

Annual Meeting

March 2, 2019

- **Horses Empower Youth-**
 - Mckenna Johnson, Emma Krashner, and Mattie Johnson discuss appreciation and promote the 4H, FFA, and Youth Breed Programs
- **Minimizing the cost and maximizing the production of your horse pastures- Kenny Mullis-**
 - shows a live demo of soil/rain/foilage process
 - talks about NRCS(Natural Resources Conservation Service)
 - an agency that provides technical assistance to farmers and other private landowners and managers
- **What's happening in our state?-**
 - Kings Mountain president, Carl Henline speaks about making improvements for horses and invites new members to join.
 - Woods Ferry Horse Trail Association-VP- Ann Ramsey speaks about future events and invites new members to join(\$25)
 - April 6- Poker Run-\$25(Fundraiser for new parking lot)
 - Now-april 6-silent auction on FB page
 - SC Upstate Equine Council-President-Donna Patterson speaks about upcoming events
 - April 6-7: Spring Fling Horse Show
 - April 27-Hunter Pace
- **Extended Equine CVI-Sean Eastman DVM, Director of Field Services, Animal Health Programs Clemson Livestock Poultry Health**
 - Current 6 Month Equine Health Certificate cannot be used for transporting horses to the horse track, horse sales, or breeding facilities. And it only serves 15 States.
 - The new 6-month Equine Health Certificate (EECVI) can be used to go to the horse track, horse sales, breeding facilities, and serves 40 states.
 - For more information, go to- MyVetLink.com
 - GlobalVetLink.com
 - Bit.Ly/eecvi-sc
- **Business Meeting/2019 Elections**
 - Treasurer Report-Donna Patterson-
 - January 1, 2019-\$23,000
 - Yearly Income-\$13,803
 - Yearly Expenses-\$11,945
 - End of Year-\$24,043
 - Donna hands out proposed budget for 2019.
 - Carl asks "All in favor of 2019 proposed budget"
All in favor, none opposed.

Bylaws-Carl Cartwright- Proposed Amendment to South Carolina Horsemen's Council Bylaws

Current:

Article IV-Directors; Section 4.2 Paragraph. 1 (only language affected by proposed change)

Number, Term, and Qualification.

The number of directors may be increased or decreased **only by the members**. The number of directors of this Corporation shall consist of such number as to equally represent the five (5) state districts and members at large. The total number shall be not less than two (2) and **not more than three (3)** assigned per district and not less than five (5) nor more than eight (8) at-large directors as shall be determined from time to time by resolution of the members or the board of directors.

Proposed:

Article IV-Directors; Section 4.2 Paragraph. 1 (to read as follows)

Number, Term, and Qualification.

The number of directors may be increased or decreased, **by the Board of Directors, and where this is identified in advance on the meeting agenda, by a majority vote provided a quorum exists. The determination of the number of directors should be based on level of membership and focus areas for increasing membership.**

In any case, the number of directors of this Corporation shall consist of such number as to equally represent the five (5) state districts and members at large. The total number shall be not less than two (2) assigned per district and not less than five (5) at-large directors.

-9 in favor, 3 opposed.

Current:

Article IV-Directors; Section 4.3 Paragraph. 3

Each year, prior to the annual meeting, a Nominating Committee must be formed that consists of one board member from each of the designated districts to be appointed by the President and approved by the Board of Directors. This committee will prepare a list of nominees for each board seat that may become vacant because of term expiration or other reasons. This committee will be formed early enough to obtain input from general membership, obtain personal information on candidates, notify Board of recommendations, and inform members of the nominees at least 30 days prior to the annual meeting. **Any member in good standing may make nominations from the floor at the annual meeting.**

Proposed:

Article IV-Directors; Section 4.3 Paragraph. 3

Each year, prior to the annual meeting, a Nominating Committee must be formed that consists of one board member from each of the designated districts to be appointed by the President and approved by the Board of Directors. This committee will prepare a list of nominees for each board seat that may become vacant because of term expiration or other reasons. This committee will be formed early enough to obtain input from general membership, obtain personal information on candidates, notify Board of recommendations, and inform members of the nominees at least 30 days prior to the annual meeting. **Any member in good standing may make nominations**

directly through electronic means immediately upon release of the electronic voting system referenced in **Article III-Meetings of Members; Section 3.10 Paragraph 2.**

Remaining language in the sections is unchanged.

