NCHA EXECUTIVE COMMITTEE MEETING MINUTES AUGUST 5-7, 2019 NCHA OFFICE – FORT WORTH, TX

A meeting of the Executive Committee of the National Cutting Horse Association was held Monday through Wednesday, August 5-7, 2019. Those present were: President Ron Pietrafeso, President-Elect Steve Norris, Vice President Ora Diehl, Ernie Beutenmiller, Rock Hedlund, Skip Jones, Matt Miller, Tatum Rice, Tommy Neal, Sharon Overstreet, Lachlan Perks, Byron Green, Ronnie Smith and Kristen York. Also present were: NCHA Executive Director Kirk Slaughter, NCHA Chief Financial Officer Lance Bryson, NCHA Director of Shows Shianne Megel, NCHA Director of Marketing/Sponsorships Todd Barden, NCHA Director of Membership Julie Davis and NCHA Executive Assistant Cathy Marie Aleff. NCHA Legal Counsel Jim Morris was also present for a portion of this meeting late Tuesday afternoon.

MONDAY, AUGUST 5, 2019

President Ron Pietrafeso called the meeting to order at 8:03AM by opening with prayer.

APPROVAL OF MINUTES

MOTION was made by Skip Jones and **SECONDED** by Ora Diehl to approve the minutes from the last Executive Committee meeting. **MOTION PASSED.**

EXECUTIVE DIRECTOR REPORT – KIRK SLAUGHTER

Kirk Slaughter, NCHA Executive Director welcomed everyone to Fort Worth and addressed the Executive Committee giving a presentation with emphasis on the following items:

Organizational Structure – Evaluating resources in the office on strengths and weaknesses and where resources are needed or could be reallocated, potentially outsourcing some daily functions/processes to stay focused on quality support for our members. With this comes a restructure of our Marketing department, we will realign the department to focus on two areas for sponsorships, sales and service and then have a marketing person for digital media and market cutting.

Collaboration with other equine organizations - Efforts to increase relationships and lobbying efforts with neighboring associations in the industry like ACHA, AQHA, NRCHA, All American Quarter Horse Congress and APHA. There are efforts in place to have a booth for the duration of the Quarter Horse Congress show this year.

Market Sport of Cutting – Options to upgrade the virtual reality goggles and incorporate a saddle with actuators to provide more exciting experience. We will have resources to be available for NHSRA, 4H horse shows and FFA events.

Preserving our MERP - How any class restructuring decisions would impact our funding and build attendance at shows, looking at some additional venues ideas to incorporate into our shows

Annual Convention – Do we continue annually, future pattern ideas or the possibility of a date change and combining with shows, RFP has been issued for 2021-2023 issued by Visit Fort Worth

Will Rogers Memorial Center – Next time we do a show, the Futurity, we will be faced with a tax increase on stalls (\$1 increase a day per stall up to a maximum of \$20), 10% on tickets sold and increase on parking. Parking changes with procedures in place for RFID permanent pass stickers with readers at gates, passes will be available for purchase with a variety of term options. New electronic video boards at WRMC., if these work for our needs, it could be a huge cost savings for show expenses. NCHA collectively involved with other equine associations to meet with the City of Fort Worth on the governance study for the new management team to run Will Rogers. New rule in place at WRMC with horse health papers and Coggins required before horses can enter campus daily. This new rule will be implemented before Futurity 2019 and be effective during that show.

Weekend Shows - updates from weekend shows recently visited and those shows to visit in future. Reception from members has been very positive.

Eligibility for Vice Presidential Candidates – specifics on eligibility rules of a candidate were:

- Member in good standing for last 7 years
- No suspension/probation sanction imposed in the last 7 years
- 3 years of continuous service as a NCHA Director within last 10 years OR 3 years of continuous service on a standing committee within the last 10 years

Kirk was very pleased with how the Summer Spectacular went as it was a first for some of our team and looking forward to the continued success for future shows. We strive to do our best and make it the best possible experience for our members.

Kirk expressed gratitude to the committee members for reaching out to some sponsors, thanking them for their support.

Kirk emphasized the importance of polishing our brand, keeping it on top and how we are realigning efforts in the office to operate with providing more transparency and communicate more effectively with our members.

President Ron Pietrafeso added that he had the opportunity to attend one of the NCHA staff meeting during the Summer Spectacular and was impressed with the detail and involvement from all staff in attendance. He welcomed committee members to attend when they have the chance.

Vice President Ora Diehl commented that she witnessed the same with visits this past year. The staff in place seems to be very dedicated and service oriented in a professional manner.

Kristen York recognized and praised the show department for being so proactive and readily available to answer questions and provide service.

FINANCIAL REPORT – LANCE BRYSON

Lance Bryson, Chief Financial Officer addressed the Executive Committee with some financial highlights. Lance outlined the differences between NCHA - 501(c)5 non-profit and NCHA Charities Foundation – 501(c)3 non-profit. These two separate legal entities are in the same office but are entirely different. NCHA Charities Foundation has a separate set of books, bank accounts and audit processes. With that being said, NCHA Charities Foundation is a supporting organization of the NCHA.

Lance provided a summary of the cash flow and a line by line detail of the statement of activities for actuals vs. budget.

YTD (As of June 30th) Cash Flow Balance - \$3.6M

Lance added that as we prepare for the 2020 budget, we will scale down deeper and have a more finite number with little to no estimation as prior years.

Lance also presented updates on the following:

Financial Initiates – Potential leasing of the 1st Floor with moving all staff to the 2nd floor, upgrading the printers/scanners and contracts by evaluating need for Spectrum Fiber connections between office and Will Rogers.

Technology Infrastructure - We are proposing some changes to outsource some our IT for help desk issues, PC's network connections and printers to a third party that is a subject matter expert. This will not affect HUB maintenance. These changes will have a financial impact but are required for proper maintenance and storing of NCHA files. Efforts have been put in place to update our firewall on the server, realign back-up files to be in the office and updating our server accounts.

HUB – We have spent roughly \$2.5M in expenditures on HUB to date since developed. HUB is used daily in the office for reports, show results, membership profiles, horse ownership and pedigrees, judges listing and currently initiatives are in place for the stallion foal program, Directors and Standing Committees input for the benefit of election eligibility, membership portals and integration with financial systems. Lance to provide analysis on the annual cost of HUB.

NEW Scoreboard Proposal – This proposed software will coordinate with HUB for a webbased application to seamlessly align entries to results on the website automatically for the five NCHA approved shows. This was tested in a parallel format at the Summer Spectacular and was successful. This can run simultaneously in more than one arena and could support live scoring in real time. Also has the potential to calculate payouts.

Suggestions were made by the Executive Committee members to obtain financial data prior to meetings for more collaborative efforts on line items for discussion since Executive Committee has a fiduciary responsibility to the Association and will be approving the upcoming budget.

FINANCE & AUDIT COMMITTEE REPORT – GARRY MERRITT

Garry Merritt, Finance & Audit Committee Chair addressed the Executive Committee elaborating on the information provided by Lance Bryson. Garry also emphasized the fine demonstration that Lance has provided in the two months he has been with NCHA. A role of the Finance Committee needs to be to evaluate where we will be in five (5) years.

Garry stated that from conversations with members the attitude about the finances and the management in place at the office is positive.

Garry mentioned last year that the Finance Committee took a cut with our budget and move resources to zero to see where our holes were, and they found them. They have taken the responsibility for reduction in finalist buckles and many other items.

Garry closed with mentioning that we need to support our affiliate programs and rebuild our weekend events, think about our Triple Crown events and putting our ½ cow back and see if we can take 75 back to the semi-finals at Futurity.

Finance Committee has an RFP out to search for a new auditing firm for this upcoming year.

President Ron Pietrafeso praised Garry and the Finance Committee for their efforts, he is pleased with the overall performance of that committee and what they bring to the table.

Some questions were raised on whether budget expectations were created for staff and what was the right level for reserve that NCHA should maintain. Reserve used to be 2 years of operating costs and the need to re-establish should be evaluated.

PRESIDENT'S REPORT – RON PIETRAFESO

President Ron Pietrafeso introduced what was discussed last year with regards to a task force that was established and never moved forward. Ron established a Past President's Round Table that has a call on the first Monday of each month. We need to learn from their experiences with our history and things have come up. He welcomed Tom Lyons who is speaking on behalf of the Past Presidents.

PAST PRESIDENTS

Tom Lyons and Sam Wilson, former NCHA Presidents addressed the Executive Committee via phone alongside Bill Riddle and Lindy Burch, former NCHA Presidents who attended in person on a recommendation to the Executive Committee on limiting the number of horses at aged events.

The Past Presidents strongly agree and recommend the following:

- 1. Limit a rider to two (2) horses that can be ridden for open only at LAE events.
 - a. This would include all LAE events regardless of added money.
- 2. Leveling They are not sure what position to take on this.

This is being recommended from 18 Past Presidents. We need to address our system that is broken and stop the declining numbers.

Bill Riddle, a former NCHA President addressed the Executive Committee by supporting the recommendation with emphasis that for the first time he is witnessing the economy moving north and cutting horse association, purses and entries moving south. In the mid 80s when they followed the rule book and changed the Judges department and applied other rules, they grew. And now these last few years, we have made decisions that are in favor of the successful and made it harder for those trying to succeed. We have changed the dream! He quoted a late President Dick Gaines, "that this industry is not built on winners, it is built on dreamers." Bill mentioned that we need to take it back to the "Elite Performance Horse".

