Unapproved Summary of Motions
AUGUST 23 AND SEPTEMBER 1, 2011

These Motions are in draft form (unapproved) and will be finalized, published, and distributed to ApHC members in accordance with Article IV, Section 9 of the Bylaws of the Appaloosa Horse Club and ApHC Rule 70.

Those Board members present in person or by teleconference for all or part of the Board of Directors Special Meeting on August 23, and continued on September 1, 2011, were Steve Bennett, Ray Burchett, Dennis Dean, Jason Flinn, Monty Holmes, Jim Jirkovsky, Frank Larrabee, Lonnie Ledbetter, Laura Lyon, Sharon Marshall, Sandra Matthews, Chuck McWhirter, Tracy Meisenbach, Lori Richards, Diane Rushing, Connie Taylor, Bill Thiel, Lynette Thompson, and Jack Zuidema. ApHC staff present were CEO Steve Taylor, Treasurer Tina Rea, ApHC Attorney Ron Landeck, Performance Department Supervisor Keri LeForce, Director of Marketing Merida McClanahan and Executive Assistant Kendra Carlson.

BOD Motion 01-09-11: The ApHC Board of Directors moves to adopt Rule 613. as follows:

613. The ApHC CEO, with written approval of at least a two-thirds (2/3rds) majority of the ApHC Executive Committee, may, in their sole and absolute discretion, grant variances and/or other appropriate relief from strict compliance with ApHC approved and/or sponsored show, point, qualification, class, open, non-pro and/or youth rules and regulations only upon clear and convincing proof, supported by sworn affidavit(s) detailing the circumstances necessitating the variance request, that but for, (i) the effect of nature or natural causes that could not have been prevented by the exercise of foresight or caution, or (ii) other extraordinary circumstances beyond the affected person's control and occurring without the affected person's delay, carelessness, irresponsibility, fault or negligence, such strict compliance was reasonably possible and that the affected person took reasonable steps and action to avoid failure and/or delay of such strict compliance and that the affected person timely notified the ApHC of the likelihood and/or actual occurrence which is claimed as the reason for requesting such variance.

Motion made by Diane Rushing, seconded by Monty Holmes. Motion passed unanimously.

In regard to this Motion, the ApHC Board of Directors invoked Rule 70.D. as set forth in BOD Motion 02-09-11 and, as a consequence, this rule shall take effect immediately and be published in the 2012 ApHC Handbook.

BOD Motion 02-09-11: The ApHC Board of Directors moves to adopt BOD Motion 01-09-11 under authority of Rule 70.D. to become effective immediately and be published in the 2012 ApHC Handbook based upon its finding that the immediate implementation of this rule change will have a significant, favorable impact on the welfare of the ApHC and its members.

Motion made by Tracy Meisenbach, seconded by Lonnie Ledbetter. Motion passed.

BOD Motion 03-09-11: The ApHC Board of Directors moves to adopt an amendment to Article VII of the Restated Articles of Incorporation of the Appaloosa Horse Club, which proposed amendment shall be submitted to a vote of ApHC members in
conjunction with the 2011 ApHC Board of Directors regular election, which proposed amendment, under Article VII of the Restated Articles of Incorporation, shall not be effective unless approved by at least two-thirds of the votes cast, and which proposed amendment reads as follows:

**ARTICLE VII**

Amendments of Articles

Any amendment, restatement or other alteration of these Restated Articles of Incorporation adopted in accordance with the procedures and other provisions set forth in the Oregon Nonprofit Corporation Law shall thereafter be submitted to a vote of the members of the corporation entitled to vote on Articles of Incorporation, to improve voter turnout and to reduce cost.

**Motion made by** Sandra Matthews, seconded by Tracy Meisenbach.

**Motion passed.** This proposed amendment to ApHC Restated Articles of Incorporation will be submitted to the ApHC members for vote in conjunction with the 2011 ApHC Board of Directors regular election and shall not be effective unless approved by at least two-thirds of the votes cast.

**Intent:** To allow for use of mail and/or other available, lawful technology in ApHC member voting on amendments to the Restated Articles of Incorporation, to improve voter turnout and to reduce cost.

