many of them are very happy to support Shows and Societies overseas.

I would like to take this opportunity to wish NPS America a successful 2009 and to assure you that where we are able to offer support and assistance we will be very happy to do so.

A discussion followed regarding judging opportunities and education. Roger brought up the possibility of holding clinics when NPS judges were visiting the states – with candidates working side by side with the more experienced NPS judges. Kelly agreed with the aspect of learner judges but noted that the task would be challenging due to the limited access to ponies here in the US.

Wendy inquired as to what was being done in Europe in regards to judges training. Even though the European situation is different (smaller size of the countries and closer proximity to the UK) it was agreed that NPS America can learn from their experience. It was also agreed, that NPS America could learn from many of the experiences of NPS Europe and it was suggested that NPS America might want to develop a relationship with NPS Europe for purposes of education and information sharing, especially during these early developmental years.

Action Item: Kathryn will bring the questions raised in regards to judges education and how best to fit NPS America into the NPS scheme, to the NPS.

Agenda Item III. Miscellaneous Council Business

Kathryn presented an overview of the present Officer/Council vacancies and membership information for NPS America.

Officers:

Chairman: Kathryn Rayner Freeman; Vice Chairman: Kelly Davidson;
Secretary: Position vacant; Treasurer: Roger Cleverly

Council Members:

Wendy Rowe, Caroline Nesbitt, BRP Representative – Position Vacant,
Council Position vacant, Position vacant

Membership:

Lifetime Members: 11

Farm/Family Members: 3

Standard Members: 6

Total Membership: 20

Wendy inquired as to which breeds were represented in membership. Kathryn provided a breakdown as follows, noting that some members are involved with more than one breed.

British Shetland: 0; Connemara: 5, Dales: 4, Dartmoor: 2, Exmoor: 0, Fell: 7, Highland:3, New Forest: 0, Welsh: 7

Kathryn also noted that it is expected that after the first of the year NPS America will receive a number of new memberships, representative of all breeds.

Kathryn asked if there were any questions regarding the vacant positions and resignations. Wendy asked if all correspondence regarding the resignations had been forwarded on to all the Council members. Kathryn answered that all resignation correspondence had been forwarded to the Council Members, in addition to the NPS and NPS America's Honorary President. There were no additional questions in regards to the recent resignations. A discussion ensued regarding the vacant positions, especially that of secretary, and importance of filling this position.

A discussion ensued regarding the vacant Secretary's position. Kathryn inquired if Roger or Wendy were interested in the Secretary's Position. Both declined. The group discussed identifying candidates for all vacant positions. Kathryn and Kelly both noted that they have begun to put together a list of possible candidates and have spoken to a number of individuals (current and future members) regarding their interest and willingness to accept positions with NPS America. Wendy noted that she would also speak with a number of individuals who she felt might be good candidates. It was agreed that the group would gather the names of interested individuals over the coming weeks and after the first of the year come up with a few concrete candidates for appointment. Most appointments will last for one year, at which time the Interim Council will revert to an elected council, as described in the NPS America Bylaws.

Action Item: Wendy, Roger, Kelly, and Kathryn will provide names of potential Secretary and Council positions to a master list (kept by Kathryn) by early January.

The BRP council position was discussed. Wendy noted that there appears to be a larger representation of BRPs in Canada, and could we use someone from that area. It was discussed that at this time, NPS America does not include Canada. In the future, this could change – having Canada become part of NPS America (NPS North America?) or NPS America assisting Canada in setting up their own area of the NPS (NPS Canada). It was agreed that with the geographic and other challenges facing NPS America in the United States, it was best not to include Canada. The search for a BRP representative to take on a Council position continues. BRPs are rare in the US and mostly used for cross

breeding, with hunter type ponies being the result (BRP stallions to BRP mares is very rare in the United States.)

Wendy brought up the idea of having the NPS America Officers and Council Members pair with Area officers and representatives from the NPS. She noted that Linda and Caroline have been instrumental in helping the Chairman and in our foundation as an organization. It was believed that experienced NPS Area Officers/Council Members could help the NPS America Officer/Council Members in a similar fashion. Kathryn agreed that the relationship with Linda and Caroline has been invaluable in assuring that NPS America was on the right path and in accordance with the mission and policies of the NPS.

Action Item: Kathryn will speak to our contacts at the NPS regarding the viability of setting up “mentoring” relationships.

IV. Treasurer’s Report

Roger shared an overview of our current accounts, as outlined below:

Total Income: \$3,674.00

(Membership & Sponsorship)

Total Expenditure: \$2,856.51

(Events:\$679.13, Travel:\$1,000, Administration:\$182.43, Advertising:\$665.00, Website:\$60.00, Marketing:\$269.95)

Current Balance: \$817.49

Wendy asked if an itemized breakdown of expenses was possible and Roger will provide this to the Council.

Action Item: Roger will provide a more detailed Treasury Report to the Council.

It was noted that it would be helpful for all NPS America members to see a detailed breakdown of financial statements – whether at an AGM or if an AGM is not possible in some officially presented form. It was clarified that all expenditures were voted upon by the Officers and were undertaken only under a unanimous decision.

V. December 2008 Newsletter

Kelly will be working on the next issue of the Pony Parade. The group discussed a number of topics for inclusion in the upcoming issue. The target date for the newsletter is mid December.

Kelly suggested that this issue of the Newsletter be printed and mailed to all members. Wendy seconded this suggestion, noting that it is often much easier to read and enjoy this type of item in print. A discussion ensued as to how best to print. Kelly provided a variety of printed samples and basic costs for analysis. The most cost effective means (plain paper, minimal copies) was agreed upon by all. Additional copies of the Newsletter

will be available for council members to use in recruiting for the current vacancies. (Chairman's letter will specifically address vacancies and ask for volunteers.)

