

Minutes of the Meeting of the Member Council of the Koninklijke Vereniging 'Het Friesch Paarden-Stamboek' (KFPS) on Friday 31 May 2024, in Lelystad.

### **Attendance**

Member Council: Marina Bekx-Boons, Jan Blom, Jan Wietse de Boer, Luuk de Boer, John Boot, Richard Flier, Anouk Glas, Line Grundtvig-Sorensen, Gerarda van Harten, Joke Heida, Hans Hurkmans, Anneke Jorritsma, Mirella van Leeuwen, Gerard Lokhorst, Ben Nijhof, Sjoerd Ruiter, Fer Smit, Jan-Hein Stadhouders, Paul Tanck, Arno Thomassen, Sjoerd Veenstra, Jan van Weperen, Pieter Wijbenga, Ferry Wolfswinkel, Age van der Zee

Present via Teams: Janneke Haverschmidt, Sophie Ioannou-Georgiou, Erin Miley, Jose Rodriguez, Jack Vanderkooy

Notifications of absence: Nadeen Davis, Albert Lueks

Absent: Ute Eden, Hans-Jurgen Bothmer, Tiffany Reyenga-van der Kooi

Board: Frank Fokkens, Hendrik Postma, (from agenda item 10 onwards: Raffaele van den Berg, Evert Visser and Wim Back

Studbook office: Nynke Bakker, Eveline van Kooten, Jeanet Dam, Jikky Piso

Minutes secretary: Petra van Hoorn (Hét Notulistenteam)

### **1. Welcome**

Hendrik Postma opens the meeting at 19.05 hrs and welcomes all those present, especially the new members of the Member Council Jan Blom, Jan van Weperen and Anneke Jorritsma.

A moment is taken to commemorate KFPS members Arjan Jansen and Jaap van der Meulen who have passed away.

### **2. Announcements/stable round**

There are no announcements.

Ferry Wolfswinkel would like to know why none of the Board members has a seat on Stichting Faderpaard and if the KFPS will be accountable for potential losses of the Faderpaard Show.

Hendrik Postma explains that Stichting Faderpaard and the Studbook are separate entities and that the money belongs to the Stichting and not to the Studbook. When Stichting Faderpaard was founded it was agreed that a member of the KFPS Board would hold a seat on the Board of this Stichting, but later this was changed to a member of the Studbook. The KFPS Board also considers it to be an undesirable situation not to have a representative from the Board on the Board of Stichting Faderpaard.

Nynke Bakker explains that there is a joint budget of Stallion Inspection and Stichting Faderpaard, to the effect that in the upcoming years the first €100,000.00 profit or loss are for the KFPS and the rest will be divided on a fifty-fifty basis.

Hendrik Postma states that a meeting with Stichting Faderpaard is on the agenda and that both issues will be discussed.

Jan Wietse de Boer asks why Marijke Akkerman is an authorised consultant with Stichting Faderpaard.

Hendrik Postma responds that this decision was made by Stichting Faderpaard and this is no business of the KFPS.

Ferry Wolfswinkel says that people would like an insemination App that provides up-to-date information about how often a mare is inseminated and by which stallion.

Hendrik Postma replies that the Board is going to look into this matter.

Ferry Wolfswinkel knows that a semen test must be done before a stallion enters the second chance and he wants to know if that same test can also take place after the Short Test.

Hendrik Postma will get back to this at a later stage.

Jan Wietse de Boer suggests a link to the RVO so that the KFPS can establish the cause of a horse's death.

Gerarda van Harten asks who is responsible for the constitution of the Breeding Council and if they have sufficient expertise between them.

Hendrik Postma points out that they are considering the possibility of asking a major breeder to take a seat on the Breeding Council. A breeder does of course have interests of his/her own but that will be neutralised by the other members of the Breeding Council.

Fer Smit prefers to go back to holding the regional meetings in the regions.

Hendrik Postma understands this and proposes to organise the regional meetings in the regions one time per year and once a year at three different locations in the country.

Gerarda has not received the financial documents.

Eveline van Kooten explains that it was agreed to send the financial documents to the Board only.

### **3. Documents received**

A letter by Max van den Berg.

### **4. Approval minutes previous meeting**

The minutes of the previous meeting are approved without alterations.

