

## **ARPA Board of Directors Meeting**

### ***Minutes of September 30, 2016***

The meeting was called to order on Friday, September 30, 2016 at 7:00 pm by President Dan Schmiesing.

Roll call was done. Those in attendance were Jeff Wilkins, Jim Jackson, Daniel Schmiesing, Bill Wiese, John Rager, Linda Hampton, Kim Scott, Robert Carson, Brian Fairchild, and Kaye Gilbert along with guest Teresa Jackson, Greg Fairchild, Jack Hampton, JL Morrison.

President Dan Schmiesing presented the minutes of the August 16, 2016 Board of Directors conference call. **Bill Wiese made a motion to accept the minutes as written. Bob Carson seconded. Motion passed.**

President Dan Schmiesing spoke to the board regarding publishing board minutes on the website and if the member has no access, they may request a copy be mailed. The suggestion was made to also publish the information as to where the minutes may be retrieved in the journal.

Jim Jackson gave the Show Committee report on NAILE. Entries will be due on October 8, which is different from years past. It was noted the effect that may have on the sale and the possibility of entries from the sale.

Bill Wiese stated nothing new to report for the Performance Committee. Dan Schmiesing will give a report at a later time on the CHR.

Jeff Wilkins gave the Sale Committee report. He stated corporate sponsorship was done. Posters went to over 100 Ag/Stock Market Agencies. Budget for ads were \$3400. Ads were done in Cow Country News, Midwest Cattlemen, Kentucky Cow News. Gave information regarding the Murray Chamber and their grant of \$1000 for advertising. Gave information on the speaker Dr. Jim Davis. Banquet to be at the Curris Center, 3<sup>rd</sup> Floor. Reported the Questionnaire will be in 3 locations. Reported last year 250 questionnaires sent, but only received 8 back. Linda Hampton reported not all questionnaires were received.

Dan Schmiesing gave the World Tour report. He reported trying to get western breeders to make a showing in Missouri. Purina is providing the meal during the visit.

Dan Schmiesing gave the Archives report. Mary Jo has CDs and thumb drives available during the weekend.

Linda Hampton gave the Nominations Committee report. There is a slate of 4; John Rager, James Campbell, Kyle Young and JL Morrison. Nominees will be accepted from the floor but the nominee must speak and provide what they can contribute to the board and association. Linda requested a document regarding expectations of board members such as attendance, willingness and working with committees. It was also reported ballots would be in the membership packets given out prior to the meeting.

Dan Schmiesing gave the Bylaws Committee report. The proposed changes were sent to the membership twice. Discussion was held if the old Bylaws needed to be presented. Dan notified the board the proposed bylaws didn't have to be presented to the membership for vote and now was the chance to rescind. No further discussion was held.

John Rager gave the Financial Committee report. The audit report was read from Mary First. Mary had reported that everything was okay. John also reported inquiring about Wells Fargo regarding all the information in the news. Leo Young had talked to his broker and his broker assured we had insurance and would be okay in the case of anything happening. John reported he and Leo were working on getting more interest. The board was given the August Financials. Dan discussed a couple of the accounts he had requested in order to decipher between years on the National Sale and Meeting income and expenses. Kaye reported registrations and transfers seemed up and she had processed 4 new members in the last week. John reported the endowment fund had jumped due to a contribution from a donor that wished to be anonymous. Discussion was held on the breakout of journal expenses as well as the consignor/sales commissions.

Teresa Jackson was given the floor. Teresa reported she had been working on a project stemming from 2012 to update the document in which the Articles, Bylaws, and Rules were published. The project had been completed and she was presenting a bill for \$39.97 for ink. The changes were administrative in nature, such as spelling and grammatical errors as well as updating the document to be in accordance with past motions. **Linda Hampton made a motion to accept the Administration Changes made by Teresa Jackson to the document as presented. Kim Scott seconded. Motion carried.**

Teresa Jackson proposed rules to establish the Juniors, the junior advisor and junior advisor expenditures in the ARPA rules. **John Rager moved to accept the proposed rule changes as presented by Teresa. Jeff Wilkins seconded. Motion carried.**

After working on the document, Teresa suggested a document to be used stating committee title, committee member, chair, subject, date submitted and page numbers in order to have documentation of changes done to the Rules and Regulations to avoid issues in the future with updates.

