

Minutes of the TLBAA Board of Directors Meeting
Friday, April 23, 2010
12:00 PM
Comfort Inn
Winfield, Kansas

Meeting Agenda: Call to Order; Roll Call; Minutes Approval-January 14, 2010 Board meeting, January 15, 2010 Board meeting, January 26, 2010 phone conference and February 11, 2010 phone conference; Treasurer Report-Financials, *Trails* Treasurer's template and Vacation audit results; Trails Report-Cover policy, editorial guidelines, cover photo contest and advertising rates update; Special Events Report-Kim Barfield report and bronzes; Business and Committee Reports-Committee for Organization, database, lean beef, World Show reports, regional divisions and website/E-Trails; New Business-Approval of new members, AI bull approvals and TLBAA property in Stockyards; Matters to be Presented from the Floor; Adjournment.

Call to Order: Chairman Robert Richey called the meeting to order at 12:02 PM.

Roll Call: Secretary Theo Kocian called roll.

Directors Present: Mark Stuck, Carl Brantley, Terry King, Lana Hightower, Darlene Aldridge, Donnie Taylor, Kerry Mounce, Robert Richey, Charlie Buenger, Theo Kocian, Steven Zunker, Steve Quarry, Rich Spooner, Jim Rombeck, Randy Briscoe and Terry Fuhriman.

Directors Absent: Doc Hyder, Ron Walker, Gene Juranka and Ray Beadle. Note: Mr. Walker and Mr. Beadle notified the Board that they would be unable to make the meeting.

A quorum was established.

Carl Brantley asked Chairman Richey for the floor. He thanked everyone for being at the meeting and said he felt he had an obligation to the membership. Mr. Brantley wanted to know why he had been singled out at two Board meetings as to being past due on money owed to the TLBAA and Donnie Taylor has owed money for the Winchester Futurity, according to the accounts receivable report, since last June.

Chairman Richey said he had called the office this morning and he was told by Kim Barfield that all Board members were in good standing.

Mr. Brantley stated that he could not see how that was correct since he had a report sent to him from the office at 3:04 PM the day before. He thought the Board members and the membership should see the report immediately and the office could fax it to them within minutes. He wanted to know that the Winchester Futurity was not presently on the Aged Receivables or the meeting should not continue.

Chairman Richey asked for a 5-minute recess so he could call the office and get the matter settled.

Chairman Richey called a recess at 12:14 PM.

The meeting was called back to order by Chairman Richey at 12:30 PM.

Chairman Richey informed the Board that the report does show that Donnie Taylor owes a balance as of July 27, 2009 of \$344.50 for the Winchester Futurity. Mr. Taylor stated he would take care of this on Monday.

Approval of Minutes: Kerry Mounce made a motion to approve the January 14, 2010 BOD meeting minutes. Steven Zunker seconded. Motion passed. Steve Quarry had a correction to the January 15, 2010 BOD meeting minutes. Kerry Mounce made a motion to approve the Friday, January 15, 2010 Board meeting minutes as amended. Rich Spooner seconded. Motion passed. Kerry Mounce made a motion to accept the Tuesday, January 26, 2010 Board meeting minutes. Jim Rombeck seconded. Motion passed. Donnie Taylor made a motion to accept the February 11, 2010 minutes. Darlene Aldridge seconded. Motion passed.

Treasurer Report: Darlene Aldridge presented the financial report and stated that the year-to-date net income from July 1, 2009 to the end of February 2010 was \$167,317 and the net income from July 1, 2008 to February 28, 2009 had been a negative \$33,299.

Member Brent Bolen asked why the TLBAA doesn't use the cash basis of accounting instead of the accrual basis. Past Treasurer Steven Zunker replied that it might be because we are non-profit and the way our structure is set up with membership dues.

Kerry Mounce asked if there was a way to show the monthly budget on the financials. Darlene Aldridge replied that could be done.

Member Dana Buenger asked if the fiscal reports from 2008 to 2009 and 2009 to 2010 were done with the same type of accounting software. Darlene Aldridge replied that Peachtree has been used all along.

Darlene Aldridge showed two examples of reporting financial information in the *Trails* magazine.

Carl Brantley made a motion to accept the Treasurer's proposal to publish the pie chart/graph of the financials or a synopsis thereof in the *Trails* whenever appropriate. Lana Hightower seconded. Motion carried.

Darlene Aldridge updated the Board on her findings of the actual vacation time each TLBAA employee has accrued according to what is stated in the Employee Handbook. Kerry Mounce suggested tabling this discussion until the next Board meeting. Chairman Richey remarked that it was the consensus of the Board to take action at a later date.

Trails Report: Brenda Cantrell presented the cover policy proposal. Several directors and members had questions and comments about the policy. Darlene Aldridge made a motion to accept the cover

proposal as written. Steven Zunker seconded. Discussion followed. Motion passed with one abstention.

Editorial practice guidelines were discussed next. Ms. Cantrell stated that the policy before them was standard practices in the publishing industry. An addendum to the policy was passed out to the Directors.

Charlie Buenger made a motion to approve the policy as amended by addendum. Kerry Mounce seconded. Discussion followed. Theo Kocian called the question. Motion passed.

