

**National Reining Horse Association  
Minutes of the Board of Directors Meeting  
NRHA Office  
Oklahoma City, OK  
April 4-5, 2009**

*Approved May 30, 2009*

**Present: President, Rick Weaver; Vice President, Allen Mitchels; Elected Officers, Kit Cospers, Mike Hancock, Greg Hill, Beth Himes, Dale Lopp; and Regional Directors, Renzo Canciani (web), Judy Caton, Rick Clark, Nick Cornelissens (web), Julia Cowan (web), Andre DeBellefeuille, Mike Deer, Katarina Dorminy (web), Nancy Eppers, Tom Foran, Terry Griffin, Jennifer Hoyt, George King, Anat Kirshner (web), Tim Lynch, Michael Martin, Dan McGregor (web), Rick Ramsey, Rosanne Sternberg, Wim Van Gemert (web), Guy Vernon, Judith Vetter (web), Josh Visser, Brett Walters, Robert Welle (web), Flemming Winberg (web).**

**Not Present: Mark Schols, Susan Camfferman, Luis Cruz, Helmut Gerstenberg, Raul Leal Cavazos, Matt Mills, Helmut Schulz, Woody Taylor.**

**Staff: Executive Director, Dan Wall; Chief Financial Officer, John Foy; Chief Operations Officer, Dennis York; Executive Assistant, Katie Wagner; Sr. Director of Publications, Carol Trimmer; Director of Marketing and Communications, Todd Barden; Manager of Marketing and Communications, Christa Morris; Website Designer & Internet Marketing Specialist, Haley Carmen; Supervisor Futurity/Derby Entries, Susie Trimmer; Manager of Events and Shows, Melanie Rinehart; Supervisor Judges Program, Michelle Wrigley; Accounting Manager, Dillard Moore, Production Coordinator & Designer, Bucky Harris; Editorial Assistant, Katie Hendrickson.**

**Legal Counsel: Terry Wiens.**

**Guests: Jim Blumer, Arie Huijberts (web), Robyn Schiller (web), Steve Simon, Rick Swan.**

**CALL TO ORDER**

President Weaver called the meeting to order at 1:15 p.m. on April 4, 2009 and roll was called and a quorum was announced.

**NAA DIRECTORS RESOLUTION #02-09**

The issue of whether or not Resolution #02-09 was valid was raised. Mike Hancock reported the Executive Committee had consulted two different attorneys and a parliamentarian who were all of the opinion that the resolution was legal. He stated the Executive Committee was recommending to the board that the NAA appointments would remain seated as Resolution #02-09 was valid. Discussion was held. It was noted that the NAA's have the right to govern their own elections process per the NRHA bylaws and do not give the Board of Directors the right to govern or approve their elections.

*Break 1:44 p.m.*  
*Reconvene 1:55 p.m.*

### **APPROVAL OF MINUTES**

**January 29, 2009 Meeting:** Rick Ramsey moved to approve the minutes. Seconded by Brett Walters. Motion passed.

**January 30, 2009 Meeting:** Rick Ramsey moved to approve the minutes. Seconded by Kit Cosper. Motion passed.

**January 31, 2009 Meeting:** Brett Walters moved to approve the minutes. Seconded by Guy Vernon. Motion passed.

### **EUROPEAN FUTURITY UPDATE**

Dan Wall presented a report on the European Futurity. Wall said the event was a huge success and offered guests the first ever on-site member services. Jessica Johnson, Christa Morris and Melanie Rinehart, who all attended the European Futurity, gave reports also. Wall thanked all of the show management and staff for their great work.

### **FEI/USEF DEVELOPMENT UPDATE**

NRHA and AQHA have agreed to a working relationship to make sure that FEI Reining continues. They're committed to six qualifiers with \$10,000 added money. Allen Mitchels advised that he has a fundraising program in place to help supplement fundraising funds if needed.

