

AMERICAN SADDLEBRED REGISTRY, INC.



Board of Directors Meeting Wednesday, October 30, 2013 at 12:30 p.m. Lexington, Kentucky

MINUTES

Directors Present: Brian Curran, Chuck Herbert, Carl Holden, Gail Kline, Scott Matton, Margaret McNeese, Kim Skipton, Janet Thompson and Judy Werner.

Guests Present: Fred Sarver, Registry Committee Chair and Scarlet Hall, Controller.

Others Present: Lisa Duncan, Registrar, Karen Winn, ASHA Executive Director and Katriona Adams, Assistant Registrar.

I. Roll Call and Introduction of Guests

Dr. Margaret McNeese, ASR President, called the meeting to order at 12:30 p.m. on Wednesday, October 30, 2013 at the Bingham Greenebaum Doll LLC office in Lexington, Kentucky. Lisa Duncan, Registrar, called the roll and Margaret McNeese welcomed guests Fred Sarver and Scarlet Hall. Also present was Karen Winn, ASHA Executive Director.

II. Financials

a. Treasurer's Report

b. Registry Financial Statements as of September 30, 2013

Carl Holden provided a summary of the ASR financials as of September 30, 2013. He noted that revenue for the month of September closely meets the budget, however, that year to date revenue falls short of budget but is favorable compared to this time last year. He also provided a brief update on investments and on grants received. Liability insurance coverage was briefly discussed.

III. President's Report

a. Document Retention Policy

Dr. McNeese noted that the ASHA has adopted a document retention policy and the Registry probably needs to adopt it as well. She asked for volunteers to look at it more closely as it relates to the Registry. Brian Curran and Janet Thompson volunteered to assist with this matter.

b. Other

Dr. McNeese noted there has been some discussion regarding microchipping. Discussion took place regarding the types of microchipping after which it was agreed to start tracking this information in our new database and have the microchip identification number appear on the registration certificate.

IV. Registry Committee Recommendations

a. ASR Rule Changes

Fred Sarver explained the rule changes proposed by the Registry Committee.

SECTION II. GENERAL BUSINESS POLICIES

G. TRANSACTION WITHOUT SIGNATURE OF RECORDED OWNER

In any case where these rules and regulations require the personal signature of a particular person, the Registry may waive such requirement after being satisfied that such person cannot be located. In any case where these rules and regulations require the personal signature of a particular person, and that person fails to respond within fifteen (15) days after receiving the second of two certified return receipt letters sent by the Registry at least thirty (30) days apart requesting such signature, the Registry may waive such requirement. *See Section V. E. regarding rules for Transfer of Ownership without Signature of Recorded Owner.*

SECTION III. REGISTRATION

B. CONDITIONAL REGISTRATIONS

Conditional registrations are valid for *twelve* months. ASR will not record any further transactions concerning this animal as long as the registration is conditional. *A \$50 reactivation fee may be charged for conditional registrations where the DNA kit and hair sample are submitted to the DNA testing lab more than twelve months after the conditional registration is issued.*

SECTION XI. FEES

Name Reservation (for 12 months)	\$50.00
Reactivation fee	\$50.00

(For transfers & registrations that have been cancelled or withdrawn and the owner wishes to reactivate the transaction)

Processing Fee to be retained by ASR when a transaction is cancelled within 12 months of receipt of form and fees \$25.00

SECTION XIII. HEARINGS, VIOLATIONS & PENALTIES

A. VIOLATIONS

Any person committing or aiding in the commission of any of the following acts or incurring the following conviction or penalty shall be in violation of the rules of the Registry:

- d. Knowingly withholding a Breeder's Certificate *or a Stallion Service Report* when the stallion service fee has been paid or knowingly withholding a transfer certificate from the legal owner of a horse;
(Effective date: November 1, 2013)

SECTION VIII. LEASES & CERTIFICATES OF ELIGIBILITY TO SHOW

B. CERTIFICATE OF ELIGIBILITY TO SHOW

3. ...Certificates of Eligibility to Show approved by the Registry Committee are not subject to annual renewal as indicated under 5. below. If the horse in question is sold, the buyer may apply for a new Certificate of Eligibility to Show in his/her name. This would also be subject to approval by the Registry Committee.

