

AMERICAN SADDLEBRED HORSE ASSOCIATION, INC.

**Board of Directors Meeting
Wednesday, October 26, 2011 at 12:30 p.m. ET**

MINUTES

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

Members Absent: Betsy Boone, Secretary
Robert Funkhouser
William Whitley

Others Present: Paula Johnson, Executive Director
Katriona Adams, staff
Jeff Adamson, Counsel
Fred Sarver, Kentucky State Fair
Laurel Nelson, American Saddlebred Museum
Larry Hartsock, Registry Director
Don Schilling, Registry Director

I. Roll Call/Establish Quorum/Consider Agenda/Adopt Rules of Order

President Werner called the meeting to order at 12:30 p.m. ET. Ms. P. Johnson called the roll and noted that a quorum of directors was present.

II. Introduction of Guests

President Werner introduced Fred Sarver who will be presenting the Kentucky State Fair Report, Laurel Nelson who will be presenting the American Saddlebred Museum report and noted that Jeff Adamson will be joining the meeting to present a litigation report.

Mr. Marple made a motion that absent Directors be allowed to participate in the meeting by tele-conference. Discussion took place where it was noted that preparations had not been made and would delay commencement of the meeting. A vote was taken with six in favor and nine opposed. It was agreed that the Bylaws should be reviewed in relation to participation in meetings by tele-conference.

III. American Saddlebred Museum Report

Ms. Nelson reported that \$204,000 had been raised at the fund raiser event held at the Kentucky State Fair. Many events are being planned to celebrate the Museum's 50th Anniversary which is coming up.

Kentucky State Fair Report

Mr. Sarver presented a brief report on the Kentucky State Fair. There was an increase in entries for 2011. It was a very competitive show. Comments regarding the web cast were positive and viewership numbers were higher. A Fair Board meeting would be held later in the week.

American Saddlebred Registry Board

Ms. P. Johnson presented a brief report from the American Saddlebred Registry Board. Approximately 1,100 applications for registration were received during the amnesty this year at a registration fee of \$45. Approximately 600 applications for registration were received during the previous amnesty at a registration fee of \$150. If another amnesty is offered we need to be cognizant of timing as most of the applications were received during the last two weeks of the amnesty period which affected processing of futurity applications. Ms. Duncan reported on the new letter sized registration certificate and noted that foaling state has been added.

IV. Consideration of draft minutes

a. Board of Directors Meeting of September 23, 2011

b. Board of Directors Meeting of July 12, 2011

Mr. Ruwoldt moved approval of the draft minutes of the September 23, 2011 meeting, Mr. Herbert seconded and the motion passed with one abstention.

Mr. Herbert moved approval of the draft minutes of the July 12, 2011 meeting, Ms. Patrick seconded and the motion passed with all in favor.

V. Treasurer's Report

a. Financial Statements as of August 31, 2011

b. Tax Return

c. Proposed 2012 Budget

Mr. Ruwoldt reported on the financials for the Association as of August 31, 2011. He noted that we are down on cash counts but not as bad as it could be considering the economy. He noted that staff has done an excellent job of managing expenses. Total membership counts are the same as last year although there are some differences in the numbers per membership category. A discussion took place regarding legal fees.

It was noted that we did not have income from webcasts this year since those were offered free of charge. We also have costs for document production and for the cosponsored Equestrian Life Marketing Program this year. Since we are transitioning over to an annual system of membership, membership fees received are also down but should increase significantly after December 1st this being primarily a timing issue. Advertising income is also down. A discussion took place regarding the Reference Directory and the Magazine and ways in which costs could be reduced. Mr. Ruwoldt will work with the Finance Committee to analyze this.

(Jeff Adamson joined the meeting.)

Mr. Ruwoldt reported on the tax returns. Ms. P. Johnson is working on the budget and noted that it should be finalized by November.

VI. President's Report

a. Officer's Nominating Committee

b. Planning Committee Report

c. Marketing Committee Report

d. Other

President Werner reported that she has appointed the Officer's Nominating Committee as outlined in the Bylaws. Jim Ruwoldt has agreed to serve as the chair and Scott Matton and Lisa Siderman will also serve on the committee.

Ms. Patrick reported on the work of the Planning Committee. Some of the items being addressed are committee policies, a mission statement and a strategic plan.

