

**Belgian Draft Horse Corporation of America**  
**Board Meeting - May 7, 2015**

The board meeting was called to order at 9:15 a.m. by President Michael Stone at the corporation office in Wabash, Indiana. All directors present as follows: Dr. Michael Stone, Mark Barie, Jim Carey, Matt Frieden, Christina Lemley, Duane Miller, Gary Miller, Jack Peckinpaugh and Walter Schaefer, Jr. Office personnel, Paula Tharp was present to record the minutes.

The minutes from December 5, 2014 were presented for approval.

Christina Lemley moved to amend the section of the minutes discussing Article 3 of the bylaws to now read:

Motion to change the word 'persons' to 'members' in Article 3, Section 4b to read as follows: The members of this Committee shall be notified of their appointment by the COO/Secretary and shall be informed with regard to their duties of proposing the names of duly qualified members to be placed on the ballot for the next coming election."

The motion carried unanimously.

Christina Lemley moved to strike from minutes "To accept something about 5/6?".

The motion carried unanimously.

Jack Peckinpaugh moved to approve the December 5, 2014 minutes, with above amendments.

The motion carried unanimously.

Minutes from the December 6, 2014 executive session were presented for approval.

Gary Miller moved to approve minutes.

The motion carried unanimously.

Minutes were presented for approval from the December 9, 2014 conference call.

Duane Miller moved to approve the minutes.

The motion carried unanimously.

Minutes were presented for approval from an email vote in December.

Walter Schaefer, Jr. moved to approve the minutes.

The motion carried unanimously.

The January 9, 2015 conference call minutes were presented for approval.  
Jack Peckinpaugh moved to approve the minutes.  
The motion carried unanimously.

Minutes were presented for approval from the January 10, 2015 executive session.  
Gary Miller moved to approve the minutes.  
The motion carried unanimously.

Financial reports were presented for January 1 – March 31, 2015.  
Tracy Kelly, accountant, went over the financial statement with the board.  
Walter Schaefer, Jr. moved to accept the financial report.  
The motion carried unanimously.

Mark Barie moved to request more detail on ledger, i.e.: memo description.  
The motion carried unanimously.

Mark Barie moved that Dr. Stone work with the COO to create a voucher system for incoming & outgoing expenses.  
The motion carried unanimously.

Jack Peckinpaugh moved to sign the engagement letter with Rea Logan & Co., LLC.  
The motion carried unanimously.

Walter Schaefer, Jr. moved that Jack Peckinpaugh and Walter Schaefer, Jr. look into options for investing \$100,000.  
The motion carried unanimously.

President Michael Stone presented a report from his attendance at the National Pedigreed Livestock Council's annual meeting that was held in April 2015. Discussion occurred about the possibility of archiving DNA at some point in the future.

Old business:

Mark Barie moved to recommend the social media committee implement a tie-in between the website, brochure and social media sites.  
The motion carried unanimously.

Duane Miller moved to grant a registered name application sent into the office by a non-member.

Yes: Mark Barie, Matt Frieden, Christina Lemley, Duane Miller, Gary Miller, Jack Peckinpaugh and Walter Schaefer, Jr.

No: Jim Carey.

The motion carried.

Mark Barie moved to freeze approval of registering new prefixes until board approves individually.

The motion carried unanimously.

There was discussion on Article IX of the by-laws: Recording Prefixes/Registered Names Prefix defined as the first word(s) of a registered name owned by an individual or farm. It was proposed to retitle Article IX to read "Registered Prefixes" and to remove the words "registered name" throughout Article IX.

Mark Barie and Christina Lemley will work on the wording before it is brought to a vote. There was discussion to amend Article IX as follows:

Second sentence: First member to record a prefix has sole privilege of using thereafter and said prefix cannot be used by another person without written consent of the recorder. Said prefix name can be used in any other part of an animal's name by anyone other than the registered prefix owner. It was proposed to adding a section about paying an undetermined fee for retiring a prefix to freeze any future use. More research will be done before it is made into a formal motion.

Matt Frieden moved that the COO create a form for 'loaned' or 'donated' items to be housed at the corporate office. The COO will maintain inventory at the corporate office. Matt Frieden will help COO to put together the list of artifacts and inventory.

The motion carried unanimously.

Mark Barie moved to take action on preserving certificate #1 issued by The American Association of Importers and Breeders of Belgian Draft Horses.

The motion carried unanimously.

Discussion of a Preservation Committee to explore the opportunity of securing a spot in the Wabash Historical Museum for Belgian Draft Horse Corporation as an historical part of Wabash. Preservation Committee appointed: Matt Frieden, Jack Peckinpaugh and Jim Carey.

Jim Cary moved to go into executive session at 1:40 p.m.

The motion carried unanimously.  
Executive Session ended at 2:50 p.m.

