

NATIONAL REINING HORSE ASSOCIATION
Board of Directors
Conference Call Minutes
March 31, 2016

Approved 5/10/16

Present: President Rick Clark, Vice President Mike Deer, Kelli Brummett, Mike Hancock, Casey Hinton, Rosanne Sternberg, Brian Welman, Josh Visser, Ann Salmon-Anderman, Larry Barker, Barbara Brookshire, Shane Brown, Jesse Chase, Larry Handley, Becky Hanson, Kelly Hedges, Jeanine Kern, Sebastian Petroll, Fred Thomsson, Guy Vernon, Brett Walters, Joe Wolfe, Mark Blake, Simona Diale, Sven Friesecke, Gerd Wilhelm, Francois Zurcher, Joao Marcos, Kim Maharaj, Lee Foster

Absent: Heather Powell, Mick Taylor, Raul Leal, Dave Belson, Shannon Rafacz, Anneli Silverstolpe, Roberto Cuoghi, Susy Baeck

Guests: Michael Joseph

Staff: Commissioner Gary Carpenter, Assistant Commissioner Christa Morris-Stone, Chief Financial Officer John Foy, Executive Assistant Liz Kelsey

Call to Order

President Rick Clark called the meeting to order at 11:06 a.m. Roll call was conducted and a quorum was established.

Update on the Audit

Chief Financial Officer John Foy gave an update on the audit and asked to present it at the May Board meeting. A motion and a second were made to approve the presentation of the audit at the May meeting. Motion passed unanimously.

Certificate of Incorporation

The corporation's attorney, Michael Joseph, reviewed in detail the proposed Amended and Restated Certificate of Incorporation that had been distributed to all directors with the notice of meeting. A motion and a second were made that the Board declare that it is advisable to amend and restate the corporation's Certificate of Incorporation and approve the Amended and Restated Certificate of Incorporation as presented. The motion was unanimously approved.

Judges and Stewards for Approval

A motion and a second were made to approve the list of judges and stewards. Motion passed unanimously.

Bylaw Committee- Member for Approval

A motion and a second were made to approve Jeanine Kern as a member of the Bylaw Committee. Motion passed. Jeanine abstained from voting.

Meeting adjourned at 11:23 a.m.