#### *Action list*

Anouk asks to list the actions and decisions in the minutes so that it is easier to make an action list.

Gerarda van Harten asks the KFPS to make another podcast about the Friesian horse.

#### **Action**

According to John Boot it is important for the Member Council to be able to monitor the Board and therefore agreements have to be formulated based on the SMART method.

### **5. Studbook affairs**

- Update process Long-Term Strategy

The three key points of attention for 2024:

- A complete and stable Board
- A future-proof office organisation

- A substantiated, widely supported and approved vision and a Long-Term Policy Plan for five to ten years

The members of the Board of Appeals also have a seat on the Arbitration Committee.

The escalation ladder is: office > management > Director > Board.

- Integrity

Integrity relates to aspects such as respect, confidentiality, safety, transparent processes and honouring commitments.

John Boot stresses that social safety is the most important.

Frank Fokkens states that in many cases people do not lodge a complaint but it would be a good thing if they did, because a complaint expresses involvement and then the complaint can be dealt with.

Gerarda van Harten says that people usually think that lodging a complaint is a complicated affair, but this is not the case, just sending an email is enough.

Arno Thomassen argues that many people have apprehensions about lodging a complaint because they fear it will have repercussions at inspections.

Frank Fokkens explains that every inspector is monitored for the number of stars he or she has. If a certain inspector has an inconsistent number of stars this will be discussed with the person in question.

- Update office organisation

- Development of organisation by means of improvement projects.
- More focus on health and breeding matters.
- Better support of Board- and staff members.
- Staff development from 2023 towards the future.

John Boot states that the Member Council backs the direction for development of the office organisation, but there is a need for documentation which contains a financial paragraph stating the types of arrangements, the objectives thereof, what officials there are and what solutions will be tackled. This documentation will enable the Member Council to verify the agreements that were made.

Frank Fokkens agrees and is going to work on this. **Action**. The aim is to present the future-proof office organisation at the informal meeting of the Member Council of September and to formalise it in November 2024.

Jikky Piso is the new Financial Manager and Astrid Hartlief will be appointed as interim Director.

Presently, Nynke Bakker is Manager Studbook Affairs and Inspection Affairs. This combination presents a high work load and therefore there is a vacancy for a Manager Inspection Affairs.

Age van der Zee asks if this implies expansion of the formation.

Frank Fokkens replies that this is under consideration.

#### A ship-shape organisation

- Update of Statutes and Regulations: Q3 2024.
- Update Byelaws: Q4 2024
- Update data base: Q2 2025.
- Optimisation of financial package: Q2 2025.

- Cost-efficiency analysis: Q3 2024.
- Adaptation inspection App: 2025.
- Joining and updating of KFPS.nl and Phryso.com: Q2 2024.
- ICT scan: Q2 2024.
- AVG scan and fiscal scan: Q4 2024.

- Update breeding- and selection policy

The aim is to solve the inbreeding issue within one generation of the closed Studbook. If this proves to be unrealistic the strategy will be reconsidered. In consultation with the RVO it would be an option to reconsider the earlier decision by the Member Council to not accept outcrossing. Gerarda van Harten points out that the Member Council did not accept outcrossing because of incorrect information provided by former Board member Jan Veldhuis.

Pieter Wijbenga wants to safeguard the purity of the Friesian horse and rejects outcrossing.

Mirella van Leeuwen welcomes a reconsideration.

Gerarda only accepts registration of outcross and no inspections.

John Boot wants to put this subject back on the agenda when more information has become available.

The new Breeding- and Selection Policy is founded on the breeding goal, available KFPS data and research, information from surveys and meetings as well as on the input from Inspection, office organisation and the Board. A meeting had been scheduled for the 11<sup>th</sup> of June, with a maximum of five representatives from the breeding chapters. The concept plan will be discussed at an informal Member Council meeting in September, the plan will be adjusted in October and in November the definitive plan will be presented at the regional meetings and to the Member Council.

Mirella van Leeuwen says that in her region the discussion came up if a stallion keeper could be the representative for June the 11<sup>th</sup>, and would like to know if this question has come up in the other regions too.

Anouk Glas struggles with this idea.

According to John Boot the breeding chapters are free to choose their representatives.

