

**NCHA ANNUAL BOD 2nd SESSION MEETING MINUTES
JUNE 25, 2023
SOUTH POINT HOTEL AND CASINO – LAS VEGAS, NV**



The second session of the 2023 NCHA Annual Board of Directors meeting was held at 9:00am on Sunday, June 25, 2023, at the South Point Hotel and Casino in Las Vegas, Nevada.

President Ted Sokol called the meeting to order at 9:08am central standard time.

Roll was called with a quorum of 128 (in-person and virtual) Board of Directors in attendance.

Those attendees (in person and virtually) and those unable to attend are on record with the NCHA Office in the Annual Meeting files.

Ted welcomed Past President Steve Norris to the podium to lead the meeting in prayer. Steve began with reading a verse of scripture from Proverbs 24:3-4 focusing on how an enterprise is built wise planning and common sense, the foundation keeps strong by keeping abreast of all the facts.

Ted expressed thanks to Past President Steve Norris.

MISSION STATEMENT

At Large Executive Committee Member Ernie Beutenmiller, Jr. addressed the Board of Directors by reciting the NCHA Mission Statement...

The National Cutting Horse Association promotes and celebrates the cutting horse, whose origin on Western ranches allows us to support ranching and its Western heritage. By establishing rules for the conduct of cutting horse shows, NCHA strives to give cutters a level playing field and a progressive class structure which accommodates everyone from the beginner to the advanced competitor. NCHA draws on the diverse talents and background of its members and encourages their participation in helping it achieve these goals.

PROPOSED BYLAW CHANGES – JIM MORRIS

President Ted Sokol welcomed NCHA Legal Counsel Jim Morris to explain the changes being proposed to the bylaws. The Board of Directors will be voting on the proposed changes to Article III - Section Four, Article IV – Section Two, Article V – Section One and Article V – Section Eight.



PROPOSED BYLAW CHANGE #1 – ARTICLE III, SECTION FOUR

<u>Existing Section</u>	<u>Proposed Revision</u>
<p>Section Four. Each member in good standing of the Association shall be entitled to one vote at a meeting of the members. Voting shall be in person, online, by mail ballot or by other electronic means prescribed by the Association. Only ballots meeting the foregoing requirements shall be accepted and counted. Ballots may not be transmitted in any other form, including but not limited to facsimile transmission. No voting by proxy shall be allowed. A member shall be in good standing if the member is not in arrears with respect to the payment of dues and is not suspended from membership for a violation of the Association’s rules and regulations.</p>	<p>Section Four. Each member in good standing of the Association shall be entitled to one vote at a meeting of the members. <u>However, any person who has received a free membership will be considered a non-voting member during the term of such free membership.</u> Voting shall be in person, online, by mail ballot or by other electronic means prescribed by the Association. Only ballots meeting the foregoing requirements shall be accepted and counted. Ballots may not be transmitted in any other form, including but not limited to facsimile transmission. No voting by proxy shall be allowed. A member shall be in good standing if the member is not in arrears with respect to the payment of dues and is not suspended from membership for a violation of the Association’s rules and regulations.</p>

A **MOTION** was made by Phil Rapp and **SECONDED** by Sharon Beach to adopt this proposed bylaw change as presented in the proposed revision for Article III, Section Four. After discussion, a vote on the Motion was taken. **MOTION PASSED.**

PROPOSED BYLAW CHANGE #2 – ARTICLE IV, SECTION TWO

<u>Existing Section</u>	<u>Proposed Revision</u>
<p>Section Two. The Board of Directors of the Association shall consist of one director for every seventy-five members in good standing of the Association in a Director District as outlined below. The Board of Directors shall include the President, President-Elect, Vice President of the Association, and members of the Executive Committee. In addition, subject to the provisions herein regarding removal of Directors, all past Presidents of the Association shall be lifetime “Life Directors” and shall continue to possess full voting privileges. The Executive Director shall be an Ex-officio non-voting member of the Board of Directors.</p>	<p>Section Two. The Board of Directors of the Association shall consist of one director for every seventy-five members in good standing of the Association in a Director District as outlined below. <u>However, any person who has received a free NCHA membership shall not be included in such seventy-five member count during the term of such free membership.</u> The Board of Directors shall include the President, President-Elect, Vice President of the Association, and members of the Executive Committee. In addition, subject to the provisions herein regarding removal of Directors, all past Presidents of the Association shall be lifetime “Life Directors” and shall continue to possess full voting privileges. The Executive Director shall be an Ex-officio non-voting member of the Board of Directors.</p>

