

ARPA Board of Directors Meeting
Minutes of August 16, 2016
Conference Call

The meeting was called to order on Tuesday, August 16, 2016 at 7:10 pm by President Dan Schmiesing.

Roll call was done. Those in attendance were Jeff Wilkins, Jim Jackson, Daniel Schmiesing, Bill Wiese, John Rager, Linda Hampton and Kaye Gilbert along with guest Teresa Jackson. Kim Scott was unable to attend due to an accident. Absent were Robert Carson and Brian Fairchild.

President Dan Schmiesing presented the minutes of the June 11, 2016 Board of Directors meeting held in Eldon Missouri. **Bill Wiese made a motion to accept the minutes as written. Jeff Wilkins seconded. Motion passed.**

President Dan Schmiesing presented the Bylaws Committee report regarding the Proposed Bylaws. It was reported the first notification of 60 days was presented through the Red Poll Alert E-Newsletter and mailings. The second notification would be presented in the upcoming issue of the journal. **Jeff Wilkins made a motion to accept the Bylaws Committee Report. John Rager seconded. Motion passed.**

President Dan Schmiesing presented the Promotion Committee report from Bob Carson. The committee recommended to discontinue the new owners of the 1 year free membership, publish new members and publish new buyers in the next journal along with sending the new buyers a complimentary issue with them in the issue. Schmiesing reported in 2014 thirty-six (36) complimentary memberships were done. Out of those twenty-two (22) were retained as members in 2016 and fourteen (14) dropped. Out of the twenty-two (22), eleven (11) has become active members of ARPA. Linda Hampton felt it was a good Public Relations to continue the complimentary membership, but the publishing of the new members and new buyers in the journal were also good Public Relations. Schmiesing verified with Kaye Gilbert the cost per membership to continue the complimentary. It was estimated between postage and the cost of printing, each journal would cost approximately \$5.00-\$10.00. Rager felt as long as ARPA could afford to continue the complimentary, it should be done. Gilbert reported it may be worth to attempt to retain those individuals to make a communication with them half way through the year either by call or email. Schmiesing verified those individuals can be tagged in the system. It was also suggested to notify the Regional Associations regarding the new buyers and new members. Gilbert will notify the Secretary of the Regional Associations in the area of the new buyers so they may make contact with those individuals. **John Rager made a motion to continue providing a 1-year free complimentary membership to first time buyers with a follow up inquiry to those individuals and accept the Promotional Committees recommendation to publish first time buyers as well as new members of the Association in the next publication of the journal after the purchase has occurred. Linda Hampton seconded. Motion passed.**

Show Committee Chair Jim Jackson presented the Show Committee report. It was reported NAILE has published their schedule. The National Show will be on Thursday, November 17 this year as opposed to Friday as has been in previous years. Gilbert reported a blurb will be in the upcoming issue of the Journal. Jackson reported the entry deadline will be October 1. **Jeff Wilkins made a motion to accept the Show Committee Report. Bill Wiese seconded. Motion passed.**

Schmiesing reported on the World Tour status. Schmiesing reported things were progressing. There would be another blurb in the upcoming Journal. Schmiesing also encouraged the board that as they speak to members, encourage them to attend the Tour when it is close to them, especially those in the western states. **Bill Wiese made a motion to accept the World Tour Report. Jeff Wilkins seconded. Motion passed.**

Schmiesing presented the Performance Committee. Schmiesing reported the Womelsdorf proposal was accepted by Womelsdorf. Schmiesing also reported additional education and information needs to be developed about the CHR program for members of the Association. Wiese reported he was encouraged by Gilbert's willingness to help with the development of educational material. It was encouraged any board member willing to help with the development of educational material be sure to contact Schmiesing or Gilbert with their ideas. **John**

Rager made a motion to accept the Performance Committee Report. Jim Jackson seconded. Motion passed.