Ms. Cantrell stated that a cover photo contest would be held twice a year, described how the contest would work and who the contest judges might be. It was suggested Laura Standley and Brenda Cantrell ask people outside the Longhorn industry, but within the publishing/journalism industry to judge the contest to get impartial judging results. Charlie Buenger asked if there would be an entry fee to enter the contest. Kerry Mounce suggested that the contest be open to a youth competitor one time and an adult competitor for the other month. Charlie Buenger made a motion to approve the cover photo contest with the requirement to hold the contest twice a year, one cover for adult members age 19 and older and one for children age 19 and under and to have a judge panel, selected by Laura Standley and Brenda Cantrell, of professionals not in the Longhorn industry and done in such a way that they don't know who the animals belong to, that the adult participants be charged \$25 per photo and the youth participants be charged \$5 per photo, that participants be TLBAA or TLBT members and the photo must comply with current editorial and cover policies. Darlene Aldridge seconded. Discussion followed. Steven Zunker was not in favor of charging a fee for photo entries, but wanted a limit of one photo submission per person. Mr. Buenger amended his motion to drop the photo contest fee for the first year and limit the photo entries to one per membership. Chairman Richey asked for a vote by show of hands. Motion passed.

For informational purposes, Ms. Cantrell asked the Board to look over the copies of the old and new *Trails* ad rates and the *Trails* advertising comparison report.

Chairman Richey called for a short break. Meeting went into recess at 2:35 PM.

Chairman Richey called the meeting back to order at 2:50 PM.

Special Events Report: Chairman Richey said Kim Barfield was unable to be at the meeting so Brent Bolen who has been involved in special events would present the report. Mr. Bolen reported on the Select Heifer sale and how the selection process occurred. The Horn Showcase this year will include a twisty horn class and the twisty horned animals will have to be measured in Ft. Worth instead of at a satellite measuring. He said that Lessons on good photo taking and a branding exhibition will be given. The Horn Showcase is our biggest event and is self-funding so we need sponsors to support it.

Mr. Bolen then gave a brief report on the Horn Showcase bronzes and the status of orders.

Business and Committee Reports: Chairman Richey said Tammy Tiner, the chairman of the Committee for Organizing was unable to be at the meeting. Terry King and Steven Zunker also served on the committee and he asked Mr. King to read through the recommendations of the committee.

Darlene Aldridge made a motion to adopt the organizational framework and committee templates. Jim Rombeck seconded. Motion passed.

Robert Richey and Terrill Miller served on the database committee along with Elmer Rosenberger who chaired the committee. Staff member Dana Comber, Mr. Rosenberger and Chairman Richey have been given passwords to get into the new database system and so far everyone is pleased with the system.

Chairman Richey added that the Miniature Longhorn registration proposal will be presented to the Board for approval in a phone conference very soon. He added that now would be a good time to make any changes since the database is still being worked on.

Jim Rombeck gave the report on lean beef. He stated that the TLBAA will be the registry for all animals that enter into this program. Mr. Rombeck said the committee is requesting approval from the Board to update the lean beef study at Texas A&M. Mark stuck said the store Giant Eagle wants to put lean beef on their shelves in 90 days. They offer Laura's Lean beef, but they want something else.

Kerry Mounce made a motion to approve the request for \$2,000 for the study at Texas A&M. Motion was seconded. Discussion followed. Motion passed.

Lana Hightower presented the World Show report. She said the staff is doing all the show entries by hand and most of the qualifying letters have been mailed. The committee is working with an artist to design pewter World Show plaques. Sponsorship packages have been sent out. The World Show needs 3 more donated heifers and more sponsors. Mrs. Hightower also reported that there was a protest filed at the Lufkin show involving one of the judges and the protest has been resolved.

Charlie Buenger reported on the regional divisions. He hopes to have a map by the next meeting. Anything decided by the Board will go before the membership for a vote at the January 2011 General Membership Meeting. He asked if the Board wanted to reduce the number of members on the Board and if so how would they like to go about doing it. Mr. Buenger asked that the Board email him with their suggestions by the end of May.

Chairman Richey introduced Lisa Baugher who gave the report on Web site/E-Trails. She gave a brief presentation on how to get the TLBAA web site and E-Trails redesigned. She explained ways the site could be changed to accommodate more information for breeders, potential buyers and anyone looking for info on Texas Longhorns.

Kerry Mounce made a motion to retain the services of Lisa Baugher and based on her proposal to approve her development of a new web site for the TLBAA for \$1,500 and also approve the monthly hosting of \$129. Theo seconded the motion. Motion passed.

Steven Zunker made a motion to adjust the Breeders Guide rate from \$120 a year to a nominal fee of \$20 per year after the new Web site is up and running. Donnie Taylor seconded. Motion passed.

New Business: Chairman Richey asked for approval of the new members. Donnie Taylor made a motion to accept the new members as printed. Carl Brantley seconded. Motion passed.

Donnie Taylor made a motion to accept the AI certification of Happy Bull. Lana Hightower seconded. Motion passed.

Darlene Aldridge made a motion to accept the AI certification of Rio Diego. Terry Fuhriman seconded. Motion passed.

Darlene Aldridge made a motion to accept the AI certification of Rodeo Max ST. Donnie Taylor seconded. Motion passed.

Chairman Richey presented the most recent proposal for the Stockyard property from the Caprock Group. Several directors had questions. Charlie Buenger suggested that the Board study the proposal.

Randy Briscoe made a motion to vote against this particular sale and stay with a cash sale for the appraised value of the property. Donnie Taylor seconded. Motion passed.

Matters to be Presented from the Floor: Chairman Richey passed out a proposed Board methodology for executing the board vacancy policy.

Charlie Buenger made a motion to approve the methodology by the CPA to gather all the nominations and dispense the results simultaneously to all Board members and there be a cutoff date for nominations of June 4th at 5 PM and that the advertisements include the information for delivery to Mr. Pickle at his address. Kerry Mounce seconded. Motion passed.

Donnie Taylor made a motion to waive the requirement for dam DNA to AI certify Awesome Alamo. Lana Hightower seconded. Motion passed.

Meeting was adjourned at 5:20 PM.

The Board of Directors went into Executive Session at 5:35 PM.