

**The National HBPA, Inc. &
The National Horsemen's Administration Corporation
Joint Executive Committee Minutes
Winter 2014 Meeting - Pasadena, California
January 25, 2014**

The Joint Executive Committee Meeting of the NHBPA and the NHAC was called to order by President Robin Richards. Laura Plato called the roll and the following Executive Committee Members were present:

Executive Committee Members Present:

Robin Richards - National
Ron Maus - Western Region VP (Washington)
Leroy Gessmann - Central Region VP (Iowa)
Randy Funkhouser - Eastern Region VP (Charles Town)
Rick Hiles - Southern Region VP (Kentucky)
Phil Combest - Florida
Ed Fenasci - Louisiana **Proxy Stanley Seelig*
Tim Shea - Pennsylvania
Linda Gaston - Arkansas
Tom Metzen Sr. - Minnesota
Dave Basler - Ohio **Proxy Tim Hamm*
Danielle Barber - Oklahoma **Proxy Bill Anderson*
Joe Davis - Indiana
Tom Metzen, Sr. - Arizona (1st Alternate) **Proxy J. Lloyd Yother*

Executive Committee Members Absent:

Robert Jeffries – Tampa Bay
Sue Leslie – (Ontario, 2nd Alternate)

A quorum being established all business for Executive Committee action was heard and acted upon as follows:

- 1. Motion** to approve the minutes of the 2013 Fall Executive Committee meeting.

Motioned by Ron Maus.

Seconded by Leroy Gessmann.

Motion Passed Unanimously.

NHBPA National Sponsor Presentation by Susan Martin of Equineline.com.

The Meeting was then closed to Non-HBPA Members

Secretary / Treasurer's Report

Copies of the Financial Statements were made available to the members that desired copies. The Secretary/Treasurer provided a review of the 2013 financial results for the HJ, the NHAC and the NHBPA.

2. **Motion** to accept the financial statements and results of the 2013 year and recommend their acceptance by the Full Board of Directors.

Motioned by Phil Combest.

Seconded by Linda Gaston.

Motion Passed Unanimously.

3. **Motion** that the Executive Committee accept the establishment of the legal fees fund as performed by staff with the approval of the Secretary/Treasurer in the amount of \$33,000 for 2013, and that as a matter of prudent fiscal policy, this be recommended to the Full Board for any savings realized in 2013 and thereafter in the legal fees area.

Motioned by Rick Hiles.

Seconded by Leroy Gessmann.

Discussion Ensued.

Motion Passed Unanimously.

Thereafter the Secretary/Treasurer provided an overview of the 2014 Budget and Dues.

4. **Motion** that the Executive Committee accept the budgets of *The Horsemen's Journal*, the NHAC and the NHBPA and the dues allocation for the NHBPA Affiliates as approved by the Budget and Dues Committee and offer them to the Full Board for approval.

Motioned by Tom Metzen, Sr.

Seconded by Rick Hiles

Motion Passed Unanimously.

5. **Motion** that the recommendation of the Audit Committee to retain Chuck Krblich, CPA to perform the audit and tax work of the entities for 2013-2016 be approved by the Executive Committee and recommended to the Full Board.

Motioned by Randy Funkhouser.

Seconded by Linda Gaston.

Motion Passed Unanimously.

There was discussion raised by the Secretary/Treasurer regarding the possibility to review the NHBPA's By-Laws as they related to retention of the auditor for multiple years beyond the 4 years. Ultimately no action was taken.

Thereafter the CEO requested authority to expend certain sums for charitable contributions as follows: \$1,000 to Groom Elite, \$500 to ROAP and \$1,000 to the Race for Education.

Discussion followed primarily related to increasing the proposed contribution to Groom Elite. At the conclusion of the discussion the following motion was made:

6. **Motion** was made modifying the request of the CEO to donate \$2,500 to Groom Elite, \$500 to ROAP and \$1,000 to the Race for Education and that the Executive Committee recommend approval to the Full Board.

Motioned by Phil Combest.

Seconded by Randy Funkhouser.

Motion Passed Unanimously.

Thereafter there was discussion raised by the Secretary/Treasurer regarding creating a working group to explore empowering the CEO to make certain decisions regarding expenditure of funds and to report back no later than the 2014 Summer Convention. At the conclusion of the discussion, no action was taken.

Legal Report – Peter Ecabert

Insurance Committee – Tom Metzen, Sr.

The next order of business was the approval and endorsement to the Full Board the following Motion from the Insurance Committee as presented by Tom Metzen Sr., on behalf of Todd Mostoller, the acting Chair of the Insurance Committee:

7. **Motion:** Due to the recent withdrawal of various affiliates from the D&O Insurance Coverage offered through the National HBPA, a deficiency has resulted in the insurance premium for such coverage. BE IT RESOLVED that the Committee recommends to the Full Board for formal adoption this motion that provides that such short fall deficiency in the premium obligation be paid by all affiliates and that an equal assessment be made against all affiliates of National in the total amount of such deficiency.

Motioned by Rick Hiles.

Seconded by Tim Shea.

Discussion Ensued.

Motion Passed Unanimously.

New Business

The 2014 Spring Executive Committee Meeting will be held April 8-9 at the Hyatt Hotel in Lexington.

The Oklahoma HBPA has graciously agreed to host the 2014 Summer Convention. The 2014 Summer Convention will be held in Oklahoma in August during their thoroughbred race meet.

Jan Haynes, the President of the Texas Horsemen's Partnership, appeared before the Executive Committee and provided the Committee with an update regarding the Texas Horsemen's Partnership.

No Old Business

8. Motion to adjourn.

Motioned by Ron Maus.

Seconded by Leroy Gessmann.

Motion Passed Unanimously.

REVIEWED AND APPROVED



Robin Richards, President & Chair
The National HBPA, Inc.
The National Horsemen's Administration Corporation

February 11, 2014