

**Belgian Draft Horse Corporation of America
Board Meeting
December 5 & 6, 2008**

Meeting called to order at 1:00 p.m. by President Darrel Eberspacher.

Roll call showed the following present:

Darrel Eberspacher, President
Crae Eller, Vice-President
Kent House, Director
Vicki Knott, Secretary/Treasurer
Christina Lemley, Director
Bill McGrew, Director
Walter Schaefer, Director
Dr. Mike Stone, Director
Keith Woodbury, Director

The meeting continued with a quorum with Gary Miller joining the meeting later.

Discussion opened on the Minutes from the May 16, 2008 Board Meeting.

Motion by McGrew,
Seconded by Lemley,
To approve the minutes as presented.
Motion carried.

Discussion opened on the Minutes of the October 12, 2008 conference call.

Motion by Stone,
Seconded by House,
To approve the minutes as presented.
Motion carried.

Discussion opened on the financial statement for the fiscal year.

Motion by Eller,
Seconded by House,
To accept the financial statement as presented.
Motion carried.

Discussion opened on the latest JEB statistics. Total percentage of carriers is currently 12.7%.

Dr. Stone presented a demonstration of the online pedigrees and informed the Board that the project is nearing completion.

Discussion opened on the proposed by-law revisions.

Article VI Records and Correspondence; Section 1

Section 1. Individual Records. Every owner or breeder desiring certificates of registry from this Corporation shall keep an adequate record of their Belgian breeding operations which should include:

- (a) List of all purebred animals owned, both registered and unregistered.
- (b) List of all purebred animals that have died, giving name and registry number and date of death. The certificate for such animals shall be surrendered within ninety (90) days to the Corporation for cancellation.
- (c) List of all purebred animals sold, whether registered or unregistered or sold without certificate of registry, giving name and registry number, date of foaling, name and number of sire and dam, name and address of buyer and the date of sale.
- (d) List of all purebred animals acquired or foaled on farm, giving name and registry number, if any, foaling date, color and description, including all white markings, the name and registry number of sire and dam, and the name and address of party from whom acquired.
- (e) List of all purebred foals out of each dam.
- (f) List of all purebred foals by each sire.
- (g) List of all outside registered mares belonging to other breeders and bred to the stallion belonging to breeder in question. Such record shall include name and registry number of mare bred, age, color and description, including all white markings, no matter how small, all dates mare was bred and name and address of owner of such mare.
- (h) List of embryos harvested from mares with transfer and breeding dates and inventory of frozen embryos.
- (i) If the Corporation at any time finds it necessary to check the records of a breeder, either in the office of the Corporation or at the domicile of such breeder, or both, such breeder shall, if required produce records for all animals purchased and/or raised by the owner, showing the animals still owned, those sold and those which have died or been taken out of service and certificates of registry for which, have been returned to the Corporation for cancellation.
- (j) Any member or non-member who fails to keep an adequate system of records or fails or refuses to produce said records when required shall be subject to such penalty as the Board of Directors may see fit to impose.
- (k) It is advisable but not mandatory that breeders' records also contain the following:
 - 1) Record of prices paid for all purebred Belgians purchased as well as prices obtained for all purebred Belgians sold.
 - 2) Record of amounts collected in service fees for each stallion used for public service.
 - 3) List of all important prizes won at fairs and expositions together with the name and registry number of animal winning each prize.

Motion by Schaefer,
Seconded by Eller,

To amend the by-law to read:

Section 1. Individual Records. Every owner or breeder desiring certificates of registry from this Corporation shall keep an adequate record of their Belgian operations.

Motion carried.

Article II Membership and Fees; Section 2

A special youth membership, without voting rights, will be offered to anyone under age 18. The current youth membership fee shall accompany the membership application. By December 31 following attainment of age 18 such individual may submit the balance of an individual membership fee. An annual fee will apply. Otherwise the membership expires.

Motion by Stone,
Seconded by Eller,

To amend the by-law to read:

A special youth membership, without voting privileges, will be offered to individuals under the age of 18. The current youth membership fee shall accompany the membership application. By December 31 of the year the individual reaches the age of 18 such individual may submit the balance of an individual membership fee. The current annual dues will apply from that point forward, otherwise the membership expires.

