

**National Reining Horse Association
Minutes of the Board of Directors Meeting
NRHA Convention
Renaissance Hotel & Convention Center
Oklahoma City, OK
January 31, 2009**

Approved April 4, 2009

Present: President, Rick Weaver; Vice President, Allen Mitchels; Elected Officers, Kit Cospers, Mike Hancock, Greg Hill, Beth Himes Dale Lopp and; and Regional Directors, Rick Clark, Susan Camfferman, Judy Caton, Nick Cornelissens, Julia Cowan, Andre DeBellefeuille, Mike Deer, Katarina Dorminy, Nancy Eppers, Tom Foran, Terry Griffin, Tim Lynch, Michael Martin, Dan McGregor, Rick Ramsey, Woody Taylor, Guy Vernon, Judith Vetter (web), Josh Visser, Brett Walters.

Not Present: Mark Schols, Renzo Canciani, Luis Cruz, Helmut Gerstenberg, Jennifer Hoyt, George King, Anat Kirshner, Raul Leal Cavazos, Matt Mills, Helmut Schulz, Rosanne Sternberg, Monica Widh, Wim Van Gemert, Robert Welle.

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; RHSF Administrative Assistant, Krissy Colbath; 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. Youth & Outreach Manager, Brian Bendele; Director of Events, Brad Ettleman; Executive Editor, Kathy Swan; Affiliate/International Coordinator, Ashley Weyland; Beita Covas.

Legal Counsel: Terry Wiens

Guests: Rick Swan, Jerry Kimmel, Rick Ford, April Weaver, Lance Griffin, Leonardo Arcese, Duane Hicks, Susy Baeck, Sandra Martin, Tracy Lynch, Ann Barnard, Ian Barnard, Pat Mullens, Doug McClelland, Frank Costantini.

CALL TO ORDER

President Weaver called the meeting to order at 8:00 a.m. on January 31, 2009 and roll was called and a quorum was announced.

RHSF

2009 RHSF President Frank Costantini discussed upcoming activities for the Foundation in the coming year. Some of these things included archiving and creating a historical record of the NRHA, initiating planned giving to RHSF and reviewing and reworking the RHSF Bylaws.

Costantini also noted plans for international development through a joint venture with the AQHA to produce a television show at the 2010 World Equestrian Games. He also noted that the 2009 RHSF Board had been seated and welcomed anyone interested in participating on the board.

OLD BUSINESS

No old business was discussed.

FOAL NOMINATION CONDITIONS

President Weaver noted that a task force is currently working on these conditions and will have an update for the board at the April meeting.

SPONSORSHIP UPDATE

Dan Wall presented a sponsorship update. Wall noted that every sponsor had re-signed for 2008 and 2009 except for one product category but that they were able to fill that category with a new sponsor. He also noted that every sponsor had increased their commitment from the prior year.

2008 NRHA FUTURITY RECAP

Brad Ettleman presented a recap of the 2008 NRHA Futurity. Ettleman covered highlights from the event including a strong growth in Futurity class entries despite a bad economy, a new schedule, a better webcast, a webcast of the sale preview and a successful reorganization of the show office and the point of entry sales system. He also identified areas for improvement to include the computerized results system and scoreboard, additional overnight schooling monitor for the Adequan arena, better warm-up space for the private treaty sale horses and possibly longer show office hours. Ettleman noted the growth comparison of 2,227 entries in 2007 to 2,428 entries in 2008 with the majority of the growth in the Futurity classes.

2009 NRHA DERBY SCHEDULE

Brad Ettleman presented the proposed 2009 NRHA Derby schedule as reviewed and approved by the Events Management Advisory Committee. Ettleman noted they would be looking into adding more “rookie/ green” classes. Terry Griffin questioned the Friday move-in schedule that said “Coliseum, Super Barn and Adequan Arena may not be available for riding until 8 a.m. Sunday morning”. Discussion was held regarding the need for warm-up time prior to Sunday at 8 a.m. Dan Wall said that was from the 2008 schedule and stemmed from a potential footing conflict with a show just prior to the Derby. Wall noted that thanks to Bob Kiser we were able to work out an agreement with the show and averted any potential move-in problems. Wall did not anticipate any problems this year and did not see the need for that line on the schedule.

