**Belgian Draft Horse Corporation of America**

**Board of Directors Meeting-May 10, 2024**

The Belgian Draft Horse Corporation of America meeting was called to order at 2:54 pm by the Corporation President, Walter Schaefer Jr. at the Belgian Draft Horse Corporation office in Wabash. The following were present: DeWayne Beechy, Michelle Keaffaber, Herman Miller, Chad Mrozinski, Corbly Orndorff, Larry Piergallini, Walter Schaefer Jr., Dean Woodbury, and Ray N. Yoder. Lew Biddle was not present.

**Minutes:**

Minutes were presented for approval for the March 6th conference call.

Corbly Orndoff moved to approve the minutes.

Dean Woodbury seconded the motion.

Motion carried unanimously.

**Financial:**

Larry Piergallini presented the Corporation Financials.

The Corporation had two larger expenses during this financial year- which included replacing the driveway and the NABC X sponsorship.

The Corporation has several CDs maturing prior to the December meeting.

Ray Yoder moved to give Michelle Keaffaber and the financial committee the authority to reinvest the CDs that are coming due prior to the December meeting. The Vantage Bank CD will be increased to $75,000 and the Pinnacle Bank CD will be increased to $240,000.

Herman Miller seconded the motion.

Motion carried unanimously.

Dewayne Beechy moved to accept the financial reports as presented.

Ray Yoder seconded the motion.

Motion carried unanimously.

**President’s Report:**

Walter Schaefer, Jr. thanked everyone for attending the meeting. The board had a moment of silence for Lew Biddle as he battles health issues. Walter welcomed Chad Mrozinski to his first Spring meeting. There are several topics to cover over the next few days and the goal is to provide an environment to be able to openly express ideas and opinions but still come together as a team.

**Secretary’s Report:**

Michelle Keaffaber thanked everyone for attending the meeting. Michelle thanked everyone for their hard work the past 5 months.  Michelle reflected on how hard the office staff has worked to stay up to date on paperwork. For the past 2 years, the office staff has been able to remain a consistent 2 weeks out on paperwork. Michelle believes the consistency has allowed people to plan ahead when registering their horses.

**NABC X and NABC 11:**

Scott Seymour and Justin Berry reported on the NABC X. The committee continues to plan to work hard on the event. There has been a lot of excitement around the event.

Scott Seymour presented a proposal for the NABC 11. Historically, the NABC 11 would be held in Canada. Scott has been in contact with a planning committee in Canada, but a decision has not been made to host the NABC 11. The board discussed the proposal if Canada cannot host the NABC 11.

Scott will reach out to the Canadian Belgian Horse Association and work on a more detailed proposal if Canada cannot host the event.

**Old Business:**

The board of directors reviewed the grievance submitted by J. Jay Graber regarding the frozen semen for Chickasaw Master’s Prince. Prior to the meeting, the board contacted Dr. Tomas Vybiral regarding the frozen semen and the contract that was signed.

Larry Piergallini moved to deny the request of issuing frozen semen certificates for Chickasaw Master’s Prince.

Dean Woodbury seconded the motion.

Motion carried unanimously.

Michelle Keaffaber presented a quote to make upgrades to our current registry program. The board recommended tabling the conversation to new business.

**Bylaws:**

Larry Piergallini presented on the bylaws. The committee recommends changes to Article VI and VII regarding nonmember registrations and transfers to accounts with more than 2 individuals:

Ray Yoder moved to approve language to Article VI section 9 and Article VII section 7 to read as:

 Section 9. Non-member Registrations:

Registrations of horses by non-members are permitted provided the registration meets all

requirements of these Bylaws. In particular, any person(s) or legal entity seeking to register a

horse must be one that is recognized pursuant to Article II, Section 1, of these Bylaws**, provided,**

**that a joint non-member account may have more than two persons.**

Section 7. Non-member Transfers:

Transfers of horses by non-members are permitted provided the registration meets all

requirements of these Bylaws. In particular, any person(s) or legal entity seeking to register a

horse must be one that is recognized pursuant to Article II, Section 1, of these Bylaws, **provided,**

**that a joint non-member account may have more than two persons.**

Chad Mrozinski seconded the motion.