Judy Caton moved to approve funding. Seconded by Dale Lopp. A roll call vote was requested. All in favor. Motion passed.

*Break 3:17 p.m.*  
*Reconvene 3:40 p.m.*

### **ENTRY LEVEL SHOW FORMAT TASK FORCE UPDATE**

Beth Himes presented an update on the progress of the Entry Level Show Format Task Force. Himes explained the task force was proposing three new show formats and one new class format for a proposed 2010 rule change. She also said there was still much work to be done on the proposal. Dan Wall noted the task force unanimously supported each component of the proposal.

*Break 4:11 p.m.*  
*Reconvene 4:25 p.m.*  
*Tim O'Toole and Bill Allen entered*

## **STATE FAIR PARK PRESENTATION**

Tim O'Toole, President and General Manager of the State Fair Park, presented an Equine Renovation Projects Update including a slate of projects and timeline of anticipated completion.

*Tim O'Toole and Bill Allen exited 4:45 p.m.*

## **PROPOSED RESOLUTIONS**

Three new resolutions were presented for approval.

### **RESOLUTION #03-09**

Subject: International Exchange Rate

Submitted by: NRHA

**Date of Submittal: March 18, 2009**

WHEREAS the National Reining Horse Association must deal with many countries each with different currencies, and

WHEREAS there is nothing currently in the *NRHA Handbook* related to the converting of monies when submitted to the NRHA.

THEREFORE BE IT RESOLVED that a conversion table will be established for each country, at the beginning of each show year to standardize added money, trophy fees, entry fees, judges fees as well as payback monies. These conversion tables will be based on each country's exchange rate as of January 1 of the current year and will remain the same until December 31<sup>st</sup> of that year. The rates will be set per the same website each year ([www.xe.com](http://www.xe.com)). All international countries must convert their monies when submitted to the NRHA. **Effective in Canada on January 1, 2010.**

Brett Walters moved to approve Resolution #03-09. Seconded by Rosanne Sternberg. Walters moved to amend his motion to add that the resolution would be effective in Canada on January 1, 2010. Seconded by Rosanne Sternberg. Motion passed.

### **RESOLUTION #04-09**

Subject: Affiliate Year End Awards

Submitted by:

**Date of Submittal:**

WHEREAS there is nothing currently in the National Reining Horse Association's Handbook related to year end affiliate awards.

NOW THEREFORE BE IT RESOLVED that official NRHA trophies will be made available to those affiliates with year-end awards programs. A pewter will be available for the champions of each class and a plaque will be available for the reserve champions of each class. The trophies must be purchased through the NRHA office at the current cost of the trophy.

Kit Cosper moved to approve Resolution #04-09. Seconded by Beth Himes. Motion passed.

**RESOLUTION #05-09**

Subject: Compensation Committee Duties

Submitted by: Judy Caton

**Date of Submittal: March 19, 2009**

WHEREAS Article VIII Committees, Section 1 Standing Committees, paragraph c) Compensation Committee, item ii. Provides that the Compensation Committee complete annual performance evaluations for the positions of Executive Director and Chief Financial Officer and

WHEREAS Article VIII Committees, Section 1 Standing Committees, paragraph c) Compensation Committee, item iii. Provides that “Additional duties of the Compensation Committee may be enumerated by Board Resolution...”

THEREFORE BE IT RESOLVED that the position of Chief Operations Officer be included among the listed positions evaluated by the Compensation Committee and that the additional responsibility of establishing and maintaining a job description for each of these positions be included in their evaluation process for recommendation to the Board of Directors.

Judy Caton moved to approve Resolution #05-09. Seconded by Kit Cospier. Motion passed.

**RHSF UPDATE**

Mike Hancock, Interim RHSF Treasurer, noted that RHSF Administrative Assistant Krissy Colbath was sending weekly updates to the board of Foundation activities. He also noted several activities the Foundation was currently working on included Denim & Diamonds, the Celebrity Slide and the Hall of Fame Pursuit of Perfection documentary.

