

Board of Directors Meeting

MINUTES

4-22-10

10:00AM

EVANGELINE DOWNS CLUB HOUSE

MEETING CALLED BY	Sean Alfortish
TYPE OF MEETING	BOD Open Board Meeting
FACILITATOR	Evangeline Downs
NOTE TAKER	Rachelle Mischler
PRAYER	Chaplain Ray Bartram
ATTENDEES	Jim Gelpi, Liz Roussel, Ed Fenasci, Mike Fenasci Cricket Romero & Rachelle Mischler

Absent: Mona Romero

Roll Call- Cricket Romero

All Board Members present with Gerald Romero and Larry Robideaux calling in.

Quorum is formed

MOTION	Motion to approve BOD meeting minutes from 11-10-09 with amended correction (change 20 day notice to 10 day notice)
Motion By: Christine Early Second By: Keith Bourgeois Motion passed unanimously	
MOTION	Motion to approve BOD meeting minutes from 3-9-10
Motion By: Keith Bourgeois Second By: Gerald Romero Motion passed 7-0 : Christine Early, Don Hargroder and Carrol Castile Abstain; they were not at the meeting on 3-9-10	
Motion to approve BOD meeting minutes from 3-11-10, with amended correction. (Merrill Lynch was mis- spelled) * Please note to make change to the minutes.	
Motion By: Christine Early Second By: Carrol Castille Motion passed unanimously	

STATUS OF DOI RECOMMENDATIONS

SEAN ALFORTISH

DISCUSSION	Recommendations with regard to the workers compensation program through their auditing provisions. According to our brokers and insurance brokers, the audit returned by the Department of Insurance against the HBPA's Workers Comp Division was in fact, a good audit. There were recommendations for improvement and the advancement of the program that HBPA should accept. There were 22 recommendations made, not all of them involved HBPA, some involved the auditors and the TPA firm. The HBPA agreed to adopt all of the recommendations from the Department of Insurance. Pretty much all have been completed and complied with. There are a couple of minor issues that need to be resolved, and will be before the next policy period. A folder will be maintained with the compliance issue for the Department of Insurance to review if they decide to come back and assure we are in compliance.
FINANCIAL REPORT	
ED FENASCI	
FINANCIAL REPORTS:	Total Revenue for 1993Inc. for 2009 were just over 4.6 million; Total Expenses at 4.5 million, this includes the workers compensation program. This leaves a positive 100 thousand difference in revenue and expenses for 2009. Medical Trust- higher expenses, in the later part of 2009 experienced by Medical Trust. An increase in benefits paid, which is the primary driving factor on a \$75k shortfall between revenue and expenses.

	<p>Pension Trust- Net plus revenue and expenses = \$ 350K, which is driving the increase in the reserve funds for the pension program. This gives more ways to become funded than it has been historically.</p> <p>Cash position as of February 28, 2010- All accounts have been audited; total slightly under 7million excluding the money held by the bookkeeper account.</p> <p>1st quarter 2010- Slot activity 9.3% down from 2009 Purse earnings for slot activity 2010 just at 15 million vs. 16.6 million in 2009 Video Poker earnings- 7.7% Pari Mutual for first two months down 22%</p>	
Evelyn Benoit is present:10:30		

BACKSIDE REPORTS

LAD- LARRY ROBIDEAUX	Backside looks good. Racetrack has a good surface. Some repair work is being done to the restroom areas. There are about 1200 horses on the grounds.	
EVD- SAM BREAU	No problems on the backside. Ran first Turf race on Saturday- (fast). A lot of entries.	
DELTA DOWNS- KENNY ROBERTS ON QH MEET		
There is a problem with dumpsters on the horse path, this is spooking the horses. The problem was corrected but they were put right back. Everything else is pretty good. Sean stated that he would speak to Chris Warren about the dumpster issue.		
(Sean) Delta Downs has put in a request to the commission to change race dates to start Nov 3 2010. This would be a 2 month layoff. They applied of 84 days. Had a conference with management and discussed more dates and pushing up start of meet. As of now, Delta will amend request and start on October 27 th and add 4 more days. Would like them to move to the 14 th but its been difficult because of the handle issue		

