

**AMERICAN SADDLEBRED REGISTRY, INC.**



**Board of Directors Meeting  
Tuesday, October 28, 2014 at 1:00 p.m.  
Lexington, Kentucky**

**MINUTES**

**Directors Present:** Dr. Margaret McNeese, Susan Aschenbrenner, Brian Curran, Chuck Herbert, Carl Holden, Gail Kline, Scott Matton (by phone), David Mount, Karen Richardson, Kim Skipton and Judy Werner.

**Others Present:** Lisa Duncan, Registrar; Katriona Adams, Assistant Registrar; Cynthia Lowell, Database Project Manager and Bill Whitley ASHA Executive Director.

- I. Roll Call/Establish Quorum/Consider Agenda/Adopt Rules of Order**  
Dr. Margaret McNeese, ASR President, called the meeting to order at 1:05 p.m. Ms. Adams called the roll and noted that a quorum was present.
- II. Introduction of Guests**
  - a. Cynthia Lowell, Database Project Manager**  
Dr. McNeese welcomed and introduced guests, Cynthia Lowell Database Project Manager and Bill Whitley new ASHA Executive Director as of December 1, 2014.
- III. Database Report & Update on new Website**  
Ms. Lowell presented a report on the Technology Upgrade Project and explained the advantages of using the new database versus the AS400 database. She outlined the new additions and features and showed screen shots from both databases. An inquiry was made as to how much of this information is available to the membership. The website will be updated early in 2015. A suggestion was made to research the App used by the Jockey Club for submitting photos. A suggestion was also made to check the USEF database contract to see if we could add registering of some of the smaller breeds to our database.

Mr. Whitley suggested that we work together with the FFA and 4-H to promote American Saddlebreds. A suggestion was made to somehow link it to the First Time Breeders and Mare Harmony Programs.

**IV. Financials**  
**Treasurer's Report and Registry Financial Statements as of September 30, 2014**

Mr. Holden, ASR Treasurer, reported that the overall financial condition of ASR at 9/30/2014 shows a stronger Balance Sheet compared to 9/30/2013. The total cash for ASR at 9/30/14 increased \$57,000 compared to 9/30/13. Total liabilities for the same period increased by \$15,000 to give a net improvement of \$42,000. The Income Statement as of 9/30/2014 shows a net loss of \$6,954 vs a budgeted gain of \$342 (break-even). However, the net loss for 9/30/14 is favorable compared to the net loss at 9/30/13 of \$12,821. The YTD loss as of 9/30/14 resulted from negative revenue compared to budget in three (3) major areas:

Blood Typing revenue is \$4,000 under budget

Registration revenue is \$4,000 under budget

Transfers revenue is \$3,000 under budget

Blood typing and Registration revenue as of 9/30/14 were also less than year to date 9/30/13 revenue. However, Transfer revenue as of 9/30/14 was \$148,045 vs \$134,605 for YTD 9/30/13 for a \$14,000 favorability. Operating expenses as of 9/30/2014 were under budget by \$9,000 to partially offset the unfavorable revenue. Favorable Management fees were the primary difference in the favorable operating expenses. Management fees must be added to "contract services/labor" to give the correct comparison but there was still a favorable difference compared to budget and prior year.

**Merrill Lynch Report**

Mr. Holden reported that our Merrill Lynch Investment account at 9/30/14 had a total balance of \$237,969 (cash \$39,085 + investments \$198,884) vs \$232,000 at 12/31/13 for a \$6,000 gain and 2.5% return for YTD 2014. Our return on invested funds for 2013 was a very strong 17.5%. Our 9/30/14 YTD return of 2.5% is more in line with our 2.7% return for 2012. The market conditions and results for 2014 have been very much in line with the comments from our Merrill Lynch investment advisors in February 2014 which were *"the 2014 outlook for the economy and the stock market is moving forward but slowly, as the stock market return for the last 2 years has been unusually high and it is more likely to have flat to low single digit % returns in 2014"*.

After discussion, a suggestion was made to perhaps move \$25,000 into investments if Merrill Lynch agrees. Mr. Holden will discuss this with Susan Cassell.

**V. President's Report  
Organizational Chart**

Dr. McNeese discussed the Organizational Chart. It was noted that the Registrar reports to the Registry Board in all matters other than Human Resources. A discussion took place regarding decisions regarding registry staff. It was agreed that the Board should review the Management Agreement. Ms. Duncan will email the agreement to the Board.

**Survey**

The survey comments have been organized and grouped for easier review and are for informational purposes.

**VI. Registrar's Report  
Registry Statistics as of September 30, 2014**

Ms. Duncan reported on the Registry Statistics as of September 30, 2014. We have 996 new registrations processed which is 12 less than the same time last year. 586 of those are from the 2014 foal crop. We have 2,612 new transfers processed, which is 49 less than the same time last year.

**First Time Breeders' Program**

The Board reviewed data for the First Time Breeders Program to date for 2014, and agreed to suspend the program for 2015. The Board will review the program again at the end of 2015 after retrieving data for the resulting 2015 First Time Breeders' foals.

