



Meeting Minutes

CBUSA Board of Directors Meeting

Date: 3/23/21

Time: 7p CST

Location: Teleconference

Attendees: Keith Mann, Steven Davison, Linda Harmon, Jeff Goodell, Mike Birky, Shelby Zarobinski, Don Hastings, Andrew Stalheim, Mike Taft.

Others Present: Martin English, Stacie Lynch

President Keith Mann called the meeting to order. Roll call resulted in all board members present.

Steven Davison made a motion to approve February minutes, Jeff Goodell seconded. Motion passed unanimously.

Committee Reports & Motions: (note: see committee reports added to agenda)

- All American – Shelby Zarobinski reports award will be present at the Sale. The committee has been discussing eventualities with shows in 2021.
- By-Laws – Mike Birky reports that he is preparing for voting for the by-law voting at the annual meeting. Discussion was held and clarified that voting for by-law proposed changes will only be during the annual meeting at the sale.
- Education – Clydesdale Education Foundation is organizing seminars at the National Sale. Paul Snyder has donated a mare to be sold for CEF scholarship and Janet & Scott Schwindaman have cared for the mare and had her broke to ride and drive.
- Equine Health – see report.
- Finance – Mike Birky sent account balances to the board earlier today. Stacie Lynch sent February's financial reports last week. Mike Birky updated the board that we were notified that we are being audited for the IRS and he has been in touch with the accountant, who will contact the IRS on behalf of CBUSA. Stacie Lynch mentioned that the letter specified it was for form 720, which is a form that the association likely would not file and that this could be a mistake. Mike Birky clarified that he has discussed with the accountant. Mike Birky stated he has been in touch with our insurance company and also has procured credit card readers for the National Sale. Stacie Lynch & Mike Birky have worked out payment method for consignors for the sale.
- Futurity – Shelby Zarobinski reports several bred mares have been nominated for the futurity and Wisconsin State Fair has just released entry information for the 2021 Wisconsin State Fair. Fewer horses have been entered for yearling and two year olds for this year, but entries for those are open until June.
- Historical/Hall of Fame – Andrew Stalheim mentions there were 5 nominees for this year. Due to restricted time for presentation this year since 2020 inductees will be recognized as well, only one nominee was selected for the 2021 Hall of Fame. **Andrew Stalheim made a motion to accept the nominee made by the Hall of Fame Committee, Shelby Zarobinski seconded. Motion carried with all in favor.**
- National Sale/Social – Keith Mann updated the BOD about the report attached. All raffle filly tickets have been sold. A new item has been donated and will be announced shortly with

unlimited chances. Keith Mann and Steven Davison updated the board about a new contract with LiveAuction to stream the sale preview and cart classes for \$2,000. **Steven Davison made a motion to approve the attached LiveAuctions contract, Mike Taft seconded. Motion passed with all in favor.** Keith Mann updated the board that the price for Andy White and crew for auctioneers and ringmen is \$9,000. Discussion was held about the use of the local auction company for the sale, but this company has not conducted a horse auction before. Further discussion was held about pricing and contracts. The local auction company price is \$3,000 for the tack sale and the contract is attached. **Steven Davison made a motion to approve the attached contract for Cory Craig for \$3,000 for the tack auction and clerking, Mike Taft seconded. Motion carried with all members in favor except Jeff Goodell who abstained. Linda Harmon made a motion to approve the agreement with Andy White for \$9,000, Mike Taft seconded. Roll call vote: Mike Birky – no; Steven Davison – yes; Jeff Goodell – abstain; Linda Harmon – yes; Don Hastings – no; Andrew Stalheim – yes; Mike Taft – yes; Shelby Zarobinski – yes. Motion passed.** Discussion was held that decision about pricing this close to the sale will not happen again. Steven Davison recommended the board consider doing a bidding process for the 2022 sale since there will be time to do so.