Lindy Burch, a former NCHA President addressed the Executive Committee by supporting the recommendation and opened with the fact that everybody wants what is best for cutting. We need to add more people to our events, this is a competitive sport and needs to remain that way.

Lindy shared an experience with how she got where she is today by being a catch rider as a young trainer. It inspired her to become better. She thinks NCHA is the ultimate, always has been. Problem is we don't act like it half the time. More cuttings are not the answer. NCHA must set the standard. The sectaries should not be taking the lead.

Sam Wilson, a former NCHA President addressed the Executive Committee by supporting the recommendation commenting that we need to go back to a two horse program. It will take a little while for the entries to increase but it will get there. There are a lot of trainers out there that need the opportunity. We need to get everybody on the same page and pull for the NCHA. This two horse deal is a big step in the right direction.

Matt Miller wanted to know thoughts of getting the show producers on board? It was suggested to get them together for a big meeting. Let's expand the volume from the base upwards. We should aspire to build the jackpots to where they used to be at aged events.

Rock Hedlund inquired about limiting the horses across the board at all aged events even on weekends. It would also change our Eastern and Western. Triple Crown events are a casualty, we are getting smaller every day.

Skip Jones asked if we incorporate the two horse limit in conjunction with the leveling, won't it hurt the open? Bill claimed that it would impact the class.

Kristen York raised concern about why this was not presented to the Competition Committee so it could be vetted like the leveling class restructure proposal?

Rock Hedlund asked Lindy how many years we tried the adjusted monitoring systems before it was adopted. Lindy answered that it was several years. Rock commented, it might take us that many years to figure out the leveling system too.

Ernie Beutenmiller stated that back some 50 years ago, this governing body made the decision to approve only \$1K added weekend events for their championship, they did it for one year and it was a total disaster. We do not need to repeat history. They had to do away with it.

Byron Green inquired if leveling is being used in a manner because someone can ride x number of horses so we need to level so I can show? We can't beat the house. Some area trainers don't have the availability to put someone else on the horses.

Tommy Neal stated that we have allowed people for last 10 years to ride limited horses. We see declining entry fees. The 5/6 year old is the best cutting you will ever see, and we have no semi-finals. If we limit the number of horses and maybe three or four of those shows go away, then those shows that are left would pay something.

Ronnie Smith inquired about leveling and was asked to defer that until the leveling conversation later in the day.

Tatum Rice concerned that some shows may go unapproved if they don't agree with this proposal.

Ernie Beutenmiller does recommend that we discuss this with the show producers and get their feedback.

Matt Miller discussed some pros and cons to this concept. Pros - It could increase participation and may take care of our problem with too many shows. It would be a more natural way of leveling, if leveling would even be needed. Cons – Shows may go unapproved and put a Novice class in the shows.

Lach Perks personally supports the two horse concept in spirit. The independent shows are starting to take on the leveling and if they do both, it will be hard to identify the impact with each proposal. It could be more of a pathway to the ultimate experience.

After further discussions, a **MOTION** was made by Steve Norris and **SECONDED** by Ronnie Smith to limit the number of horses a competitor can ride at all NCHA approved aged events classes to two (2) horses starting with the 2020 show season. **MOTION FAILED.**

Vice President Ora Diehl is concerned why this was not sent to the Competition Committee. It was stated that this recommendation has been discussed throughout the years even before the Competition Committee was formed. It was ready to bring it to a vote so was welcomed at this meeting.

President Ron Pietrafeso said that this may not work for everyone. Our job is making sure we do what the majority needs. NCHA has tried to satisfy everybody.

COMPETITION COMMITTEE - FRANK MERRILL

Frank Merrill, Competition Committee Chair addressed the Executive Committee with updates that they will start each meeting with an invocation. They will also read the mission statement and print it in the agenda as a reminder as to why we are there and what the goal is.

Frank handed out a copy of the minutes that have been approved by the committee via email. This format represents the minutes they desire for the Competition Committee meetings moving forward.

Frank emphasized the importance of their social media policy. If any committee member does not adhere to this policy, Frank would request the President remove them accordingly.

Frank is also requesting that the Competition Committee have established term limits. A member can not serve more than 8 consecutive years. They will come up with a strategy plan to draw lots with consideration on their involvement on the committee.

There was great comradery at their last meeting, a lot of participation with all members that attended in person and on the phone. No one spoke out of turn; no side bar conversations and it was proper and orderly following Robert Rules of Order.

Frank has recently shared with NCHA management staff some suggested meeting protocol and guidelines for Committees to conduct their meeting in a professional manner. This also had some suggestions and examples of how a Chair can facilitate and lead the meeting.

Revision of Standing Rule 51.a.1 and 51.a.3

This recommendation led by Sherry Graham as Chair of her subcommittee on this proposed rule change as it relates to the rider definition. Lewis Wray assigned this to the Competition Committee for review and evaluation.

Standing Rule 51.a.1: A Non-Professional in this Association is a person who has not received direct or indirect remuneration to work in any manner in the following activities on the premises of a cutting horse training operation: showing, training or assisting in training a cutting horse or cutting horse rider. For purposes of this rule, a cutting horse training operation is any facility where cutting horses are trained. Any person who has trained horses astride in an equine discipline cow horse events for direct or indirect remuneration or is a Hall of Fame trainer in any discipline shall be considered a professional by this Association, with the exception of those who have been granted a change of status. A Non-Professional in this Association may not train horses in any equine discipline.

- 1. This Association does not consider that professional cutting horse trainers' spouses who do not teach cutting horse riders or train cutting horses on cattle receive indirect remuneration.
- 2. Employees on a cutting horse training operation may be considered non-professionals by this Association provided they do not teach cutting horse riders or train cutting horses on cattle.

- 3. Non-Professional or Amateur members may show a family owned horse, as defined in Standing Rule 51.a.4.
- 4. Premium money won shall not be considered remuneration so long as all winnings are returned to the individual Non-Professional who competed on the horse.
- 5. Any corporation, partnership, ranch, farm or other business entity relating to ownership of cutting horses by an NCHA Non- Professional must be totally owned by the Non-Professional or his immediate family as defined in Rule 51.a.4.
- 6. If a Non-Professional is a trainer in another discipline, they may never be granted Amateur status. Family and children of such individuals must meet existing Amateur exception rules and apply for Amateur status through the Non-Professional/Amateur review process before being granted an Amateur card.

Exception

Non-Professional 3-Year/\$100,000 Exception. (Example If you apply under the 3-Year/\$100,000 Exception rule, it must have been more than 3 years and your earnings must be less than \$100,000). A person applying for Non-Professional classification under this rule shall obtain a Non-Pro 3-Year/\$100,000 Exception Application from the NCHA membership department, complete the application, have it notarized and signed by a director and return the application to the NCHA office for review by the Non-Pro Amateur Review Committee. In addition, the person shall provide to the NCHA any and all additional information as the NCHA shall request related to documenting the status of the person applying under this rule.

A person who is currently prevented from being classified as a Non-Professional because they have at some point in their life trained cutting horses (as defined in the NCHA Rule Book) or any person who has trained horses astride in an equine discipline cow horse events can regain their Non-Professional classification if:

- 1. The person has not performed any duties or acts which could be considered as "training of cutting horses", or cow horses of other equine disciplines nor has the person received any remuneration, direct or indirect, for performing the duties or activities normally associated with any phase of training cutting or cow horses for the three-year period prior to the date of the application for Non- Professional classification under this provision; and.
- 2. The person has not won in their lifetime more than \$100,000 in combined open earnings from NCHA events and open earnings from any other equine discipline.
- The exception will be based on all open earnings in all disciplines as reported by Equistat.
- Family and children of change of status individuals must meet existing Amateur exception rules and apply for Amateur status through the exception application process.
- Exception applicants will be eligible for any class they qualify for as a Non-Pro, including the Limited Non-Pro.

Standing Rule 51.a.3: Any person who has shown, trained, or assisted in training a cutting horse or cutting horse rider or trained horses astride in any equine discipline cow horse events for direct or indirect remuneration shall be considered a professional by this Association, with the exception of those who have been granted a change of status since January 1, 1997, from professional to non-professional. A Change of Status from Professional to Non-Professional will be allowed to have the benefit of being a non-pro without restrictions. An individual who has been granted Non-Professional status but still trains horses astride is considered a professional for purposes of determining Amateur status for their family members.

Here is what has previously been sent to the EC by the NP committee

2016

Discuss Standing Rule 51.a.1

A motion was made by Sherry Graham, second Theresa Gillock, passed to recommend to the Executive Committee to revise the verbiage of rule 51.a.1 to Any person who has trained horses in another discipline working or involving cattle shall be considered a professional by the NCHA and would only be considered for Non Pro status if they become eligible under one of the existing Non Pro exception rules. Those who have not trained horses involving cattle will be immediately considered for Non Pro status.

2017

Discuss Standing Rule 51.a.1

A motion was made by Heather Stiles, seconded by Luis de Armas and passed unanimously to recommend to the Executive Committee to revise the verbiage of rule 51.a.1 as follows. Any person who has trained horses in another discipline working or involving cattle shall be considered a professional by the NCHA and would only be considered for Non Pro status if they become eligible under one of the existing Non Pro exception rules. Those who have not trained horses working or involving cattle will be immediately considered for Non Pro status.