5. The Certificate may be terminated by the recorded owner at any time by notifying the Registry office and the person designated on the Certificate, in writing, stating that the Certificate is void as of a specified future date. *Otherwise, Certificates of Eligibility to*

Show expire on November 30th, the last day of the U.S. Equestrian Federation competition year, and a new application form and fee must be submitted to the Registry to be effective for the next U.S. Equestrian Federation competition year.

b. Approved Foreign Registries

Fred Sarver explained that the Registry Committee suggests removing the rule regarding Approval of a Foreign Registry since we are no longer approving any new foreign registries and are suggesting that they become Charter Clubs.

c. Half Saddlebred Registry Rule Change

Fred Sarver explained that the proposed language to the Half Saddlebred Registry rules below was inadvertently omitted when the rules were updated to be more consistent with the ASR Rules in 2012.

SECTION III. REGISTRATION

A. ELIGIBILITY AND REQUIREMENTS

A mule, hinney, or any animal other than a horse is not eligible for registration.

(Effective date retroactive to March 1, 2012)

d. ASR Policy Changes

Fred Sarver explained proposed policy changes regarding applications for registration that are still pending after 12 months of the foaling date and also proposed policies regarding pending registry transactions as follows:

Pending Applications for Registration:

For any Application for Registration still pending after 12 months of the foaling date, four current color photographs, showing both sides, front and rear, must be submitted to the Registry before the foal will be registered.

(Effective date: January 1, 2014)

For transactions received 5 years ago or more:

Staff will scan the documents &/or file them in the appropriate horse file or dam's file and remove the information from the database. Any remaining money will be left in income. Current fees and reactivation fees may be required to reactivate any such cancelled or withdrawn transactions.

(Effective date: November 1, 2013)

For Current/Pending Transactions Received:

Once the request is reviewed for missing items/discrepancies, staff will write a letter indicating what is still pending and ask the applicant/relevant party to submit the missing items. If there are still outstanding requirements, as time allows a second notice will be sent. If we still do not receive the missing items, staff will send a final notice requesting that the missing items be submitted within 30 days of the date of the letter or the transaction may be considered cancelled or withdrawn. A cancelled or withdrawn transaction will be removed from the database. Staff will scan the documents &/or file them in the appropriate horse file or dam's file. Current fees and reactivation fees may be required to reactivate any such cancelled or withdrawn transaction. See ASR Rule Section XI. regarding processing fee to be retained when transactions are cancelled within 12 months of receipt of form(s) and fees.

(Effective date: November 1, 2013)

After discussion of all of the Registry Committee recommendations, Chuck Herbert made a motion to approve them with the changes discussed, Judy Werner seconded and the motion was passed with all in favor. The changes are effective January 1, 2014 unless otherwise indicated.

V. Registrar's Report

a. Statistics

Lisa Duncan provided a report on the Registry statistics as of September 30, 2013. A suggestion was made to add information on the number of mares bred to the monthly Registry statistics.

b. Proposal regarding Rescue Horses

Lisa explained some issues concerning rescue horses and proposed working with the Equine Welfare Committee to try to identify these horses and offer them a special registration fee. After discussion and consideration of the issues, no action was taken.

c. Clarification of Saddlebred Record Policies and Rules

Lisa explained the recommendations from the Show Results Committee regarding the Saddlebred Record (CH) rules. After much discussion, Brian Curran made a motion to approve the recommendations with some amendments, Kim Skipton seconded and the following language was approved with all in favor:

1. Saddle & Bridle Shatner Western Pleasure qualifying classes will **not** count for CH points.
2. Walk & Trot classes will **not** count for CH points.
3. Prospect classes will **not** count for CH points.
4. Effective December 1, 2013, Open Rider classes in Country Pleasure and Hunter **will count** for CH points.

d. Breeder's Award Medallion Program

Lisa explained the background on the Breeder's Award Medallion Program and expressed her desire to reinstate the program. After discussion it was agreed that the program would be an ASHA Program but would be administered by the Registry. The program will be funded by donors.

