

Teleconference – February 20th, 2017 – 7:00 p.m. central standard time

The meeting was called to order and roll call resulted in the following board members being present: Sierra Covell, Andrew Stalhiem, Dave Hennen, Chuck Cryderman, Ken Airgood, Shannon Cobbs and Dennis Johnson. Pat Connors was not on the teleconference.

Acting First Vice President Andrew Stalhiem confirmed that Greg Bagley had resigned from the Board or Directors and also as President. He stated that as per Robert Rules of Order, the first Vice President and Second Vice President would all move up in a position on the Board. Andrew Stalhiem moved into the position of President and Shannon Cobbs moved into the position of 1st Vice President.

President Stalhiem asked for nominations for the position of 2nd Vice President. ***Chuck Cryderman moved to nominate Dave Hennen for 2nd Vice President. Shannon Cobbs seconded the nomination and the motion passed.***

President Stalhiem moved onto the appointment of Greg Bagley's term, which would be a two year term. Shannon Cobbs asked what had been the procedure in the past. Cathy Behn stated in the past, the board has appointed a member to fill the end of the term of the person who resigned. Cathy Behn shared what the bylaws stated regarding the situation. Options presented would be to appoint a board member or to vote one in at the next annual meeting. Chuck Cryderman stated he had a couple conversations with Jeff Gower and he stated he was very interested in serving. President Stalhiem stated that Shannon Martin was the fourth vote getter at the last election. Cathy Behn asked if Andrew Stalhiem if he had spoken to Greg Bagley to see if he had talked to any past people wishing to run. Andrew Stalhiem had not talked to Mr. Bagley. Sierra Covell stated the term was for two years and felt there were members that had submitted resumes that were willing to serve for the election in April and the membership would be voting on those nominees. Chuck Cryderman suggested opening up the nominations for 14 days for additional resumes. Cathy Behn stated that legally we need to get the letter on voting out by Monday – 2/27/17 and that didn't leave enough time. Shannon Cobbs stated the board had the authority to appoint someone as they had done that in the past. Dave Hennen stated he felt that maybe the last vote getter should be considered. Discussion was held on the procedure that the board had used in the past regarding appointing someone or reaching out to the fourth vote getter of the previous election. It was noted that in the past, the appointed person was not necessarily the fourth vote getter. Shannon Cobbs related the board had two choices, either to appoint someone or to take the top fourth getter at the April election. Sierra Covell stated that people who were willing to serve have put their resume in for the April election and she felt the membership had a right to vote on those nominees, taking the fourth vote getter to fill Mr. Bagley's position. Dennis Johnson shared that he felt Shannon Martin should be given consideration is she is interested. President Stalhiem asked the board members if they were willing to put the two suggested nominations of Shannon Martin or Jeff Gower to a vote. Sierra Covell felt that Shannon Martin should be considered or the fourth vote getter from the 2017 election should be considered. Chuck Cryderman noted that both Dr. Gower and Shannon Martin were both fourth highest vote getters in an election. ***Chuck Cryderman moved to appoint Jeff Gower to Greg Bagley's remaining term – Shannon seconded.*** Dave Hennen stated that Shannon Martin was a bit upset when she didn't get asked to serve after Ryan Mullen has resigned in October of 2016. Ken Airgood asked if someone should reach out to Shannon Martin to see how she felt about the situation. Dave Hennen stated Shannon Martin was a bit upset when she didn't get asked to serve after Ryan Mullen resigned. Ken Airgood questioned if Shannon

would have any interest. Sierra Covell stated she felt Shannon Martin should be contacted to see how she felt about the appointment.

