

## POA Board of Directors Meeting

April 5, 2016

Present: Diana Peaton, Scott Shingleton, Kristen Fears, David Brewer, Judy Katzenberger, Dawn Walther, Karen Meyers, Carol Davidson, Kathy McKenzie, Jeanette Arends, Ken Tearman, and Beverly Tabor

Meeting was called to order at 7:18 PM Central time.

President Peaton started the meeting by reading the response from the POA attorney regarding the letter received by the Board questioning the legality of the membership meeting held in February. His response stated because POA is incorporated in Iowa, Iowa law governs our club. Based on Article 4 Section 3 of the POA by-laws the notice of the General Membership meeting must include an agenda and be in the magazine and a copy mailed to all members 40 days prior to the meeting. This was not done, so therefore according to Iowa law, the membership meeting is null and void. This includes the LP gene and Non-pro items passed by the general membership. Each director was permitted to state their position on this; however the motions are still null and void for the General Membership meeting even though the Executive Committee has started working on implementing these.

No vote was taken as the advice of the attorney stated the meeting was null and void so therefore no vote is needed.

Discussion was held regarding the path forward as several directors stated we must listen to the membership and give them what they want.

Director McKenzie made a motion for the LP proposal as changed by the Executive Committee be sent to the Rule Committee and if passed then to the Board of Directors to be voted upon at the July, 2016 meeting.

Seconded by Director Walther

Discussion was held as to sending it to Rules committee as the Breeders committee has already passed this proposal. The 40 foot rule was cited as the reason for this and also to insure no other rules will be impacted. President Peaton will send to the entire Board of Directors the final procedure for utilizing the LP gene in registration for comments and possible revisions. President Peaton made

the Board aware that after speaking with the University of California-Davis campus, the Pattern 1 gene was added changing the proposal following UC-Davis's suggestion to include this test also.

Motion passed unanimously.

Director McKenzie made a motion for a ballot or card to be mailed and tabulated by the accountants for POAC to the entire membership with options of a Non-Pro, Age Groups or none with a room for comments to be presented to the Board in July 2016, and voted upon in October 2016.

Seconded by Director Walther

Discussion was held questioning the need for this since the membership has already stated the additional group was voted on by the membership. Due to the possibility of a non-majority of members wanting this, it is necessary to get the entire membership's vote to insure future litigation will not be brought forward. In order to insure no one can report a false result from a region, it needs to be done by an independent third party like all other entire membership votes. President Peaton will work with the accounting firm to get this out quickly with a 30 day turn around so the club may have the answer in time to re-visit this at the July Board of Directors meeting.

Voting for the motion, Director Peaton, Director Shingleton, Director Fears, Director Katzenberger, Director Walther, Director Meyers, Director Davidson, Director McKenzie, Director Arends, Director Tearman and Director Tabor.

Director Brewer voted against the motion.

Motion Passed

Director Tabor made a motion to follow the posted notice that Lead Line is exempt from a point designation for 2016, with the understanding the rule will be enforced in 2017 if not changed.

Seconded by Director Fears

Discussion was held as to how this mis-interpretation of the rule occurred and should the rule be allowed to stand. Director Walther stated it is in the rule book and as such must be followed or changed. If a change proposal is received, the Rules Committee can meet by tele-conference prior to the July meeting and the Board can vote on the rule at the October meeting. Director Walther pointed out to the Board that the point designation is not to award the pony points, lead line points do not count towards the pony lifetime points, only for High Point awards.

Voting for the motion: Director Peaton, Director Shingleton, Director Fears, Director Brewer, Director Meyers, Director McKenzie, Director Arends, Director Tearman and Director Tabor.

Voting against the motion: Director Katzenberger, Director Walther and Director Davidson.

Motion Passed

Director Tearman made a motion to allow the foal in question in a letter received by the Board of Directors to be shown at the Select Sire Futurity if the stallion fee is paid, with no late fees added.

Seconded by Kristen Fears

Discussion was held about a letter received by the Board of Directors regarding the Select Sire Futurity and what happens if no foal is born after paying for that service. The stallion in question was nominated previously but not currently. An email was sent to the Board from the chair of the Select Sire Futurity explaining what has happened previously when this happened. This issue was brought up at the 2016 February Board of Directors meeting with no action being taken.

Voting in favor: Director Fears, Director Brewer, Director Meyers, Director Davidson, Director McKenzie, Director Tearman, and Director Tabor.

Voting against: Director Katzenberger, Director Walther and Director Arends.

Director Shingleton did not respond when asked his vote.

Motion Passed.

Director Walther motioned to adjourn the meeting, seconded by the entire Board of Directors.

Respectfully submitted

Beverly Tabor

Secretary-POAC