Schmiesing and Rager presented the Financial Committee Reports. Schmiesing reported he has asked Gilbert to separate the years on the Banquet and National Meeting expenses in order to make it easier to decipher the actual revenue and expenses for each individual year. Due to the fiscal year and the calendar year difference, it has been difficult to determine the actual revenues and expenses for a specific year. Rager and Schmiesing also reported on the status of the Thrill Memorial Account. There has been a question on the proper amount to show on the books with regards to value. Gilbert will talk to a tax attorney on the appropriate value to record on ARPA financials. Rager then reported all information is with the auditors. No information has been reported from the auditors at this time. **Bill Wiese made a motion to accept the Finance Committee Report. Jeff Wilkins seconded. Motion passed.**

Linda Hampton and Bill Wiese then presented the Nominating Committee report. A few names have been submitted for nomination. Wiese and Hampton are following up with the individuals. Wiese and Hampton plan to visit with the individuals to let them know what the requirements and expectations are of a board member. It was requested if there are any individuals interested, to please email Hampton and Wiese. **Jim Jackson made a motion to accept the Nominating Committee Report. Jeff Wilkins seconded. Motion passed.**

Schmiesing stated there was no report from the Archives. Jeff Wilkins presented the National Sale and Meeting report. Wilkins reported on ads coming out in Kentucky, Tennessee, Missouri. There are multiple assistants lined up to help with the event. Assistants will be wearing a ribbon badge for easy identification with Teresa Jackson's help. Schmiesing will get booth from Shuter. There will be at least five (5) helpers with the bringing the cattle to the sale. **Bill Wiese made a motion to accept the National Sale and Meeting Committee Report. John Rager seconded. Motion passed.**

Kaye Gilbert presented the Officers report. Gilbert reported on the Non Profit status of ARPA. It was brought to the board's attention the Non Profit status with the IRS had been revoked. Gilbert had investigated to find it indeed had been revoked in 2014 due to not filing tax returns in 2011-2013 or subsequent years since. Gilbert reported it is a lengthy process to be reinstated. She had obtained a quote from a tax attorney, Tim Kuiken to do this process. The penalty to the IRS will be a minimum of \$850 and the cost of the attorney will be \$400-\$600. **Bill Wiese made a motion to authorize Kaye Gilbert to contract tax attorney, Tim Kuiken to get the nonprofit reinstated. Jeff Wilkins seconded. Motion Passed.**

Gilbert also gave report on the banking transition. Due to changes in the federal bank regulations, in order to have multiple checking accounts of ARPA Endowment, American Red Poll Junior Association, ARPJA Endowment and Stonebrook Farms Scholarship Fund special steps needed to take place. Gilbert obtained a Certificate of Good Standing from the Secretary of State of Nebraska then registered the corporation with the Secretary of State of Iowa. After registering ARPA, a separate document was filed for each checking account at the Secretary of State of Iowa. Also, Gilbert obtained a Federal EIN for each checking. Gilbert reported all checkings were now open and Brian Shuter has been notified to close the PNC accounts. **John Rager made a motion to accept the Officer's Report. Bill Wiese seconded. Motion passed.**

Schmiesing reported item 5 on the agenda had been resolved and no discussion was needed. Schmiesing presented to the board the suggestion to appoint Leo Young as a second signatory on the Endowment accounts. **John Rager made a motion to appoint Leo Young to be the signatory on the ARPA Endowment as well as the ARPJA Endowment fund account at First National Bank of Fairfield. Jeff Wilkins seconded. Motion Passed.**

Gilbert then reported on the journal and the ads. To date, some advertisers were having their ads designed in the office. And to date, Gilbert reported there was no charge for those ads, but the previous designers had charged ARPA for designing those ads which skewed the cost of the journal. Gilbert reported that other breed associations also design ads for advertisers, however, there was an added fee for doing so and a designer was contracted and paid to do the ads. Gilbert presented ideas regarding charges, a set up fee and asked how to handle those already getting their ads done. **Bill Wiese made a motion the board retain 10% of a set up fee,**

the remaining go to the designer and previous advertisers who had been having their ads designed for free, be grandfathered in. Jeff Wilkins seconded. Motion Passed.