AMATEURS

Standing Rule 51.a.6 Certain Non-Professionals within this Association may be classified as Amateurs. A member of this Association shall be disqualified from being classified as an Amateur under any one of the following circumstances:

- a. the member has ridden or trained horses or horse riders in any equine discipline astride for remuneration, directly or indirectly;
- b. the member has assisted in training horses or horse riders astride for remuneration, directly or indirectly.
- c. the member is married (or had a co-habitational relationship) or has been married (or had a co-habitational relationship) to a person who is engaged or has been engaged in activities that would require that person to be classified because of the activities then occurring as a professional by the provisions of Rule 51.a.3.

- d. the member has resided with a person who is engaged or has been engaged in activities that would require that person to be classified because of the activities then occurring as a professional by the provisions of Rule 51.a.3.
- e. the member has resided with or on the premise with a parent, step-parent or foster parent of the member who was, during the time of the member's residency, a Professional.
- f. the member is directly or indirectly employed by a Professional and performs the duties of employment astride a horse on the premises of a horse training operation;
- g. the member has been an apprentice cutting horse trainer at any time, or ever in their life been a trainer or assistant trainer of cutting horses.

Please answer questions 6 through 10 only if you are also applying for Amateur or Unlimited Amateur status:

(exclude any r	non-	oro e	arnings)		
6. Have you ever ridden, trained or assisted in training horses or horse riders astride in any equine discipline for remuneration, directly or indirectly?					
No q If you ans	wered	l "Ye.	Yes q " to question No. 6, then answer subparts (a), (b) and (c) below.		
	1. 2. 3.	(b)	Employed by whom? Dates of employment What were your duties?		
engaged or has	been	engag	a co-habitational relationship) or have you been married (or had a co-habitational relationship) to a person who is ged in activities that would require that person to be classified because of the activities then occurring as a professional 51.a.3? Yes q No q		
classified becau	ise of	the a	person who is engaged, or in the last five years has been engaged in, activities that would require that person to be crivities then occurring as a professional by the provisions of Rule 51.a.3? Yes q No q		
9. Have you res residency, a Pro			or on the premise with a parent, step-parent or foster parent of the member who was, during the time of the member's		
Yes q	No q				
10. Have you ev	ver be	en de	nied Amateur status		

Ernie Beutenmiller and others on the Executive Committee expressed concerns with this language proposed.

Yes q No q

Julie Davis, Director of Membership added some insight on how they revised this Standing Rules since she has been involved in supporting the Non Pro Committee.

Penalty/Late Fee Proposal

This recommendation led by Phil Benadum as Chair of his subcommittee on this proposed penalty and late fee structure. Finance Committee Meeting back in July reviewed the penalty fee restructure proposal and any financial impact based on 2018 Futurity. The analysis indicated that if there is no change to the payment behavior there should be no negative impact to the Association.

Matt Miller expressed concern on the schedule of payments for Summer Spectacular; there was mention in moving payment dates closer to the show. This structure proposes Derby payments to be same as Super Stakes.

Lance Bryson added that currently 50% of the penalties at Futurity go back into the purse and for Super Stakes and Summer Spectacular 100% of penalties go towards operating funds.

MOTION was made by Lach Perks and **SECONDED** by Matt Miller that staff make a recommendation that is revenue neutral regarding timing of entries and penalties for the Super Stakes and Summer Spectacular and coordinate with the work that has already been done. **MOTION PASSED.** Suggestion would be to take the Super Stakes and Summer Spectacular to a single payment with a hard due date.

Race for the Cup

This recommendation led by Jody Galyean as Chair of his subcommittee on this proposed Race for the Cup program. We need to get this approved this year to implement for next year and have it set up properly. Sponsorship packages have already been developed in marketing but waiting on authorization from the Executive Committee to move forward. Competition Committee and the assigned subcommittee led by Jody Galyean will have a detailed layout of this program to present to the Executive Committee in time for the October 28-29th meeting.

Lach Perks recommended that the Executive Committee get a detailed strategic layout so that we have a measurable in place for accountability of the program.

Class Restructure Update

Frank Merrill entertained a motion to continue to support the current leveling structure moving forward for the Triple Crown events. NOTE: Their responsibility was to approve this concept only and not to dictate actual show implementation. The NCHA, as show producer, along with the NCHA staff recommendations will make the final determination on entry fee structure, payouts, awards and schedule using this information and analytics complied by this subcommittee as a guide to reach their final program for the Triple Crown events if approved.

President Ron Pietrafeso initiated a suggestion to have Kirk send an official request with a full scope of work to Frank Merrill about tasking the Competition Committee with review of weekend program with down turn in entries. Ron asked the members of the committee provide comments to include for documentation and Kirk will combine and send back out to EC for final approval before delivering to Frank and the Competition Committee.

Matt Miller inquired on the backup on the study and configuration for the one entry fee that would need to be doubled.

Denise commented that now is the time to review the program and make the adjustments, take the opportunity to tweak the numbers. Also, how all the money is allocated with entry fees, purse and the MERP. **MOTION** was made by Lach Perks and **SECONDED** by Skip Jones to have staff develop a detailed implementation plan that outlines all fees (Entry, cattle, office, etc.), awards, and payouts for the first NCHA event by the end of August. **MOTION CARRIED by majority with one (1) opposed – Tatum Rice.**

Frank Merrill also brought up the inconsistencies of the entry forms to be able to show as many horses in a subdivision as you can in a main division.

Also, to be cognoscente to the expired entry forms being printed in the black and white pages at the back of the Chatter.

Skip Jones added and verified with Denise Seiz that she said Lach Perks was correct.

AMATEUR COMMITTEE – BARNWELL RAMSEY

Barnwell Ramsey, Amateur Committee Chair addressed the Executive Committee with the following recommendations:

1. Recommend revising Rule 16.b as follows: At the discretion of show management in relation to weather conditions, contestants may wear sweatshirts in the loping area.

MOTION was made by Matt Miller and **SECONDED** by Rock Hedlund to take no action on the recommendation on the revision of Standing Rule 16.b. **MOTION PASSED.**

2. Recommend supporting the current leveling proposal with the understanding that revisions and or tweaks to the proposal would be considered once all the test shows were complete.

Executive Committee determined no action required.

3. Recommend development of a universal symbol system for class designations (gelding, novice, senior, etc.) in show draw schedules.

Executive Committee determined no action required.

4. Recommend the creation of a 7/8 year old LAE class at the Super Stakes and Summer Spectacular. This class would work identical to the existing 5/6 year old LAE class in that there would be a 50,000 Amateur class and Unlimited Amateur class.

After much discussion with the findings of a past 7up class concept years ago and time constraints on schedules, **MOTION** was made by Skip Jones and **SECONDED** by Ernie Beutenmiller to NOT approve this recommendation for the creation of a 7/8 year old LAE class. **MOTION PASSED.**

5. Recommend the Senior Amateur to go to the Competition Committee to review options to secure a protected place for beginner riders to compete in the \$50,000 Amateur class at LAEs

with the following to be considered (1) Kim Davis' proposal (2) a class within a class and (3) a rollback option until such time that leveling is adopted.

MOTION was made by Lach Perks and **SECONDED** by Skip Jones to take no action on the recommendation and to send this Senior Amateur review to the Competition Committee. **MOTION PASSED.**

President-Elect Steve Norris inquired if Amateur Committee had any previous discussions regarding the \$2K Limit Amateur? Barnwell stated that they have talked a little bit about it, but reality is you have geographical differences. Steve stated that it is a huge concern for new people coming in to compete in that class.

YOUTH COMMITTEE - CINDY SMITH

Cindy Smith, Youth Committee Chair addressed the Executive Committee with the recommendations provided from the Youth Committee.

1. Recommendation that hoodies come back as long there is A. No inappropriate language or images & B. never in the arena during a show (loping ok)

Executive Committee determined no action required, see Amateur Committee section.

- 2. Recommendation for Hall of Fame: Add top 10 to criteria The criteria be:
 - a. Drop the age, make it one full year out
 - b. HS Diploma or Equivalent

MOTION was made by Tommy Neal and **SECONDED** by Ernie Beutenmiller to approve this recommendation on the Youth Hall of Fame criteria. **MOTION PASSED.**

3. Recommendation that Hall of Fame form replace current 50 point system with cumulative lifetime points of 150, with a four-year grace period of the old system to track concurrently. Until 2023/2024.

MOTION was made by Tommy Neal and **SECONDED** by Lach Perks to approve the recommendation on point system change for the Hall of Fame form. **MOTION PASSED.**

4. Recommendation that LEAP Form keep the 7500 total LEAP points level.

MOTION was made by Lach Perks and **SECONDED** by Steve Norris to approve the recommendation that the LEAP form keep the 7500 points. **MOTION PASSED.**

5. Recommendation for a Youth Triple Crown Event; requirements are as follows: enter three of the four shows, ride same horse, point system based on a point system cumulative.

MOTION was made by Tommy Neal and **SECONDED** by Ronnie Smith to approve the proposed Triple Crown concept for NYCHA. **MOTION PASSED.**

6. Recommendation to restructure youth committee to emulate NCHA Board, have NYCHA officers shadow NCHA officers

MOTION was made by Steve Norris and **SECONDED** by Skip Jones to approve this restructure of the youth program and support the mentor program. **MOTION PASSED.**

7. Recommendation to schedule Youth class to run no later than 3rd class on Sunday to allow those younger aged competitors to get back home at decent time.

MOTION was made by Tommy Neal and SECONDED by Matt Miller to approve this recommendation of the Youth class schedule on weekends. MOTION WITHDRAWN. Executive Committee requested that this recommendation be coordinated with the Open Show Committee and brought back to the EC for approval.