## **6. Amendment of Statutes**

The RVO allows a delay in amendment of Statutes until November 2024 and therefore the Board does not want to put this amendment in Statutes to the vote now, but submit it to the Member Council for consultation only. The definitive concept will be discussed at the informal meeting of the Member Council in September and be presented for approval by the Member Council at the official Member Council meeting in November.

The Member Council agrees unanimously.

The input of adjustments sent in by several members and in the letter by Max van den Berg are discussed.

### **Article 1.3**

The definition of ambassador is rather broad and the motion is to delete 'especially'.

For Anouk Glas it is important that procedures for appointing ambassadors are always the same, in order to rule out favouritism.

*Article 3*

Check if the word 'discrimination' as currently listed in the Statutes can be upheld.

*Article 11*

Who represents the KFPS as the legal entity.

*Articles 14, 15, 20, 41 and 43*

Proposition Board: as often as possible send information via the digital highway and send paper-based copies on demand only. The question is how the word 'in writing' should be interpreted in today's world, is that a hard copy or does digital information also count?

Gerarda van Harten would have preferred a hard copy.

Jan Hein Stadhouders agrees to find out what the legal requirements for this are.

Fer Smit suggests that people can send a request in writing if they wish to receive information on paper from now on.

*Articles 14.5, 19.5, 20.5*

Mandatory listing of name and membership number when requesting an extraordinary meeting of the Member Council will be reconsidered.

John Boot points out that a request for an extraordinary meeting of the Member Council is not by definition a motion of no-confidence to the Board.

*Article 15.3*

There is no clear-cut procedure for choosing the chairman of the regional meeting and the Board suggests to ask the Structure Committee to look into this matter.

*Articles 15.9 and 18.8*

One Article states that a Council Member who takes a seat on the Board can not return to the Member Council but the other Article states the contrary. The Board presumes that no Council member will be inclined to become a temporary Board member if that means they cannot return to the Member Council. Hence the Board motions to add a clause to Article 18.8 to the effect that a Council Member can return to the Member Council in case he/she has been a member of the Board for a period shorter than one year. Pieter Wijbenga remarks that a new Council member may have joined in the intervening time.

Hendrik Postma indicates that this may lead to a double vote.

*Article 16.5*

When the Chairman of the Board chairs the meetings of the Member Council it will be difficult to take part in discussions. The Board motions to add 'unless the Member Council decides otherwise'.

Ferry Wolfswinkel believes that Member Council meetings will then have the character of an extraordinary Member Council meeting which leaves the Chairman of the Board in a vulnerable position.

Jan Hein Stadhouders suggests to appoint a technical chair.

Sjoerd Veenstra asks John Boot to accept the technical chair.

John Boot replies that the function of a technical chair is linked to a function and not to a person.

*Article 17.1*

Who functions as the point of contact for the Board, the Chairman and Vice-Chairman of the Member Council, is that the Confidential Committee or a person still to be appointed by the Structure Committee?

Motion: to be decided by the Member Council.

Raffaele van den Berg wonders if this Article is at all necessary.

John Boot explains that this is not only about a point of contact, but also about the context and mandate for the Chairman and Vice-Chairman of extraordinary closed meetings of the Member Council.

Jan Wietse de Boer's suggestion is to let the Confidential Committee decide.

*Article 19.3*

The Board considers it a good idea to add the option of online meetings.

*Article 33*

The Law is always leading and in case an Article is incompatible with the Law, it is possible to take legal action.

Gerarda van Harten announces that the appointment of new members of the Board of Appeals and the Integrity Committee has been postponed to November next, until after amendment of the Statutes, so that it will be clear what membership of these committees entails.

The Byelaws will be amended conform the Statutes, which will be on the agenda of a later meeting of the Member Council.

John Boot has read in Article 15.8 that amendments have to be submitted 48 hours before a meeting of the Member Council. In his opinion this should also be allowed during the meeting. Agenda items have to be submitted four weeks prior to meetings, but there is always the possibility that current developments call for the addition of an agenda item and therefore the Member Council should always be allowed to add another agenda item.

Nynke Bakker points out that this is already the case.

John Boot wonders if the preliminary meeting of the Member Council should be formally included as a possibility in the Statutes.

With regard to Article 24.6d, Anouk Glas asks if a settlement agreement of more than € 50,000.00 can also be negotiated without approval by the Member Council. This should be submitted to the Member Council.