A **MOTION** was made by Phil Rapp and **SECONDED** by Tracy Barton to adopt this proposed bylaw change as presented in the proposed revision for Article IV, Section Two. After discussion, a vote on the Motion was taken. **MOTION PASSED.**



PROPOSED BYLAW CHANGE #3 – ARTICLE V, SECTION ONE

<u>Existing Section</u>	<u>Proposed Revision</u>
<p>(ii) Nominees for all Regional Directors shall complete a Regional Director application form and return the completed form to the Executive Director 90 days before the Regional Director Election in order for the Nominee to be eligible for the Regional Director Election. Nominee forms should be distributed to specific region directors 60 days ahead of Regional Director Election. Nominations from the group of candidates qualified for the Regional Director Election shall be taken from the floor of certain special regional nominating committee meetings (held during the annual meeting of the Directors) by the Directors and the Life Directors of any Region with respect to which a vacancy shall exist in a Regional Director position. Such special regional nominating committee meetings shall be conducted and supervised by the officers of the Association. Voting shall be by show of hands, or, upon the request of any Director or Life Director from such Region, by written ballot. The nominee receiving the highest number of votes from the Directors and Life Directors resident in such Region shall become such Region’s Regional Director and shall serve as a member of the Executive Committee.</p>	<p>(i) Nominees for all Regional Directors shall complete a Regional Director application form and return the completed form to the Executive Director 90 days before the Regional Director Election in order for the Nominee to be eligible for the Regional Director Election. Nominee forms should be distributed to specific region and Directors 60 days ahead of Regional Director Election. Nominations from the group of candidates qualified for the Regional Director Election shall be taken from the floor of certain special regional nominating committee meetings (held during the annual meeting of the Directors) by the Directors and the Life Directors of any Region with respect to which a vacancy shall exist in a Regional Director position. Such special regional nominating committee meetings shall be conducted and supervised by the officers of the Association. Voting <u>from the slate of nominees shall be conducted at the annual Regional Directors meeting or as otherwise prescribed by the Association.</u> shall be by show of hands, or, upon the request of any Director or Life Director from such Region, by written ballot. The nominee receiving the highest number of votes from the Directors and Life Directors resident in such Region shall become such Region’s Regional Director and shall serve as a member of the Executive Committee.</p>

A **MOTION** was made by Sharon Beach and **SECONDED** by Ora Diehl to adopt this proposed bylaw change as presented in the proposed revision for Article V, Section One. After discussion, a vote on the Motion was taken. **MOTION PASSED.**

PROPOSED BYLAW CHANGE #4 – ARTICLE V, SECTION EIGHT

<u>Existing Section</u>	<u>Proposed New Section</u>
	<p><u>Section Eight. An Executive Committee member who engages in conduct which is, or may be, detrimental to the Association, shall be removed from office upon the affirmative vote of at least 2/3 of the remaining Executive Committee members present at any meeting at which a quorum is present. The determination of whether an Executive Committee member has engaged in conduct which is, or may be, detrimental to the Association, shall be within the complete discretion of the Executive Committee members in attendance at the meeting.</u></p>

A **MOTION** was made by Ora Diehl and **SECONDED** by Ron Pietrafeso to adopt this proposed bylaw change as presented in the proposed revision for Article V, Section Eight. After discussion, a vote on the Motion was taken. **MOTION PASSED.**



UNFINISHED BUSINESS

At this time, there was no unfinished business from the Annual BOD 1st Session Meeting that was held at 5:30pm on Friday, June 23, 2023, to discuss.

NCHA FOUNDATION UPDATE – JULIA BUSWOLD

NCHA Foundation Director Julia Buswold addressed the Board of Directors during the annual meetings with updates from the NCHA Foundation.