FAIR GROUNDS- SEAN	The Fair Grounds submitted a schedule of 8 days in September and 2 days in November; this is not complying with the law. After Sean spoke with management about the dates as submitted: September 15-25, there is still a problem because horses will be running at the FG and entering to run at Evangeline. No resolution as of now. Horsemen's help is needed at the racing commission for race date schedules that do not conflict.	
DISCUSSION	Quarter Horse members are concerned about how the QH Challenge at the Fair Grounds will be funded. They do not want to take purse money from the 10 meet's purse structure for the 2 challenge days. Horsemen asked if Sean has ever met with the AQHA. Sean stated that he has never had contact with them in the 5 years that he has been in office. It was suggested that the QH Board of Directors have a meeting to decide where they want the funding to come from or if they even want the Challenge here. Quarter Horsemen present felt it important that the HBPA, who represents their racing interest, have a seat at the table when race dates and purse money is being planned from their scheduled. Sean stated that no contract will be signed until this decision is made.	
<p>Motion- The HBPA Board of Directors is against using purse funds to finance the Quarter Horse Challenge currently set in November at the Fair Grounds without having the further benefit of knowing how those purses are to be financed and this Board will convene again and consult with the Quarter Horse people to see if there is any alternative methods of funding that everyone is amenable to before a contract is signed by Sean Alfortish allowing the Challenge to occur.</p> <p>Motion By: Billy Foreman Second By: Carrol Castille Passed Unanimously</p>		
FAIR GROUNDS BACKSIDE REPORT	SEAN ALFORTISH	

The Fair Grounds wants to opening Thanksgiving Day and race 5 days a week through March 26, 2011. This would conflict with LAD opening May 1. They already have a hard time filling a 4 day race week. Sean cannot see how they could fill 5 days a week. This will be made known to the commission that this will not be in the best interest of the horsemen, but this will be up to the commission in the end.

CONSIDERATIONS OF INDEPENDENT COUNSEL

LIZ ROUSSEL

DISCUSSION

Liz Rousell discussed the lawsuit filed by Stanley Seelig and 4 other members of the association on December 23, 2009. The Board has taken a response to that lawsuit. Today the board has to address and make a business decision of what is in the best interest of the Association based on steps that have been taken since December 23. These issues could be addressed in Executive Session, since this is in Litigation but the Board is choosing to have this conversation in an open meeting. The board received a letter from Stanley Seelig through his counsel on November 12, 2009, that raised 8 or 9 subject matters, and areas of concern. Mr. Seelig also requested audits be conducted by the association and other actions be taken. The board met to address these issues raised on December 20, 2009 and began the process of responding. On December 23, 2009 before the board could complete that process a lawsuit was filed by **Stanley Seelig, Stamens, Greenburg &.** In response to the lawsuit, the board held a meeting on February 1st and voted to engage in Independent Counsel to conduct an inquiry into all of the subject matters that were raised in the letter and lawsuit. The Resolution that was passed on Feb. 1st 2010 directed the association to engage in Independent Counsel someone who had no affiliation or prior affiliation with the organization and any of the parties in the lawsuit including the plaintiff. After the Resolution was passed, a search included an advertisement in the Times Picayune and ultimately it was from that source that an Independent attorney with no affiliation was hired to conduct an inquiry into all of the subject matters that was raised in the letter and lawsuit. Initially the report was to be returned to the association by 3-15-10; a one week extension was requested and granted by the BOD. Richard Traina is the name of Independent Counsel; report was return on 3-22-10. The report addressed all subject matters and made various recommendations about the findings of the allegations. The February resolution also requested that Mr. Traina make a specific recommendation to the board about what it should do with the pending lawsuit in lithe of the allegations that were made in the lawsuit. Mr. Traina supplemented his report on 4-1-10. In the supplemental report Mr. Trainia specifically made recommendations to the board as to whether it should continue to pursue the litigation on any subject matter that was included in the lawsuit. The 4-1-10 report recommended against litigation on 8 of the 9 subject areas and said with respect to the 9th subject area that Mr. Traina did not have sufficient information to draw a conclusion. Mr. Traina continued his inquiry after the 4-1-10 Recommendations were issued and a final supplement report on 4-9-10 that recommended against filing a lawsuit against any person based on the allegations in the 9th subject matter. We have Mr. Traina's complete report and today the board will consider the information and facts found by Mr. Traina and make a decision to each separate subject matter as to what action is in the best interest of the association in lithe of Mr. Traina's findings.