Motion carried.

Article II Membership and Fees; Section 3

Section 3. Termination of Membership. Membership in this Corporation shall automatically terminate with the death, resignation, corporate dissolution or expulsion of said member. Provided that upon the death of an individual member, said member's executor, administrator or legal representative shall have one year after the date of death of said member to cause to be registered or transferred upon the books of this Corporation each animal, or the unregistered progeny thereof, upon payment to the Corporation of the fees of registration and transfer as required of members under these By-Laws. Provided further, that in the event of the death of a member of a partnership, dissolution of partnership, including divorce, where the membership stands in the partnership name, the same rule shall apply as in case of the death of an individual member, provided also that the surviving partner or partners shall have the same privilege of registering and transferring each animal owned by said partnership within a period of one year from the date of death of said deceased partner. Provided further, that the mere change of name of a Corporation or educational institution shall not be construed as a change of ownership of animals owned by said Corporation or educational institution, but it shall be necessary for said Corporation or educational institution, so changing its corporate

name to immediately surrender the old membership card and obtain a new membership card and to pay therefore the current fee for a corrected membership card.

Motion by Stone,
Seconded by Eller,
To amend the by-law to read:

Section 3. Termination of Membership. Membership in this Corporation shall automatically terminate with the death, resignation, corporate dissolution or expulsion of said member. Provided that upon the death of an individual member, said member's executor, administrator or legal representative shall have one year after the date of death of said member to cause to be registered or transferred upon the books of this Corporation each animal, or the unregistered progeny thereof, upon payment to the Corporation of the fees of registration and transfer as required of members under these By-Laws. Provided further, that in the event of the death of a member of a partnership, dissolution of partnership, including divorce, where the membership stands in the partnership name, the same rule shall apply as in case of the death of an individual member, provided also that the surviving partner or partners shall have the same privilege of registering and transferring each animal owned by said partnership within a period of one year from the date of death of said deceased partner. Provided further, that the mere change of name of a Corporation or educational institution shall not be construed as a change of ownership of animals owned by said Corporation or educational institution, but it shall be necessary for said Corporation or educational institution, so changing its corporate name to immediately surrender the current membership card and obtain a new membership card and to pay therefore the current fee for a corrected membership card.

Motion carried.

Article IV Board of Directors; Section 6

Meeting of Board of Directors by Correspondence. If at any time any questions shall arise, that in the opinion of the President should be settled by the vote of the Board of Directors, but not of sufficient importance to justify the expense of calling a special meeting of said Board, said President may direct the Secretary to prepare such questions in the form of resolutions so that each Director may vote on the same by voting "yes" or "no" and mail their vote to the Secretary who shall count the same and report the resolutions of the vote to the President with the written vote cast, for the President's inspection and if the majority of the votes cast be in favor of the resolution, or resolutions, the President shall so declare and rule that the resolution, or resolutions, have been carried and if there is not a majority vote the President shall declare and rule that the motion, or motions, have been lost. And said vote and decision shall have the same force and effect as if the decision had been made at a special meeting called by said Board of Directors.

The notice required shall be a letter signed by the President in which the resolution, or resolutions, are copied and directed to each member of the Board and

mailed in the Post Office in the City of Wabash, Indiana, or in the Post Office in the city of residence of the President, not less than ten (10) days prior to the time fixed for the receipt of the vote, which time shall be fixed in said letter of instruction that is mailed to the members of said Board of Directors.

Motion by Eller,

Seconded by Stone,

To amend the by-law to read:

Meeting of Board of Directors by Correspondence. If at any time any questions shall arise, that in the opinion of the President should be settled by the vote of the Board of Directors, but not of sufficient importance to justify the expense of calling a special meeting of said Board, said President may direct the Secretary to prepare such questions in the form of resolutions so that each Director may vote on the same by voting "yes" or "no" and mail their vote to the Secretary who shall count the same and report the resolutions of the vote to the President with the written vote cast, for the President's inspection and if the majority of the votes cast be in favor of the resolution, or resolutions, the President shall so declare and rule that the resolution, or resolutions, have been carried and if there is not a majority vote the President shall declare and rule that the motion, or motions, have been lost. And said vote and decision shall have the same force and effect as if the decision had been made at a special meeting called by said Board of Directors.