John Boot explains that sometimes prompt actions are needed and in these cases the Board renders account afterwards.

To Gerarda van Harten this sounds like a carte blanche for the Board.

Hendrik Postma indicates that there has to be a well-founded reason for a settlement agreement.

John Boot suggests something like an emergency committee with several Council members to take a decision.

Paul Tanck would like to know if there is a liability insurance for the Board.

As far as Hendrik Postma knows there is indeed.

Sjoerd Ruiten wants white soles to be deleted from the Regulations because these have nothing to do with health.

## 7. Amendment Regulations

Conform Article 8 of the Registration Regulations, foals that are born after the stallion has been put on hold will be registered in B-Book II. The motion is to register these foals in B-Book I. John Boot states that the regions Mid-Netherlands and North- and South Holland do not agree because there can be different reasons for putting a stallion on hold. It is possible for a stallion to have a good hereditary profile in terms of quality but not enough offspring, which means that foals end up in B-Book I whereas these could also be registered in the main section. Nynke Bakker explains that there are two types of putting a stallion on hold: the hereditary profile is good but offspring numbers are insufficient, and the hereditary profile is unsatisfactory and offspring numbers are insufficient. A definitive decision can only be taken once offspring numbers are sufficient. Jan Wietse de Boer replies that offspring numbers cannot be met when a stallion is put on hold because he cannot be used for breeding. Hendrik Postma responds that there is no decision to the effect that a stallion on hold cannot be used for breeding. John Boot motions to approve this interim step and to draw up a motion for the small group of stallions with a good hereditary profile in terms of quality who wrongly end up in B-Book I, which prevents their upgrading to the main section once they have met the requirement for offspring numbers. This motion can be submitted at the next meeting of the Member Council. **Action**. This motion applies to foals that were born in 2024.

The Member Council unanimously approves the motion.

- Changing of title 'Equestrian Doping Regulations KFPS' into 'Regulations Prohibited Substances'

This change was approved as one vote.

## 8. Current affairs

Annual Report 2023

- no observations

## 9. Financial statements

*a. Annual Account 2023*

- Due to reviewing the calculation of the debit Studbook certificates and a better result on investments, the net result stands at € 30,621.00.
- The budgeted operational result amounts to minus € 312,000.00, including extra budget for investments and staffing of € 100,000.00, a raise in Jury reimbursements of € 15,000.00 and investments in health research of € 70,500.00.
- The realisation of the operational result was minus € 357,812.00 and the overrun of € 45,312.00 falls within the allowed deviation range of € 50,000.00.
- Own equity is over 4 million.

- The balance of liquid assets has dropped by € 700,000.00 due to additional budget for staff expenses and projects, higher reimbursements and travel days abroad, transfers on the balance sheet, more stock and payment of the 2024 merchandise supply in 2023.
- There was a slight drop in membership numbers and inspection- and registration numbers were stable.

The Board motions to put the result into the allocation reserves for Breeding research and Roaring research, increasing expertise and the allocation fund. The rest will be credited to the general reserve.

John Boot asks if on page 5 'The KFPS does not expect any large investments for 2023' should actually be changed to 'in 2024'.

Nynke Bakker replies in the affirmative.

John Boot finds it peculiar that the freefall of certificates was incorrectly budgeted.

Nynke Bakker replies that this budget will be revised in the upcoming years.

John Boot would like clarification about the rental obligation of € 54,500.00 for the duration of one year and the rental obligation of € 170,900.00 for the duration of five years.

Nynke Bakker explains that the € 54,500.00 is for the storage depot.

John Boot has noted that the amount for Inspections and Events on page 37 of the Annual Account is lower than in the attachment.

*b. Report Financial Committee*

On behalf of the Financial Committee Ben Nijhof advises to grant discharge to the Board for its management in 2023.

*c. Approval Annual Account 2023*

The Annual Account is approved.

*d. Proposed discharge of the Board*

The Board is granted discharge for their management in 2023.

Expectations 2024

The Budget is € 280,500.00 negative. There is also an overrun of roughly € 100,000.00 due to higher expenses for meetings, extra consultancy costs for advice regarding safety at the Central Examination location, recruiting an interim Director and lower proceeds from the Stallion Inspection.