MOTION

Motion to accept Mr. Traina's recommendation to dismiss the claims made in the lawsuit that relate to Roughneck Construction Company and handling of insurance proceeds

Motion By: Sam David
 Second By: Christine Early
 Motion Passed Unanimously Sam Breaux- Abstains

MOTION

Motion to accept Richard Traina's recommendation to share with the plaintiffs in the lawsuit the information reflecting the total amount of insurance proceeds received pursuant to the insurance policy the Association had in force at the time of Hurricane Katrina and all documents relating to work preformed by Roughneck Construction, to the extent such documents have not already been made available for inspection by the plaintiffs.

Motion By: Sam David
 Second By: Christine Early
 Passed Unanimously Sam Breaux- Abstains

MOTION

Motion to accept Richard Traina's recommendation to amend the Association By Laws to provide additional guidelines on contracting procedures.
 *will need to go to By Law Committee.

Motion By: Sam David
 Second By: Christine Early
 Passed Unanimously Sam Breaux- Abstains

MOTION

Motion to accept Richard Traina's recommendation to require compliance with the two signature requirement in the Associations By Laws regarding check writing.

	<p>Motion By: Sam David Second By: Christine Eary Passed Unanimously</p>
MOTION	<p>Motion to accept Richard Traina's recommendation to take steps to reimburse the Fair Grounds and Louisiana Downs video poker settlement accounts in the amount of \$282,159.85, an amount equal of the amount of insurance proceeds to the Association received for damages suffered as a result of Hurricane Katrina.</p> <p>Motion By: Sam David Second By: Christine Eary Passed Unanimously</p>

MOTION	Motion to accept Richard Traina’s recommendation to seek to dismiss the claims made in the lawsuit	
That relate to the use of funds from the Fair Grounds and Louisiana Downs video poker settlement accounts.		
Motion By: Christine Early Second By: Evelyn Benoit Passed 8-1: Sam Breaux- Against Carrol Castille- Abstains		
MOTION		
Motion to accept Richard Traina’s recommendation to seek to dismiss the claims made in the lawsuit that relate to the charitable relief funds received and distributed by the Louisiana Horsemen’s Benevolent and Protective Association Charitable Foundation Inc.		
Motion By: Christine Early Second By: Gerald Romero Motion Passed 9-1 Sam Breaux- Against	Gerald Romero- lost connection but called right back in to vote.	

MOTION	Motion to accept Richard Traina’s recommendation to seek to dismiss the claims made in the lawsuit that relate to the indemnification of officers, directors and other employees.	
Motion By: Sam David Second By: Keith Bourgeois Motion passed unanimously Sam Breaux- Abstains		
MOTION	Motions to accept Richard Traina’s recommendation to have the By Law Committee clarify Article VI of the By Laws to expressly permit the reimbursement of expenses by officers, directors, and employees as they are incurred.	
Motion By: Sam David Second By: Keith Bourgeois Motion Passed Unanimously Sam Breaux- Abstains		
MOTION		
Motion to accept Richard Traina’s recommendation to have By Law Committee clarify Article VI of the By Laws to confirm that the provisions of the Article VI of the By Laws are consistent with the provisions of Article V, section 10(A) by expressly requiring board approval of indemnification payments made pursuant to Article VI before such payments are made.		
Motion By: Sam David Second By: Keith Bourgeois Motion Passed Unanimously Sam Breaux - Abstains		

MOTION	
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Motion to accept Richard Traina's recommendation to seek to dismiss the claims made in the lawsuit that relate to use of Corporate Credit Cards		
Motion By: Billy Foreman Second By: Carrol Castille Motion Passed 8-1 Sam Breaux – Against Carrol Castille - Abstains		
MOTION		
Motion to accept Richard Traina's recommendation to adopt a written Credit Card usage policy.		
Motion By: Billy Foreman Second By: Carrol Castille Motion Passed Unanimously		
MOTION		
Motion to accept Richard Traina's recommendations to seek to dismiss claims made in the lawsuit that relates to the Department of Insurance Examinations Reports, comments and recommendations and the Association's Workers Compensation Program and continue to implement the actions and processes outlined in the Association's December 31, 2009 response to the Department of Insurance Examination Reports, comments and recommendation.		
Motion By: Christine Early Second By: Billy Foreman Motion Passed Unanimously		