President Stalhiem asked for a vote on Chuck Cryderman's motion resulting in the following: Shannon Cobbs – yes; Dave Hennen – no; Ken Airgood – no; Sierra Covell – no; Dennis Johnson – no; Chuck Cryderman – yes Motion defeated 4 to 2. Ken Airgood asked if someone should contact Shannon Martin to see if interested. Shannon Cobbs stated there might be more people wishing to run if there is more open spots. Discussion was held regarding the timing of the board opening and options to fill the position. **Sierra Covell moved to let the membership vote on the fourth 2 year term of Greg Bagley without opening up for more resumes and to let additional members wish to run campaign for a write in vote. There was no second on the motion.** President Stalhiem felt that perhaps it would be best to nominate someone like in the past. It was noted that Dr. Gower and Shannon Martin could submit a resume or run but just would not be on the ballot. Shannon Cobbs felt that the board should appoint someone to the position and Dennis Johnson agreed. **Shannon Cobbs moved to let the membership vote on the fourth seat by opening up the resumes for three days and sending out a ballot. There was no second on the motion. Chuck Cryderman moved to table the appointment until the next teleconference. Dennis Johnson seconded the motion and motion carried.** President Stalhiem asked if someone wanted to reach out to Shannon Martin and Dave Hennen agreed to communicate with her.

Moving on, President Stalhiem asked for board members cooperation in filling Greg Bagley's vacancy on committees that would be active in April. Ken Airgood agreed to chair the nomination committee with the help of Shannon Cobbs as a co-chair. Andrew Stalhiem agreed to chair the Pedigree Committee and Dennis Johnson would remain the chair of the Prefix Committee.

Discussion was held on what educational seminars Greg Bagley had planned for the National Sale. Sierra was slated to do a riding and versatility seminar. Dave Giza was slated to do a corrective shoeing seminar and Cathy Behn was slated to do a seminar on member services and paperwork processes. Chuck Cryderman stated that Stacy Williams would be willing to do a vaccination and general care seminar. Dave Hennen stated he had a Feed Representative that he would contact regarding a nutrition seminar. Dave Hennen shared that at the conclusion of the seminars on Thursday, there would be a Meet and Greet gathering in the barn to promote marketing of the Sale Horses. Seminars would all be set up in front of the bleachers in the ring and Cathy Behn will work on a final schedule to be printed in the Sale Catalog.

President Stalhiem began discussion on when to hold the board meeting at the National Sale. He shared that he felt it would be better to wait a few hours after the sale when Cathy Behn could get away from the office and hold the re-organization board meeting on Saturday evening instead of Sunday morning. Chuck Cryderman agreed and it was the consensus of the board to schedule the meeting for Saturday evening, three hours after the end of the sale. Cathy Behn will work on agendas and get to President Stalhiem for approval. Discussion was held if a Wednesday Board Meeting was necessary and it was the consensus of the board that with two more teleconferences before the sale, that should be sufficient.

The Fundraising Auctions were discussed with Cathy Behn asking for assistance in wording for the fundraising auctions and where the funds would be appropriated. It was the consensus of the board that all items sold at the Friday evening auction would go into the WCS fund and all items sold prior to the Sale on Saturday would go directly towards Association expenditures. It was noted that Linda Harmon and Lisa Graham will organize the Friday evening auction and Chuck Cryderman agreed to organize the auction that will be held on Saturday morning prior to the sale.

Dave Hennen stated he was working on some entertaining activities for after the Friday evening banquet with the possible help of Wayne Mast offering a horse race activity.

Discussion was held on Greg Bagley's resignation and the adoption of the Executive Director Position. Dave Hennen stated the Job Description and Executive Director Job Description could be loaded onto the website. He also stated there should be a letter included in the Call to the Annual Meeting that announces and describes Cathy Behn's position as the Executive Director of the CBUSA. Dave Hennen agreed to work on the cover letter and would forward it to the board for approval. It was the consensus of the board that Greg Bagley's resignation would appear in the minutes.

President Stalhiem shared that he and Cathy Behn had spoken about scheduling a teleconference with the chairs and committee members of the WSC.

At 8:14 p.m... Chuck Cryderman moved to adjourn. Dave Hennen seconded the motion and motion carried. Chuck Cryderman complimented Andrew Stalhiem on running a good, straight forward meeting with a tailored agenda.

Respectfully Submitted,

Cathy Behn, Executive Director
Clydesdale Breeders of the U.S.A.