The notice required shall be a letter in which the resolution, or resolutions, are copied and directed to each member of the Board and mailed in the Post Office in the City of Wabash, Indiana, or in the Post Office in the city of residence of the President, not less than ten (10) days prior to the time fixed for the receipt of the vote, which time shall be fixed in said letter of instruction that is mailed to the members of said Board of Directors.

Motion carried.

Article VII Rules of Registration; Section 4 (b)

(b) No horses imported from Belgium into the United States after January 1, 1888, shall be eligible to register in the Belgian Draft Horse Corporation of America unless the same is registered in one of the following Belgium Stud Books, vis "Societe Des Eleveurs Belges", of Liege, Belgium; "Societe National Des Eleveurs Belges", "Society Royal LeCheval De Trait Belge", of Bruxelles, Belgium, which registry shall be certified to under the seal of the respective Secretary of the Stud Book in which the same is recorded except horses imported in dam.

And except that all Belgian Draft Horses imported into the United States from Canada, shall be eligible to register in this Corporation, provided such animal is duly registered in the Canadian Belgian Horse Association; and provided such animal is either exported from Belgium to Canada and duly registered in one of the stud Books of Belgium as provided in the preceding paragraph of our By-Laws, or is a Canadian native purebred Belgian, which is declared to mean a purebred animal bred in Canada and tracing its origin to purebred registered sire and dam recorded in said Canadian records. Provided that satisfactory proof of said facts and the true

identity of the animal shall be furnished to the Secretary of this Corporation and the same accompanied by the certificate of transfer of the last Canadian owner to the first American owner. And if a female and bred, accompanied by the certificate of service of the owner of the stallion, showing the date of service, the name and Canadian number of the mare and stallion and pedigree of stallion, special forms for registering Canadian Belgians will be provided.

Motion by Lemley,
Seconded by Miller,

To amend the by-law to read:

(b) No horses imported from Belgium into the United States after January 1, 1888, shall be eligible to register in the Belgian Draft Horse Corporation of America unless the same is registered in a recognized Belgian registry.

And except that all Belgian Draft Horses imported into the United States from Canada, shall be eligible to register in this Corporation, provided such animal is duly registered in the Canadian Belgian Horse Association; and provided such animal is either exported from Belgium to Canada and duly registered in a recognized Belgian registry or is a Canadian native purebred Belgian, which is declared to mean a purebred animal bred in Canada and tracing its origin to purebred registered sire and dam recorded in said Canadian records. Provided that satisfactory proof of said facts and the true identity of the animal shall be furnished to the Secretary of this Corporation and the same accompanied by the certificate of transfer of the last Canadian owner to the first American owner. And if a female and bred, accompanied by the certificate of service of the owner of the stallion, showing the date of service, the name and Canadian number of the mare and stallion and pedigree of stallion, special forms for registering Canadian Belgians will be provided.

Article VII Rules of Registration; Section 6 (f)

f) Death or Taking Animal Out of Service. Upon the death or taking out of service of any animal registered in this Corporation, the certificate of registry shall be surrendered by the owner to the Corporation for cancellation, after which it may be returned to the owner. If the owner shall fail to surrender such certificate they shall be subject to such penalties as Board of Directors may see fit to impose.

NOTE: Taking animal out of service means a stallion that is castrated or a stallion or mare that is recognized as a non-breeder or that has ceased breeding.

Where a registered stallion has been castrated, the registration certificate may be corrected to read gelding if the owner so desires by complying with Article VII, Section 6, Item (c) of these By-Laws.

Motion by Eller,
Seconded by Miller,

To amend the by-law to read:

f) Death or Taking Animal Out of Service. Upon the death or taking out of service of any animal registered in this Corporation, the certificate of registry shall

be surrendered by the owner to the Corporation for cancellation, after which it may be returned to the owner. If the owner shall fail to surrender such certificate they shall be subject to such penalties as Board of Directors may see fit to impose. Where a registered stallion has been castrated, the registration certificate may be corrected to read gelding if the owner so desires by complying with Article VII, Section 6, Item (c) of these By-Laws.