**CANADIAN NAA DISPUTE**

The Board of Directors of Reining Alberta requested the NAA status of Reining Canada be removed. Mike Hancock announced the Executive Committee had examined this issue in depth over the last week. He noted this had brought to light that many of the NAA's are not in compliance with NRHA's bylaws as written. Hancock also noted that our bylaws reference an Affiliate Agreement which we do not currently have. He said that it doesn't seem to be a problem with a single country, but a problem with the current NAA structure. Hancock further stated that there had been no cause found to remove Reining Canada's NAA status.

Reining Canada representatives made it known that they welcome input from other Canadians and had two open seats on their Board of Directors. The issue was discussed at length.

Dale Lopp moved to accept the Executive Committee's recommendation to take no action to remove NAA status from Reining Canada. Seconded by Tom Foran. Mike Hancock moved to amend the motion to include documented efforts by Reining Canada to officially invite Reining Alberta to meet with them and participate in further activities in 2009. Seconded by Tim Lynch. Amendment passed. A roll call vote was requested. All in favor. Motion passed.

*Adjourn for the day 5:40 p.m.*

*Reconvene April 5, 2009 at 8:07 a.m.*

**Present: President, Rick Weaver; Vice President, Allen Mitchels; Elected Officers, Kit Cosper, Mike Hancock, Greg Hill, Dale Lopp; and Regional Directors, Judy Caton, Rick Clark, Nick Cornelissens (web), Julia Cowan (web), Andre DeBellefeuille, Mike Deer, Katarina Dorminy (web), Nancy Eppers, Tom Foran, Terry Griffin, Jennifer Hoyt, George King, Tim Lynch, Michael Martin, Dan McGregor (web), Rick Ramsey, Rosanne Sternberg, Wim Van Gemert (web), Guy Vernon, Judith Vetter (web), Josh Visser, Brett Walters, Robert Welle (web), Flemming Winberg (web).**

**Not Present: Beth Himes, Mark Schols, Susan Camfferman, Renzo Canciani, Luis Cruz, Helmut Gerstenberg, Raul Leal Cavazos, Anat Kirshner, Matt Mills, Helmut Schulz, Woody Taylor.**

**Staff: Executive Director, Dan Wall; Chief Financial Officer, John Foy; Chief Operations Officer, Dennis York; Executive Assistant, Katie Wagner; Director of Marketing and Communications, Todd Barden; Manager of Marketing and Communications, Christa Morris; Website Designer & Internet Marketing Specialist, Haley Carmen; Manager of Events and Shows, Melanie Rinehart; Affiliate & International Programs Coordinator, Ashley Weyland; Accounting Manager, Dillard Moore, Production Coordinator & Designer, Bucky Harris; Editorial Assistant, Katie Hendrickson.; Cashier, Lora Turner.**

**Legal Counsel: Terry Wiens.**

**Guests: Arie Huijberts (web).**

### **CALL TO ORDER**

President Weaver called the meeting to order at 8:07 a.m. on April 5, 2009 and roll was called and a quorum was announced.

### **FINANCIALS**

John Foy presented the year to date financial statements. Foy noted the overall tone of the financials had not changed much and that Futurity nominations were very strong.

### **DEPARTMENT UPDATES**

Melanie Rinehart gave an update on year to date Futurity entries, foal nominations, memberships and show approvals.

Dan Wall introduced Katie Hendrickson who was recently hired as the Reiner, Editorial Assistant.

### **COMMITTEE MEMBER APPROVALS**

Rick Ramsey moved to accept the Nominating Committee as previously represented. Mike Hancock suggested, and it was agreed, the motion be amended to accept the candidates for the nominating committee as previously represented. Seconded by Brett Walters. Motion passed.

Mike Hancock moved that nominations for Nominating Committee be closed and all candidates be accepted by acclamation. Seconded by Judy Caton. Motion passed.