- The NCHA Foundation Areas of Focus:
 - Youth Scholarships & Programs
 - Animal Welfare (Equine and Bovine Research)
 - Historical Preservation
 - Education of the Sport of Cutting
- The NCHA Foundation currently has two grant cycles. Grant requests are due on the following dates:
 - March 15th
 - September 15th
- Grant funding is budgeted annually, following the Foundation's strict spending rule of 3.5% - 5% of available funds from the Foundation Investment account. Some areas of focus receive additional funding via restricted endowments which provide support for specific tenets. As much as the Foundation would like to, we are unable to support all funding requests. Adhering to our strict spending policies ensures that the NCHA Foundation will be able to support the above areas of focus for generations to come.
- For more information or to donate, contact NCHA Foundation Director, Julia Buswold at 817.244.6188 ext.144 or jbuswold@nchacutting.com

A Night at the Ranch (Western Heritage Celebration & Auction)

- Thank you to the Welch Family, XIT Ranch, Silver Spur Ranches, Dr. Charles Graham, VP Ranch, Mini Moos LLC, Perks Ranch & Ghostwood Distilling Co., NCHA, and Wagonhound Land & Livestock – Reid Creek Lodge



- For the second year in a row, the event raised over \$420,000.00 in support of the NCHA Foundation
- **Save the Date - Wednesday, December 6, 2023**

Education of the Sport of Cutting

This year, the NCHA Foundation was proud to partner with the NCHA and NYCHA on several projects aimed at furthering the reach and spreading the word about the sport we all love!

- Clinic by Cara Brewer – Art of the Cowgirl - Phoenix, Arizona
- Clinic – National High School Rodeo Finals – Gillette, Wyoming
- Three-part video series “What is Cutting?”

Youth Scholarship & Programs

Since 2019, in addition to management of the scholarship fund, the NCHA Foundation has committed over \$500,000.00 to NYCHA programs & scholarships.

2022/2023 Youth Contributions - \$105,000.00

- NCHA Foundation Merit-Scholarship - \$25,000.00
- NCHA Foundation Scholarship Cutting - \$30,000.00
- NCHA Youth Week – Sponsorship - \$30,000.00
- NYCHA Clinic at the National High School Rodeo Finals in Gillette, WY - \$15,000.00
- FWSSR Youth Cutting Scholarships - \$5,000.00

Youth Programs

- Youth Week now includes a full day of out of the arena activities aimed at creating well rounded youth members and providing them with the tools to achieve their goals in and out of the arena.

Activities include:

- Professionals Q&A forum moderated by Pam Minick with industry leaders. Guest speakers include business executives, veterinarians, real estate moguls, media professionals and education leaders.



- Round table discussions with industry leaders.
- Special presentations on Ethics, Social Media/Branding, Resume Building/Interview Skills, and all of the ways scholarship funds can be utilized

Youth Scholarships

- All NCHA earned scholarships, participating affiliate scholarships, and NCHA Foundation scholarships are held in a separate Scholarship Investment account under the NCHA Foundation umbrella of accounts. No other funds are held in this account. Affiliates are not currently required to send the Foundation awarded scholarship funds. Please check with the show secretary as to where they hold awarded scholarship funds.
- Student's individual scholarship balances are tracked and monitored for accuracy in both the on-line scholarship portal and Access software which is used as back-up. This is done on a monthly basis.
- All scholarship payment requests must be made via the online portal and funds will ONLY be sent to educational institutions or accreditation programs. This includes colleges/universities, trade schools, and licensing opportunities such as real estate, cosmetology, fire/police academy etc. Scholarship funds cannot be "cashed out." They are funds that were awarded for the purpose of educational use only. Per IRS rules, they can only be utilized for their intended purpose.
- Students have until their 25th birthday to utilize the funds in their individual account.

Animal Welfare & Research

Equine High-Performance Sports Group

- Regenerative medicine and orthobiologics are rapidly changing the way care is being delivered to both human and equine athletes.
- Through equine athlete centered research, the EHPSG team seeks to not only help our equine partners perform at a higher level but also promote athletic longevity and wellbeing.
- The project includes testing of a new software program which could become a practical tool for trainers, owners, and veterinarians to utilize when deciding the best course of treatment.
- Goals are to provide insight into and discover the best protocols for regenerative rehabilitation of Western Equine Athlete performance injuries.
- "To do better for our equine athletes, we need the data to gain the knowledge."
– Charlie Buchanan, DVM



- “We have an ethical obligation to be responsible for the wellbeing of our equine athletes. We owe that to them.” – Mark Ravenaugh, DVM

How can you help?

