



Board of Directors Meeting Minutes August 10, 2020

I. Welcome – Beth Kuchenreuther

A. Meeting Call to Order

Beth called the meeting to order at 6:05 pm PT.

B. Roll Call

1. Board Members Present: Beth, Lisa, Ric, Marian, Misty, and Wanda (Zoom)
2. Excused: none
3. Executive Officers Present: Lynn Thomas, CEO (Zoom)

C. Mindfulness Minute – Wanda Whittlesey-Jerome

Wanda shared Mindfulness Quotes from Jon Kabat-Zinn, Buddha, Ram Dass, and Yongey Mingyur Rinpoche, among others. Sharing these quotes together can strengthen our mindfulness during our meeting on behalf of Eagala. One quote said, "Begin doing what you want to do now. We are not living in eternity. We have only this moment, sparkling like a star in our hand melting like a snowflake." – Francis Bacon Sr.

II. Votes to Approve July 13, 2020 Minutes and July 24, 2020 Minutes – Entire Board

After some discussion, Ric moved and Misty seconded the motion to table approval the July 13, 2020 minutes until a later date when the Board can review the CEO's suggested changes to those minutes which were emailed a few minutes prior to this meeting. The motion carried unanimously.

After some discussion, Ric moved and Lisa seconded the motion to approve the July 24, 2020 minutes. The motion carried unanimously.

III. Board Business - Beth Kuchenreuther

A. Internal Board Review Process: Update and Next Steps

Beth led this discussion. With little to update based on our meeting last Friday August 7, 2020, the Board is still in the process. Lynn shared with the Board that she spoke with one complainant who decided to resign as a trainer after receiving the Board's response letter.

B. Severance Package: Update and Status

Beth led this discussion. This process has been completed as of August 5, 2020.

C. Vote to Create an Eagala Delegation of Authority Policy

Lisa led this discussion. Recognizing the need for a Delegation of Authority Policy, the Board will vote to create a new policy that offers clarification of communication and responsibilities to streamline the scope of the CEO's work.

The goal is to streamline the CEO's work in a formal policy created under the Governance Committee. A working draft will be provided by as soon as possible for review, discussion, and vote.

After some discussion, Lisa moved and Marian seconded the motion to create a New Eagala Delegation of Authority Policy. The motion carried unanimously.

IV. Finance Committee – Ric Jerez, Chair

A. Discussion and Vote to Approve 2nd quarter financials

Ric led this discussion. Speaking with Janet, Ric discovered the 990 form is still in process so we cannot vote on this – this month. There are no new financial policies to review or approve. Earlier, Janet and Ric discussed a new grant - the “Shopping Utah” grant – as a potential for new funding targeted to participants in Utah – which will cut costs.

The bottom line on the budget is - 95,000.00. The numbers of first timers in trainings are down; however, we are at 63% renewals – with our goals at 65% for end of year.

We will vote on 2nd quarter financials at the Board’s September meeting. We vote quarterly on the financials. Lynn said that Janet will send out the July financials shortly – in about a week.

Lynn shared that Alex and Ani wants to do another campaign for the next season.

Wanda asked a question about Baumer Impact and who was being paid for Dani’s work now. Lynn responded that, starting in July, Dani became an independent contractor.

V. Governance Committee – Marian Heyink, Chair

A. Ethics Committee: Reconstitution and Current Ethics Grievances

Marian led this discussion. Lynn shared that a couple of ethics-related grievances have come in. Amanda is currently the staff liaison, and Marian is the board liaison. Lisa suggested the Board do an audit. The Board could create an ad hoc committee to move forward with the reconstitution of the Ethics Committee and protocols. Beth identified Marian, Lisa and Wanda to do that work.

B. New Eagala Formal Grievance Policy: Implementation of New Roles and Contacts

Wanda asked clarifying questions about how members or other interested parties can get their grievances to the Board and the Ethics Committee. Marian asked when grievances are coming, how do they get to us?

The Board asked Lynn to get Beth access to the email board@eagala.org and at a later date, we will explore adding confidential emails to the Grievance Policy document so the links on the website would further assure independence of committee work and confidentiality.

