

**Board of Trustees' Meeting**  
**American Simmental Association**  
**April 19-22, 2009**  
**Bozeman, MT**

Meeting Called to order at 2:15 p.m. April 19, 2009.

Roll Call: Jim Skillestad, Gregg Bailey, John Harker, Mike Mallett, Tommy Brown, Jessie Driggers, Bill McDonald, Bob Volk, Harold Williams, Kevin Thompson, Bobby Willis, Beth Mercer, Mike Stoltey, Curtis Russell, Jim Butcher, Roger Finke

Staff: Jerry Lipsey, Steve McGuire, Linda Kesler, Wade Shafer, Paulette Cochenour, Marty Ropp, Marilyn Roth

Legal Counsel: Gene Summerlin

1. **Instructions and Approval of Agenda.** Chairman Skillestad reviewed and presented the agenda for approval. An amendment was made for Summerlin to add a Legal Report to the agenda. Moved Bailey, seconded Russell to approve the Agenda as amended. Motion carried.
2. **Approval of the Minutes.** Moved Volk, seconded Stoltey to approve the minutes of January 29-30, 2009, in Fort Worth. Motion carried.
3. **Full Board Orientation.** Legal Counsel reviewed some of the basic legal issues and procedures an ASA trustee may encounter during their service on the Board.
4. **Executive Vice-President.** Lipsey gave an informative, historical presentation on American Simmental Association's long range plan for success.

Board meeting recessed for Committee Meetings.

Board meeting reconvened at 8:00 am, Monday, April 20, 2009.

Roll Call: Jim Skillestad, Gregg Bailey, John Harker, Mike Mallett, Tommy Brown, Jessie Driggers, Bill McDonald, Bob Volk, Harold Williams, Kevin Thompson, Bobby Willis, Beth Mercer, Mike Stoltey, Curtis Russell, Jim Butcher, Roger Finke

Staff: Jerry Lipsey, Steve McGuire, Linda Kesler, Wade Shafer, Paulette Cochenour, Marty Ropp, Marilyn Roth

Legal Counsel: Gene Summerlin

5. **Genetic Defects.** Lipsey gave an overview of all genetic defect tests currently available and reminded Board of ASA's

initiative and aggressiveness in screening the top 50 bulls each year

6. **Website presentation.** McGuire explained and demonstrated ASA's website and how to view and determine the genetic status of an animal.

- Directive was given for ASA staff to continue to develop this computer programming which reflects the genetic status of animals in the ASA database.
- Directive was given to Policies & Procedures to research ASA's current Sales Terms and Conditions and help determine responsibility for documentation of Suspect animals with Genetic Defects.

Meeting recessed for Committee meetings.

Meeting reconvened at 2:15 pm.

### **Committee Reports and Resolutions**

7. **Nominating Committee.** Bailey presented the Nominating Committee Report and explained the election and voting process. Staff was excused during nominee discussion.

8. **ASA Financial Reports.** Dr. Harker presented the ASA Income/Expense Statements and FY 2010 Proposed Budget.

9. **TR/SR Committee.** Stoltey presented TR/SR Committee Resolutions.

#### **Resolution #1.**

TR/SR Committee recommends the adoption of a third THE option that allows inventory reporting with access to EPDs on the entire herd and selective registration for members.

THE-Option 3 (EPD report on entire herd and selective registrations).

- Requires membership and current annual service fee paid.
- Fee: \$7.50/per enrollment.
- Registrations are at Option 2 (SR) fees. Currently at \$30.00/\$40.00/\$50.00
- Must follow inventory reporting and compliance guidelines.

Points of Discussion:

Goals vs. the objectives of services ASA must provide (data collection, registrations and EPDs).

- a) Protect our budget. Maintain and grow customers (members).
- b) Create services at a price/fee members will find acceptable and reasonable.
- c) Elected leaders will view our services and fees as fair and equitable.
- d) Position ASA to compete with new multi-breed businesses.
- e) Continue to promote female registrations.

10. **ASA Publication Financial Report.** Mallett presented the ASA Publication Inc. proposed FY2010 financial report.

11. **Breed Improvement.** Brown presented the Breed Improvement Committee report. There were no resolutions.