VI. Staggered Term Election Committee Recommendations

a. Bylaw Changes

Dr. McNeese and Judy Werner explained the proposed Bylaw changes and election process. Chuck Herbert made a motion to approve the ASR Bylaws as presented, Scott Matton seconded and the motion was passed with all in favor.

b. Proposal regarding ASR Nominating Committee

The Staggered Election Committee recommended the following proposal regarding the election process and the functions of the ASR Nominating Committee:

The Registry Board would be increased from (11) Directors to (13) Directors. The current ASR Board would be frozen for 2014 with the staggered terms starting in 2014. Six (6) of these Directors would **also be ASHA Board Members at the time of their election to the Registry Board.**

The Seven (7) Remaining Directors will be chosen by the ASR Nominating Committee. The Two (2) New Directors will automatically serve a (3) year term, and the remaining Board members will draw by lot to determine their term limit.

The function of the ASR Nominating Committee will be to compile a slate of possible ASR At-Large Directors, vet them and then present the slate to the ASR Board to be ratified.

The ASR Nominating Committee would consist of three (3) members of the ASR Board; two (2) of which would be nominated by the Board, and one (1) would be selected by the President to serve as Chair.

After discussion, Janet Thompson made a motion to approve the proposal as outlined above, Gail Kline seconded and the motion was passed with all in favor.

Lisa Duncan explained the process for determining the terms of the current Directors: The names of current Directors were drawn for terms expiring in 2015, 2016 and 2017 with two ASHA Directors terms expiring each year and two "At-Large" Directors terms expiring in 2015 and 2016 and one term expiring in 2017. The results are as follows:

Term Expires February 2015:

ASHA Director #1	Dr. Margaret McNeese
ASHA Director #2	Carl Holden
At-Large Director #1	Brian Curran
At-Large Director #2	Kim Skipton

Term Expires February 2016:

ASHA Director #1	Chuck Herbert
ASHA Director #2	Kenneth Wheeler
At-Large Director #1	Gail Kline
At-Large Director #2	Judy Werner

Term Expires February 2017:

ASHA Director #1	Janet Thompson
ASHA Director #2	Redd Crabtree
At-Large Director #1	Scott Matton
At-Large Director #2	To be Elected
At-Large Director #3	To be Elected

It was noted that two more At-Large Directors need to be elected. Chuck Herbert reported that the ASR Nominating Committee will meet in the coming weeks and will make a recommendation to the Board of Directors. It was agreed that the Directors will vote by email. It was also agreed that in the future the ASR Nominating Committee will consist of Directors who are going off the Board.

VII. Rule Changes recommended by ASR Counsel

a. Transfer of ownership

Lisa Duncan explained a rule change proposal drafted by ASR Counsel regarding transfers of ownership to a related third party. After discussion, Chuck Herbert made a motion to approve the rule change as outlined below with an effective date of November 1, 2013, Kim Skipton seconded and the motion was passed with all in favor.

SECTION V. TRANSFER OF OWNERSHIP

C. PROCEDURE TO RECORD TRANSFER OF OWNERSHIP

2. If jointly registered, e.g., "Mr. AND Mrs. Smith," the signatures of BOTH owners (or their authorized agent(s)) are required. If jointly registered as "Mr. and/or Mrs. Smith" or "Mr. or Mrs. Smith," then the signature of ONLY ONE of the owners (or owner's

authorized agent(s)) is required for transfer to *an unrelated* third party. However, if the transfer is to *a party related to either* of the joint owners *or if the transfer is to one of the joint owners*, then the signature(s) of all recorded owners being removed (or their authorized agent(s)) are required. *For the purposes of transfer of ownership, “related” is defined as: a transferee (buyer) shall be considered a party related to a joint owner (seller) if the buyer is an entity in which the seller has an ownership interest; or the buyer is an entity that the seller has signature authority for pursuant to a Statement of Signature Authority form filed with the Registry.*

b. Statement of Signature Authority

Lisa Duncan explained a rule change proposal drafted by ASR Counsel regarding signatures and statements of signature authority. After discussion, Gail Kline made a motion to approve the rule change as outlined below with an effective date of January 1, 2014, Brian Curran seconded and the motion was passed with all in favor. It was noted that we should issue a press release to notify people that we will need updated statements of signature authority.