Tabled

- Gary Biggerstaff motions discussion and clarification of proposed bylaws.
- Tommy Doyle 2nds.
- Motion is tabled.

Current:

Article IV-Directors; Section 4.4 Paragraph. 1

Voting for directors.

Directors shall be elected by a plurality of the votes cast by the members entitled to vote in the election of directors at a meeting **at which a quorum is present**. Unless otherwise provided in the Articles of Incorporation, at each election for directors, every member entitled to vote as such election shall have the right to vote the number of votes he or she is entitled to cast for as many persons as there are directors to be elected and for whose election he or she has a right to vote.

Proposed:

Article IV-Directors; Section 4.4 Paragraph. 1

Voting for directors.

Directors shall be elected by a plurality of the votes cast by the members present and entitled to vote in the election of directors at a meeting **(Removed Quorum Stipulation)**. Unless otherwise provided in the Articles of Incorporation, at each election for directors, every member entitled to vote as such election shall have the right to vote the number of votes he or she is entitled to cast for as many persons as there are directors to be elected and for whose election he or she has a right to vote.

- Tommy Doyle motions to accept proposed changes
- Donna 2nds
- 11 in favor, none opposed
- Motion carried

Current:

Article IV-Directors; Section 4.5 Paragraph. 1

Removal.

Except as otherwise provided in the Articles of Incorporation or by applicable law, a Director may be removed from office with or without cause by a vote of the Board of Directors, provided a Quorum exists and the number of votes cast in favor of such removal exceeds the number of votes cast against such removal. A director may not be removed by the members at a meeting unless the purpose of that meeting states that a purpose of the meeting is removal of such director.

Proposed:

Article IV-Directors; Section 4.5 Paragraph. 1

Removal.

Except as otherwise provided in the Articles of Incorporation or by applicable law, a Director may be removed from office with or without cause by a vote of the Board of Directors, provided a Quorum exists and the number of votes cast in favor of such removal exceeds the number of votes cast against such removal. A director may not be

removed by the members at a meeting unless the purpose of that meeting states that a purpose of the meeting is removal of such director.

In any case, failure to attend or participate electronically or in person for two consecutive meetings will immediately invoke a motion for removal to be discussed and voted on by the board at the next scheduled meeting. A simple majority vote of the directors' present, providing a Quorum is present, will determine the removal of said director

In the event that this occurs two (2) times in the same calendar year, that director will be automatically removed and replaced. Members documenting working a rotating shift or off-shift and or serving at the behest of the officers in a critical capacity can be exempted by a majority vote of the Board.

Any acts which cause the Officers of the board to Censure any director more than once in a year will result the said director placed on the agenda for a removal vote at the next meeting. Acts such as, but not limited to those described in our code of ethics.

-Tommy Doyle

-Mike 2nds.

-All in favor, none opposed

-Motion carried

Current:

Article III-Meetings of Members; Section 3.10 Paragraph. 1

Voting of Members

Except as otherwise provided in the Articles of Incorporation, each outstanding member having the right to vote on a matter or matters submitted to a vote at a meeting of members shall be entitled to vote on each and such matter. A member must vote in person. Youth members under the age of 18 may not vote.

Paragraph 3.

Voting on all matters including the election of directors shall be by voice vote or by a show of hands unless, as to any matter, the members entitled to at least 25% of the votes represented at the meeting and entitled to vote on that matter shall demand, prior to the voting on such matter, a ballot vote on such matter.