Meeting recessed until Tuesday, April 21, 2009.

Meeting reconvened Tuesday, April 21, 2009 at 8:00 am.

Roll Call: Jim Skillestad, Gregg Bailey, John Harker, Mike Mallett, Tommy Brown, Jessie Driggers, Bill McDonald, Bob Volk, Harold Williams, Kevin Thompson, Bobby Willis, Beth Mercer, Mike Stoltey, Curtis Russell, Jim Butcher, Roger Finke

Staff: Jerry Lipsey, Steve McGuire, Linda Kesler, Wade Shafer, Paulette Cochenour, Marty Ropp, Marilyn Roth

Legal Counsel: Gene Summerlin

12. **Activities & Events.** Harker presented Activities & Events Committee resolution:

Activities & Events committee recommends that the ASA staff plan a SimPlace meeting in 2012 and suggests that ASA budget \$10,000 per year to support the program.

13. **Growth & Development.** Jessie Driggers presented the Growth & Development Committee resolution:

Growth & Development committee recommends to amend the policy for state check-off dollars from \$.70 per registration to \$.35 per registration for the next fiscal year.

14. **Policies & Procedures Committee.**

- Directive was given to staff to get an updated, current, suggested Sales Terms and Conditions to all sales managers.

Bailey presented Policies & Procedures Resolutions.

**Resolution #1:**

Policies & Procedures Committee recommends to remove the words "Horned and Polled" from the title page of ASA Rules & Bylaws.

**Resolution #2:**

Policies & Procedures Committee recommends that a member may transfer a prefix upon written authorization of all authorized representatives of the membership and payment of all applicable fees.

- Point of Discussion: Allows transfer of prefixes from a current or active membership to be utilized by another membership.

**Resolution #3:**

Policies & Procedures Committee recommends to amend Bylaws to provide that the Vice-Chairman will no longer automatically succeed the Chairman, with policy being effective at the 2011 Annual Meeting.

**Resolution #4:**

Policies & Procedures Committee recommends to amend the Bylaws to reflect the change of 3 elected trustees from each of the 4 regions for a total of 12 ASA trustees. This would take effect through attrition as positions open for re-election.

- Point of Discussion: re-allocating states to accommodate Regions for better distribution of membership allowing for fewer Board members

**Resolution #5:**

Policies & Procedures Committee recommends to amend Bylaws to allow more than one membership name change with Executive Committee approval and payment of appropriate fees.

15. **Simbrah Committee.** Mercer presented the Simbrah Committee Report.

16. **Legal Report:** Summerlin explained certain legal procedures and consideration of due process concerning investigations or any disciplinary action in general.

**Voting of Committee Resolutions**

17. **TR/SR Committee.**

**Resolution #1.**

Moved Stoltey, seconded Bailey to adopt a 3<sup>rd</sup> THE option that allows inventory reporting with access to EPDs on the entire herd and selective registration for members.  
THE-Option 3 (EPD report on entire herd and selective registrations).

- Requires membership and current annual service fee paid.
- Fee: \$7.50/per enrollment.
- Registrations are at Option 2 (SR) fees. Currently at \$30.00/\$40.00/\$50.00
- Must follow inventory reporting and compliance guidelines.

Motion carried.

**Resolution #2**

Moved Stoltey, seconded Mallett that Non-THE option (NC-no commitment to total herd enrollment). Members have an option to request EPDs on unregistered animals (fee-two times Option 1 (TR) fees).

Motion carried.

18. **Activities & Events.**

Moved Harker, seconded Mallett that the ASA staff plan a SimPlace meeting in 2012 and suggests that ASA budget \$10,000 per year to support the program.

Motion carried.

19. **Growth & Development.**

Moved Driggers, seconded Bailey to amend the policy for state check-off dollars from \$.70 per registration to \$.35 per registration for the next fiscal year.  
Motion carried.

## 20. Policies & Procedures.

### **Resolution #1**

Moved Bailey, seconded Mallett to remove the words "Horned and Polled" from the title page of ASA Rules & Bylaws. Motion carried.

### **Resolution #2**

Moved Bailey, seconded Mercer that a member may transfer a prefix upon written authorization of all authorized representatives of the membership and payment of all applicable fees. Motion carried.