Rick Clark moved to approve the committee members as submitted (see Attachment F). Seconded by Mike Deer. Motion passed.

### **CONVENTION TASK FORCE UPDATE**

Greg Hill presented a report from the Convention Task Force. Hill announced the task force was looking at moving the Awards Banquet to the Derby and turning the Convention into more of a workshop.

### **ELIGIBILITY TASK FORCE UPDATE**

Kit Cospers announced that because no data was available, the committee had no report at this time.

### **FOAL NOMINATION TASK FORCE UPDATE**

Dan Wall gave a report from the Foal Nomination Task Force. Wall noted that the prize money allocation was an issue being dealt with. Discussion was held.

*Break 9:18 a.m.*

*Reconvene 9:44 a.m.*

### **BUSINESS PLAN UPDATE**

Dan Wall presented both the condensed version of the Business Plan from the 2009 Convention and also the original, more detailed, plan created early last year. Wall noted the enormous amount of goals on the original plan and the need to align committee goals with the business plan. President Weaver noted that the Business Plan is the “scorecard” for the Association.

It was decided to place the Business Plan on the member’s only section of the website.

### **PROPOSED POLICIES FOR APPROVAL**

Six proposed policies were submitted to the board for approval.

Judy Caton proposed a policy titled Board Meeting Agendas. Allen Mitchels noted it was not supported by the Executive Committee due to the inability to get materials gathered so early in advance of a meeting. Discussion followed and it was agreed that if materials had to be submitted 21 days in advance of a meeting, the information would be out of date by the meeting.

Judy Caton moved to approve the Board Meeting Agendas policy as amended. Seconded by Mike Deer. Motion passed. See Attachment A.

Judy Caton submitted a policy titled Committee Recommendations to the Board with a report form attached. Discussion was held and the policy was tabled.

The Judges Committee submitted three policies titled Judging Privileges of NRHA Futurity & Derby Judges, Project Members, and Reimbursement at Applicant Seminars and Judges Schools.

Allen Mitchels stated that the Executive Committee did not support the policy Judging Privileges of NRHA Futurity & Derby Judges because of the lack of information judges would miss between retesting periods. No action was taken.

Mike Hancock moved to approve the Project Members policy. Seconded by Brett Walters. Motion passed. See Attachment B.

Brett Walters moved to approve the Reimbursement at Applicant Seminars and Judges Schools policy as amended. Seconded by Terry Griffin. Motion passed. See Attachment C.

The Executive Committee put forward a policy titled Executive Committee/ Board of Directors Expense Reimbursement. It was noted this was a previous policy in the old manual.

Rick Ramsey moved to approve the Executive Committee/ Board of Directors Expense Reimbursement policy. Seconded by Guy Vernon. Motion passed. See Attachment D.

### **AFFILIATE APPROVAL**

Ashley Weyland presented the request from the Four States Reining Horse Association, in Texarkana, TX, for affiliate status. Weyland noted they had met all distance requirements, member requirements and had adopted the NRHA Bylaws. She also noted that the Affiliate Committee had reviewed their application and recommended them for approval.

Kit Cosper moved to grant affiliate status to the Four States Reining Horse Association. Seconded by Rick Clark. Motion passed.

### **DERBY SALE**

Dan Wall noted that although it had been decided not to have a sale at the 2009 Derby, it had never been officially recorded.

Mike Hancock moved not to hold a sale at the 2009 NRHA Derby. Seconded by Andre DeBellefeuille. Motion passed.

### **FEI WORLD CUP REINING DEMONSTRATION**

Dan Wall announced that there would be a small Reining demonstration at the FEI World Cup in Las Vegas. He said that the world's top three dressage riders and the top three jumpers in the world would be competing against each other. Wall pointed out the tremendous amount of promotion this would generate for Reining and thanked the Mike Boyle and Tom Foran for generously donating horses for the event.