IV. Executive Director’s Report – Lynn Thomas

A. Uniform Terminology Paper for Publication: Discussion and Vote to Approve

Lynn led this discussion. She requested the Board vote during this meeting to approve the Uniform Terminology Paper for timely submission to the *Journal of Alternative and Complementary Medicine*. Last month, the Board decided to post-pone the vote on this

agenda item until they had received more information about the process and what the change in identifying language truly means for Eagala and its membership.

During a very lengthy discussion of the details of the paper and the change-based pros and cons, the Board voiced many concerns over potential consequences of changing the language that has built Eagala's reputation globally over the past 20 years. The Board appreciated all the hours and time going into this paper, but does not want Eagala's identity to get lost in the changes.

Ric moved and Misty seconded the motion to not approve the document of "Uniform Terminology for Services that Incorporate Horses to Benefit People," a consensus document dated July 2020. The motion passed unanimously.

Lynn indicated that the workgroup would require a letter detailing the Board's rationale for its decision. The Board assured Lynn that their letter will be forthcoming.

Beth asked a clarifying question about the VA grant. The Board also discussed the Adaptive Sports grant – programs funded under this title are not mental health.

Lynn shared the link to the formal "Uniform Terminology" proposal after the meeting:
<https://www.dropbox.com/s/h1jvpedis60lztr/Terminology%20acceptance%20proposal.pdf?dl=0>

B. Anti-discrimination Policy: Discussion and Vote to Approve

Lynn led this discussion. Lynn asked that the Board vote on an anti-discrimination policy during this meeting. Wanda questioned the title of the workgroup, but it was very clear the order of their words was exactly what they wanted, according to Ric, who sits on the work group. The workgroup is called "The Anti-discrimination, Pro-inclusion Workgroup."

Board members then quickly developed the following policy statement for the workgroup: "Eagala actively cultivates an anti-discrimination, pro-inclusion environment." The Board will make a recommendation to the workgroup before finalizing the process.

Ric moved and Misty seconded the motion to send additional wording to the Anti-discrimination, Pro-inclusiveness Workgroup for their consideration, including two more categories of discrimination: socio-economic status and citizenship.

C. Additional Executive Director's Report

Lynn led this discussion. Lynn requested a Thank You to *Alex and Ani*. Beth asked to whom to direct this Thank You note. Lynn shared that the address is included in her CEO's report. Lynn shared that the development staff have also suggested creating an advisory board to assist with decision-making in the development area of Eagala's organization.

Lynn asked for feedback regarding the announcement she wrote for Mickey. The Board approved Lynn moving forward with posting it to the website in the Forum, which will also be delivered to all emails. Lynn sent this link to the announcement after the meeting:

<https://www.dropbox.com/s/vrxj24k34wy5ccx/Mickey%20DiGiacomo%20farewell%20acknowledgment%20draft.docx?dl=0>

The Board was unable to carefully review the entire CEO Executive Report because it was received just prior to this meeting. Lynn requested that each Board member review the report as soon as possible.

V. Other Business - Full Board

A. Schedule Mid-year Performance Evaluation of CEO

Beth asked to schedule a date when everyone is available.

B. Plans for Fall Advance: A *Board Source* consultant was discussed. The price seems reasonable. We can vote on the consultant for the Fall Advance in September. Wanda suggested that a part of our Fall Advance focus on Business Ethics and Adjudication Sanctions. The document she referenced was the National Association of Social Workers Procedures for Professional Review, especially Chapter 10: Corrective Actions.

Here is a link to the entire NASW Procedures for Professional Review Manual:

<https://www.socialworkers.org/LinkClick.aspx?fileticket=E6Gsz89w0rw%3d&portalid=0>

August 2020 Eagala Board Committee Calendar Action Items (To report during September Board Meeting)	
Finance Committee	Governance Committee
Review 2 nd quarter financials and prepare report	Review applications and conduct interviews
Discuss plan for next audit including which firm will be contracted	Determine any candidates to nominate to the Board – prepare report

VI. Adjournment – Beth Kuchenreuther

Misty moved and Ric seconded the motion to adjourn at 8:32 pm PT. The motion carried unanimously.

Next Board of Directors Meetings:

Monday, September 14, 2020 via Zoom @ 6pm PT; 7pm MT; 8pm CT; 9pm ET

Minutes respectfully submitted,

Wanda Whittlesey-Jerome

Eagala Secretary of the Board, 2020 – 2021