Beth Himes moved to approve the 2009 NRHA Derby schedule with the removal of “Coliseum, Super Barn and Adequan Arena may not be available for riding until 8 a.m. Sunday morning”. Seconded by Tim Lynch. Motion passed.

Break 8:52 a.m.

Reconvene Closed 9:13 a.m.

Break 10:21 a.m.
Reconvene Open 10:51 a.m.

AMENDMENTS TO RESOLUTION APPOINTING COMMITTEES

Judy Caton moved to reconsider the Board of Directors January 16, 2009 E-vote for discussion. Seconded by Brett Walters. Motion passed.

Dan Wall expressed concern over some of the wording and noted the Executive Committee's recommended changes.

Judy Caton moved to amend the approval of Resolution #01-09 to include the document titled "NRHA Additional Committees General Charter" (Attachment B) as so amended. Seconded by Dale Lopp. Motion passed.

POLICIES & PROCEDURES COMMITTEE

Judy Caton moved to consider how to procure and proceed with a Policies and Procedures manual. Seconded by Dale Lopp. Discussion was held. Caton amended her motion to approve the formation of a Policies and Procedures task force. Seconded by Mike Hancock. Motion passed.

RULE CHANGES

Dan Wall stated the Executive Committee had discussed and recommended to permanently extend the rule change deadline by 2 weeks post Convention or February 15, whichever is later. He noted this would allow adequate time for rule changes to be submitted from the Convention meetings and for rule changes to be properly researched and submitted.

Beth Himes moved to permanently extend the rule change deadline by 2 weeks post Convention or February 15, whichever is later. Seconded by Nick Cornelissens. Motion passed.

All submitted rule changes were briefly presented and read.

COMMITTEE REPORTS

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

Beth Himes moved to amend the 2009 NRHA Derby conditions to add a Youth Non Pro division to stand alone but run concurrent with the Non Pro class. Seconded by Greg Hill. Motion passed.

FALL GENERAL MEMBERSHIP MEETING

Dan Wall announced that the Fall General Membership meeting had been tentatively set for August 22, 2009 at 1:00 p.m. Wall noted the date had to be tentatively set due to the timeline restrictions in the 2009 bylaws calling for the meeting to be published in the Reiner magazine 6 months prior to the meeting. Discussion was held that the location (Oklahoma City) and the date (away from Congress) were not the most conducive for good attendance. Wall pointed out the date had to be moved up earlier in the year to accommodate getting the *Handbook* ready and printed in time to process membership renewals. Over the past several years, there have been issues either in rule interpretations, bylaws or officer election and appointments that have resulted in the Handbook being printed later than desired. Dennis York said he had been looking into the possibility of setting up a handful of various remote locations around the country to have one large webcast meeting.

Beth Himes moved to set the 2009 Annual General Membership meeting for August 22, 2009 at 1:00 p.m. and to explore webcasting to other locations in 2010. Seconded by Guy Vernon. Judy Caton said the meeting needed to be at the NRHA Derby. Dan Wall noted we would not be able to comply with the 6 month publication deadline as required by the bylaws to hold it at the Derby. Wall reminded the Board that the original proposal that he submitted for approval in 2007 recommended the AGM be scheduled at the Derby but the Board felt that was too early in the year to facilitate the elections. Kit Cospers suggested separating the annual elections from the annual meeting and setting an election date in the bylaws. Motion passed.

Break 12:39

Reconvene 12:55

TASK FORCE APPOINTMENTS

Tim Lynch moved to appoint a Futurity/Derby Foal Nomination Task Force to include Mark Schols (chair), Susie Trimmer (liaison), Duane Hicks, Tim McQuay, Steve Simon and two mare owners to be named. Seconded by Tom Foran. Motion passed.