YOUTH DEPARTMENT REPORT – MIKE SIMMONS

Mike Simmons, Youth Coordinator addressed the Executive Committee with updates on the recent Youth week and activities along with some additional recommendations for restructuring the Youth program.

Restructure the Youth program – This will mirror the Executive Committee/Officers structure and process with terms.

- Create Stability
- Create a Program with Substance
 - Educational Programs
 - Leadership Programs
 - Business Forums
 - Mentoring Program
- Design a Program with Future Success
- Provide Ownership at all Levels

The current structure does not support any stability with every position changing year after year.

Mike would like to develop a scholarship opportunity for each officer position with some responsibilities to hold these positions accountable and help them be successful.

Mike also emphasized the importance of collaboration with other equine organizations (i.e. 4H, FFA, AYQHA and NHSRA) and the ongoing possibilities for membership growth.

Mike offered updates from the NYCHA Youth week activities with a special thanks for all who helped in making is such a success. He would like to rename youth week with youth convention. Concert was a huge success and heavily attended, we profited roughly \$73K on ticket sales.

President Ron Pietrafeso commented on how Mike Simmons has flipped around the youth meetings/events for the benefit of the youth. In the past, there was little to no participation in attending meetings because they were run by the parents and recently as Ron has witnessed the Youth members are heading up everything. Youth are leading the meetings, administering the awards and truly playing an active part in the roles of their positions.

Kristen York emphasized her great experience with the Youth week activities at the Summer Spectacular.

Lach Perks inquired if the Youth banquet was filmed, especially the invocation? He recommended that we consider this for future to highlight Youth members and their abilities. This would be a great opportunity for the benefit of scholarships and sponsors to the program.

Ernie Beutenmiller expressed that this department has had a lot of turnover. He is supportive of this reorganization proposed and stressed that Mike will need to plan on staying for a while for stability. Mike and Cindy reinforced that with this new organizational structure proposed will make it easier for anyone new to keep the program running if Mike leaves.

ADJOURNMENT

The Executive Committee meeting adjourned at 5:40PM for the day and will reconvene on Tuesday, August 6, 2019 at 8:00AM.

TUESDAY, AUGUST 6, 2019

President Ron Pietrafeso called the meeting to order at 8:01AM by opening with prayer and special recognition to our first responders and the military across the country that keeps us safe.

STRATEGIC BUSINESS PLAN – LACHLAN PERKS

Lach Perks, At Large Executive Committee Member addressed the Executive Committee by facilitating a business strategic planning and expectation session. Purpose is to engage in this session with staff to hear all perspectives. After Lach shared some life lessons and experiences with his family business. This powerful session was started with motivating all participants to come up with threats/weaknesses and strengths/opportunities of NCHA, Lach then advised all to vote on importance in each category.

During a fully engaged session with great discussions and full participation, the following results were compiled.

A compilation of the threats/weaknesses exercise is prioritized by value of importance.

6 – Low membership

- 5 Dependence on welfare/MERP
- 5 Loss of fun
- 5 Fear of change
- 4 Distrust of membership
- 3 Hurt ourselves from within
- 3 Rising costs of competition
- 2 Too Texas
- 2 Competing CHAs
- 2 No strategic plan commitment
- 2 Too much interference in operations
- 1 Short sighted
- 1 Shift from ag to other
- 1 Cattle supply and cost
- 1 Failure to stay in touch with weekend cutters
- 1 Natural disasters
- 1 Lack of tactical protection of brand
- 1 # of initiatives we take on
- 1 Poor use of funds

A compilation of the strengths/opportunities exercise is prioritized by value of importance.

- 11 Family sport
- 5 Current strength of staff
- 5 Cowboy image
- 4 Amazing equine athletes
- 4 Sponsors
- 4 People enjoy horses
- 3 Ride with love addictive lifestyle
- 3 Youth scholarships
- 2 Diversity of membership background
- 2 Our history
- 2 Friendships
- 2 Show production abilities
- 1 Brand equity ultimate performance horse
- 1 Fairness in judging
- 1 Strong long term investments
- 1 Availability of new marketing technology
- 1 Ability to compete at all ages
- 1 Member abilities
- 1 Strong/dedication base of members
- 1 Passion to compete sportsmanship

Lach finalized his session with a brainstorming activity of how the NCHA could operate without the dependence of MERP. Discussions took place on what areas we grow and expand revenues to offset that impact. Some of those suggested areas included operation efficiencies, membership, cash sponsors, show fees for LAE and Weekend, NCHA produced shows overhead and new opportunities with Foundation, webcasts, access to HUB, ticket sales (concerts) and paid services clinics. Committee members should also consider the risks required to accomplish

these goals. This purpose of this assignment was to help with 2020 budget discussions that will take place in September.

In conclusion, the Executive Committee has made a cash flow goal of a positive \$400K in net cash from operations inclusive of the MERP funds for 2020 and will coordinate with the Finance & Audit Committee to be engaged with the development of the budget.

President Ron Pietrafeso thanked Lach Perks for his guidance and leadership with facilitating this business strategy session. He was very pleased with how Lach kept the committee engaged with interactive exercises. Ernie Beutenmiller also commented that he had been through two of these sessions in the past with hired 3 parties and this session was one of the more successful. Lach did a fantastic job. He is tasking Lach Perks with an assignment moving forward to take the top three to bring up at each EC meeting to have some sort of measurement. Todd Barden added that he and staff appreciate the opportunity to be included with this session.

Lach Perks requested permissions to continue developing an operating matrix to give the staff some parameters to do business with limits and help intercept some of the items encompassing the Executive Committee agenda. This will free up opportunities for the Executive Committee to address more substantial matters. President Ron Pietrafeso endorsed this request for Lach to work with Kirk on populating this operational matrix.

SHOW DEPARTMENT REPORT – SHIANNE MEGEL

Shianne Megel, Director of Shows addressed the Executive Committee with some specifics on events and the show department. Shianne opened with introductions of her department, Cari Claxton, Linda Smith, Lynn Winkler and Adrienne Smith (not in attendance) and how much she appreciates working with them each day.

Kirk Slaughter asked Linda Smith to explain the process of results of a weekend show. Shows have 5 days to postmark show packages and send it to the office. Once that comes in, we go through and sort memberships, transfers, results, judges' sheets, national championships fee forms, show summary sheets and verify all the entries and make sure that any scratches are accounted for. While processing, if we have any error messages, we are in limbo until we get all the answers. We do post some with a problem in red out on the website until all errors are cleared. Once all errors have been addressed then it is corrected, and results are finalized on the website. HUB is very forgiving, the old system only allowed one person in at a time and HUB is multi-resourceful.

Personnel Update – staff at the show did a fantastic job. Salaried staff from the office was tasked to assist with manning the booth and other show functions. We brought in a third party vendor, a subject matter expert to help with some of the IT needs and set up. It worked out great and was very helpful.

Western Nationals – we had a total of 590 entries up over 40 from 2018. The European Non Pro Championship was a huge success and a lot of fun. A big thank you to President Ron Pietrafeso for allowing this event to come in to the Western Nationals. The comradery was very

positive. Jack Enright did a fantastic job with organizing this event and we look forward to bringing it back next year. We will provide some additional resources from the office to assist with the Western next year. In 2018, the NCHA took a loss on the show of over \$34K. In 2019, not including the state money (\$10K) we have profit of \$3,200.

Eastern Nationals – working with the Mississippi Fair Grounds Commission to reach a one (1) year agreement for 2020. An RFP is in development to search for other site locations to host the Eastern Nationals after 2020. West Monroe has been knocking on our door with interest in the opportunities for hosting that event. We are interested to see who responds to this RFP. NCHA will also take the lead in managing the Eastern Nationals. This will also include the incentives received from Visit Jackson and the rental contract that will be made to equal any amounts received from the state.

Triple Crown Events - 2nd largest Derby in the last 5 years and the largest 5/6 year old event in the last 10 years. Before the finals on that last Sunday, the live score statistics were up 20 % with CHC and multiple comments about the crowds. There was feedback from vendors that there were more local people at the event. Also enjoyed hosting the team penning association and their show. Once she has more statistics, she will get those to Kirk to communicate in weekly report. Changes have been made within the show and security to best manage the budget. A recent sponsorship with Priefert brought some great opportunities and savings to replace and utilize panels. Shianne would like to more clearly define the policy and procedure for keeping records and permissions on mouthing and DNA tests. It was suggested to coordinate mouthing and DNA test efforts with the Horse & Cattle Welfare Committee.

Entry Form Changes – new forms are being constructed for Triple Crown entries, a single form will need to be filled out per horse per show. All three show forms will be posted and continue to be provided in the back of the Chatter referring to a single point on the website for rules of the show. Rules will only be posted in one area to eliminate error and confusion, when any changes are warranted, updates will be in one area to send a consistent message.

Triple Crown Refund Policy

Entry fees may be issued a refund at NCHA Triple Crown Events under the following stipulations:

- Death of the entered owner/rider.
 - Requests for Refund shall be accepted by the estate executor/executrix and refunds will be made payable to the estate of the owner/rider or as determined appropriate by Probate Court.
- Death of an immediate family member as defined in Rule 50.d.4., 30 days or less before the 1st day of the event (copy of Death Certificate required)

A committee will be established and tasked with meeting on an as needed basis to consider and decide upon requests for refunds. This committee shall consist of the NCHA Executive Director, the NCHA Director of Shows and the NCHA Chair of the Grievance Committee.

Any owner/rider's family member shall have up to 48 hours after an event completes to file a Request for Refund.

Stall, NCHA and office fees will be retained by NCHA.

