

AMERICAN SADDLEBRED HORSE ASSOCIATION, INC.

**Board of Directors Meeting
Tuesday, July 12, 2011 at 12:30 p.m. ET**

MINUTES

Members Present: Judy Werner, President
Jim Ruwoldt, Treasurer
Betsy Boone, Secretary
Margaret McNeese, First Vice-President
Chuck Herbert, Second Vice-President
Mary Anne Cronan
Bret Day
Lisa Duncan
Robert Funkhouser
Louise Gilliland
Nelson Green
Minna Hankin
Carl Holden
Germaine Johnson
William Marple
Scott Matton
Tandy Patrick
Lisa Sideman
William Whitley

Others Present: Paula Johnson, Executive Director
Katriona Adams, staff
William Wood, staff
Jeff Adamson, Counsel
Fred Sarver, Kentucky State Fair
Brian Curran, Registry Director
Larry Hartsock, Registry Director
Don Schilling, Registry Director
Susie Teater, Registry Director

- I. Roll Call/Establish Quorum/Consider Agenda/Adopt Rules of Order**
President Werner called the meeting to order at 12:20 p.m. ET. Ms. P. Johnson called the roll and noted that a quorum of directors was present.
- II. Consideration of minutes**
 - a. Board of Directors Meeting of May 23, 2011**

Mr. Ruwoldt moved approval of the draft minutes of the May 23, 2011 meeting, Ms. Boone seconded and the motion passed with all in favor.

III. Kentucky State Fair Report (Fred Sarver)

Mr. Sarver reported that entries are higher than last year for the Kentucky State Fair World's Championship Horse Show. He also reported that this year we have a suite and will be able to entertain members and sponsors. The live webcast will again be through USEF and will go worldwide. We are still getting hits on the USEF site of last year's webcast. For 2012, the show will be offering additional classes for 3 year olds and also a 4 year old sweepstakes class.

IV. Treasurer's Report (Jim Ruwoldt)

a. Financial Statements as of May 31, 2011

b. Completed Audit Report

c. Tax Returns

Mr. Ruwoldt gave the Treasurer's Report and reported that assets are a little better this year than last year; however, he noted that we are going to have to find ways to improve revenue, including enhancing membership and increasing advertising in our publications. He also explained the new method of allocating membership revenue. He noted that staff was doing a good job of managing expenses. Routine legal fees are down as well as salaries and we are moving in the right direction. Ms. P. Johnson added that we also switched health care insurers last year and should see significant savings as a result. A discussion took place regarding the convention and our corporate sponsor, Merial. Mr. Ruwoldt asked directors to send any ideas regarding the convention to Paula. Discussion took place regarding corporate sponsors and endowment funds.

Mr. Ruwoldt noted that the final audit report was included in the directors information and that Mr. Holden attended the document review by the concerned members on behalf of the Finance Committee. He reported on some allegations made regarding Redwing Farm advertising and noted that Mr. Holden had gone through 8 years of Redwing Farm advertising records and found that each ad had an invoice and a corresponding payment and that the payments were in line with ad rates at that time. After discussion Mr. Whitley moved that a report regarding this matter be posted on our website, Mr. Funkhouser seconded and the motion passed with all in favor.

Ms. P. Johnson reported that we have a preliminary draft of the tax returns and will be sending back comments.

V. President's Report (Judy Werner)

President Werner reported on committee appointments. Discussion took place regarding the process of appointing committees which is the same as the process in place at USEF. She provided an update on Equestrian Life. She noted that the Planning Committee and Marketing Committee were both meeting this week. She also presented the Museum report in the absence of Laurel Nelson who was

unable to attend. The Museum is having an Art Auction during Junior League and is having a Dance Carnival at the Kentucky State Fair.

VI. Executive Director's Report (Paula Johnson)

a. Bylaw Change

b. Other

Ms. P. Johnson explained the new membership system and transition process. She reported on research into insurance coverage for the building. She advised the Board on two interns who are helping with various projects. She noted that the American Saddlebred is being featured in the next issue of Blaze Magazine. She reported on the American Horse Council convention that she attended in June. Statistics presented showed that most other breed registries reported a decline in registrations of more than 50% and we have not seen that significant a decline. Discussion took place regarding factors other than the economy that affect Breed Association Memberships and the number of horses being registered.

She noted that due to the change in the membership system that we need an amendment to our bylaws as follows:

ARTICLE II. MEMBERSHIP

Part 1. Individual Members

~~Section 11. Term of membership is 12 months and expires the last day of the month in which dues were paid the preceding year. A member shall be considered not in good standing if the annual fee has not been paid on or before the expiration date.~~ ***Term of membership is from the date the membership application and fees are received in the ASHA office or online and expires on November 30th of that calendar year. Membership renewals are effective December 1 provided the fees are received in the ASHA office or online by December 1.***

Section 12. A member not in violation of the rules and regulations of the Association can be reinstated to good standing by simply paying the membership fee for the current year. There is no penalty for such reinstatement.

~~Section 13. The annual membership fee shall be considered paid on the day it is postmarked, if mailed, or on the date received by the Association if delivered by means other than mail.~~

Section 13. Application for membership will be considered at any time during the calendar year, but no applicant, regardless of when his or her application is submitted, may become a member without paying the full annual membership fee due for the entire year in which he or she becomes a member.

Section 14. Membership shall terminate upon the occurrence of any one of the following: (i) resignation in writing delivered to the Association, (ii) death, (iii) failure to pay the annual membership fee on or before the annual expiration date.

Mr. Herbert moved approval of this amendment, Ms. Boone seconded and the motion passed with all in favor.

VII. Approval of Scholarship Recipients (Germaine Johnson)

Ms. G. Johnson provided the recommendations from the Scholarship Committee as follows:

Dabney Hofammann, Alabama (ASA of Alabama Scholarship)

Caroline Buiel, Massachusetts

Elizabeth Wildenberg, Wisconsin

Krystal Murphy, Michigan (ASHA Youth to Youth Scholarship)

Hannah Vandeventer, Arizona

Elizabeth Harris, North Carolina

A motion was made and seconded to approve the scholarship recipients and was passed with all in favor.

Ms. G. Johnson also reported that we are not having an auction or a raffle at the Kentucky State Fair but will be having a silent auction at the Convention. A golf cart decorating contest will be held at the Kentucky State Fair.

VIII. Web Store Update (Lisa Duncan & Paula Johnson)

Ms. Duncan and Ms. P. Johnson provided a Web Store update. They looked at three different companies and models of online stores. After analyzing these, they felt that Wild Marketing offered the best solution. Mr. Whitley moved that they move forward with implementation of a Web Store with Wild Marketing, Ms. Hankin seconded and the motion was passed with all in favor.

IX. Litigation Report (Jeff Adamson)

Mr. Adamson provided a litigation report.

X. Other Business

Ms. P. Johnson provided an amnesty report from the Registry. A total of 1,108 applications for registration and 605 transfers of ownership were received, most during the last two weeks of the amnesty period.

XI. Adjournment

Ms. Patrick made a motion to adjourn the meeting, Ms. Duncan seconded and the motion was passed. The meeting was duly adjourned at 3:55 p.m.

Submitted by:

Katriona Adams