MOTION	Motion to accept Richard Traina's recommendation to seek to dismiss the claims in the lawsuit that relate to the Associations obligations to hold a general membership meeting each year.	
Motion By: Carrol Castille Second By: Don Hargroder Motion Passed 9-1 Sam Breaux- Against		
MOTION		
Motion to accept Richard Traina's recommendation to have the By Laws and Article V section 3(G) of the By Laws to expressly state that at least one General Membership meeting occur each calendar year.		
Motion By: Carrol Castille Second By: Don Hargroder Motion Passed Unanimously		

MOTION	Motion to accept Richard Traina’s recommendation to seek to dismiss the claims made in the lawsuit that relate to the Associations obligation to insure that certain individuals are bonded but believes that such is the case and has always been so.	
Motion By: Christine Early Second By: Evelyn Benoit Motion passed Unanimously Sam Breaux- Abstains		
MOTON	Motion to publish Richard Traina’s Reports, 3-29, 4-1, 4-9 to the Membership by posting on LAHBPA website.	
Motion By: Christine Early Second By: Carrol Castille Motion Passed Unanimously		
DISCUSSION		
Horsemen Sturges Ducoing asked how much money was being spent on attorney fees. Sam Breaux commented that this was not kept track of. Sean stated that it is in the 6 figures and still calculating. Discussion has been made of suing the people that sued HBPA with regard to that.		

<p>A question was asked if bids were taken from contractors other than Roughneck Construction and who decided to use Roughneck Construction. Sean responded that no other contractors could get to it in 3-4 month minimum. Sean stated he had a relative that worked at Roughneck and that's how the HBPA was able to obtain a contractor he could trust immediately to do the job. Sean stated that the main office Employees that lived in New Orleans were stationed in Shreveport were working in an office less than 800 sq feet and dislocated not only from our office but from their families and their flooded homes and his first priority was to get them home and to get the main office back up and running. It was costing money to keep employees housed in Bossier in Apts. Sean also stated that he chose Roughneck because he knew they were not a fly by night construction company (storm chasers). He knew they were licensed and bonded and they had a good quality of work and could start right away. Those were the factors that concerned Sean. The 8000 sq ft commercial building was destroyed from top to bottom, with 4 ft of water in the building, with extensive mold, and termite damage. The cost was \$340,000 to complete the repairs.</p> <p>Question: Was there flood insurance on the building?</p> <p>Sean: No, there was no Flood insurance. The previous admin. Did not purchase flood insurance. We were only in a few months and did not review.</p> <p>Question: Was there Fema funding or help with the building?</p> <p>Sean: No</p> <p>Question: Do we now have a Flood insurance policy on that building?</p> <p>Sean: yes, we do have a flood policy.</p> <p>Horsemen- wanted to understand how Roughneck was chosen and where the implication was with Sean and to discuss the rumor of improprieties and now after hearing Sean explain there is an overall feeling that they understand and are satisfied.</p> <p>Sean stated that when allegations are made against him it affects all of the horsemen because he is the face and the voice of this organization.</p>		
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**ADDITIONAL CAPITAL INVESTMENT IN
HAH, INC.**

SEAN ALFORTHISH

DISCUSSION	
<p>A request with regard to the Worker's Comp Program, to the board of directors of 1993 Inc, for the approval of a needed capital investment in HAH. This is a normal transfer to provide HAH the funds to invest in HIA, the insurance captive company. HIA has need of the capital investment to maintain required capital reserves.</p>	
MOTION	
<p>Secretary Treasurer (Ed Fenasci) is authorized and directed to take those steps necessary and incidental to making the aforesaid additional capital investment of one hundred thirty thousand dollars (130,000.00) in the Horsemen's Alliance Holding Inc. without future delay or formality but in consultation with appropriate professionals as to the proper form and procedures so as to avoid any unnecessary or overly burdensome tax or legal burdens.</p> <p>Motion By: Billy Foreman Second By: Sam David Motion Passed Unanimously</p>	

**STANDBY LINE OF CREDIT FOR
HORSEMEN'S BOOKKEEPER ACCOUNT**

SEAN ALFORTISH

DISCUSSION	<p>This is in regard to the settlement agreement with Harrah's; issue with Harrah's about overpayment, they said we owed them approximately 11 million dollars, this was resolved for the amount of 4.5 million; saving purse money millions of dollars. Some Litigation was passed which allowed HBPA to take a loan from itself for a lower interest rate than we could obtain from any bank.</p>
MOTION	<p>That the Secretary Treasurer (Ed Fenasci) be authorized and directed to take those steps necessary and incidental to establishing a stand by line of credit, to include execution of the necessary banking resolutions such as the resolution presented to the board this date and further provide that the terms of</p>

	the line of credit are reasonable under the circumstances and approves by the Finance Committee, President and Chairman of the Board
Motion By: Carrol Castille Second By: Billy Foreman Motion Passed Unanimously	