Guy Vernon moved to appoint an Eligibility Task Force to include Kit Cospers (chair), Melanie Rinehart (liaison), Mike Hancock, Beth Himes and Brad Ertleman. Seconded by Nick Cornelissens. Motion passed.

Dale Lopp moved to appoint an Entry Level Show Format Task Force to include Beth Himes (chair), Melanie Rinehart (liaison), Dan Wall, Jennifer Hoyt, Julia Cowan, Brian Dygert and Carlee Mahajan. Seconded by Mike Deer. Motion passed.

Tim Lynch moved to appoint a Million Dollar Rider/Sire Awards Task Force to include Beth Himes (chair), Melanie Rinehart (liaison), Jennifer Hoyt, Terry Griffin, Josh Visser and Tracy Lynch. Seconded by Kit Cospers. Motion passed.

There being no further items to discuss, the meeting was adjourned at 1:10 p.m.

Respectfully submitted by Katie Wagner, Executive Assistant.

ATTACHMENT "B"

RESOLUTION #01-09

Subject: 2009 Additional Committees
Submitted by: NRHA Executive Committee
Date of Submittal: January 12, 2009
Amended January 31, 2009

WHEREAS the Board of Directors of the National Reining Horse Association may authorize committees for the assistance in the operation and management of the Association; and WHEREAS it is in the best interest of the National Reining Horse Association for additional committees to be formed to assist in the operation and management of the Association. NOW THEREFORE BE IT RESOLVED that the committees enumerated in the document containing their respective names, purposes and guidelines be created in accordance for 2009-2010 with the bylaws of the Association.

AFFILIATE COMMITTEE

 **CHARTER**

- Responsible for improved communication with the affiliate base.
- Recommends rules and by laws governing NRHA affiliates.
- Reviews and recommends changes to support NRHA affiliate programs.
- Reviews and recommends new affiliate applications.
- Reviews and recommends Regional Affiliate Finals host bids.

 **MISSION STATEMENT**

To increase the presence and visibility of the NRHA among affiliates and to facilitate communication, cooperation, and support with existing and new NRHA affiliates. To facilitate the communication process both vertically and horizontally among the NRHA stakeholders.

ANIMAL WELFARE COMMITTEE

 **CHARTER**

- Responsible for educating the membership and the public to the proper care of horses.
- Responsible for establishing the necessary controls to promote and protect the welfare of the horse at NRHA events.
- Reviews state and federal regulations that affect the Reining horse industry.

 **MISSION STATEMENT**

To protect the welfare and integrity of Reining horses.

EVENTS MANAGEMENT ADVISORY COMMITTEE

 **CHARTER**

- Responsible to serve in an advisory manner regarding Events produced by the NRHA. (Futurity and Derby)
- Review and recommend improvements to the show conditions of such events.
- Provide support as needed to the Director of Events, Manager of Events, and Executive Director as it pertains to the NRHA produced events.

MISSION STATEMENT

To support the NRHA in an advisory capacity in the production of NRHA produced events such as the Futurity and Derby. To work collaboratively with the Marketing Committee in support of the key initiative to increase participation in those NRHA produced events.

HALL OF FAME COMMITTEE

CHARTER

- Responsible to facilitate the recognition of those horses and people that have made significant and unselfish contributions to the NRHA through their good works, dedication, service and example.
- Responsible to preserve the historic past, present and future of the sport of Reining and the NRHA while ensuring that the HOF inductees and NRHA Dale Wilkinson Lifetime Achievement awardees continue to be recognized for their contributions to future generations.
- Responsible to review annually the past and present submitted nominees (people and horses) for consideration for recommendation to the NRHA BOD for approval.

MISSION STATEMENT

To recognize those people and horses that have made significant and unselfish contributions to the NRHA.