**BOD Motion 04-09-11:** The ApHC Board of Directors moves to adopt an amendment to Article XV of the ApHC Bylaws, which proposed amendment shall be submitted to a vote of ApHC members in conjunction with the 2011 ApHC Board of Directors regular election, which proposed amendment, under Article XV of the ApHC Bylaws, shall not be effective unless approved by at least two-thirds of the votes cast, and which proposed amendment reads as follows:

**ARTICLE XV**

Amendments to Bylaws

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted in accordance with the procedures and provisions of the Oregon Nonprofit Corporation Law by 1) the Board of Directors or, 2) at a duly constituted annual meeting of members by an affirmative vote of at least two-thirds of the members present at the meeting; provided, however, that notice of any proposed change shall have been given under the provisions of the Oregon Nonprofit Corporation Law and, further provided, however, that any proposed change shall thereafter be submitted to a vote of the members of the ApHC entitled to vote on Bylaws for approval by means of a mail ballot provided according to voting procedures permitted by the Oregon Nonprofit Corporation Law and determined from time to time by the ApHC Board of Directors and shall not be effective unless approved by at least two-thirds of the votes cast.

**Intent:** To allow for use of mail and/or other available lawful technology in ApHC member voting on amendments to ApHC Bylaws, to improve voter turnout and to reduce cost.

**Motion made by** Monty Holmes, seconded by Sandra Matthews.

**Motion passed.** This proposed amendment to ApHC Bylaws will be submitted to the ApHC members for vote in conjunction with the 2011 ApHC Board of Directors regular election and shall not be effective unless approved by at least two-thirds of the votes cast.

**BOD Motion 05-09-11:** The ApHC Board of Directors moves to adopt an amendment to Article VI of the ApHC Bylaws, which proposed amendment shall be submitted to a vote of ApHC members in conjunction with the 2011 ApHC Board of Directors regular election, which proposed amendment, under Article XV of the Bylaws, shall not be effective unless approved by at least two-thirds of the votes cast, and which proposed amendment reads as follows:

**ARTICLE VI**

Committees

...
**Intent:** To conform the term of committee appointments to the new ApHC Board of Directors regular election and regular meeting schedules.

**Motion made by** Tracy Meisenbach, seconded by Sandra Matthews.  
**Motion passed unanimously.** This proposed amendment to ApHC Bylaws will be submitted to the ApHC members for vote in conjunction with the 2011 ApHC Board of Directors regular election and shall not be effective unless approved by at least two-thirds of the votes cast.

**BOD Motion 06-09-11:** The ApHC Board of Directors moves to approve the following proposal in support of ApHC regional clubs and their members effective for the period of January 1, 2012 through December 31, 2012:

1. Each regional club may hold one 4-judge horse show in the state they are chartered in and only have three judges judging at the show. National point fees on the 4th set of points are still required.
2. This show will be considered a 4-judge show.
3. The regional clubs will send in the names of the 3 judges with their show application. The Appaloosa Horse Club will randomly pick the designated judge whose points will count as double. This designated judge will show as the designated double-point judge when published in the *Appaloosa Journal* and on the ApHC’s official website.

**Intent:** To save regional clubs the expense of hiring a 4th judge. This format is optional for a regional club. If a club so desires, they may continue to have 4-judge shows under the current format.

**Motion made by** Diane Rushing, seconded by Lori Richards.  
**Motion withdrawn.**

**BOD Motion 07-09-11:** The ApHC Board of Directors moves to amend the ApHC Fee Schedule and Rule 10.B.3.f. as follows:

Limited Participation Membership *(one time only)*  
Individual ........................................................................ $15.00

**10. MEMBERSHIP**

**...**

**B. REGULAR**

Regular membership is divided into:

**...**

3. Classes where membership is annually approved with eligibility being determined based upon the following:

   **...**

   **f. Limited Participation Membership.** An individual 19 years of age as of January 1st of each year, who wishes to may participate in an ApHC-sponsored or -sponsored activity on a **limited per event** basis by purchasing a limited participation membership which is valid for use at one only at that ApHC-approved or -sponsored event except at which it is purchased, provided, however, a limited participation membership is not valid for the ApHC National Show, ApHC World Show, and the Chief Joseph Trail Ride and is not valid for showing in non-pro classes, which requires a regular membership per Rule 900.A.

   **Motion made by** Tracy Meisenbach, seconded by Monty Holmes.  
   **Motion passed.** In regard to this Motion, the ApHC Board of Directors invoked rule 70.D. as set forth in Motion 08-09-11, and, as a consequence, this rule change shall take effect January 1, 2012.