Motion carried unanimously.

The committee recommends changes to Section 4 regarding frozen semen.

Dewayne Beechy moved to approve the language in Article VI Section 4, B- B, V, and E:

Where the stallion was not sold**, or was castrated and sold as a Gelding,** after the semen

was frozen and the last owner of the stallion was the owner at the time of freezing, the

stallion owner can elect to apply for and purchase Frozen Semen Certificates (presumably so

semen can be used on outside mares or so that the certificates and semen can be

transferred at the death of owner). Frozen Semen Certificates are not necessary for in-herd

use (see definition – paragraph v. b. below) while owner is living. However, in the instance

that owner dies after the Stallion’s death, his or her estate will have one (1) year to

complete the Application for Frozen Semen Certificate(s) and purchase the Frozen Semen

Certificate(s), unless the semen is sold or transferred prior to one year, then certificates

must be purchased prior to transfer of the semen. However, in the event of a death of a

lifetime member that has a joint membership with a spouse or family member and the

Frozen Semen Certificate(s) are registered in the same manner, the Frozen Semen Certificate(s) will transfer to the surviving member at no cost.

If a stallion dies or is **castrated**, the stallion owner at the time of death or castration, can

complete the Application for Frozen Semen Certificate(s) and purchase Frozen Semen

Certificate(s) at any time after the Stallion’s death. However, in the instance that owner dies after the Stallion’s death, his or her estate will have one (1) year to complete the Applica􀆟on for

Frozen Semen Certificate(s) and purchase the Frozen Semen Certificate(s), unless the Semen is

sold or transferred prior to one year, then certificates must be purchased prior to transfer of the semen. (See paragraph d. above).

Ray Yoder seconded the motion.

Motion carried unanimously.

**Personnel:**

Walter Schaefer Jr. reported on the personnel committee. The board of directors discussed performance of the office staff and Chief Operating Officer.

Michelle Keaffaber presented on the Simple IRA plan.

Larry Piergallini moved to approve the Simple IRA plan at 3% matching and allow the staff to pick the institution they invest in.

Herman Miller seconded the motion.

Motion carried unanimously.

**Marketing and Events:**

Michelle Keaffaber reported on the Marketing and Events committee. The committee would like to purchase a new backdrop and pull up banners to upgrade the booth. A budget was presented from Summit Professional Services to redesign both the backdrop and banner.

Larry Piergallini moved to approve the purchase of a new backdrop and pull up banner in the amount of $1,100.00.

Chad Mrozinski seconded the motion.

Motion carried unanimously.

**Annual Meeting:**

Herman Miller reported on the Annual Meeting. This year the meeting will be held in Arcola, IL. Herman is working with someone locally to organize the bus tour on Friday morning. The committee has been in contact with Pennsylvania and plan to take the meeting there in 2025.

The board discussed having the meeting on Saturday instead Friday. The committee will review and bring a proposal back to the board.

A budget was presented for the 2024 Annual meeting.

Corbly moved to approve a budget not to exceed $13,000 for the 2024 Annual Meeting.

Larry Piergallini seconded the motion.

Motion carried unanimously.

**Building and Maintenance:**

Michelle Keaffaber presented a proposal to get an American Flag at the office.

Herman Miller moved to approve a budget not to exceed $1,600 for the installation of a flag pole and American flag at the Belgian Corporation office.

Chad Mrozinski seconded the motion.

Motion carried unanimously.

Michelle Keaffaber presented a proposal to upgrade the phones at the Belgian Corporation office.

Larry Piergallini moved to approve a budget not to exceed $1,000 for the upgrade of phones at the Belgian Corporation office.

Corbly Orndorff seconded the motion.

Motion carried unanimously.

Corbly presented an update on the new driveway. The driveway was finished a week prior to the Spring meeting. During the completion of the driveway, the ground was soft and sections of the driveway cracked. Gaunt & Sons met with board members prior to the meeting to go over the repairs. Gaunt & Sons will come back on Saturday to meet with the board with a proposal.

Larry Piergallini moved to adjourn.

Motion carried unanimously.

Meeting adjourned at 6:35 pm.

Signed:

Michelle Keaffaber

Secretary, Belgian Draft Horse Corporation of America