SECTION II. GENERAL BUSINESS POLICIES

A. SIGNATURES & STATEMENT OF SIGNATURE AUTHORITY

Various Registry transaction forms require the signature(s) of the owner, breeder, buyer, seller, lessor, lessee, and/or agent(s). If a horse is registered in joint names, then the signatures of all or only one of the parties may be required depending on the circumstances. When a horse is to be registered in *the name of limited liability company*, corporation, partnership *or other entity* rather than the name of an individual, a “Statement of Signature Authority” *form* must be filed with the Registry showing the name(s) and signature(s) of all persons authorized to sign business transactions for that entity *and the grantor(s) or their heirs or assigns of such signature authority. The signature authority of an individual on a Statement of Signature Authority may be revoked only by a written statement of revocation signed by all of the grantor(s) or their heirs or assigns of the signature authority and filed with the Registry. The revocation may revoke the authority of one or more, or all of the persons granted signature authority. Adding new or additional persons with signature authority requires the execution of a new Statement of Signature Authority executed by all of the grantor(s) or their heirs or assigns. The removal of one or more of the grantor(s) or their heirs or assigns from a Statement of Signature Authority or the addition of grantor(s) or their heirs or assigns to a Statement of Signature Authority requires the signature of all of the grantor(s) or their heirs or assigns listed on the Statement of Signature Authority currently on file with the Registry. Each time there is a change on an entity’s Statement of Signature Authority or a written statement of revocation of the signature authority for that entity, such filing or statement must be accompanied by a “Certificate of Service” form (in the form prescribed by the Registry), signed by all of the grantor(s) or their heirs or assigns. Authority to sign on behalf of an entity may be granted retroactively, but may not be cancelled retroactively. Effective January 1, 2014, the Registry may only process transactions for entities with an updated Statement of Signature Authority form on file that contains a signed grantor(s) of signature authority signature block.*

[Note: In November, 2013 the ASR Board voted by email to amend the sentence starting “Each time there is a change...to read: “Each time a written statement of revocation of the signature authority for an entity is filed, such statement must be accompanied by a

“Certificate of Service” form (in the form prescribed by the Registry), signed by all of the grantor(s) or their heirs or assigns.”]

VIII. Sport Horse Committee Report

Janet Thompson provided a report from the Sport Horse Committee regarding the Sport Horse Incentive Program. The program had been approved for a three-year trial period and this is the third year. She noted that we are trying to solicit auction items for the convention to help fund marketing of the program. It has been a challenge to market it without a marketing budget. Releases have been issued to the ASHA email distribution list and on Face Book, however it was agreed that it needs to be marketed in other discipline magazines. After discussion, Judy Werner made a motion to keep the Sport Horse Incentive Program, Chuck Herbert seconded and the motion was passed with all in favor. It was agreed that a joint ASR/ASHA committee should be appointed to try to come up with a marketing plan for the program.

IX. Other Business

a. Proposed Awards and Recognition Programs

Judy Werner proposed that we look at developing new awards to recognize families that have been in the business for several years. After discussion it was agreed to appoint a sub-committee to develop the concepts of a Legacy Breeder Program as well as a Leading Broodmare Program. Kim Skipton, Judy Werner and Gail Kline volunteered to serve on the sub-committee.

b. Other

Judy Werner noted that there are 52 stallions enrolled in the First Time Breeders Program. Stallion owners have reported tremendous response to this program. It was suggested that we develop a form for use by first time breeders to help stallion owners keep track of requests. It was noted that we should promote resulting foals from this program once they are registered.

Lisa Duncan reported that we are trying to boost Futurities and suggested possibly waiving the mare nomination fee. It was agreed to refer this matter to the Futurities Committee for consideration.

X. Executive Session

Upon motion, the meeting went into Executive Session at 3:30 p.m.

Submitted by:
Katriona Adams
Assistant Registrar