Schmiesing presented to the board the idea of a new Rules, Programs and Forms booklet for the membership. Gilbert stated a green book from 1990 had been located. Gilbert also stated she would get the green book in electronic format. Once it is in electronic format, any changes or edits to the rules would be discussed at that time. Schmiesing reported a policy needed to be in place with regards to Executive Secretary expenses as well as expenditures of the office. Expenses incurred by the office were discussed first. Schmiesing suggested a threshold in which the Executive Secretary would be enabled to spend, when to get approval from the President and the board. **Jim Jackson made a motion the Executive Secretary may pay any expense below \$500, expenditures of \$500-\$1,000 would need the approval of the President, expenditures of more than \$1,000 would need approval from all board members by voting via email. Jeff Wilkins seconded. Motion Passed.**

Schmiesing opened the discussion with regards to travel expenses for the Executive Secretary. After discussion, it was tabled for further research.

Teresa Jackson presented the Junior report and proposal for changes to the board. Teresa advised items 5 and 7 with regards to the Ambassador Program and the awards not presented to junior members needed immediate attention. **Jeff Wilkins made a motion to accept items 5 and 7 on Teresa's proposal for immediate action. Bill Wiese seconded. Motion Passed. Jeff Wilkins made a motion to accept the Junior Proposal from Teresa Jackson as presented. John Rager seconded. Motion Passed**

Bill Wiese made a motion to adjourn. John Rager seconded. Motion passed.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Kaye Gilbert', written in a cursive style.

Kaye Gilbert
Executive Secretary-Treasurer

BYLAWS COMMITTEE REPOERT

The proposed Bylaw changes have been previously presented to the Board. The 60 day notice to the membership has been done via email and USPS. The 30 day notice will be published in the Fall issue of the Journal.

With Teresa Jackson's help work has been started on updating the Rules. We are considering a historical section to be included. This would preserve a record of some of the milestones of our organization such as the Carcass registry since it was one of the first such in the nation of any breed.

Proposed Bylaw Changes

We propose to **ADD** the following section, which will then adjust subsequent sections by a letter:

M. Registration Classification

1. Fullblood is 100% Red Poll. (no mixing of another breed or commercial animal)
2. Appendix Registered (AR) is a registered animal with 1/4 or greater American Red Poll blood mixed with another breed or commercial animal. These will be permanently identified on the registration paper as Appendix Registered (AR) cattle.

We propose to **REVISE** the following sections (please note that some sections have a new letter due to the added section above):

SUBSECTION N (formerly M), 2

Currently reads: An animal, embryo and/or semen imported from any country whose progenitors trace on both sire's and dam to up-graded stock shall carry an asterisk (*) in front of the Herd Book Registration Number, to be entered in the American Red Poll Association Appendix Registry Herd Book.

Proposed Change: An animal, embryo and/or semen imported from any country whose progenitors trace on either sire's and dam to up-graded stock shall carry a prefix of AR in front of the Herd Book Registration Number, to be entered in the American Red Poll Association Appendix Registry Herd Book.

SUBSECTION O (formerly N), 1A

Currently reads: As of January 1, 1986 initial entries of 3/8 Red Poll blood concentration level or higher will be accepted into the Appendix Registry Program.

Proposed Change: As of January 1, 1986 initial entries of 1/4 Red Poll blood concentration level or higher will be accepted into the Appendix Registry Program.

SUBSECTION O (formerly N), 2A

Currently reads: Must be inspected by the Field man of the American Red Poll Association.

Proposed Change: Must be inspected by a representative of the Board of Directors.

SUBSECTION O (formerly N), 2B

Currently reads: Must show indications of purebred Red Poll characteristics, accordingly using the Record Standardization description.

Proposed Change: Must show indications of purebred Red Poll characteristics.

SUBSECTION O (formerly N), 2E

Proposed Addition: Females at this level will be registered at the 5/8 level.

SUBSECTION O (formerly N), 5-8

Proposed Deletion: Eliminate items 5, 6, 7, and 8.

SUBSECTION P (formerly O)

Currently reads: Categories of Appendix Registry (AR and FBA).

Proposed Change: Categories of Appendix Registry.

SUBSECTION P (formerly O), 1

Currently reads: AR (Appendix Registry) shall be the prefix to the registration number assigned to the cattle of 3/8, 7/16, 1/2, 9/16, 5/8, 11/16, 3/4, 13/16 and 7/8 blood concentration levels.