#### Committee Reports:

Publication committee report by Duane Miller:

There were 2,050 copies of the 2014 Belgian Review printed.

Recommendation to eliminate ¼ page ads for future issues

Recommendation to create an advertisers edition for future issues

Recommendation to send “cut sheet” in mailer for next year

Walter Schaefer, Jr moved to accept the publication committee recommendations.

The motion carried unanimously.

Website/Social Media committee report by Walter Schaefer, Jr:

Directors viewed the new Belgian Draft Horse Corporation website, to be going live by mid-summer 2015.

Show Rules committee report by Mark Barie:

No updates it is still an ongoing process.

Nation Belgian Show committee report by Mark Barie:

Indiana is hosting all 4 National draft horse shows this year.

Photographer has been secured for National Belgian Show.

Request submitted to trademark “National Belgian Show” and will have an answer on if it was approved soon.

There will be an additional bred and owned class this year.

NABC 8 committee report by Mark Barie:

Budget has been reviewed and revised.

New committee member: Mark Hochstetler

Class Schedule will be finalized and be made public in July 2015.

Live video streaming from event will be paid for by a sponsor.

A building has been secured for a vendor area.

An auction will be held at the Belgian Expo on the Friday night event. Donated items will be appreciated.

Board was updated regarding the NABC 8 apparel items.

Admission into the event will be FREE.

Jack Peckinpaugh moved for an additional commitment of \$25,000 from the Belgian Draft Horse Corporation to NABC 8 to be used in pull classes, farm classes and general fund.

Yes: Mark Barie, Jim Carey, Christina Lemley, Gary Miller, Jack Peckinpaugh, Duane Miller and Walter Schaefer, Jr.

No: Matt Frieden.

The motion carried.

National Belgian Futurity committee report by Jim Carey:

They are looking for a new member for the committee.

It is requested from the committee to place their logo on the Belgian Corporation website to get exposure.

Christina Lemley moved to include the National Belgian Futurity Logo on the Belgian Corp website, Belgian Youth materials, and in social media.

Motion by Christina Lemley.

Second by Walter Schaefer, Jr.

Motion carried unanimously.

Nomination committee report by Jack Peckinpaugh:

Corporation office will mail ballots

Recommendation that the accounting firm to have physical control of ballots at all times.

Office will make a listing of all eligible members to vote and take to the accountant.

Jim Carey moved for the accounting firm to handle voting ballots at all times and the ballots be numbered for verification.

The motion carried unanimously.

Annual Meeting committee report by Duane Miller:

The Berlin Resort in Berlin, Ohio has been secured for the annual meeting on Friday, December 4, 2015.

The board meeting will be from 8:00a.m.-3:00p.m.

The banquet will be at 6:00p.m.

The youth meeting will be held on Thursday, December 3, 2015

The reorganization meeting will happen at 8:00a.m. Saturday, December 5, 2015.

Matt Frieden moved to secure a block of rooms for the annual meeting at the Berlin Resort in Berlin, Ohio.

The motion carried unanimously.

Discussion opened to discuss program budgets.

Christina Lemley moved to approve the budget for Breeders Showcase.  
The motion carried unanimously.

Jack Peckinpaugh moved to approve the budget for National Belgian Show.  
The motion carried unanimously.

Mark Barie moved to approve the budget for the website.  
The motion carried unanimously.

Duane Miller moved to approve the budget for Hall of Fame.  
The motion carried unanimously.

Mark Barie moved to approve the budget for the Merit Program.  
The motion carried unanimously.

Jim Carey moved to approve the budget for NABC.  
The motion carried unanimously.

Christina Lemley moved to add NABC as a Belgian Merit Show.  
The motion carried unanimously.

Mark Barie moved to approve the budget for Trophies & Awards.  
The motion carried unanimously.

Duane Miller moved to approve the budget for Events.  
The motion carried unanimously.

Walter Schaefer, Jr. moved to approve the budget for National Futurity.  
Motion carried unanimously.

New Business:

Discussion opened for the option of a maximum penalty cap for late registrations and transfers.

Walter Schaefer, Jr moved to amend the 10<sup>th</sup> sentence of Article VIII, Section 1 of the bylaws to read as follows: A complete chain of transfers shall be furnished in all cases from the applicant for registry direct to the present owner, or if signatures must be bypassed to transfer an offspring, DNA verification is required or can be done on both the offspring and parentage at the applicant's expense, an additional maximum transfer fee will be applied as stated in the fee schedule.

Yes: Gary Miller, Matt Frieden, Duane Miller, Walter Schaefer, Jr,

No: Mark Barie, Jack Peckinpugh, Jim Carey, Christina Lemley.

Tie vote: Dr. Stone voted: No

The motion was denied

Duane Miller proposed a new 25 year Limited Lifetime membership.

Current annual members would pay \$750 for additional 25 years.

Current non-member would be initial \$100 for start-up, then \$750 for additional 25 years.