**Micro chipping**

The Board discussed recording microchip numbers for registered American Saddlebreds and recognizes the value of doing so. Accordingly, they agreed that the Registry will start recording microchip numbers in the database, and the numbers will also be printed on registration certificates. A form will be available soon on the ASHA website for submission of microchip information to the Registry for registered American Saddlebreds and the Application for Registration form may be used to submit information for unregistered horses. The Registry will also record microchip information for horses registered with the Half American Saddlebred Registry. It was noted that this will be beneficial to rescue organizations in the future. The Board did not pass any rule changes to require that horses be micro chipped and is not endorsing any particular microchip ID company.

**Faithful Friends**

The Board discussed funds from new Faithful Friends enrollments. It was agreed to continue to put funds from the program into an IT fund.

### **Additional database changes/requests**

The Board approved a proposal to add functionality to the horse module to track frozen semen transfers. They also directed staff to communicate with membership regarding the status of the new database and let them know that we are working on it.

### **Blood Typing**

Ms. Adams reported on a price increase for blood typing being imposed by the University of Kentucky Parentage Testing Laboratory, effective January 1, 2015. After discussion the Board voted to approve an increase in the fee for Blood Typing and DNA conversion from \$137 to \$250.

## **VII. Bylaws Committee Recommendations**

### **Part II. Election of Directors**

**Section 1.** Directors shall be elected for three year terms. The Directors of the Registry shall be divided into three (3) classes, two of which shall consist of four (4) Directors of the Registry and one of which shall consist of five (5) Directors of the Registry; all Directors of the Registry shall be elected for a term of three (3) years, and the terms of the three (3) classes shall be staggered so that only the Directors of one class shall be elected each year. No Director of the Registry shall serve more than two (2) consecutive three-year terms without a period of one (1) year intervening before his or her re-election. *Each year*, the ASHA Nominating Committee for Officers shall recommend to the ASHA Board of Directors *two (2)* nominees to serve *three year terms* as directors of the American Saddlebred Registry, Inc., all of whom shall be members of the Association's Board of Directors at the time of their election as a director of the Registry. *Each year*, the ASR Nominating Committee shall recommend to the ASR Board of Directors the *two (2) or three (3)* remaining directors *depending on whether it is a class of four (4) or a class of five (5) Directors to be elected.*

### **Replacement Directors**

**Section 2.** In the event a Director dies, resigns, is removed, or otherwise leaves office prior to the termination of such Director's *three*-year term, then the *ASR Nominating Committee shall present the names of one or more candidates for consideration by the* remaining Directors *who* shall elect a replacement Director to serve out the remainder of the term. If the vacancy shall cause the number of Directors who are members of the Board of Directors of the American Saddlebred Horse Association to be less than the required minimum set forth in Article III, Part I, Section 1 above, then the remaining Directors shall elect a replacement Director who is also a member of the Board of Directors of the American Saddlebred Horse Association.

### **Past President**

## **ARTICLE IV OFFICERS**

**Section 5.** The President shall be the principal executive officer of the Registry and, subject to the control of the ASR Board of Directors, shall in general be responsible for enforcing observance of policies formulated by the ASR Board of Directors. He or she shall, when present, preside at all meetings of the ASR Board of Directors. He or she may sign, with the Secretary or any other proper officer of the Registry thereunto authorized by the ASR Board of Directors, contracts, or other instruments which the ASR Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the ASR Board of Directors or by these Bylaws to some other officer or agent of the Registry, or shall be required by law to be otherwise signed or executed; and in general shall perform such other duties as may be prescribed by the ASR Board of Directors from time to time. The President shall only vote to break a tie. *The immediate past president may elect to serve as a non-voting ex-officio member of the Board of Directors until the current president has left office.*

### **Rule Changes**

## **SECTION III. REGISTRATION**

### **H. NAMES**

1. Each animal for which Application for Registration is made must be given an acceptable name which does not conflict with the name of any other animal registered with the Registry, living or dead. A conflicting name is one which is judged to be too similar to an existing name either in spelling or pronunciation, e.g., Black Knight/ Black Night. *Adding "A", "An" or "The" (effective 7/9/12) to an existing name or removing "A", "An" or "The" (effective 11/1/14) from an existing name is judged to be too similar.* The Registry shall consider waiving this requirement for horses with the same or similar names with a foaling date of 40 years or more prior *that* do not have registered progeny **and are not Saddlebred Record (CH), Broodmare Hall of Fame, World Champion or Reserve World Champion horses.**

Ms. Kline, Chair of the Bylaws Committee, explained the above proposed bylaw changes and the rule change. Ms. Richardson made a motion to approve the changes as presented, Ms. Skipton seconded and the motion was passed with all in favor.

### **Report of Nominating Committee & Election of Directors**

Mr. Herbert, Chair of the ASR Nominating Committee, reported that the committee was only able to select two candidates for the At-Large Director seats for the three-year terms starting in February 2015. After consideration, the committee agreed to select Dr. Margaret McNeese and Brian Curran. Ms. Kline made a motion to approve the slate presented, Mr. Holden seconded and the motion was passed with all in favor.

**VIII. Date and location of the February Board Meeting**

The Board discussed scheduling the next ASR Board meeting in Lexington, Kentucky on February 13<sup>th</sup> or 14<sup>th</sup>. It was agreed to have a lunch meeting on one of these days at the Saddlebred Museum. A suggestion was made to also try to plan something that is registry related for the Youth Conference.

**IX. Adjournment**

With no other business before the Board, the meeting was duly adjourned at 3:10 p.m.

Submitted by:  
*Katriona Adams*  
Assistant Registrar