*Executive Session 11:12 a.m.  
Guy Vernon and Robert Welle excused*

*Break for Lunch 11:20 a.m.*

*Reconvene 12:00 p.m.*

## **RULE CHANGES**

All submitted rule changes were presented and read. Discussion was held and changes were suggested.

*Break 1:00 p.m.*

*Reconvene 1:08 p.m.*

## **COMMITTEE REPORTS**

Committee reports were presented by the Affiliate Committee, Animal Welfare Committee, Bylaw Committee, Events Management Advisory Committee, Finance Committee, IT Committee, Judges Committee, Marketing Committee, Non Pro Committee, Professionals Committee, Sale Committee and Youth Committee. These reports are available on the Members Only section of the NRHA website.

President Weaver noted the committee reports needed to be turned in through the committee liaisons in order to be presented on the correct form. He also asked the Affiliate committee to prioritize their current activities and send to him in order to set some deadlines.

President Weaver asked the Bylaws committee to submit their timeline as presented in their committee report for approval by the Board.

## **TASK FORCE APPOINTMENT APPROVALS**

Although the task force appointments had previously been approved, it was noted not all of the task forces had enough members as required in the bylaws. In order to comply, additional members were added for approval. See Attachment F.

Mike Deer moved to approve the list of Task Force members as presented. Seconded by Josh Visser. Motion passed.

*There being no further items to discuss, the meeting was adjourned at 2:20 p.m.*

Respectfully submitted by Katie Wagner, Executive Assistant.

**ATTACHMENT A**

**Statement of Policy**

<b>DATE SUBMITTED</b>	<b>January 22, 2009</b>	<b>POLICY NUMBER</b>	<b>09-04-01</b>
<b>DATE APPROVED</b>	<b>April 5, 2009</b>	<b>CATEGORY</b>	<b>Administrative</b>
<b>DATE REVISED</b>		<b>DATE EFFECTIVE</b>	<b>April 5, 2009</b>
<b>SUPERSEDED BY</b>		<b>DATE REVIEWED</b>	

**SUMMARY**

**Board of Directors Meeting Agendas**

An Agenda packet should be created and distributed to each member of the Board of Directors 7 days prior to their respective regularly scheduled meeting. This policy should be supported by the following procedure.

**PROCEDURE:**

1. Agenda items should be collected and meeting Agendas created by the Executive Director.
2. Items or Matters to be placed on the meeting Agenda should be submitted to the Executive Director with any attachments, 14 days prior to the scheduled meeting date.
3. The completed Agenda packet consisting of Agenda, Agenda Items and attachments, should be distributed to the members of the BOD or EC for their review 7 days prior to the meeting date.
4. Each member of the BOD is expected to review Agenda material, request additional information or ask any questions of the submitting entity they feel necessary and be prepared to discuss the matter at the respective meeting.

**ATTACHMENT B**

**Statement of Policy**

<b>DATE SUBMITTED</b>	<b>April 3, 2009</b>	<b>POLICY NUMBER</b>	<b>09-04-02</b>
<b>DATE APPROVED</b>	<b>April 5, 2009</b>	<b>CATEGORY</b>	<b>Judging</b>
<b>DATE REVISED</b>		<b>DATE EFFECTIVE</b>	<b>April 5, 2009</b>
<b>SUPERSEDED BY</b>		<b>DATE REVIEWED</b>	

**SUMMARY**

**Project Members**

The Chair of the Judges Committee can appoint project members from outside the Judges Committee to assist with special projects. Participation as a project member shall be on a volunteer basis, except in cases where the project member must be present at an NRHA Event. If the project member is an NRHA Judge and attends one judges school every two years, the Judges Committee may vote to extend a project member's judging privileges without requiring retesting or payment of the school fee. Extension of judging privileges will be made on a case by case base and is dependent upon the project and level of participation by the project member.