Mark Barie moved to accept the proposal.

The motion was carried unanimously.

A proposed policy revision to transfer animals to another person in the event of a death of a member was discussed.

The proposal read that the Belgian Draft Horse Corporation will perform a one-time transfer of the horses of the deceased membership to a different membership at no charge. A copy of the death certificate and a notarized paper showing the executor of the estate will be required.

Each horse must have a transfer application with executor of estate signing as seller and new owner information completed. All horses must be transferred from the deceased membership at one time.

Jack Peckinpugh moved to accept the proposal.

The motion carried unanimously.

Discussion occurred on the death of a current lifetime membership with more than one individual.

Duane Miller moved to rewrite Article II, Section III of the by-laws to read:

In the event of a death of a lifetime member that has a joint membership with another person, the living individuals will be granted a new lifetime membership unless the surviving parties already have a membership on their own. If that original joint membership included more than one individual, all remaining individuals will be named together on the new lifetime

membership. The surviving members of the original lifetime membership has 1 year from the individuals' date of death to notify the office and transfer the remaining names into a new lifetime membership. No other names may be added to the membership.

The Motion carried unanimously.

Discussion opened on if Stallions should have to undergo JEB testing if both parents are "parent verified JEB non-carrier".

Jim Carey moved to reword Article VII, Section IV in the by-laws to read:

*(g) DNA requirements:*

*All sires of foals must be DNA profiled. All Mares foaled in 2015 and after must be DNA profiled at the time of registration. These tests must be done through the Corporation office with all fees paid in advance. Random foals to which a registration number is issued at the discretion of the Corporation will be subject to verification of parentage by DNA profiling.*

*(h) JEB requirements:*

*All Sires entering into service after November, 1 2002 must be JEB tested and the results printed on the on the certificate of registry or be "parentage verified JEB non-carrier". "Parentage Verified JEB Non-Carrier" will be documented on the certificate of registration provided one of the following conditions is met:*

- 1) Both parents are JEB tested Non-Carriers.*
- 2) One parent is a JEB-Tested Non-Carrier and one parent is a Parentage Verified JEB Non Carrier.*
- 3) Both parents are Parentage Verified JEB Non-Carriers.*

*(i) Requirements for Registry of Foals by Artificial Insemination.*

- 1) When the certificate of registry is issued it will be identified as an AI conception.*
- 2) The Corporation may, where chilled semen is used, at any time and at the expense of the mare owner, require parentage verification of foal to be recorded.*
- 3) Where frozen semen is used, the following rules apply:*
  - a) All mares must be DNA profiled and JEB status known prior to registering the resulting foals.*
  - b) All foals must be DNA profiled and JEB status known.*
  - c) Stallion owner or lessee (lease forms available from the Corporation) at time mare was bred must sign application for registry. Whenever a stallion is sold all semen is property of the purchaser.*
  - d) No secondary semen markets (no traders or dealers).*
  - e) Upon death of stallion: No limit of use of semen, by owner, after death of stallion.*
  - f) Semen may be exported anywhere, but imported only from countries with recognized registries (presently limited to Belgium and Canada).*
  - g) Belgians sold to countries without approved registries will become grade animals upon export and no registrations allowed from services occurring after export.*

*h) Rules not retroactive. Effective December 3, 1993.*

*(j) Requirements for Registry of Foals by Embryo Transfer.*

- 1) Both the sire and the donor mare must be DNA profiled and JEB status known and recorded with the Corporation, prior to registry of any embryo.*



*2) Each individual embryo must be registered with the Belgian Draft Horse Corporation on forms provided and fees as determined by the Board of Directors.*

*3) The embryo transfer foal must be DNA profiled and JEB status known and the embryo registration certificate corrected using the embryo correction form prior to issuing the certificate of registration. The DNA profiling and JEB test will be done at the owner's expense and by surrendering the embryo registration certificate. The correction of the embryo registration certificate abides by the same rules and fees as designated by Article VII, Section, 6, c and submitting the embryo transfer correction form.*

*4) The transfer of an embryo abides by the same rules and regulations as written in Article VIII and using the application for transfer forms provided by the Corporation.*

The motion carried unanimously.

Mark Barie moved to attain 2-3 bids for replacement on the furnace and air conditioning unit at the corporation office.

The motion carried unanimously.

Walter Schaefer, Jr. moved to go into Executive Session at 7:55 pm.

The motion carried unanimously.

Gary Miller moved out of Executive Session at 9:30 pm.

The motion carried unanimously.

Reminder of upcoming events:

Horse Progress Days - July 3-4, 2015

Belgian Draft Horse Expo - July 11-12, 2015

Walter Schaefer, Jr moved to adjourn at 9:38 pm.

The motion carried unanimously.

Signed:

Dr. Michael Stone

President, Belgian Draft Horse Corporation of America