Proposed:

Article III-Meetings of Members; Section 3.10 Paragraph. 1

Voting of Members

Except as otherwise provided in the Articles of Incorporation, each outstanding member having the right to vote on a matter or matters submitted to a vote at a meeting of members shall be entitled to vote on each and such matter. A member must vote in person. Youth members under the age of 18 may not vote.

In keeping with the current state of technology, the board of directors will transition to electronic voting when an adequate system is developed and deployed. Communication of said deployment will happen via electronic communication as well as standard United Postal Service Letter Delivery. After the initial notification, subsequent notices will be done electronically through various social media, web page and email notices. After deployment, paragraph one (1) of this section stating "A member must vote in Person" shall be rendered irrelevant and replaced.

Paragraph 2 replaced with above.

Paragraph 3.

Voting on all matters including the election of directors shall be by the electronic voting system. As to any matter, the members entitled to at least 25% of the votes and entitled to vote on that matter shall demand in writing, prior to voting on such matter, a ballot vote on such matter.

Proposed change did not pass.

- Gary motions; that the board forms a committee and prepares established electronic procedure by 2020 Annual Meeting.

-Tommy Doyle 2nds.

-All in favor, 1 opposed.

Current:

Article VI-OFFICERS; Section 6.1

Section 6.1 General.

The officers of the Corporation shall consist of a President, a Secretary and a Treasurer, and such Vice Presidents, Directors or otherwise provided in these Bylaws. The title of any officer may include any additional designation descriptive of such officer's duties as the Board of Directors may prescribe. Officers shall be voting members of the Board of Directors.

Proposed:

Article VI-OFFICERS; Section 6.1

Section 6.1 General.

The officers of the Corporation shall consist of a President, a Secretary and a Treasurer, and such Vice Presidents, Assistant Secretaries, Assistant Treasurers and other officers as may be appointed by the Board of Directors or otherwise provided in these Bylaws. Members and directors must have been a member in good standing for one year to hold an officer position. The title of any officer may include any additional designation descriptive of such officer's duties as the Board of Directors may prescribe. Officers shall be voting members of the Board of Directors

-Gary motions to accept.

-Tommy Doyle

-All in favor, none opposed.

-Motion carried.

These were not discussed at the annual meeting

Addition to Policies and Procedures:

District Coordinator

District directors will nominate a district coordinator from their district. The responsibility and authority of approval of said nominees will rest entirely with the Officers of the Organization.

The position will carry the full weight of coordinating the activities of the directors in each district, holding district meetings as appropriate, planning the district events. Ensuring appropriate and adequate representation of the SCHC at other significant events such as, but not limited to, equine competitions, breed association events, fairs, 4-H and FFA events. They will also coordinate the development of membership and sponsorship for their district and represent the district at the meetings of the Board of Directors.

Addition to Code of Ethics:

- Behavior such as, being disruptive, disrespectful (personal attacks), threatening, disparaging fellow board members, disparaging the SCHC or intentionally or un-intentionally misrepresenting positions, activities or associations which may adversely affect the ability of the council to function towards its vision will invoke censure.

- Carl presents Gary Biggerstaff and Mike Kinsey with Appreciation Award.
 - Mike encourages the board to address the problem of suffering horses that need to be euthanized.
- Carl; Eventually we'll have to take a position on horse slaughter.

➤ **Elections**

- Gary nominates Mary for District 1 Director
- Carl nominates Tommy Doyle for District 5 Director
- Mary nominates Gary for President
- All districts approved election results

Voting:

- Ivory Johnson-Director at Large
- Dennis Moss-Director at Large
- Carl Cartwright-President
- Mary-District 1 Director
- Tommy Doyle-District 5 Director

-Gary motions to accept the votes joined today.

- Carl clarified that that has to be taken up with a by-law revision and could not be voted on in this meeting.

~~All in favor, none opposed.~~ Couldn't be voted on as it wasn't on by-law revision agenda.

-Carl motions to adjourn.

-All in favor, none opposed.