After much discussion, **MOTION** was made by Rock Hedlund and **SECONDED** by Tommy Neal to approve these changes to the Triple Crown Refund Policy to take effect immediately. Any circumstances that would have been affected by this change from the 2019 Summer Spectacular are eligible under this amended refund policy. **MOTION PASSED.**

Substitution Rule – Super Stakes and Summer Spectacular

All Divisions: The owner will be allowed to substitute another horse by paying \$500. No substitution will be allowed after the beginning of the division's first go-round.

Many examples were given to form a unified decision and a **MOTION** was made by Matt Miller and **SECONDED** by Tatum Rice that an owner can substitute a horse by paying \$500 in all divisions. Please NOTE: this is ONLY for the Super Stakes and Summer Spectacular. **MOTION PASSED.**

Slot Sale Change - Super Stakes and Summer Spectacular

For an open slot sale, the buyer will be required to submit horse registration papers or a bill of sale showing proof of ownership to the NCHA along with \$2000 by 5pm the evening before the go-round starts.

MOTION was made by Tatum Rice and **SECONDED** by Rock Hedlund to approve the proposed changes to the slot sale for the open division. Please NOTE: this is ONLY for the Super Stakes and Summer Spectacular. **MOTION PASSED.**

Tie Rule Clarification

Proposed Clarification/Change:

- 1. Tied horses will be recognized as Co-Champions
- 2. Determine winner of tie breaker by adding up all five scores from the finals;
- 3. If still tied, add up the scores from the previous semi finals and go-rounds;
- 4. If still tied, determine winner of tie breaker via coin toss with riders/owners
- 5. The winning horse will select first from pool of awards, with remaining prizes being selected in alternating fashion.
- 6. Monies will be split equally.

MOTION was made by Tatum Rice and **SECONDED** by Ernie Beutenmiller to approve these changes to assist in clarifying the Tie Rule. **MOTION PASSED.**

<u>MEMBERSHIP DEPARTMENT REPORT – JULIE DAVIS</u>

Julie Davis, Director of Membership addressed the Executive Committee with highlights and updates from the membership department.

Membership Count – As of July 2019 we have a total of 11,167 compared to 12,751 members in 2018 year end.

Members Expectations

- Transparency
- Increased communication from EC, Directors and Staff
- Atmosphere that represents our Mission Statement and Western Lifestyle
- Increased EC presence with members, more accessibility
- Improved EC, Director and Staff engagement with members
- Operating reserve/capabilities without MERP
- Increased exposure of NCHA
- Human interest stories in the Chatter, Website and Facebook
- Education videos and information
- Promote opportunities to help NCHA and NYCHA
- Improved navigation of website

Affiliate Expectations

- Increased benefit
- NCHA Days
- Top 10 to East/West
- NCHA Investment on the weekend

What NCHA can do?

- Increase communications
- Promote our brand with a tag line everywhere
- Coach, instruct and teach members via webcasts/articles to help them improve and/or gain knowledge of cutting
- Identify and promote benefits like the John Deere discount
- Increase presence of ED, EC and Officers at weekend events
- Listen, listen, listen

Additional Ideas

- Develop open mic Q&A session with an Executive Committee member at the NCHA booth during the Triple Crown Events
- Cutting clinics for non-members
- Host an open house during Triple Crown Events for members to come to office and meet staff
- Promote the NCHA Charities Foundation
- NCHA could create a welcome video with Executive Director
- Emphasize brand and mission statement
- Organize tours during the Futurity
- Encourage members to open opportunities for sponsorships
- Continue interaction and relationships with other cutting clubs

Julie highlighted the results of the Non-Renewal Member Survey. Out of 1,100 that were invited to participate, 198 responses were returned. In summary, most of the non-renewals were of competitor status. Of those 198 returned, around 80 non-renewals had been a member of NCHA over 10 years. The feedback in the survey was very helpful in trying to understand what NCHA needs to address for our members.

<u>APPROVED LAE/SHOW PRODUCERS COMMITTEE REPORT – CHERYL CALLIS (via phone)</u>

Cheryl Callis, Approved LAE/Show Producers Committee Chair joined via phone and addressed the Executive Committee with the following recommendations.

1. Recommend disclosure of all fees (Jackpot, Cattle, Office and Miscellaneous Fees) in each Shows Rules for the Major and Premier Shows.

MOTION was made by Skip Jones and **SECONDED** by Matt Miller to approve the disclosure of all fees with the addition of percent payback. **MOTION PASSED.**

2. Recommend the approval of the 2020 January-June requested dates per attached calendar.

As this recommendation was discussed, there was concern regarding the closeness of shows in dates and proximity.

MOTION was made by Skip Jones and **SECONDED** by Ernie Beutenmiller to approve the 2020 January-June approved show calendar. MOTION CARRIED by majority with four (4) opposed — Lach Perks, Tatum Rice, Tommy Neal and Matt Miller.

3. Recommendation going forward to adopt the planning calendar.

Rule book verbiage change as follows...

Page 59 – 'Normal calendar movement will consist of shows using the projected start date of the NCHA Futurity and counting back from that date to determine what their show dates should be each year.'

REPLACE WITH:

LAE show dates will be scheduled by using www.calendar-365.com to determine week # of the year start date. The same week # start date will be used each year.

MOTION was made by Skip Jones and **SECONDED** by Rock Hedlund to adopt the proposed planning calendar concept. **MOTION PASSED.**

4. Recommends that the Executive Committee under advisement of the LAE Show Producers Committee in order to protect existing Major and Premier shows no new show will be approved until show schedule for existing shows are set.

MOTION was made by Matt Miller and **SECONDED** by Ora Diehl to approve this schedule concept with the exception that dates be returned to NCHA staff. **MOTION PASSED.**

We realize that as a committee weekend limited age shows are impacting weekend classes, Major and Premier Shows. We recommend Competition Committee review weekend limited age classes.

Executive Committee tabled this recommendation for more investigation with the Limited Aged Events Committee to investigate further.

NON-PRO COMMITTEE REPORT – MEGAN MILLER/SHERRY GRAHAM

Megan Miller, Non Pro Committee Chair along with Sherry Graham, Committee Member addressed the Executive Committee with the recommendations from the Non Pro Committee.

1. Recommend to the Executive Committee to keep the Super Stakes schedule the same as it was in 2019.

Executive Committee determined to take no action and that staff needs to do an analysis on the impact with this schedule as it relates to the MERP.

2. Recommend to the Executive Committee for Champion and Reserve Champions to receive buckles, finalists receive vouchers for buckles that NCHA purchases. They must be present to pick them up and must turn them in within 30 days to receive their buckle.

MOTION was made by Rock Hedlund and **SECONDED** by Ernie Beutenmiller to approve this concept on distributing finalist buckles with the exception that they must turn vouchers in 30 days from the last day of the show for all divisions. This excludes the Youth division. **MOTION PASSED.**

3. Recommend to the Executive Committee that when a co-champion is named, both get champion buckles.

Executive Committee decided to take no action on this recommendation as it is already the current policy that stands today.

Todd Barden added that we had a sponsor come forward to supply Champion buckles to the senior divisions.

4. Recommend to the Executive Committee to have additional cattle at all the Triple Crown events.

Executive Committee determined to take no action on this recommendation and ask Non Pro Committee to coordinate with the Cattle Committee.

5. Recommend to the Executive Committee to consider a two class structure with an Open/Trainer class and a Rider class.

Some benefits of this two class recommended structure include simplicity, eliminating rules and exceptions, no gray area on who can/cannot be an Amateur and this would be more in line with other equine associations. Associations that operate with two divisions are AQHA, NRHA, NRCHA, ACHA and USCHA. This recommendation was presented with a backup slides on stats to the committee.

MOTION was made by Rock Hedlund and **SECONDED** by Ernie Beutenmiller to take no action on the recommendation of this two class division structure and send it to the Competition Committee. **MOTION CARRIED by majority with three (3) opposed — Kristen York, Ora Diehl and Sharon Overstreet.**

6. Recommend to the Executive Committee/Competition Committee to lower the intermediate level of the Non Pro portion of the Leveling proposal to \$300,000.

MOTION was made by Rock Hedlund and **SECONDED** by Tommy Neal to table this recommendation until a decision is made as it relates to the class restructure proposal. **MOTION PASSED.**

JUDGES DEPARTMENT REPORT - PETE FANNING

Pete Fanning, Director of Judges addressed the Executive Committee with updates from the Judges department. Pete opened with a big thanks to the staff for all their help with the Summer Spectacular. He appreciates all their hard work, it was a good show.

Pete updated the Executive Committee with the following:

NEW video/recertification package – Plan is to distribute this to the Judges via email to save with the cost of mailers.

Judges Application Clinic – There will be a clinic set up a day before the Futurity, we did not arrange this for the Summer Spectacular due to the fact it was my first show and wanted it to be successful. People have already inquired and signed up for that clinic.

Monitors – Judges department has been working on reassigning 315 Judges for the weekend field monitors. Andy Adams has been assigned as a new weekend field monitor.

Protests for 2019

- Three (3) valid protests
- Two (2) non valid protests

Spot Checks for 2019

- Two (2) valid spot checks
- (2) inconclusive; due to not being submitted within the allotted times (must be turned in within 7 days of the last day of the show)

Collegiate Judges Clinic – NCHA is on board to host and facilitate this clinic at the Futurity to promote new members and judges.

Videographer – In 2019, videographers are required to send a copy of their first video of the year to Ted Petit, our official NCHA videographer, to pass a quality test. Videography has picked up and is producing great videos.