Action Item: Kelly will publish and mail out the winter issue of *The Pony Parade* by December 20th.

VI. Incorporation/Legal Entity

Kathryn presented her research, done in conjunction with an outside consultant, regarding the incorporation of NPS America as a nonprofit corporation. Her recommendation is to incorporate, as a nonprofit, in the state of Nevada. All agreed on this recommendation.

Wendy noted that this was a significant member concern and hoped that this would alleviate the concern.

Kathryn noted that the decision regarding NPS America's "status" as a viable 501 (c) 3 entity is still unresolved. It is not clear at this time, how obtaining this status would correspond to the status of the NPS in the UK. There is question whether NPS America can be defined as a legitimate 501 (c) 3 under IRS guidelines and the definition of the 501 (c) 3 may be expanding in our favor.

Action Item: Kathryn will continue to research this topic, with the help of outside (no cost) consultants.

VIII. Bylaws

Kathryn thanked everyone for all their hard work on this arduous and very dry material. It was noted that the Bylaws project has been underway for a number of months, with the Chairman consolidating information from all sources, and the draft version that the current Council was working from contained the comments/suggestions of all Council Members, past and present.

Kathryn also noted that Caroline (Nesbitt) had agreed to the acceptance of the proposed Bylaws as presented and agreed by the Council Members in attendance.

The group agreed that all grammatical and formatting type changes (spelling, punctuation, outline numbering, etc) given to Kathryn by the group would be accepted unanimously.

The following changes were discussed and agreed upon:

NPS America will be referred to as an Area of the NPS, not a Chapter of the NPS. This is consistent with NPS terminology.

Article IX NPS Compliance would be moved to become Article II. It was felt this was too important to be left at the end of the Bylaws.

Article II Section 1b. last bullet point, will be changed to read "...and the Council Members deem appropriate ..."

Article IV Section 4 changed to read "... the membership fee, determined by the Council, is due January 1st ..."

Article IV Section 6 changed to read "... will be purchased and put in to place by December 31, 2010 ..."

Article V Numerous Sections

Quorum for Officers was set at 3 of 4, Quorum for Council was set at 7 of 9, with provisions made for position vacancies. Additionally, unexcused absences from meetings was set at no more than 2 for both Officers meetings and Council meetings.

Article V Sections 9-13

It was agreed that the bulleted points of each job descriptions would be deleted from the individual sections and moved into independent Appendixes addressing each position specifically.

Article VI Section added

A section was added to address the substitution of a "correspondence package" for an AGM, if an AGM was unable to be scheduled in a given year. The package would function as a meeting, outlining topics and giving detailed information. It would also allow for member input and voting. It was discussed that an AGM, even by means of teleconferencing, might not be a viable option every year given our geographic vastness. However, all agreed that sharing of organizational information, member input, and any necessary voting on important issues could not be sacrificed because of this.

Article VI Section 4

This was changed to read "...available, the Council shall determine whom to invite to attend the meeting. ... "

Article IX Section 1

Changed to read "...two thirds majority vote of voting members present (in person, via electronic means, or by mail-in balloting) at any general membership meeting, ...

Action Item: Kathryn will make the accepted changes to the Bylaws and forward the updated document to the Council for final review.

Action Item: Kelly and the Webmaster will post the Bylaws Document to the NPS America website once it is finalized by the Council.

X. Awards program

Due to time constraints, the Awards Program was discussed in a general sense. It was agreed upon that a minimum program would be put into place and utilized for 2008/2009. The larger program, based on Wendy's research, can then be addressed. All agreed, that the awards program is crucial to keeping and drawing in new members. NPS America wants to not only award the successes of our ponies on an internal basis (within the individual breed and M&M communities) but also in the larger external equine community (discipline and geographic, for example). This can be accomplished with the wide announcement of our award winners.

There was a lively and detailed discussion on the issue of partbred ponies. This included not only their inclusion in the awards program, but how to define a partbred. Some breeds have official partbred registries while others do not. It was discussed whether a partbred is considered to be 1/2 M&M pony or 1/8 M&M pony. Wendy asked whether the American Shetland Pony Club would be considered a partbred registry and suggested that ASPC ponies should be included/encouraged to participate in classes offered for partbreds. Everyone agreed that NPS America needs to be as inclusive as possible, while taking into consideration the policies of the various breed societies and the policies of the NPS.

Kathryn suggested that the discussion of how NPS America would define and handle partbred ponies be set aside until further research could be done. She noted that it was important to know how the NPS viewed the various topics relating to partbred ponies and any guidelines they might have in regards to partbred ponies, before NPS America could make any determinations on partbreds.

Action Item: Kathryn will contact the NPS to get their definition of a partbred pony and other related policies.

XI. Closing

Kathryn thanked everyone for their time, endless energy, and positive support for NPS America. She noted that it would be extremely exciting to see NPS America included for the first time, in the NPS Review for 2009. The NPS review is a glossy magazine type publication sent to all members of the NPS. Wendy asked whether NPS America could purchase the Review at a volume discount and offer them for sale to NPS America members. Kathryn agreed to research this issue.

Action Item: Kathryn will contact the NPS about acquiring 10 to 20 copies of the NPS Review for either free distribution or resale to our Membership.

The Council will continue to work on the noted projects and the next Council meeting (to be held via email) was tentatively scheduled for mid-February.