CHANGE IN ACCOUNTING SERVICES AND FIRMS

SEAN ALFORTISH

	<p>For years the accounting firm LaPorte Sehrt Roming & Hand has done the auditing. As a legislative auditor auditee, they have also audited our Medical Trust, Pension Trust and Workers Compensation Program. As a result of being a legislative auditor, they have never been able to provide us with accounting advice. This has put us at a disadvantage. In reviewing the books, especially prior regime, we found as a result that the Trust was paying too much in taxes. Over the past couple of years with the help of Peter Ecabert who is a tax attorney. After retaining him we were able to get hundreds of thousands of dollars back from the government that was otherwise being paid in taxes. A lot of this would have been alleviated if we would have had the ability to have an auditor for ourselves that could give tax advice and accounting advice. LaPorte Sehrt Roming & Hand have indicated they do not desire to go forward with us, due to the overabundance of work which had to occur due to lawsuits. The feeling is mutual, for years they were chronically late with our tax filings and audit reports, so we could not turn them over in a timely basis. We have requested different accounting firms to come in and give prices on auditing our books.</p>	
DISCUSSION	<p>94% of money is audited by the Legislative auditor 1% of workers compensation audited by DOI Medical and Pension Trust were audited but not by the legislative auditor, 100% of money is and will always be audited. There were questions about privacy relating to medical and pension issues. Now 100% of money will be audited by the legislative auditor, they have given us a list of firms that are approved firms of the legislative auditor for us to choose from. We are now in the process of interviewing a couple of firms. After long discussion and threatened litigation, an agreement was made that we would allow the Legislative Auditor to audit the remaining 5%. By doing so it is understood that we are NOT A PUBLIC AGENCY. THE HBPA HAS NEVER BEEN AGAINST THE LEGISLATIVE AUDITOR AUDITING OUR ASSOCIATION. HOWEVER THIS BOARD OF DIRECTORS DID VOTE AGAINST BECOMING A PUBLIC AGENCY. THE HBPA IS IN NO WAY A PUBLIC OR STATE AGENCY! WE DO NOT RECEIVE ANY STATE MONEY. WE ARE A PRIVATE NON PROFIT ASSOCIATION WISHING TO MAINTAIN OUR STATUS.</p>	
MOTION	<p>Secretary Treasurer (Ed Fenasci) be authorized and directed to take those steps necessary and incidental to acquiring two accounting firms, one for calculating annual audits and the other to provide accounting advice and further provide that terms of the engagement of these two firms are reasonable under the circumstances approved by the Finance Committee, President and Chairman of the Board and ultimate terms of the engagement including costs are report to this board at the first opportunity following respective engagements.</p>	
<p>Motion By: Sam David Second By: Gerald Romero Motion passes: Unanimously</p>		
<p>Christine Early is not ready to terminate services with LaPorte at this time. Sean stated that Laporte did not want to return with us. Ed has found LaPorte to be unresponsive and has refused to return phone calls. By these reports being late affects members getting benefit checks. Jim Gelpi stated that we really cannot put this decision off another day.</p>		
<p>Substitute Motion: Christine Early To acquire a firm to handle all accounting and advice- except Audit for now</p>		
<p>Motion BY: Christine Early Second By: Gerald Romero Motion Passed Unanimously</p>		

CHANGE IN BANKS

SEAN ALFORTISH

DISCUSSION	1993 INC, runs off the interest received from the horsemen's bookkeeper accounts which totals anywhere from 4-10 million dollars or more at any given time throughout the year. Interest rates received right now are at .0015%, rates have fallen, causing a loss in revenue. Currently banking with Capital One and Chase Banks. Sean, Ed and Mona have been meeting with different banks to seek better service and higher interest rates. One bank in particular has offered higher rates (First NBC) and better service.
MOTION:	Secretary Treasurer (Ed Fenasci) be authorized and directed to take steps necessary and incidental to establishing banking relationships with one or more other sound banking institutions of good reputation which possess' higher interest rates, better services, said steps to include execution of the necessary banking resolutions and agreements and further provide that the bank or banks and the banking relationships are financially reasonable under the circumstance and are approved by the Finance Committee, President and Chairman of the Board.
	Motion By: Billy Foreman Second By: Christine Early Motion Passed Unanimously