Re-Certifications – Pete has recently recertified 5-6 judges.

Judges – We are up to about 320 Judges from 280 last year. Goal is to get to about 350. Aged Event pool would like to be up to about 75-80. They currently have about 50.

Byron Green, Regional 4 Director addressed a concern with the Director of Judges on Judges in their area not being very responsive and returning calls. Pete agreed to address that concern.

Lach Perks inquired about pay for the Judges. Standard pay is \$500 a day currently. Rock Hedlund mentioned that there have been discussions within the Judges Rules Committee on a looking into a process where Judges would be paid a \$50 an hour stipend for anything over 10-12 hours, but nothing in place at this time.

Sharon Overstreet commented that she overheard some Judges that were just certified were having a hard time finding a job. How do we address that?

Tammy Kimmel, Administrative Assistant in the Judges Department commented that they will give credit for judging a high school rodeo as well.

JUDGES RULES COMMITTEE REPORT – ROCK HEDLUND

Rock Hedlund, Judges Rules Committee Chair addressed the Executive Committee with their recommendations.

1. Recommend changing the wording to Judging Rule 5.c, page 125. Explaining in more detail a "double whistle" violation.

MOTION was made by Matt Miller and **SECONDED** by Lach Perks to approve changing the language in Judging Rule 5.c on page 125. **MOTION PASSED UNANIMOUSLY.**

2. Recommendation to amend Standing Rule 35.A.2, Page 66

MOTION was made by Steve Norris and **SECONDED** by Ernie Beutenmiller to add a (35.A Signature of Consent) form at all NCHA approved or sponsored events. **MOTION PASSED UNANIMOUSLY.**

Written as follows:

Both owner and rider of any horse entered in an NCHA approved or sponsored event, by
said entry, consents to the implementation of any action allowed by this Zero Tolerance
Rule by either show management or judge.

Signature:	

Discussion to approve the amended rule of 35.A.2.a., 35.A.2.b., and 35.A.2.c. with an addition added during discussion to c. underlined below:

c. Both owner and rider of any horse entered in <u>any NCHA produced event</u>, by said entry, consents to the implementation of any action allowed by this Zero Tolerance Rule by either show management or judge. <u>Signature of consent for this rule will be listed on all NCHA produced show's entry forms.</u>

In addition, the Judges Rules Committee discuss that a Sub-Committee be formed to explore additional modifications and disciplinary actions to this rule.

Executive Committee tabled the remainder of this recommendation of 35.A.2 amendments for the Judges Rules Committee to investigate further and bring back to the EC Meeting October 28-29.

3. Recommended to add wording to Standing Rule 35.B.1.b, page 68 - Conduct toward Judges and Monitors.

Executive Committee tabled this recommendation for further investigation.

- 4. Recommendation added from the Judges Rules Committee meeting on June 27, 2019: Standing Rule 21.e, Page 112 2019 Rulebook
- Recertification for Judges who have judged an LAE Monitored or Produced event of \$100,000 or more.

Judges that have judged an NCHA Monitored event with \$100,000 added or an NCHA Produced event within the current or past year will be considered re-certified with the <u>Director of Judges approval.</u> Therefore, these specific judges will only need to provide the \$150 fee to NCHA to remain an active judge.

MOTION was made by Tatum Rice and **SECONDED** by Steve Norris to approve this recommendation with the addition of adding the following (with Director of Judges approval). **MOTION PASSED UNANIMOUSLY.**

Rock Hedlund suggested a recommendation for NCHA to investigate a delay system on our live stream feed and webcast in the event we have an incident that shouldn't be publicized.

GOVERNANCE, PROMOTION & GROWTH – SHARON BEACH/DAN AGNEW

Sharon Beach, Governance, Promotion and Growth Committee Chair and Dan Agnew, Governance, Promotion and Growth Committee Vice Chair addressed the Executive Committee with their committee's recommendations. Dan is leading the Growth and Promotions side and Sharon will update for Governance.

Dan Agnew touched on some key points during the presentation regarding the following:

Development of updated demographic and analytic study – NCHA has produced these statistics before but it was years ago and needs to be updated. This would assist with sponsor development. We will need to find the budget to fund this study and produce a quality report.

Creation of more promotional video content - Short content has improved greatly. It is recommended that more long programs be created. Some ideas might be to follow the journey of a two year old to the Futurity, "Legends" interviews and the cutting horse/NCHA history. They recommend that is reach out passed social media with internet and TV networks. This project would also require a budget or partnership for production costs.

Affiliate/producer marketing support – Focus would be to promote national and regional sponsors, maintain content of the "kit". Ideas for the kit package would include items like banners, posters and press releases for NCHA, we could organize another workshop at convention and of course budget would be required for extra printing, DVDs and banners plus shipping.

Regional Championship Circuit concept – Goal would be to keep the weekend competitors by creating a prestige and motivational concept that local cutter can participate in who are not interested in hauling for the world championship but want to compete. Regions would have to participate and be supportive to members. A timeline has been created to entertain this concept through the proper channels before bringing it up for final approval by the EC.

Sharon Beach highlighted some proposed changes during the presentation regarding the following:

By Law Changes Proposed

- 1. Article 4, Section Three, (d) pg. 189 Official Handbook
- Those nominees within each Director District receiving the greatest number of votes shall be deemed elected to the Board of Directors effective as of the commencement of the next annual meeting.
- 2. Article 5, Section One, (d) (i) & (ii) pg. 192-3 Official Handbook

- (i) Commencing with the June 2003 annual meeting of the Board of Directors and thereafter, all at-large and Regional Directors shall rotate off the Executive Committee as their respective three-year terms shall expire. Upon the expiration of their respective terms, each at-large member shall be replaced by an at-large member, and each Regional Director shall be replaced by a Regional Director elected from the same Region. Each at large member and each Regional Director so elected shall receive a three-year term.
- (ii) At each annual meeting of the Board of Directors thereafter, the Board of Directors shall elect as many members of the Executive Committee as shall be necessary to fill the expiring terms.

Governance Quality

- 1. Improve Governance quality and leadership through orientation & training protocols and accountability.
 - * EC Members
 - * Officers
 - * Board of Directors
 - * Committee Chairs and Vice-Chairs
 - * NCHA Staff
- 2. Develop roles & responsibilities for governance members.
- 3. Recommend officer election protocol.

This topic initiated a lot of discussion, about the prerequisites we should enforce before electing someone to the Executive Committee as Vice President. It was suggested that the Governance, Promotion & Growth committee look at the recommended qualifications and bring it back to the EC for consideration.

Ernie Beutenmiller would like to consider that we select the candidates earlier in advance to allow the appropriate time necessary for them to fully campaign.

Standing/Non-Standing Committees

- Review current standing/non-standing/special task committee structure, purpose and number of committees. Pgs. 10 – 16 Official Handbook
- Recommend changes.

Suggestions were made by some of the Executive Committee members to consider a Weekend Committee. Weekends are currently represented within the Open Show Committee. Is there an opportunity to rename that committee?

President-Elect Steve Norris would like to explore the opportunity of developing a Rules and Regulations Committee that would manage the rulebook and such. The Executive Committee expressed concerns with that concept.

1. Developing a Long-range planning template: seeing hard numbers, and an outline of a plan, etc.

Executive Committee determined to take no action with this recommendation.

2. Insuring governance quality at all levels of the NCHA leadership levels (committee, directors, executive directors, etc.) with needed training.

MOTION was made by Rock Hedlund and **SECONDED** by Tommy Neal to approve this training initiative as proposed. **MOTION PASSED.**

3. The changing of the guard (EC Committee members) happens following the end of the Convention at the first scheduled BOD meeting at Convention. EC Committee members training (3 months' time period) and beginning at the Fiscal year (September 1) October 1

MOTION was made by Tatum Rice and **SECONDED** by Lach Perks to table this recommendation and request that the necessary verbiage be prepared for an amendment to the current constitution and bylaws in relation to when a new member on the Executive Committee officially takes over a position. This motion excludes the NCHA Officers. EC is asking that the new verbiage be submitted in time for the EC Meeting October 28-29. **MOTION PASSED.**

- 4. Been asked to look at the election of the Executive Committee, Officers and the appointment of the committee members.
- 5. Look at the implementation of a nominating committee for the officer elections.
- 6. Reestablishing the equality in the system. Reworking the role as the President of the association to serve as the "Ambassador of the Sport".
 - a. Transition from the board into the officer position.

HORSE & CATTTLE WELFARE COMMITTEE REPORT – LINDY BURCH

Lindy Burch, Horse & Cattle Welfare Committee Chair addressed the Executive Committee with three unanimously approved recommendations by their committee.

- 1. Recommend hiring two stewards and one vet for NCHA produced shows.
 - One steward in the main arena/loping area
 - One steward roaming the grounds covering practice pen/stalls
 - One Vet (lameness, emergencies, etc.)
 - Stewards and Vet liable for stopping/disqualifying run

Executive Committee tabled this recommendation requesting a further investigation on cost analysis to be resubmitted by staff at the next EC Meeting in October.

- 2. Recommend requiring all practicing VETS on show grounds to be a NCHA member and to sign an agreement to practice on grounds for NCHA produced shows.
 - Vet agreement holds vets to same rules and due process as members
 - Requires vet to become familiar and bound to NCHA medication rules.
 - Currently AQHA vets must sign an agreement to practice on show grounds and are bound to become familiar with the medication rules and violations.