INTERNATIONAL COMMITTEE

CHARTER

- Responsible to recommend the rules and bylaws governing the NRHA International Affiliates.
- Reviews and recommends changes to the NRHA International Affiliates programs.
- Reviews and recommends new International Affiliate applications.
- Reviews and recommends Continental Affiliate Finals Host bids.

MISSION STATEMENT

To assist, evaluate and communicate the planning and strategic development of reining as a truly international sport by synchronizing global growth of the NRHA with international governing bodies and to ensure that reining grows equally at all levels from the most basic grassroots to the highest international competitions.

IT COMMITTEE

CHARTER

- Responsible for continued implementation of the IT plan.
- Responsible to make recommendations related to the use of the latest technologies to collect and manage data efficiently and accurately for the NRHA.
- Maintain accurate, stable and repeatable data.

MISSION STATEMENT

To make recommendations related to the use of technology within the association to enhanced efficiency in data processing, reporting and member service.

JUDGES COMMITTEE

CHARTER

- Responsible for developing and refining the NRHA Rules for Judging.

- Responsible to develop and implement seminars to qualify NRHA judges.
- Responsible for retaining and developing major event judges.
- Responsible for reviewing the work of judges through the JEEP Program.
- Responsible for making available an educational program for members on how they are judged.

MISSION STATEMENT

To develop, refine, and distribute the methods for evaluating reining horse competition. To take action necessary to protect and foster the NRHA and a successful Judges Program in support of the mission of developing a standard under which all reining contests are conducted.

MARKETING COMMITTEE

CHARTER

- Make recommendations with setting the direction, goals and timelines of NRHA Marketing and Sponsorship Programs in conjunction with the objectives of the NRHA Business Plan.
- Coordinate with other NRHA committees where marketing functions are associated with their objectives in order to develop any necessary marketing plans and materials.
- Responsible for advising in the coordination of NRHA media properties, advertising, sponsor fulfillment and the marketing budget to maximize the reach of NRHA.
- Examine potential outside marketing support and its impact to Association marketing and sponsorship efforts.
- Make recommendations regarding the promotion of membership growth and retention including the development and enhancement of programs and support materials.

MISSION STATEMENT

To promote and enhance the National Reining Horse Association and its events through primary focus on membership development and retention, sponsorship development and retention, and through the enhancement of communication between members, affiliates and NRHA.

NON PRO COMMITTEE

CHARTER

- Responsible for recommending rules governing the Non Pro competitor.
- Reviews and recommends changes to the NRHA programs that impact the Non Pro competitor.
- Reviews apprentice applications.
- Reviews questionable Non Pro applications.
- Reviews complaints of improper Non Pro activities.

MISSION STATEMENT

To evaluate association programs and events from the viewpoint of the Non Pro competitor and bring forth recommendations to the Board of Directors to improve, enhance and expand programs for their benefit.

PROFESSIONALS COMMITTEE

✚ CHARTER

- Program development to improve membership growth and support of Professionals Program.
- To promote interaction with BOD on long term trends for the industry.

✚ MISSION STATEMENT

The goal for the NRHA Professionals is to bring together the Reining Horse professional to govern and uphold ethics, and to develop and set new policy, so that they may better serve the Reining Horse Industry.

SALE COMMITTEE

✚ CHARTER

- Responsible for producing, or causing to be produced, all NRHA owned sales.
- Responsible for the fair and equitable selection of consignments to NRHA sales.
- Responsible for reviewing all sale conditions and contracts annually.

✚ MISSION STATEMENT

To produce the highest quality sales possible. To take all actions and precautions to insure fairness for both buyers and sellers while maintaining proper concern for profit to the Association.

SIRE & DAM COMMITTEE

✚ CHARTER

- Make recommendations concerning Sire & Dam Program policies and procedures.
- Make recommendations for ways to generate income through sale of contract donations.
- Make recommendations concerning marketing through advertisements, website, and other tools.

✚ MISSION STATEMENT

To oversee the Sire & Dam Program in an effort to ensure continuity, fairness, growth, financial stability and maximum exposure throughout the performance horse industry. The committee will explore current and future marketing options and opportunities, new awards and financial balance in an effort to expand visibility and awareness.