   Steve Bennett — Absent  
   Ray Burchett — No  
   Dennis Dean — Yes  
   Jason Flinn — Absent  
   Monty Holmes — Yes  
   Jim Jirkovsky — No  
   Frank Larabee — Yes  
   Lonnie Ledbetter — Yes  
   Laura Lyon — President  
   Sharon Marshall — Yes  
   Sandra Matthews — Yes  
   Chuck McWhirter — Yes  
   Tracy Meisenbach — Yes  
   Lori Richards — Yes  
   Diane Rushing — Yes  
   Connie Taylor — Yes  
   Bill Thiel — Absent  
   Lynette Thompson — No  
   Jack Zuidema — Yes  

**BOD Motion 08-09-11:** The ApHC Board of Directors moves to adopt BOD Motion 07-09-11 under Rule 70.D., to become effective January 1, 2012 based upon the immediate, favorable impact implementation of this rule change will have on the welfare of the ApHC by encouraging non-ApHC members to participate in ApHC activities.

**Motion made by** Tracy Meisenbach, seconded by Monty Holmes.  
**Motion passed.**

**...**

Steve Bennett — Absent  
Ray Burchett — No  
Dennis Dean — Yes  
Jason Flinn — Absent  
Monty Holmes — Yes  
Jim Jirkovsky — No  
Frank Larabee — Yes  
Lonnie Ledbetter — Yes  
Laura Lyon — President  
Sharon Marshall — Yes  
Sandra Matthews — Yes  
Chuck McWhirter — Yes  
Tracy Meisenbach — Yes  
Lori Richards — Yes  
Diane Rushing — Yes  
Connie Taylor — Yes  
Bill Thiel — Yes  
Lynette Thompson — No  
Jack Zuidema — Yes
Summary of Board Motions

Unapproved Summary of Motions
SEPTEMBER 22, 2011

ApHC Board of Directors
Special Meeting

These Motions are in draft form (unapproved) and will be finalized, published, and distributed to ApHC members in accordance with Article IV, Section 9 of the Bylaws of the Appaloosa Horse Club and ApHC Rule 70.

Those Board members present in person or by teleconference for all or part of the Board of Directors Special Meeting on September 22, 2011, were Steve Bennett, Ray Burchett, Dennis Dean, Monty Holmes, Jim Jirkovsky, Frank Larrabee, Lonnie Ledbetter, Laura Lyon, Sharon Marshall, Sandra Matthews, Chuck McWhirter, Tracy Meisenbach, Lori Richards, Diane Rushing, Connie Taylor, Bill Thiel, Lynette Thompson, and Jack Zuidema. ApHC Staff present were CEO Steve Taylor, Treasurer Tina Rea, Performance Department Supervisor Keri LeForce, Director of Marketing Merida McClanahan and Executive Assistant Kendra Carlson.

BOD Motion 10-09-11: The ApHC Board of Directors moves to establish a policy effective for the period of January 1, 2012 through December 31, 2012, to offer regional clubs the opportunity to hold either one (1) two-judge, three-point show or one (1) three-judge, four-point show, to be held in the same state as their charter, with the determination of the selection process for the double-pointed judge to be determined in a separate motion.

Intent: To save regional clubs the expense of hiring either a 3rd or 4th judge. This format is optional for regional clubs, and regional clubs may continue to hold three- and four-judge shows under the current format.

Motion made by Monty Holmes, seconded by Bill Thiel. Motion passed. This policy will take effect January 1, 2012.

BOD Motion 11-09-11: The ApHC Board of Directors moves to assign the double-pointed judge as defined in the previous motion through random selection by an ApHC computer program. The double-pointed judge shall be assigned prior to the show, with his or her name published on the ApHC website and as part of the show information.

Motion made by Bill Thiel, seconded by Lori Richards. Motion passed.

BOD Motion 12-09-11: The ApHC Board of Directors moves to establish a committee to review the ApHC CEO’s contract and make recommendations to the Board of Directors.

Motion made by Frank Larrabee, seconded by Tracy Meisenbach. Motion passed unanimously.

BOD Motion 13-09-11: The ApHC Board of Directors moves to assign the Planning & Review committee the task of developing a structure, mission, and job description related to formation and establishment of an ApHC media advisory committee.

Motion made by Diane Rushing, seconded by Sharon Marshall. Motion passed unanimously.