Motion carried.

Article VII Rules for Transfer; Section 5

Section 5. Fees for Transfer. The fees for transferring registered Belgian Draft Horses are based on the seller and on the current fee schedule determined by the Board of Directors. A penalty fee will be imposed on members and non-members alike for all transfers received past ninety (90) days of sale in addition to the current transfer fee. A portion of the transfer fee will be allocated solely for the purpose of youth and NABC funding.

Motion by Stone,

Seconded by Eller,

To amend the by-law to read:

Section 5. Fees for Transfer. The fees for transferring registered Belgian Draft Horses are based on the seller and on the current fee schedule determined by the Board of Directors. A penalty fee will be imposed on members and non-members alike for all transfers received past ninety (90) days of sale in addition to the current transfer fee.

Motion carried.

Article XII Other Penalties; Section 4

Section 4. Misrepresentation at Shows. Any member who exhibits an animal under false representation at any fair, show or exposition shall be deemed guilty of misconduct affecting the good name and purpose of the Corporation and shall be penalized for the first offense not to exceed the sum of five hundred dollars (\$500.00) and shall remain suspended for membership in the Corporation until such penalty is paid and upon second offense shall be expelled from the Corporation.

Motion by Eller,

Seconded by Lemley,

To amend the by-law to read:

Any member who misrepresents an animal as another or misrepresents the age, gender, or ownership of an animal shall be subject to any penalty the Board of Directors may see fit to impose.

Motion carried.

Walt Schaefer reported on the ongoing legislation regarding the transport and slaughter of horses.

Crae Eller reported on the NABC VI and that there were still auctions that had not submitted their sponsorships. These auction sponsorships were originally coordinated by Vernon J. Yoder of the Mid-America Draft Horse Sale.

Motion by McGrew,
Seconded by House,
To write a letter to Mr. Yoder requesting his assistance in this matter.
Motion carried.

Jason Hare, Edward D. Jones, reported on Corporation investments.

Discussion followed.

Motion by House,
Seconded by Lemley,
To place monthly investment income (currently averaging \$1,000) into the money market account.
Motion carried.

Discussion opened on the amount of space to be used for the NABC VI in the 2009 Belgian Review.

Motion by Stone,
Seconded by Miller,
To place one color signature in the Belgian Review and invoice the NABC VI committee at approximately \$2,800.
Motion carried.

Dr. Stone reported on the Belgian Merit Program for 2009. The cart classes will require exhibitors to submit their placings to acquire points.

Christina Lemley reported on the All-American Program.

Discussion followed.

Motion by Stone,
Seconded by Eller,
To remove the CNE from the listing of qualifying shows.
Motion denied.

Dr. Stone reported on the Belgian Draft Horse Alliance, giving a review of how the Alliance functions.

Regal Publications gave an overview of the breed publications and requested that the Board address the issues of Belgian Review cover prices (inside front, inside

back, outside back), rules for accepting articles and a title for the newly proposed newsletter column.

Motion by Eller,

Seconded by House,

A cover ad (inside front, inside back, outside back) will be \$1,000 beginning in 2010.

Motion carried.

Motion by Eller,

Seconded by Miller,

Current cover advertisers have the first option to switch places when another cover space becomes available.

Motion carried.

Motion by House,

Seconded by Stone,

To place the following in the publications regarding submitted articles: The Belgian Draft Horse Corporation of America reserves the right to reject any article submitted for publication. The publication of an article does not necessarily represent the opinion of the Belgian Draft Horse Corporation of America or the publisher.

Motion carried.

Jeff James presented an overview of the US Belgian Finals to be held October 21-25, 2009 in Cloverdale, IN and invited the Corporation to participate in the event.

Jonathan Cush presented a proposal to include the National Belgian Futurity as an internal program beginning in 2010.

Discussion followed.

Motion by Stone,

Seconded by Miller,

To invoice current Belgian Draft Horse Alliance internal programs a wholesale rate for space in the breed publications.

Motion carried.