- National Show – Jeff Goodell discussed about whether or not the class sponsorships should be paid through the Clydesdale Education Foundation. The board was in favor of this and Jeff Goodell will follow up with the CEF.
- Nominating/Membership – Don Hastings reports the election is underway with ballot requests being received in the office. Stacie Lynch reports approximately 80 have been received by the office so far. All but one of the ones received have email addresses on file with the office.
- Parliamentarian – no report.
- Pedigree/Prefix – Shelby Zarobinski reported we have one prefix for approval, Country Road for Gary Miller. **Shelby Zarobinski made a motion to approve “Country Road” prefix for Gary Miller; Steven Davison seconded. Motion passed with all in favor.**
- Pleasure/Riding – See report.
- Promotions/Marketing/Social Media – See report.
- Queen – **Andrew Stalheim made a motion to approve the 2021 queen as recommended by the queen committee; Mike Taft seconded. Motion carried with all in favor.**
- USLGE – Keith Mann reported the committee met with the promotions committee earlier in the month to plan for next year with numerous opportunities. A full report of what was requested will be available at the Annual Meeting.
- 2025 World Clydesdale Show – Keith Mann reports some of the committee visited the Iowa State Fairgrounds recently and an updated proposal will be provided. It is not likely an announcement for location will be announced at the National Sale.
- Youth Activity – no report.

Old Business:

- None.

New Business:

- None.

Meeting adjourned at 8:01p

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Steven Davison, DVM". The signature is written in a cursive style.

Steven Davison, DVM

Cc: Agenda, committee reports, recording

CBUSA Board Meeting Agenda
March 23, 2021
7:00 PM CT Teleconference

Call to order

Roll Call – Mike Birky, Steven Davison, Jeff Goodell, Dr. Linda Harmon, Don Hastings, Keith Mann, Andrew Stalhiem, Mike Taft, Shelby Zarobinski, Stacie Lynch, Martin English, Sharon Priebe

Approve minutes from last meeting

Committee Reports

All American – Shelby Zarobinski

By Laws – Mike Birky

Educaton – Linda Harmon

Equine Health – Linda Harmon

Finance – Mike Birky

Futurity – Shelby Zarobinski

Historical /Hall of Fame – Andrew Stalhiem

National Sale/Social – Lisa Banga Graham, Keith Mann

National Show – Jeff Goodell

Nominating/Membership – Don Hastings

Parliamentarian – Executive Board

Pedigree/Prefix – Steven Davison, Shelby Zarobinski

Pleasure/Riding – Linda Harmon, Kate Greckel

Promotions/Marketing/Social Media/Technology

Steven Davison

Queen – Andrew Stalheim

USLGE – Keith Mann/Kayle Grott

World Clydesdale Show – Keith Mann

Youth Activity – Jeff Goodell

Old Business –

New Business –

Adjourn



March 19, 2021

Clydesdale Breeders of the USA Committee Reports:

All American:

By-Laws:

Education:

- Thank you to Paul Snyder of Crushing Trance Clydesdales for the donation of Leabra's Joanneelizabethtaylor Reg # 28050. DOB 2/3/15 a beautiful bay mare with her proceeds to benefit the Education Foundation. The Education Foundation would also like to thank Scott and Janet Schwindaman of Cowskin Creek Clydesdales for fitting and preparing her for the sale. She will be broke to both drive and ride and should be checked safely in foal by sale time.
- The Clydesdale Education Foundation is sponsoring the Free Educational Seminars to be held Thursday 4/22/21 at the National Clydesdale Sale
 - Show Preparation including braiding manes, tails, sprigs and leg care
 - Confirmation flaws and judging

Equine Health:

- Thank you to Nanci LM Richards, DVM and the CBUSA Equine Health Committee for the article on Ocular Squamous Cell Carcinoma in Clydesdales in the 2021 Clydesdale News.

Finance:

Futurity:

Hall of Fame/Historical:

National Sale/Social:

National Show:

Nominating/Membership:

Parliamentarian:

Pedigree/prefix:

- One prefix for approval – "Country Road" for Gary Miller

Pleasure/Riding:

- Will be launching the Clydesdale Versatility Program at the 2021 National Sale. This program will allow individuals to celebrate achievements with their Clydesdale horse. The program celebrates the diversity of the breed through recognition of achievements in breed exhibits, pleasure riding or driving and other equine events.
- The committee received a grant from the Education Foundation to serve as seed money in starting the program. The grant will be used towards brochures, logo design and awards. The committee's last meeting including Stacie Lynch from the CBUSA office. She provided



March 19, 2021

information for registration for the program and billing options. Additional discussions during the meeting included Milestone Award levels, registration fees, a database program and plans for a booth at the National Sale. The next meeting is April 5th.

Promotions/Marketing/Social Media:

- Met with USGLE committee on 3/4/21. Having CBUSA banner backdrop being designed by DHJ and will be printed prior to sale. Committees recommend having sale preview (in addition to auction) livestreamed by LiveAuctions.com to be paid by USLGE income. Please see attached contract.
- Sale catalog was mailed. Lisa has extra inventory for purchase and to have at the sale.