Donate:

- Youth Programs & Scholarships - Extend the gift of knowledge through scholarships and supporting grants to advance the next generation of leaders in the cutting industry.
- Animal Welfare Research - Help develop facilities, programs, and research which aid in the pursuit of advancements and discoveries contributing to the overall health, longevity, and vitality of performance horses and cattle.
- Historical Preservation – Aid in preserving the history of the sport of cutting by supporting archive and educational outreach efforts.
- Education & Promotion - Help promote awareness of and interest in cutting horses through outreach programs, demonstrations, clinics, and more.
- Secure the Future – Consider a contribution of unrestricted funds to ensure the NCHA Foundation has the resources needed to meet unforeseen challenges and opportunities.
- In Memoriam - Gifts made in memoriam are a great way to honor the legacy of an individual or horse while making a lasting impression on the sport of cutting.
- Leave a Legacy - Donors can leave a legacy by naming an endowed gift after an individual, a horse, or themselves.

Join a committee:

- Scholarship Committee
- Education Committee
- Historical Preservation Committee
- Animal Welfare Committee
- Finance Committee
- Development Committee
- Nominating Committee
- Young Guns Committee

NCHA Foundation Overview

- Creation of the Dr. Glenn Blodgett Animal Welfare Fund with \$100,000.00 initial commitment
- WHC raises over \$420,000.00 in support of the Foundation for the second year
- First sizeable commitment to research project that is working to better the performance horse industry



- 2022/2023 Commitments – \$147,500
 - \$30,000.00 Youth Week
 - \$25,000.00 Merit Scholarships
 - \$30,000.00 Scholarship Cutting at Youth Week
 - \$5,000.00 Equine Scholarships (FWSSR)
 - \$2,500.00 EDCC in support of operations
 - \$25,000.00 Equine High-Performance Sports Group
 - \$20,000.00 two clinics (Art of the Cowgirl & NHSFR)
 - \$10,000.00 “What is Cutting” 3-part video series

NCHA Foundation Board of Trustees

- Joey Milner - Chairman
- Jo Ellard
- Dustin Ewing
- Charlie Israel
- Frank Merrill
- Lachlan Perks

In closing, NCHA Foundation Director Julia Buswold entertained a motion to approve the proposed slate of trustees for the NCHA Foundation in 2022/2023.

A **MOTION** was made by Cody Hedlund and **SECONDED** by Jeremy Barwick to approve the slate of trustees for the NCHA Foundation being proposed for the 2022/2023 year. **MOTION PASSED.**

Again, please save the date for “A Night at the Ranch” scheduled for Wednesday, December 6, 2023.

NCHA EXECUTIVE DIRECTOR UPDATE – JAY WINBORN

NCHA Executive Director Jay Winborn addressed the Board of Directors in attendance during the annual meetings be welcoming all and providing a summary of updates from the association through the past year in a capturing video.

In the content of this video, Jay highlighted that NCHA:

- In the first 6 months of FY2023 has recorded over \$12.5M in revenue, an increase of 10% over the prior year. Stronger participation at the weekend level and circuit program along with record entries at the 2022 Futurity.
- Since 2019, Membership has increased by 2,190 members.
- Coordinated multiple events to bring the sport of cutting to a broader audience.



- Some upcoming events to look forward to the American Performance Horseman by Teton Ridge, the Run for a Million and the National Circuit Program Championship followed by many more valued partnerships.
- We had record cutting horse sales and anticipate those to continue with Western Bloodstock, the official equine sale company of the NCHA. Over the past 23 years, Western Bloodstock has cataloged over 30,000 head of cutting horses and received gross sales of over \$469M.
- As the association continues to prosper and become more financially successful, the NCHA's intent is to expand while giving back to the NCHA produced events.

OLD BUSINESS

At this time, there is no old business to be addressed by the Board of Directors for discussion.

NEW BUSINESS

At this time, there is no new business to bring before the Board of Directors for discussion.

ADJOURNMENT

There being no further business, **MOTION** was made by Casey Green and **SECONDED** by Skip Jones to adjourn this annual meeting of the NCHA Board of Directors.