MOTION was made by Skip Jones and **SECONDED** by Rock Hedlund to adopt this recommendation in requesting that VETS sign an agreement to practice on grounds for NCHA produced shows. **MOTION PASSED.**

3. Recommend changes to NCHA Medication Rules & Policy as outlined in the documents provided by Jim Morris.

Rule 35A Rule Change

MOTION was made by Steve Norris and **SECONDED** by Ernie Beutenmiller to approve the Standing Rule 35A changes for Medication Review Committee. **MOTION PASSED.**

Know Before You Show

MOTION was made by Tommy Neal and **SECONDED** by Skip Jones to approve the Know Before You Show for Medication Review Committee. **MOTION PASSED.**

Authority to Treat Form

MOTION was made by Matt Miller and **SECONDED** by Tatum Rice to approve the Authority to Treat Form for Medication Review Committee. **MOTION PASSED.**

LEGAL UPDATES – JIM MORRIS

Jim Morris, NCHA Legal Counsel addressed the Executive Committee with the policy and guidelines, Hearing Procedures and Administrative Procedures changes for the Medication Review Committee, Grievance Committee and Non Pro/Amateur Review Committee.

Medication Review Committee

MOTION was made by Rock Hedlund and **SECONDED** by Ernie Beutenmiller to approve the Policies and Guidelines for Medication Review Committee. **MOTION PASSED.**

MOTION was made by Skip Jones and **SECONDED** by Ernie Beutenmiller to approve the Hearing Procedures for Medication Review Committee. **MOTION PASSED.**

MOTION was made by Steve Norris and **SECONDED** by Lachlan Perks to approve the Administrative Procedures for Medication Review Committee. **MOTION PASSED.**

Grievance Committee

MOTION was made by Lach Perks and **SECONDED** by Tatum Rice to approve the Policies and Guidelines for Grievance Committee. **MOTION PASSED.**

MOTION was made by Lach Perks and **SECONDED** by Tatum Rice to approve the Hearing Procedures for Grievance Committee. **MOTION PASSED.**

MOTION was made by Lach Perks and **SECONDED** by Tatum Rice to approve the Administrative Procedures for Grievance Committee. **MOTION PASSED.**

Non Pro/Amateur Review Committee

MOTION was made by Matt Miller and **SECONDED** by Tommy Neal to approve the Policies and Guidelines for Non Pro/Amateur Review Committee. **MOTION PASSED.**

MOTION was made by Matt Miller and **SECONDED** by Tommy Neal to approve the Hearing Procedures for Non Pro/Amateur Review Committee. **MOTION PASSED.**

MOTION was made by Matt Miller and **SECONDED** by Tommy Neal to approve the Administrative Procedures for Non Pro/Amateur Review Committee. **MOTION PASSED.**

EXECUTIVE SESSION

MOTION was made by Tommy Neal and **SECONDED** by Skip Jones to move the meeting into Executive Session with regards to personnel issues. **MOTION PASSED.**

GENERAL SESSION

MOTION was made to move the meeting back into General Session. **MOTION PASSED.**

ADJOURNMENT

The Executive Committee meeting adjourned at 8:10PM for the day and will reconvene on Wednesday, August 7, 2019 at 8:00AM.

WEDNESDAY, AUGUST 7, 2019

President Ron Pietrafeso called the meeting to order at 8:04AM by opening with prayer.

NCHA CHARITIES FOUNDAION REPORT – JOEY MILNER/LAURA WOOD

NCHA Charities Foundation Trustees Joey Milner, Charlie Israel, Frank Merrill and NCHA Charities Foundation Executive Director Laura Wood presented at the Executive Committee meeting by emphasizing their mission, roles and responsibilities, scholarship and payment process along with some quick updates.

Dr. Glenn Blodgett

MOTION was made by Ernie Beutenmiller and **SECONDED** by Tatum Rice to accept the position of Dr. Glenn Blodgett as an incoming trustee and hold a seat on the Board of Trustees for the NHCA Charities Foundation, effective immediately. **MOTION CARRIED.**

Laura Wood, NCHA Charities Foundation Executive Director addressed the Executive Committee with some highlights from their presentation.

NCHA and NCHA Charities Foundation has a shared mission – To Sustain and Grow the passion for the cutting horse.

Roles & Responsibilities

- Legal Entity 501(c)3 non-profit organization
- Operates under four (4) tenants
 - Youth and Scholarship
 - Horse and Animal Welfare Research
 - History and Preservation
 - Education and Promotion of the Sport
- Exists to support and enhance services to the NCHA membership, not to supplement and day to day NCHA operations
- Has a separate Board of Trustees and By Laws, Independent of NCHA

Scholarship Overview

- Scholarships are awarded based upon criteria set by an independent selection committee – equally weights of need, GPA, leadership and essay
- Scholarships are awarded once per year in May
- Funds are originated from donations, and interest earned on endowment.
- Payment process
 - Student/parent applies
 - Check database
 - Send check request through Merrill Lynch's secure mail
 - Merrill Lynch cuts and mails check
 - University receives a check cut from Merrill Lynch

Frank Merrill and Joey Milner added that the scholarship selection committee in place is completely independent with no conflicts of interest.

NCHA Charities Foundation would like to entertain a recommendation to take over and handle all attributes of the scholarship process with Option B – Foundation manages all scholarships – monies are all in one place, there is one process.

MOTION was made by Lach Perks and **SECONDED** by Matt Miller to adopt the NCHA Charities Foundation proposal (Option B) to manage ALL scholarships for NCHA and NCHA Charities Foundation effective fiscal year end, September 30, 2019. All scholarship monies will be transferred accordingly to the Foundation. **MOTION CARRIED with one (1) abstained - Ora Diehl.**

<u>LIMITED AGED EVENTS COMMITTEE REPORT – TARIN RICE</u>

Tarin Rice, Limited Aged Events Committee Chair addressed the Executive Committee with their recommendations.

Tarin commented that the Limited Aged Events Committee was in favor of the leveling program. They do want to put in some stipulations that during and after any test shows that there can be revisions made as needed. In a recent meeting, some that went to Vegas spoke that entries were up and spoke a lot about it. Also, some complaints came in that is was too expensive and there were too many runs on the horses. Feedback is going to be crucial moving forward with assisting staff in the analysis of the proposal set in place. Tarin feels that the Non Pro comments were positive about the simplicity of the program and that we are on the right track with leveling in some kind of way.

Tarin also mentioned that during Convention there was mention of a two class system that was well received by the committee. Whatever we come up with, LAE is in support as long as it continues to benefit the NCHA.

LAE is in support of adding more cattle to make a more quality show. LAE also felt positive with the use of the cross bred steers during the Amateur at the Derby.

LAE would also like to recommend the use 2½ Minute Clock during all competitions including finals.

MOTION was made by Lach Perks and **SECONDED** by Skip Jones to approve this recommendation on the use of the $2\frac{1}{2}$ Minute Clock during all competitions. **MOTION PASSED.**

Tarin also added that the LAE committee would like to recommend evaluating a way to combine aged events between Futurity and the Super Stakes. Committee felt like so many aged events shows negatively impacts the number of entries at the Super Stakes.

- 1. The Committee agreed that they support the Cattle Committee recommendation as follows:
 - 3.75/Horse 1st Go All Classes
 - 3.75/Horse 2nd Go All Classes
 - 3.75/Horse Limited & Amateur Semis and Finals
 - 4.5/Horse Open & NP Semis, 3,4 & 5/6yo

5/Horse – Open & NP Finals, 3,4 & 5/6yo

2. The Committee supports the Non-Pro recommendation to award Champion and Reserve Champion Buckles at the event; and issue a finalist voucher that must be picked up at the awards ceremony and redeemed within a deadline.

Executive Committee determined to take no action on this recommendation for LAE, action was already addressed in Non Pro Committee recommendations Item #2.

3. The committee is recommending keeping the same schedule as 2019 in 2020 for the Super Stakes. They are also recommending that same format for the 2020 Summer Spectacular.

Executive Committee tabled this recommendation requesting a further investigation with more information and cost analysis by the staff to be resubmitted at the next EC Meeting in October.

4. Recommendation that the penalty payments for the NCHA Triple Crown Events and how they are allocated to the payouts.

Executive Committee tabled this recommendation requesting a further investigation with more information and cost analysis by the staff to be resubmitted at the next EC Meeting in October.

- 5. Recommend evaluating a way to combine aged events between the Futurity and the Super Stakes.
- 6. It was strongly recommended that awards ceremonies no longer take place on the side of the judges stand.

Tom Lyons, a former NCHA President was welcomed by the Executive Committee via phone to revisit Monday's meeting on the motion of limiting horses. This led to further discussions with a result to recommend going with three (3) horses across the board and that was discouraged.

Tommy Neal commented with the fact that we can't tell the consumer where to spend their money. The reason we continue to shrink is overall costs. There is only so much disposable income out there, competitors want to feel like they can get back some of their money. It is like the stock market, it is going to have to correct itself like it did years ago.

MOTION was revised by Ernie Beutenmiller and was **SECONDED** by Steve Norris to approve the following:

Limited Aged Events \$9,999 or less in added money will be limited to 2 horses per rider per class.

Limited Aged Events \$10,000 to \$99,999 in added money will be limited to 3 horses per rider per class.

Approved Limited Aged Events \$100,000 plus in added money will be limited to 3 horses per rider per class.

NCHA Produced Limited Aged Events will be limited to 2 horses per rider per class.

This will become effective beginning 2020.