YOUTH COMMITTEE

✚ CHARTER

- Continue to develop Varsity Reining Club (VRC).
- Market and conduct clinics for the benefit of the youth.
- Raise funds and grow scholarship opportunities.
- Explore international youth exchange program.

✚ MISSION STATEMENT

To provide a character and leadership building program that will enable youth to become the future leaders of the Reining horse industry.

NRHA ADDITIONAL COMMITTEES GENERAL CHARTER

Each Additional NRHA Committee appointed by the Board of Directors shall apply their best efforts to their designated area of interest as per the following:

1. An Additional Committee shall function under the NRHA Bylaws of Article VI. Committees, Section 2: Additional Committees, and all other bylaws, rules, regulations, policies and procedures as they may apply. An approved specific Committee Charter shall be considered an extension of the provisions listed herein and by this reference is made a part hereof.
2. Committee function shall be to represent their area of interest as they are affected by rules, regulations, policies, procedures, bylaws and any other influence positive or negative within the organization and make relative recommendations to the Board of Directors.
3. Committee function shall be to oversee those programs within their area of interest and make recommendation to the Board of Directors for adjustments and/or improvements, including amendments to rules, regulations, bylaws, policies and procedures, from time to time as necessary to maintain the efficiency and productivity of the program.
4. Committee function shall be to represent their area of interest within the organization as they are affected by those activities and interests of other organization Committees and their respective programs, to make suggestions, contributions, and otherwise interact with other organization Committees as directed by the President, the Executive Committee or the Board of Directors
5. Committee may receive responsibilities, tasks, and projects from the President, Executive Committee and Board of Directors and but shall report to all these bodies equally.
6. Committee function shall always be in service to NRHA. At no time shall a Committees activities be engaged for personal use or individual gain, nor shall a Committee engage in politically slanted activities unless specifically directed by the Board of Directors, or unless otherwise stipulated in this general charter.
7. Committees shall keep minutes of their meetings. Committees shall submit quarterly reports summarizing their activities with meeting minutes attached, and recommendations to the Executive Director 21 days prior to the date of each quarterly Board of Directors meeting unless otherwise directed. Recommendations shall be made on the Committee Recommendation Form.

Duties of the Committee Chairperson

1. Submit choices of Vice Chairperson and member appointments to the Executive Committee and, upon approval, proceed to appoint members to the Committee.
2. Receive responsibilities, tasks, and projects and distribute among Committee members.

3. Preside over all committee meetings.
4. Be the catalyst for inter-committee email communication to encourage inclusion and participation of all committee members in discussions.
5. Delegate responsibilities of Committee members from time to time as necessary.
6. Coordinate committee related activities of the staff liaison with the COO or ED.
7. Prepare, or delegate and approve the preparation of any Committee recommendation and the quarterly reports.
8. Represent the Committee as necessary to the Board of Directors, President, Executive Committee, Executive Director or another Committee
9. Dereliction of any of these responsibilities may be grounds for dismissal.
10. The Vice Chairperson shall assume the responsibilities of the Chairperson in their absence.

Duties of the Staff Liaison

1. Coordinate Committee support activities through the Committee Chairperson.
2. Assist with communication between Staff and Committee as necessary.
3. Monitor any applicable deadlines and keep Chairperson advised.
4. Perform Committee related support as requested by Chairperson.
5. Attend and keep minutes of all Committee meetings. Minutes should be distributed to all committee members for approval within 5 business days of the meeting.
6. Participate in Committee discussions.

Duties of Committee Members

1. Attend all Committee meetings.
2. Participate in Committee activities and discussions. Should email discussions be utilized, all members of the Committee should be included with each response as if all were sitting around the same table in one room.
3. Present any items of Committee interest that member becomes aware of.
4. Perform any responsibility delegated by Chairperson.
5. If member becomes non-participatory for any reason, Chairperson may remove and replace them.