Motion by Stone,

Seconded by Woodbury,

To accept the National Belgian Futurity as a Belgian Draft Horse Alliance internal program beginning in 2010.

Discussion followed.

Amendment by Stone,

Seconded by Woodbury,

To include the provision that the National Belgian Futurity must obtain bonding.
Amendment passed.

President called for a vote of the original motion:

Motion by Stone,

Seconded by Woodbury,

To accept the National Belgian Futurity as a Belgian Draft Horse Alliance internal program beginning in 2010.

Motion carried.

Balloting was conducted on for the Belgian Draft Horse Youth and Education Fund, Inc. Director Election.

Region 4 – Walter Schaefer, Jr., Sioux Falls, SD was re-elected for a three-year term.

Region 6 – Kent House, Arcadia, IN was elected to a three-year term.

Belgian Draft Horse Youth and Education Fund, Inc. Directors take office as of January 1, 2009.

Motion by Lemley,

Seconded by Eller,

To move into Executive Session to address Board Appeals.

Motion carried.

Board entered Executive Session at 9:55 p.m.

Motion by Schaefer,

Seconded by McGrew,

To move out of Executive Session.

Motion carried.

Board exited Executive Session at 10:20 p.m.

Discussion opened on the future of the NABC with the matter being tabled.

Motion by Schaefer,

Seconded by McGrew,

To adjourn.

Motion carried.

Meeting adjourned at 10:33 p.m.

Meeting called to order at 1:35 p.m. with newly elected Director, Matt Frieden, present.

Motion by Stone,

Seconded by Woodbury,

To retain the same officers for 2009.

Motion carried.

Discussion opened on the title of the new column for the Belgian Newsletter.

Motion by House,
Seconded by Woodbury,
To title the column "The Chaff".
Motion carried.

Discussion opened on the concern expressed regarding the date conflict of the US Belgian Finals and the Fall Buckeye Sale.

Board consensus that while they are sympathetic to those who want to attend both events they have no control on scheduling.

Discussion opened on the 2009 Event Schedule.

Board consensus to attend the Pennsylvania Sale and wait to determine on whether to attend the Fall Buckeye Sale or the US Belgian Finals.

Discussion opened on NR Geldings.

Motion by Stone,
Seconded by House,
To extend the deadline to register NR Geldings to January 1, 2010.
Motion carried.

Motion by Lemley,
Seconded by Miller,
To revise Article VII; Section 4 to read January 1, 2010.
Motion carried.

Motion by Stone,
Seconded by Miller,
To extend the deadline for corrected gelding certificates for the breeder and penalty free gelding transfers until January 1, 2010.
Motion carried.

Discussion opened on the possibility of leasing animals.

Crae Eller requested that he Board take the matter under advisement until the May, 2009 meeting.

Discussion reopened on the future of the NABC.

Committee members Crae Eller, Christina Lemley, and Dr. Stone will present possible solutions at the May, 2009 meeting.

Discussion opened on whether to repair or replace the existing phone system.

Motion by Eller,
Seconded by House,
To repair the system.
Motion carried.

Discussion opened on the sponsorship request from the Hoosier Horse Council.

Board consensus to refer the Hoosier Horse Council to the Belgian Draft Horse Alliance.

Discussion reopened on the staff hours involved with the Belgian Draft Horse Alliance.

Motion by Stone,
Seconded by McGrew,
To require program budgets to include estimated staff hours.
Motion carried.

Discussion opened on the Registered Gelding Halter Sponsorship.

Motion by Stone,
Seconded by
To base the sponsorship on a Belgian Merit Program index of 3 and above.
Motion died for lack of a second.

Motion by Stone,
Seconded by Eller,
To base the sponsorship for Registered Gelding Halter for Belgian Merit Program shows indexing at 2 and above with a limit of \$150 total sponsorship per show beginning in 2010.
Motion carried.

President appointed Dr. Stone to the personnel committee to replace outgoing Director Walter Schaefer.

May 15, 2009 has been selected for the next meeting.

Motion by McGrew,
Seconded by Lemley,
To adjourn.
Motion carried.
Meeting adjourned at 3:10 p.m.