MOTION CARRIED by majority vote of 9 for YES; 4 for NO

ROLL CALL VOTE WAS TAKEN FROM EC:

Ernie Beutenmiller – YES
Ora Diehl - NO
Byron Green – YES
Rock Hedlund – YES
Skip Jones - YES
Matt Miller - NO
Tommy Neal – YES
Steve Norris – YES
Sharon Overstreet – YES
Lachlan Perks – NO
Tatum Rice – YES
Ronnie Smith – YES
Kristen York – NO

OPEN SHOW COMMITTEE REPORT – ZEKE ENTZ

Zeke Entz, Open Show Committee Chair addressed the Executive Committee with recommendations from his committee. Our committee takes pride in helping people get recognized and get people started with cutting. A lot of this will come from our weekend cutters.

- 1. Committee recommends development of Region Finals for weekend shows and the formation of a Task Force. (CIRCUIT)
- 2. Recommend at weekend shows 3 horse classes with \$300 added or more only pay out the added money. Four or more horses pays regular payout.

MOTION was made by Matt Miller and **SECONDED** by Tommy Neal to approve this recommendation on this payout structure for weekend shows including all weekend LAE shows. **MOTION PASSED.**

3. Recommend qualifying Top 10 NCHA Area Leaders and Affiliate Leaders using the old weekend rules.

MOTION was made by Tommy Neal and **SECONDED** by Rock Hedlund that this recommendation be sent to staff for an implementation plan and brought back to the EC in October. **MOTION PASSED.**

4. Committee recommends developing a Certificate like the Certificate of Ability to send to the NCHA Area Leaders placing 2-5.

MOTION was made by Tatum Rice and **SECONDED** by Matt Miller to approve this recommendation issuing certificates for Top 5 Area Leaders effective this current point year. **MOTION PASSED UNANIMOUSLY.**

Challenger Series

MOTION was made by Skip Jones and **SECONDED** by Sharon Overstreet to direct staff to pull plug on Challenger Series program in the US ONLY and terminate Rod's Spur contract effective immediately. **MOTION CARRIED by majority with three (3) opposed – Ernie Beutenmiller, Steve Norris and Lach Perks.**

CATTLE COMMITTEE REPORT – STEVE OEHLHOF

Steve Oehlhof, Cattle Committee Chair along with Bronc Willoughby addressed the Executive Committee with recommendations from their committee.

- 1. Recommendation to have additional cattle at Triple Crown Events
 - 3.75/Horse 1st Go All Classes
 - 3.75/Horse 2nd Go All Classes
 - 3.75/Horse Limited & Amateur Semis and Finals
 - 4.5/Horse Open & NP Semis, 3,4 & 5/6yo
 - 5.5/Horse Open & NP Finals, 3,4 & 5/6yo

Bronc Willoughby commented that he is stopped often at the shows and asked why we reduced the cattle per horse.

Bronc requested the EC to look at the option to supply Fort Worth shows with more cattle panels and place some cattle under the parking garage. Shianne has analyzed the cost and is going to address this with WRMC.

MOTION was made by Tatum Rice and SECONDED by Matt Miller to approve this recommendation with the proposed change for adding cattle back in the Triple Crown Events. MOTION WITHDRAWN. Executive Committee withdrew this motion to recommend staff develop a cost analysis on the impact of this proposed addition of cattle and bring it back to the EC during the October meeting.

STALLION OWNERS & BREEDERS COMMITTEE REPORT – MICHELLE COWAN

Michelle Cowan, Stallion Owners & Breeders Committee Chair addressed the Executive Committee with recommendations from her committee. Stallion Owners & Breeders Committee

1. The Stallion Owners and Breeders Committee desires continuous input in the event of any Executive Committee intended changes to payout distribution PRIOR to implementation.

MOTION was made by Tatum Rice and **SECONDED** by Rock Hedlund to approve this recommendation on requests from EC on any communications to be made regarding payout distribution in relation to the Super Stakes. **MOTION PASSED.**

2. The Stallion Owners and Breeders Committee request that the previous named account "Stallion Insurance Fund" be renamed "Stallion Reserve Fund".

Executive Committee decided to take no action, but staff can change the title without our approval.

3. The Stallion Owners and Breeders Committee requests that the NCHA Insurance Policy be sent to the Finance Committee to get a second opinion from an insurance attorney to make sure we are properly covered at NCHA's expense.

MOTION was made by Rock Hedlund and **SECONDED** by Tatum Rice to approve this recommendation in relation to researching an insurance attorney with confirmation of coverage. **MOTION PASSED.**

- 4. The Stallion Owners and Breeders Committee requests that NCHA establish a process to reach out to unsubscribed stallion owners to encourage them to subscribe their stallions.
 - a. In the event that a mare owner is trying to enroll his foal to a stud that is not subscribed, there needs to be a process of reaching out to that stud owner to encourage him to subscribe.
- 5. The Stallion Owners and Breeders Committee requests our investment policy mirror NCHA's investment policy.

MOTION was made by Matt Miller and **SECONDED** by Skip Jones to approve this recommendation on mirroring the investment policy of NCHA. **MOTION PASSED.**

Michelle Cowan inquired on the procedure of when an outside member of the committee wants to present something to a committee requesting a vote? Ron Pietrafeso answered that the normal procedure would be to contact the chairman of the committee to coordinate for the next agenda. Information should be provided by the person and/or group requesting the vote.

Stallion Owners and Breeders was approached by Ora Diehl on the leveling proposal to make sure they were included and to get their decision on whether or not they supported the proposed program. It was determined that they could bring that result to the next EC meeting but at this time Michelle felt as though the committee was undecided.

MARKETING DEPARTMENT REPORT – TODD BARDEN

Todd Barden, Director of Marketing/Sponsorships addressed the Executive Committee with highlights from the Marketing department.

Successes at Summer Spectacular

- Love's Receipt Giveaway
- New Priefert panels for arena
- Hero's Night
- Cowgirl's with cameras
- Texas and Southwest Cattle Raisers Association Dinner
- Stockyards Geo-Fencing

Marketing Initiatives - New and Ongoing

- Traveling Goggles
 - Calgary Stampede, Texas FFA Convention, Texas 4H Round-Up, NHSFR, Texas State 4H Horse Show, TAMU Beef Cattle Short Course,
- Virtual Reality Opportunities
 - Italian Cutting Horse Association, South Texas Tack Permanent Display
- Upgrading the Experience Virtual Reality Goggles
- Working with Texas Cowboy HOF for Futurity
- "Before the Strait Tailgate" before the George Strait Concert
- · Weekend Tailgate Parties at Futurity
- Mechanical Cow Repair and potential Trailer
- Congress Booth
- Texas FFA Convention
- Continue to market to horse lovers NHSFR, FFA, 4H, Congress, etc.
- Bring back Stallion Alley in the Trade Show

Sponsorship Initiatives – New and Ongoing

- \$40,000 in New Money for Youth Week
- Used time during Summer Spectacular for Partner Appreciation which included many conversations, meetings and dinners...
 - Holy Cow Performance Horses (Nancy Crawford-Hall), Great American (June McGee), Kit Kat Sugar (Pete Branch), McAlister Assets (Heidi McAlister and Sharon Beach), Debbie Roberts and Bobby Patton (Rocking P), Jeremy Barwick (BVSS and Western Bloodstock), Lee Holsey (Cowboy Trailer Sales) and Stella Swanson (7 Ranch.)
- Began renewal talks with 7 Ranch
- Verbal Commitment to renew McAlister Assets
- Pitched Title Sponsorship for the Best of the West Trade Show

Cutting Horse Chatter Magazine

Todd presented some statistics on the printing of the Chatter with emphasis on the black and white pages in the back of the magazine and a proposal to reduce that section. This is a cost savings initiative with the following recommendation to the Executive Committee.

1. Marketing department recommends to task Accounting, Marketing and Chatter Staff with systematically eliminating Black and White Pages from the Chatter Magazine utilizing the most efficient reduction of page counts to maximize cost savings.

MOTION was made by Tatum Rice and **SECONDED** by Skip Jones to approve this recommendation on the reduction of the black and white pages printed in the monthly Chatter publication. **MOTION PASSED.**

<u>AFFILIATE OFFICERS/SECRETARIES – KATHY CARDON (via phone)</u>

Kathy Cardon, Affiliate Officers/Secretaries Committee Chair joined the meeting via phone to address the Executive Committee on the recommendations from her committee.

1. Recommend to study logistics and set a weekend aside for return of NCHA Weekend. Regarding Area Trophies Committee was advised that members send requests in email to NCHA Office.

Executive Committee tabled this recommendation requesting further investigation by the staff on dates/sponsorships and location for event to be resubmitted at the next EC Meeting in October.

2. Recommend bringing back qualifying for the Eastern and Western National Championships and Independent Show Producers have their shows co-approved by an Affiliate with the Top 15 sent an invitation.

Executive Committee decided to take no action on this recommendation.

3. Recommend NCHA Affiliate cannot approve competing Association with the exception of AQHA, APHA and High School Rodeo.

MOTION was made by Kristen York and **SECONDED** by Lach Perks to approve this recommendation that a NCHA Affiliate cannot approve having a joint show with a competing association with the exception of AQHA, APHA and High School Rodeo. **MOTION PASSED.**

4. Recommend Area Directors aid weekend Show Producers with show scheduling conflicts

Executive Committee decided to take no action on this recommendation.

ADJOURNMENT

There being no further business to come before the committee, **MOTION** was made by Steve Norris and **SECONDED** by Skip Jones to adjourn the meeting. **MOTION PASSED UNANIMOUSLY**.