



**AMERICAN SADDLEBRED HORSE AND BREEDERS ASSOCIATION, INC.
BOARD OF DIRECTORS MEETING MINUTES**

Monday, December 16, 2024 at 5:00 PM EST Via Zoom

1. **Call to Order** – Allen Bosworth
 - a. Roll Call – Board Members Present: Kristen Bagdasarian, Julie Behrends-Jones, Allen Bosworth, Sandy Currier, Jennifer Dixon, Larry Hartsock, Diane Hauslein, Anna Marie Knipp, Smith Lilly, James Nichols, Joe O'Brien, Christy Parker, Clif Paulsen, Chris Schubert, Rachel Seifert, Joan Todd, Malissa Welke. Absent: John Scheidt. ASHBA Staff Present: Katriona Adams, Katie Porter, Samantha Robinson, Kim Skipton, Amber Moon.
 - b. Adoption of Agenda – Bosworth proposed to amend agenda to include an Executive Session for purpose of approval of November Executive Session minutes. Motion made to accept the agenda with the addition of Executive Session and seconded. All in favor. Motion carried.
 - c. Approve November 2024 Board Minutes – It was proposed that we include the information of whether the session was in person or by videoconference. Also, it was noted that there is a stray “b” character on the third page to be deleted. With those changes, the motion was made to accept the November minutes and seconded. All in favor. Motion carried.
 - d. Declare Conflict of Interest — None declared.
2. Executive Director Search Committee – Joe O'Brien
 - a. Reported that the deadline for applications ended on 12/15/24. We had many responses and there is a meeting of the search committee on 12/19 to discuss process for recommendation going forward. The goal is to have a new ED by February, 2025.
3. Executive Director Transition Committee Update – Allen Bosworth
 - a. Executive Director Exit Interview -- Reported that directors Bosworth and Hauslein conducted an exit interview with outgoing Executive Director David Mount on December 10, 2024. The results of the session were reported and will go into the personnel file.
 - i. The motion was made that the ASHBA provide Mount with a going away gift at the annual meeting in February 2025 and seconded. All in favor. Motion carried.

- b. Board Giving Policy – Bosworth reminded the Board that in July 2019, the Board passed a resolution that as a not-for-profit all members of the Board should make a monetary contribution to the association. Skipton said she would contact Board members who had not made a contribution before the end of the year.
- 4. Competitions Council Report – Chris Schubert
 - a. Star Shows -- Schubert announced that the Competitions Council is working on a mock up of the Star Show application and requirements as approved in the November meeting for approval at the January meeting. The 100 mile rule for competition protection is being tweaked for geographic differences.
- 5. Development Council – Anna Marie Knipp and Kim Skipton
 - a. Planning for 2025 -- The Development Council and Skipton will be creating a budget and plan for development in January. However, it appears that giving is ending the year on a high note. Among other initiatives are increased revenue and profit for the Journal, expanding the clothing line, accepting credit cards/Venmo, and renewing the gaming license.
- 6. Marketing Council – Joan Todd and Katie Porter
 - a. Planning for 2025 -- The Marketing Council will be working on the strategic marketing plan in January.
 - b. Journal of American Saddlebred – The Journal will go to production on 12/18. Received over \$70K in advertising which will result in approximately \$20K profit which is a significant increase from when it was outsourced (approximately \$6.5K in profit in 2023). Plans to be in mailboxes in January 2025.
 - c. Saddlebred Expo – ASHBA and Board members attended the Saddlebred Expo in December. There were about 300-350 in attendance. Several action items for the future is that registry needs to be a big part of this event; and the ability to do registrations, print papers on site, process memberships, etc.
- 7. Programs Council – Malissa Welke, Katie Porter, Samantha Robinson
 - a. Youth Convention – Plans are progressing for the Youth Convention in February 2025. Registrations will open the week of 12/16. Graphics and theme – “For the Love of the Horse” – was shared. Budget and projected profit goals were shared as well as pricing for registration.
- 8. Registry Council – Kristen Bagdasarian and Katriona Adams
 - a. Prize Programs – The Registry Council upon the unanimous recommendation of the Prize Programs and Sweepstakes Committee voted to approach the Kentucky State Fair Board to discuss options for

moving Futurities and 4 Year Old Sweepstakes to the Kentucky State Fair in 2025. The motion was made and seconded that the Board authorizes the executive committee to approach the Kentucky State Fair board to explore that option. All in favor. Motion carried.