### **Resolution #3**

Moved Bailey, seconded Volk to amend Bylaws to provide that the Vice-Chairman will no longer automatically succeed the Chairman, with policy being effective at the 2011 Annual Meeting.  
Roll call vote: Brown-Nay, Driggers-Nay, Harker-Nay, McDonald-Nay, Volk-Aye, Williams-Aye, Thompson-Nay, Finke-Nay, Mercer-Nay, Willis-Nay, Bailey-Aye, Mallett-Aye, Russell-Nay, Stoltey-Aye, Skillestad-Nay, Butcher-Nay. Motion failed.

### **Resolution #4**

Moved Bailey, seconded Volk to amend the Bylaws to reflect the change of 3 elected trustees from each of the 4 regions for a total of 12 ASA trustees.  
Moved Russell, seconded Stoltey to amend the motion to have 2 at-large members elected with no more than 1 at-large member from a Region for a total of 12 ASA trustees.  
Moved Volk, seconded Williams to table the original and amended motions.  
Motion to table carried.

### **Resolution #5.**

Moved Bailey, seconded Russell to amend Bylaws to allow more than one membership name change, with Executive Committee approval and payment of appropriate fees.  
Motion carried.

## 21. Selection of Board Nominees

- a) North-Central Region. Calvin Drake was elected Board nominee for the North-Central Region.
- b) South-Central Region. Beth Mercer was re-elected Board nominee for the South-Central Region.
- c) Western Region. By acclamation, Bob Lanting and Susan Russell were elected Board nominees for the Western Region.

## 22. Finance Committee.

### **Resolution #1.**

Moved Harker, second Bailey to increase the annual service fee for adult memberships with herds of 50 animals or more from \$100 to \$150.

Harker accepted a friendly amendment that if any membership within a multiple membership billing category has over 50 animals, the multiple membership annual service fee would be \$200.

Moved Volk, seconded Russell to table the motion. Roll call vote to table the amended motion: Brown-Nay, Driggers-Aye, Harker-Nay, McDonald-Aye, Volk-Aye, Williams-Aye, Thompson-Aye, Finke-Aye, Mercer-Aye, Willis-Aye, Bailey-Aye, Mallett-Aye, Russell-Aye, Stoltey-Nay, Skillestad-Aye, Butcher-Aye. Motion to table carried.

23. **Golden Book Awards.** Board nominated recipients for the Golden Book Award.

24. **Finance Committee.**

**New Resolution #1.**

Moved Harker, seconded Russell to increase the annual service fee for adult and multiple memberships by \$10.00 to \$110.00 and \$160.00 respectively.

Roll call vote: Brown-Aye, Driggers-Aye, Harker-Aye, McDonald-Aye, Volk-Nay, Williams-Nay, Thompson-Aye, Finke-Aye, Mercer-Aye, Willis-Aye, Bailey-Nay, Mallett-Aye, Russell-Aye, Stoltey-Aye, Skillestad-Aye, Butcher-Aye. Motion carried.

Moved Harker to take from the table the motion to increase the annual service fee for adult memberships with herds of 50 animals or more from \$100 to \$150 and any membership within a multiple membership billing category with over 50 animals, the multi-membership service fee would be \$200. Motion failed for lack of a second.

**Resolution #2.**

Moved Harker, seconded Russell to approve the revised FY2010 Budget reflecting the newly approved annual service fee adjustment. Roll call vote: Brown-Aye, Driggers-Aye, Harker-Aye, McDonald-Aye, Volk-Aye, Williams-Aye, Thompson-Aye, Finke-Aye, Mercer-Aye, Willis-Aye, Bailey-Nay, Mallett-Aye, Russell-Aye, Stoltey-Aye, Skillestad-Aye, Butcher-Aye. Motion carried.

Meeting recessed until Wednesday, April 22, 2009 at 8:00 am.  
Meeting reconvened Wednesday, April 22, 2009 at 8:00 am.

25. **ABS Presentation.** Darrell Wilkes made a presentation on the state of the beef industry and current business developments at ABS. Also in attendance from ABS were Dwight Williams and Merlyn Sandbulte.

Moved Mallett, seconded McDonald to adjourn.