President Werner reported that the Marketing Committee had a meeting during the Kentucky State Fair. They discussed marketing of the ASHA to members including the possibility of enhancing information about various barns to the website. Mr. Matton noted that we have a manual for Riding Instructors that we should add to the web site.

Ms. G. Johnson reported on the work of the Youth Committee. An auction will be held at the convention as well as a sponsored wine tasting and some possibilities for the youth convention are being researched. There was good participation in the youth activities at the Kentucky State Fair including junior judging, the scavenger hunt, the golf cart decorating contest and the ice-cream social.

VII. Executive Director's Report

Ms. P. Johnson reported on special offers for our members for reduced rates with the Marriott Hotels. She is in discussion with the Marriott regarding the annual convention and the possibility of being able to offer special rates and additional services.

She also reported on the new system of tracking staff time as well as a system for project management that is being utilized by staff. She reported that Will Wood, Technology Manager, has submitted his resignation due to a better career opportunity.

VIII. Nominating Committee Report

a. Slate of Nominees

Mr. Holden presented the report of the Nominating Committee. They met three times with a quorum present at all meetings and relied on the tools provided by the previous Committee, such as detailed spreadsheets showing the database of all suggestions received, to consider very carefully each individual proposed. They requested that candidate nomination forms be completed for individuals being proposed for consideration by the committee. The following directors' terms expire in February 2012: Betsy Boone, Louise Gilliland, Nelson Green, Germaine Johnson, Jim Ruwoldt and William Whitley. After consideration of the candidates by members of the Committee, the Nominating Committee voted by ballot to recommend the following eleven (11) individuals for the ballot slate for the six (6) available seats to be elected by eligible voting members as directors: Susan Aschenbrenner, Betsy Boone, Randall Cates, Redd Crabtree, Germaine Johnson, Darryl Leifheit, David Rudder, Janet Sterba, Joan Todd, Kenneth Wheeler and William Whitley. All the individuals listed above are willing to serve if elected.

Directors noted that this was a terrific slate of individuals and commended the Nominating Committee. After consideration, Mr. Marple made a motion to approve the slate of candidates presented, Ms. Hankin seconded and the motion was passed with all in favor.

IX. Annual Meeting and Convention; Thursday-Saturday, February 16-18, 2012

a. Establishment of Date for Association Annual Meeting

b. Deadline for receipt of marked ballots: comparable date is Friday, February 3, 2012

c. Convention Registration

d. Silent and Live Auctions

President Werner reported that the convention committee is looking at different options for the convention schedule and also some possible tours and open forums for attendees.

Mr. Matton made a motion that the annual members meeting be held on Saturday, February 18, 2012 and that the deadline for receipt of marked ballots be February 3, 2012, Ms. G. Johnson seconded and the motion was passed with all in favor.

X. United States Equestrian Federation

a. Election of Affiliate Representation Director

b. Youth Sportsman's Award

President Werner explained that we need to submit a nominee and an alternate for a four year seat on the USEF Board. After discussion, Mr. Marple made a motion that Fred Sarver be submitted as the nominee and Jimmy Robertson as the alternate, Mr. Ruwoldt seconded and the motion was passed with all in favor.

Ms. G. Johnson reported that the Youth Committee agreed to nominate Tori Gray as the ASHA nominee for the 2011 USEF Youth Sportsman's Award. After consideration, the Board accepted the report of the Youth Committee.

XI. Annual Awards

Ms. P. Johnson reminded the Board that the deadline for submitting nominees for the Annual Year End Awards is October 30th.

**XII. Grant Proposal
Equine Welfare Committee**

Ms. P. Johnson explained the recommendation from the Equine Welfare Committee to approve a \$1,000 grant to Horses Forever. After discussion, Mr. Marple moved approval of the grant, Ms. G. Johnson seconded and the motion was passed with all in favor.

XIII. Litigation Report

The Board went into executive session for a litigation report from Jeff Adamson.

XIV. Request from Mr. Noble

A request was received from Mr. Noble for support in having an auction of frozen semen from registered stallions in the US to be sent to Sweden for use in breeding registered mares there. After discussion, it was agreed to help with communications regarding this opportunity.

XV. Adjournment

With no other business to attend to, a motion was made and seconded to adjourn the meeting.

Submitted by:

Katriona Adams, staff