- b. Breeders Survey – Adams took Board through the topline results of the Breeders Survey conducted in late 2024. There was discussion on how to get the opinions of larger breeders. Suggestions included breeders forums and cross referencing the data in the survey by numbers bred. It was also discussed to put the comments in an AI engine to see what type of observations would come out of the data. Adams to develop action plan for next steps.
 - c. Transfers and Registrations – Adams reported that registrations and transfers, especially from the Robertson sale, had increased in December.
9. Finance Council – Rachel Seifert
- a. October 2024 Financial Report – Seifert reported that total income through October 2024 was \$2,166,260 with total expenses of \$2,285,939 for a net ordinary income loss of \$119,679. Some of the items impacting include higher legal costs than projected and registrations/transfers down. Additionally, there were 3 payroll periods in October and we had a retirement pay off of accrued vacation for a retiring employee. There was discussion that the balance sheet is strong but likely projecting a loss for 2024.
 - b. Benefits Discussion – Hauslein reported that she researched benefits plans for staff. She made three recommendations regarding our current benefits plans: to switch brokers (same company but to a broker in Kentucky instead of Tennessee), adding vision coverage to our benefits, and creating a specific parental leave policy. The motion was made to include vision coverage for employees beginning with January, 2025. The motion was seconded. All in favor. Motion carried.

Regarding parental leave, the recommended approach is to have the association pay for first two weeks, then short term disability pays 60% of salary which is approximately the amount of take home pay. This would be for 6 weeks for childbirth and adoption, and 8 weeks for childbirth by caesarian. The motion was made to accept the recommendation and seconded. All in favor. Motion carried.

10. Governance Council – Rachel Seifert

- a. Bylaws – Seifert reported that we had shared the bylaws, code of conduct, and complaint review disciplinary procedures approved in the November Board meeting with our attorney who made several small changes that

didn't change substance. The motion was made to accept the final language and seconded. All in favor. Motion carried.

11. President's Report – Allen Bosworth

- a. USEF Affiliate Agreement – Bosworth reported that the revised USEF affiliate agreement had been forwarded to the Governance Council for comment. The goal is to receive comments, then review with USEF and vote at January Board meeting.
- b. USEF Affiliate Retreat – Bosworth and Schubert reported on the USEF affiliate retreat from December 2-3 in Cincinnati. It was very informative and covered a number of topics including rule making processes, IP, Social License to Operate. There were two speakers from a law firm and risk management firm that covered Safe Sport and liability/risk for those organizations and people impacted by those laws. There were a number of presentations given and a videotape of the Safe Sport presentation. Bosworth will forward those to the Board upon receipt of them.
- c. Board Consulting RFP– The RFP for the Board consultant was shared by the group charged with creating it. There was discussion regarding the timing and whether we should delay distribution until the new Executive Director is named. It was pointed out that the amount of time to get responses will likely coincide with the timing of the hire. The motion was made to adopt it and give the group the authority to distribute it to potential consultants after the holidays. There was a second. All in favor. Motion passed.
- d. Annual Meeting Date and Time – There was discussion regarding the date and time of the ASHBA annual member meeting. The bylaws call for an annual meeting of members. It was discussed that it should be in conjunction with the Youth Convention in Lexington, KY in mid-February. Different dates and times during that window were considered. It was pointed out that we have to work around the youth convention schedule on Friday and Saturday, February 14 and 15. We don't have the hotel on Sunday, February 16. So, it was decided that Thursday, February 13 would be best followed by the ASHBA in person Board meeting. The motion was made to have the meeting on Thursday, February 13 at 10 am at the Marriott Lexington City Center in Lexington, KY. The motion was seconded. All in favor. Motion passed. The bylaws specify that we have to formally announce to membership no more than 35 days and no fewer than 10 days before the meeting date. However, we decided to do a "save the date" in the eNewsletter in December.

12. Additional Business – Allen Bosworth

- a. January Board Meeting – There was a proposal made to move the January Board meeting by Zoom from the typical first Monday of the month (January 6) to January 13 at 5 pm EST as the December meeting was later and to after the UPHA convention which is scheduled for January 8 through 11. The motion was made and seconded. All in favor. Motion passed.
 - b. 2025 Budget Consideration – It was discussed that with the delay in the January Board meeting that the Board should pass a motion to continue paying bills consistent with 2024 budget. The motion was made and seconded. All in favor. Motion passed.
 - c. Executive Session Minutes – In Executive Session following the regular Board meeting the minutes from the Executive Session from the November 11, 2024 meeting were reviewed and passed unanimously after motion and second.
13. Adjourn – Allen Bosworth
- a. Adjourn at 7:47 pm EST
14. Executive Session – Allen Bosworth