Age van der Zee thinks there may be a freefall in wages because the Director and Head Inspections have left.

Nynke Bakker explains that there are also extra expenses for the recruitment of new staff members.

Ben Nijhof adds that the 'least bad' financial arrangements were made with the departing Director.

Gerarda van Harten remarks that the Member Council have approved the extra budget, provided there is a plan.

Hendrik Postma points out that a good cost-benefit analysis takes more time and there are not only expenses but also proceeds.

Arno Thomassen fears some people will no longer be willing to pay membership fees if activities are also open and accessible to non-members.

Hendrik Postma says that people usually want to remain a member of the Studbook when they are pleased with everything the KFPS has on offer.

Arno Thomassen argues that no one wants to be a member of a society that is troubled by internal strife.

Paul Tanck wants a well-functioning website as soon as possible.

Jan Wietse de Boer wants to know if € 50,000.00 is needed to appoint an interim-director or if this sum is used for the salary.

Hendrik Postma replies that this sum is for salaries, with an overlapping period when both the departing director as well as the interim-director have to be paid, and also for the services of the recruitment agency.

Pieter Wijbenga is apprehensive about the expectations for 2024.

## **10. Appointments**

Hendrik Postma instructs Ferry Wolfswinkel, Ben Nijhof and Mirella van Leeuwen to form the voting committee.

Closed part

Hendrik Postma re-opens the meeting, congratulates the new Board members with their appointment and hands them a bunch of flowers. Frank Fokkens thanks everybody for their trust. He thanks Hendrik Postma for his commitment and hands him a bunch of flowers. He also presents the Confidential Committee with a bunch of flowers.

### Inspection

Manuel Gasseling is appointed

Popke van der Meulen is appointed

### Jury

Ellen van Gastel is appointed.

Marissa Visser is appointed

### Appeals Committee

Mrs C. van Campen is appointed

### Board

Frank Fokkens is appointed

Evert Visser is appointed

Raffaele van den Berg is appointed

Wim Back is appointed

### Financial Committee

Joke Heida is appointed

### Introduction of Council members and Board members

Anneke Jorritsma lives on a dairy farm in south-east Friesland with her husband and three children. She works full-time and is involved in breeding.

Jan Blom lives in Bedum and has a dairy farm and owns several breeding horses.

Jan van Weperen is an alderman for the municipality of Oostellingwerf. He has been a dairy farmer for many years and has ample administrative experience.

Originally a lawyer, Raffaele van den Berg spent ten years working for various Finance ministers. She was Overall Director of the Nederlandse orde van advocaten (Dutch Bar Association, *ed.*) and on the 3<sup>rd</sup> of June last she took up the function of consultant for the Advisory Board on Regulatory Burden. Her advice to the Board and Member Council is not to put too much emphasis on internal affairs but instead focus on the Friesian horse.

Wim Back has taken an early retirement. He has written a dissertation about movement development from foal to adult horse, has been an orthopaedics- and surgery specialist, has been a lecturer and has conducted research that led to the discovery of the hydrocephaly- and dwarfism genes. He is going to focus on health and will not just look at innate disorders, but also at positive aspects.

Evert Visser lives in Lippenhuizen, has worked in the food industry and presently is employed in a learning-on-the-job facility. Evert is a poultry and fowl inspector and has over forty years of managerial experience in this sector.

Frank Fokkens looks back on a very pleasant meeting and emphasises that the KFPS is there for and with its members.

### **11. Any other business**

John Boot congratulates the new Board members and wishes them success. He thanks departing Board member Miel Jansen and former Director Marijke Akkerman for the pleasant cooperation.

Ben Nijhof shares his view. Marije Steensma works for Wageningen University and is going to work for the Studbook office on a one-day-per-week basis. He wants to know if this is possible. Frank Fokkens answers in the affirmative. This arrangement will promote cross-fertilisation and enable her to use experience from the field in her research.

Hendrik Postma adds that Marije's doctoral research was already underway when she started her work for the Studbook and that some issues she is investigating for the Studbook follow naturally from her research.

Arno Thomassen thanks Nynke Bakker for being a stable factor within the organisation.

### **13. Closure**

The Chairman thanks everyone for their attendance and he closes the meeting at 00.00 hrs.