Proposed Change: AR (Appendix Registry) shall be the prefix to the registration number and the blood concentration shall be listed on the registration certificate.

SUBSECTION P (formerly O), 4

Proposed Deletion: Eliminate entire number.

SUBSECTION R (formerly P), 2

Currently reads: All Appendix Registered animals will be eligible to sell at the National Sale. The National Show will be segregated into AR/FBA and full-blood cattle. All Artificial Insemination rules regulating the registry of progeny conceived through Artificial Insemination in the ARPA Herd Book shall also apply to all cattle in the Appendix Registry Program. Non-typical blood types are acceptable on Appendix Registry bulls.

Proposed Change: All Appendix Registered animals will be eligible to sell at the National Sale. All Artificial Insemination rules regulating the registry of progeny conceived through Artificial Insemination in the ARPA Herd Book shall also apply to all cattle in the Appendix Registry Program.

SUBSECTION R (formerly P), 3

Currently reads: All Appendix Registry cattle shall carry an asterisk (*) in front of their registration number. This will be permanent and will appear on the pedigree of all progeny of Appendix registered parents

Proposed Change: All Appendix Registry cattle shall carry an AR in front of their registration number. This will be permanent and will appear on the pedigree of all progeny of Appendix registered parents.

To the Board of the American Red Poll Association for its August Conference Call Meeting, Tuesday, August 16, 2016:

Information and Proposals as submitted by Teresa Jackson, appointed American Junior Red Poll Association Advisor:

1. The criteria has been established and the application form has been designed for the Stonebrook Farms Scholarship in memory of Glenn and Christopher Raines. The documents have been submitted to the family for additions, corrections and final approval.

2. In the American Junior Red Poll Association By-Laws under Articles of Association it states:

We, the undersigned, being natural persons of the age of twenty-one years or less and citizens of the United States, for the purpose of forming a not-for-profit association under the auspices of the American Red Poll Association do hereby adopt the following Articles of Association.

However, I find no such reference in the American Red Poll Association Articles and Bylaws which states that the American Junior Red Poll Association is under the auspices of the national organization.

Proposal #1: The American Junior Red Poll Association is a not-for-profit association under the auspices of the American Red Poll Association. The details of this proposal will be further explored and will be submitted to the Board of Directors.

3. After studying the American Red Poll Association Articles and Bylaws and the Articles of Association Bylaws and Association of the American Junior Red Poll Association, there is no reference or description of a National Junior Advisor. The junior association has had an advisory committee, but there is no rule of law to appoint a Junior Advisor.

Proposal #2: The American Red Poll Association shall appoint a National Junior Advisor. The details of this proposal will be further explored and will be submitted to the Board of Directors.

4. There is neither job description nor provisions for a National Junior Advisor in the information that I have received. The responsibilities for this job are very vague and need to be outlined and clarified. The task as it stands now is daunting because there are no official guidelines.

Proposal #3: The American Red Poll Association Junior Advisor shall present a job description. The details of this proposal will be further explored and will be submitted to the Board of Directors.

5. The National Red Poll Ambassador Contest has been lax in its administration under the Association rules. This rule needs to be updated and a few minor revisions. The Rule states that the winner will receive a \$500 scholarship. To my knowledge, the current Ambassador, Megan Spegal, has not received this for 2015 or 2016. She and her family are also to be guests at the banquet. It does not state but I assume the National Banquet. I believe that the American Red Poll Association should make any corrections to remedy this situation.

7. Junior Awards are being evaluated and updated. Award Sponsors and clarification of the awards are being worked on. The Diamond Excel Award and the Premiere Junior Exhibitor award were not given last year. Brent Raines has agreed to get this taken care of. It is not fair to our juniors to not receive an award in due time.

8. Proposal #4: The Junior Advisor would like to meet with all young people in attendance at the National Sale and Meeting in Murray, KY from 1:00 p.m. to 2:00 p.m. This would be a Junior Activity to meet and greet the young people in attendance and a fun activity time.

Respectfully submitted,

Teresa Jackson