Dan Schmiesing asked the board regarding the travel expenses to the secretary. **Kim Scott made a motion to pay \$.54 a mile in travel. Jim Jackson seconded. Motion carried.**

Dan Schmiesing asked Kaye regarding the overdue accounts. Kaye reported she had been sending statements every month. One severely overdue account had responded. They had not paid yet, but they at least had called regarding the bill.

Dan Schmiesing reported on the annuity. Contract value, surrender value and minimum surrender value were all different. ARPA will be bound to the annuity in order to not lose money for at least another five years. Tax attorney had advised Kaye there is no need to do an annuity due to it being a tax shelter. A nonprofit should have no need for a tax shelter.

Discussion was held on the limitations on the payments made by Secretary/Treasurer due to all expenses for the journal being over the amount allowed. **John Rager made a motion to rescind the motion and raise the limits. Brian Fairchild seconded the motion. Discussion was held. A roll call vote was taken. 2 in favor, 6 opposed. Motion failed.**

Dan Schmiesing called for New Business. **Jeff Wilkins made a motion to move into Executive Session. Brian Fairchild seconded. Motion carried.**

**Upon moving out of executive session, Bill Wiese made a motion to end the probation of the Secretary/Treasurer because of the level of satisfaction and ability to manage the contractors. Jim Jackson seconded the motion. Motion carried.**

Dan Schmiesing reported on the herd books. ARPA does not have a complete set but close. An old breeder had offered 32 volumes and Dan drove to retrieve them. The set is almost complete. Dan then asked if ARPA would want to have hard copies of registrations to catch up. It hasn't been done since 1978. The board will explore the costs and logistics before making the decision.

Dan Schmiesing presented proposed rule changes that were emailed to the board and mailed to John. **Jim made a motion to add to Rule 2.A.2 "a disinterested representative of ARPA will do the sampling of champions." Brian Fairchild seconded the motion. Motion carried.**

**Kim Scott made a motion to have Rule 3.5 changed from "DNA &/or Blood cards" to "DNA Results". Jim Jackson seconded. Motion carried.**

Discussion was made on Rule 5 to change all of rule to the tables provided by ABRI. **Linda Hampton made a motion to retain 5.D.1 Minimum and Maximum Requirements. Kim Scott seconded. Motion carried.**

**Jim Jackson made a motion to retain 5.A.1 last statement which reads “Calves must be weighed between 160 to 250 days at weaning, to obtain average daily gain to the nearest tenth of pound.” Kim Scott seconded. Motion carried.**

**After further discussion, Jim Jackson made a motion to table the rest of Rule 5 for a more comprehensive description of tables. Kim Scott seconded. Motion carried.**

**Kim Scott made a motion to delete all of Rule 6 Multiple Application for Entry Instructions since it is outdated and the forms listed are no longer used. Jim Jackson seconded. Motion carried.**

**Kim Scott made a motion to delete all of Rule 7 Red Poll Score Card and retain a copy only for historical purposes. Brian Fairchild seconded. Motion carried.**

**Bob Carson made a motion to delete all of Rule 9 National Shows. Jim Jackson seconded. 7 in favor, 1 nay. Motion carried.**

Teresa Jackson presented the Stonebrook Scholarship information she will be presenting at the meeting. She reported the Raines family helped to bring it up to date and the information has also been put on the website. She also reported on the Diamond Excel award and the National Ambassador award. Teresa reported they have been neglected and going forward to make sure they are done. Teresa then discussed bylaw change on the junior dues to be in accordance to practice. **Kim Scott moved to accept the proposed junior bylaw changes as presented by Teresa. Jim Jackson seconded. Motion carried.**

Dan Schmiesing presented to the board the clarification on the Complimentary members and their ability to vote. It was discussed they are full members, defined as members therefore would have the ability to vote. No vote of the board needed.

**Jim Jackson made a motion to adjourn. John Rager seconded. Motion passed.**

Respectfully submitted,

Kaye Gilbert  
Executive Secretary-Treasurer