Queen:

USLGE:

Youth Activity:

World Clydesdale Show:



National Clydesdale Sale

March 2, 2021

Time: 7p CST

Teleconference

Present: Keith Mann, Lisa Banga, Mike Taft, Steven Davison, John Haney, Patrick McCarry, Katie Bauer, Becky Fevold, Dennis Johnson, Linda Johnson, Brilyn Webb, Shelby Zarobinski, Jayson Ward, Annette Fielding

Absent: Christine Yeasel, Melton Powell, Jana Webb, Andrew Stalheim, Deb Ruebush, Dianna Finn

Minutes:

Keith brought the committee up to date on the number of horses in the sale. We would like to get additional horses in the sale. We will take uncataloged horses until April 15.

Lisa discussed the local auction company that will be handling the tack sale on Thursday. The same company will provide clerks on Saturday for collectibles and horses.

Duties for sale:

- Patrick & Mike – help with organizing tack and getting checked in
- Tracy, Annette, Angie, Becky – help in sale office
- Dennis & Linda, Keith, Linda Harmon – stalling
- Linda Harmon – federal vet
- Deb, Jana, Brilyn, Diana – banquet set up
- Shelby, Jana, Brilyn – Farm display booths
- Steven – preview lineup
- Tracy – artwork display & collectibles
- Steven, Mike, Patrick – challenge lineups
- John, Steven – Media & meeting set up
- Tracy – historic magazine set up
- Tracy – vendors
- Deb, Diana, Linda – ticket sales
- Steven, Linda Harmon, Polly Thomas – banquet set up
- Annette – new member breakfast

Raffle tickets – sold nearly all (about 50 left of 500). Discussion was held about adding another auction item at the sale. Further work will be done on this.

Photo contest – discussed whether or not to have a photo contest like was done in the past. Patrick is going to consider and may head it up.

Sale catalogs – done and online and will be mailed the end of the week.

Discussion was held about auctioneers – Lisa is working to get price from Andy this week. Will consider the local auction company if this doesn't work.



BROADCAST AGREEMENT

This Agreement is made between LiveAuctions.tv (“LiveAuctions”) and the Clydesdale Breeders of the USA - National Clydesdale Sale (“CBUSA”) with respect to the livestock auction to be conducted April 23, 2021 at Springfield, IL (the “Auction”).

1. LiveAuctions will provide technical equipment and technical personnel necessary to broadcast the event. The event will be broadcast on the internet at Liveauctions.tv. LiveAuctions will also list the event on the homepage of www.LiveAuctions.tv.
2. CBUSA agrees to pay to LiveAuctions within seven (7) days following receipt of invoice from LiveAuctions the full sum of the amount invoiced. 2021 rates are \$2,000 for event. Accounts not paid within terms are subject to a 10% penalty fee. Past due amounts shall bear interest at the rate of 12% per annum.
3. “CBUSA is responsible for providing acceptable internet bandwidth (5 Mbps or greater) to broadcast the event. The faster the connection, the better the platform will perform. If the LiveAuctions representative provides bandwidth from his/her own wireless internet access point (hot spot, aircard, etc.), there will be an additional charge. LiveAuctions nor its representatives are responsible for the quality of internet connection from either the sale location or a LiveAuctions rep’s wireless internet access point as internet bandwidth is to be provided by CBUSA” unless otherwise stated and agreed upon prior to the Auction. There will be no adjustments after the Auction if acceptable internet bandwidth is not provided by “CBUSA”.
4. Any and all video and audio content is exclusively for the use of LiveAuctions’ internet broadcast. CBUSA agrees not to distribute and/or authorize any third parties to distribute and/or allow transmissions of audio and video, including other webcasts, without the consent of LiveAuctions.

Terms and Conditions to Broadcast Agreement

5. LiveAuctions will not be liable for any loss of business, business opportunity, advertising costs, or other out-of-pocket expenses incurred by CBUSA due to acts of God, natural disasters or fire, technical difficulties including but not limited to satellite/internet interruption, fiber optic, or telecommunication/telephone provider failures, which would impair the transmission of the auction. LiveAuctions does not provide technical support for client computers or equipment and therefore cannot be held responsible for any problems that may be experienced on an individual basis by those receiving the broadcast.
6. LiveAuctions and its affiliates are independent contractors and shall act solely as the technical producer with respect to the conduct of the auction. CBUSA agrees to look solely to Buyer for the purchase price for any livestock sold at the auction. LiveAuctions accepts no responsibility or liability for, and CBUSA hereby releases LiveAuctions from any liability for (i) the accuracy or completeness of any description of livestock subject to auction; (ii) CBUSA’s failure to convey ownership or good title to such livestock; (iii) buyer’s failure to pay for livestock purchased at the auction; (iv) the physical delivery of any livestock purchased at the auction; or (v) the relative success or profitability of the auction.