SETTLEMENT AGREEMENT WITH HARRAH'S

JIM GLPI

DISCUSSION	Settlement agreement: to settle the case HBPA will pay 4.5 million dollars plus interest in a sum of 3% per annum on the unrecouped balance until LHBPA's recoupment is complete but not no exceed \$500 thousand dollars of principle recoupment from any one race meet's purse structure at Louisiana Downs. This will come in the form of a loan. That loan will be secured by the revenue stream of the purse structure of Louisiana Downs. The lawsuits will be dismissed. Monday this will go before the Racing Commission to make sure they are aware of the agreement.
	Horsemen: Will we see an increase in purses? Sean: yes, it always stems from slots, video poker, wagering and breeders, if all things remain normal- should result in a 700-800 thousand dollar increase to the purses at LAD
MOTION	The President (be authorized and directed to take all steps necessary and incidental to settling and dismissing the litigation by the HBPA against Harrah's under the terms and conditions contained in the settlement agreement presented to this board this date, said steps to include execution of the settlement agreement and all related documents, payments of monies and the filing of pleadings dismissing all litigation and further, the staff, other officers and HBPA attorneys are authorized and directed to provide whatever assistance is necessary to assist in bringing this longstanding matter to a close pursuant to the Settlement Agreement and the law authorizing the same.
	Motion By: Carrol Castille Second By: Billy Foreman Motion Passed Unanimously

SUPPORT FOR HB 1408 AND OTHER LEGISLATION

SEAN ALFORTISH

DISCUSSION	As a result of on going litigation concerning HBPA, some legislators have come down on how HBPA and some of its procedures; during the course of that, Bills were filed by Rep. Tucker, Rep. Pearson and others that if passed essentially would decimate the HBPA as we know it. Bills to kill Medical Trust; Bills to kill Pension Fund, and the Workers Compensation Fund among other things. As pertains to the Legislative Auditor, By law 94% of money was already being audited by the legislative auditor; 1% by the DOI and the other 5% were being audited by the legislative auditors' auditee. 100% was already being audited, the difference was the Medical Trust and Pension which are separately run by a Board of Trustees who were appointed by the HBPA's Board of Directors did not have to turn reports into the legislative auditor. Those reports were made available to the Board of Directors, not made public to the legislative auditor. After hearing this and understanding fully, Rep. Tucker sat down with Sean, Jim Gelpi, Bud Courson, Jim Nickel and Major Thibaut, had a very productive meeting and later with Daryl Purpera, who is the legislative auditor. As a result of those meetings Rep. Tucker agreed to pull his Bills from the floor and substitute in a Bill which would instead allow legislative auditing of all of the accounts, which would now include Medical and Pension. This will not change the way HBPA operates. The Legislative Auditor has stated that HBPA will not fall under government standards in regard to their auditing. HBPA is Not a public agency. Privacy rights will be maintained. Sometimes things come up quickly in legislation; Sean stated sometimes he needs to act fast for what is in the best interest of the horsemen. The Executive Committee was consulted and granted approval for Sean to act on Rep. Tuckers Bill.
	Sean thanked everyone for their help in stopping those Bills from going any further.
MOTION	The President (Sean Alfortish) be authorized and directed to support legislation, including HB 1408, providing for the legislative auditor to audit the HBPA's other monies as the HBPA wishes to voluntarily do so in keeping with the HBPA's continuing and longstanding cooperative endeavor with the State of Louisiana and reserving all rights.
	Motion By: Sam David Second By: Christine Early

Motion Passed Unanimously

DISCUSSION

Don Hargroder asked if there were any thoughts of hiring a firm to handle the next election. Also suggested amending the By laws to do away with the presidency and hiring a CEO to run the company.

Sean: will need to defer question about hiring a CEO and doing away with the presidency to the By Law Committee.

Motion: The Secretary Treasurer to look for a firm to handle the entire election process from beginning to end without involving the HBPA.

Motion By: Caroll Castile

Second By: Don Hargroder

Motion Passed Unanimously

No other Business

Motion to Adjourn

MOTION

Motion By: Christine Early

Second By: Billy Foreman

Motion Passed Unanimously