**ATTACHEMENT C**

**Statement of Policy**

<b>DATE SUBMITTED</b>	<b>April 3, 2009</b>	<b>POLICY NUMBER</b>	<b>09-04-03</b>
<b>DATE APPROVED</b>	<b>April 5, 2009</b>	<b>CATEGORY</b>	<b>Judging</b>
<b>DATE REVISED</b>		<b>DATE EFFECTIVE</b>	<b>April 5, 2009</b>
<b>SUPERSEDED BY</b>		<b>DATE REVIEWED</b>	

**SUMMARY**

**Reimbursement at Applicant Seminars and Judges Schools**

Fee: For domestic seminar a maximum of \$500 per day will be extended. For International schools/seminars a maximum of \$700 per day will be extended. When multiple clinicians are sent to international schools and intercontinental travel is involved, the clinicians will be paid a maximum of \$650/day. Clinicians traveling intracontinental will receive a maximum of \$500 per day. Fees may be assessed on a per seminar/international school basis.

The clinician fee for a lead clinician at the domestic judges schools will be \$300 per full teaching day.

The clinician fee for an associate clinician at a domestic or international applicant seminar/school will be \$150/day. The associate clinician will be a learning position for the development of future lead clinicians.

Reimbursements: NRHA will cover individual(s) transportation within the U.S. and Canada. The seminar or international judges school host will cover individual(s) transportation cost, lodging, (room and tax only). NRHA may cover any parking and mileage associated with the airport and a \$25/day per diem. The option of submitting food receipts in lieu of the per diem is acceptable. Please note: Bar bills are not items to receipt as part of food expense reimbursement; an alcoholic beverage with dinner may be included with a food receipt, but caution should be observed in abusing this practice. No other compensation will be extended unless previously approved by Judges Committee Staff Liaison in consultation with the Executive Director.

## ATTACHMENT D

### Statement of Policy

DATE SUBMITTED	April 2, 2009	POLICY NUMBER	09-04-04
DATE APPROVED	April 5, 2009	CATEGORY	Administrative
DATE REVISED		DATE EFFECTIVE	April 5, 2009
SUPERSEDED BY		DATE REVIEWED	

#### SUMMARY

### Executive Committee / Board of Directors Expense Reimbursement Policy

In response to the extreme time commitment required to serve on the Executive Committee and as an officer of the NRHA, the Compensation Committee has been charged with developing the following expense reimbursement policy. This policy applies to face-to-face meetings. Conference call expenses are toll free and already paid by NRHA.

#### Executive Committee Members:

- NRHA reimbursement for all hotel lodging expenses related to both Executive Committee and Board of Director meetings. Lodging reservations will be made by NRHA staff. Executive Committee members are required to stay at locations selected and reserved by NRHA. Prudence and cost consciousness is of utmost importance.
- All travel and food expenses are the responsibility of the EC member.
- A stipend of \$110 per day of meetings that EC members participate in based on the roll call record in the EC and BOD meeting minutes.
- NRHA reimbursement for all hotel lodging expenses for personal use (or RV camping space expenses) related to their presence at NRHA owned Futurity and Derby events.
- NRHA reimbursement for all hotel lodging expenses related to attendance at the NRHA Convention. In addition, NRHA reimbursement for the fees associated with Convention registration for attendance at the meetings.

#### President:

- NRHA reimbursement for all travel expenses related to the normal execution of the duties of President. This includes lodging, travel and food expenses during Executive Committee and Board of Director meetings, as well as, expenses related to appearances where the President is representing NRHA in his official capacity. Prudence and cost consciousness is of utmost importance so every effort should be made to stay within the following expense limits:

Should the President ask that a member of the Executive Committee represent him and/or NRHA in an official capacity, NRHA will reimburse full expenses (lodging, travel and meals) while the EC member is serving in that official capacity. When traveling in the official capacity, the EC member is expected to maintain cost consciousness and stay within the above limits as well.

#### Board of Directors:

- A stipend of \$110 per day of meetings that BOD members participate in face-to-face based on the roll call record in the BOD minutes.