8. LiveAuctions accepts no responsibility or liability for, and CBUSA hereby releases LiveAuctions from any liability for any errors, omissions or inaccuracies by third parties.

9. CBUSA agrees to indemnify and hold LiveAuctions, its parent, subsidiaries, affiliates, or their respective officers, directors, managers, members, owners, agents and employees harmless from any claim or demand, including reasonable attorney's fees, made by any third party due to or arising from (i) CBUSA's breach of this Agreement, including its failure to complete the purchase, sale and delivery of any animal purchased at the auction; (ii) the accuracy or completeness of any description of livestock subject to sale; and (iii) the physical condition of any livestock purchased at the auction.

10. LiveAuctions warrants that its services rendered hereunder shall be performed in a good and workmanlike manner. All other expressed or implied warranties concerning the services to be rendered under this Agreement by LiveAuctions are disclaimed. In no event shall LiveAuctions, its parent, subsidiaries, affiliates, or their respective officers, directors, managers, members, owners, agents and employees be liable for any lost profits or other special, incidental or consequential damages arising out of or in connection with the services to be rendered pursuant to this Agreement, however arising.

11. In the event of a dispute between CBUSA and LiveAuctions with respect to any aspect of this Agreement other than CBUSA's obligation to pay for services rendered, CBUSA and LiveAuctions agree to submit such dispute to binding arbitration under the rules and procedures of the American Arbitration Association in Oklahoma City, Oklahoma, and any judgment or award rendered therein shall be final and may be entered in any court having jurisdiction under this Agreement. Neither LiveAuctions nor CBUSA shall be responsible for the failure to perform its obligations under this Agreement in a timely manner (with the exception of payments due by either party for work or services previously performed) where the failure results from events or conditions beyond the reasonable control of a party, such as acts of God and other acts of force majeure.

12. This Agreement is governed under the laws of the state of Oklahoma. All obligations of CBUSA hereunder are to be performed in Oklahoma City, Oklahoma, Oklahoma County, Oklahoma.

CONTRACT SIGNATURE

This Agreement is made between LiveAuctions.tv ("LiveAuctions") and Clydesdale Breeders of the USA - National Clydesdale Sale ("CBUSA") with respect to the livestock event to be conducted on April 23rd, 2021 (the "Auction").

1. CBUSA agrees to pay to LiveAuctions within seven (7) days following receipt of invoice the sum of the amount invoiced. Accounts not paid within terms are subject to a 10% penalty fee. Past due amounts shall bear interest at the rate of 12% per annum.

2. 2021 rates are \$2,000 for the livestock event.

Signed _____
LiveAuctions
Jason Barber, Manager

Signed _____
CBUSA
Representative

March 1, 2021

This will serve as an agreement between Cory Craig, Auctioneering and The Clydesdale Breeders of the USA. We welcome Cory Craig Auctioneering as an independent contractor for auction and clerk services at the 2021 National Clydesdale Sale to be held in the Livestock arena at the Illinois State Fairgrounds, April 22 & 24, 2021.

Services:

Cory Craig Auctioneering will conduct the entire "Tack Sale" on Thursday. This sale will start at 2:00 p.m. with Cory Craig Auctioneering logging in items consigned, selling items, clerking items, and providing CBUSA with a detailed sale report at the conclusion. The CBUSA will provide racks/tables for items and names of consignors. All payments will be handled by CBUSA.

Cory Craig Auctioneering will provide clerking services for the sale on Saturday, this will start at 8:00 a.m. with collectible items and continue with 63 cataloged horses and additional uncatalogued horses. At the end of this sale, they will provide CBUSA with a detailed sale report, and all payments will be handled by CBUSA.

The contracted total due to Cory Craig Auctioneering will be \$3,000. Paid at conclusion of the sale.

We look forward to forging a partnership between Cory Craig and the Clydesdale Breeders of The USA.

Keith Mann _____ dated: _____

President, CBUSA

Cory Craig _____ dated: _____

Owner, Cory Craig Auctioneering