

**Louisiana Thoroughbred Breeders Association**  
**Special Board of Directors Meeting**  
**July 19, 2022**  
**Equine Sales Company**  
**Opelousas, Louisiana**  
**2:00 pm**

**Directors Present:**

Jay Adcock  
Charlotte Clavier  
Jake Delhomme  
Tom Early  
Warren Harang III  
Keith Hernandez  
Michelle Lavoice  
Jim Montgomery  
Val Murrell  
Michele Rodriguez  
David Tillson

**Directors Absent:**

Brett Brinkman  
Danny Guidry

**Others Present:**

Therese Arroyo  
John Duvieilh  
Roger Heitzmann  
Allen Peltier  
Lora Pitre  
Ken Venable  
Mike Whitler

Warren Harang called the meeting to order and asked Roger Heitzmann to call the roll. A quorum was present with Brett Brinkman and Danny Guidry absent. The meeting was ready to proceed with business.

Jake Delhomme led us in prayer.

Warren opened the floor to discuss the presented By-Laws which passed the Membership Committee and the By-Laws Committee unanimously.

With Attorney Alex Bonin being absent due to sickness, Attorney John Duvieilh took the floor.

Discussion immediately began regarding clarification of the By-Laws, specifically By-Law #1 regarding the ability to vote as a member. Michelle clarified that just being a member is not enough to vote and members must still qualify according to the By-Law to be eligible as a voting member. She added that better clarification of this by-law on paper would avoid any possible further confusion for members. Warren stated that it is still one member equals one vote. Charlotte added to the discussion how someone, or an organization, would/could be eligible for a

vote if they split accreditation among several people. More discussion continued over what percentage standard a member must own to be eligible and be considered as a voting member. Michelle and Charlotte want to keep the percentage at 50% or higher for members and organizations alike. Keith countered that keeping a high percentage, or going even higher, could exclude smaller groups of voters or possible voters who share a horse, but not enough to be considered to vote. Michelle states that anyone could be a member, but to vote the criteria must be met for members, which right now is a 50% share or more. Michelle and Charlotte continued to discuss the wording of the By-Law and how it needed to be updated/edited at this meeting so it can be fixed and made public to the members as soon as possible. Keith Hernandez called to keep By-Law #1 the same but adjust the wording to be more concise and clearer. Warren asked for a show of hands regarding the matter. Tom Early was the only member who opposed By-Law #1. With every other member voting in favor, Tom asked that we move forward, and Warren declared the matter settled and moved on.

After extensive discussion of By-Law 1, the remainder of the By-Laws were addressed in order and board members were asked to state if they had any issues or edits with any of the written By-Laws. Tom pointed out that By-laws #2, #9, #17, and #20 have a position listed as “Executive Director”, but there is no such position title. This needs to be updated to the correct job title, “Secretary Treasurer”. Warren declared for this to be done and to move on. Next, the Board discussed By-Law #15; it states a 20-day notice for special meetings would be required. Charlotte asked why the notice was moved from 10 days to 20 days and Tom agreed this seemed like an excessive amount of time. Warren stated if no one was concerned about needing the 20 days it could be moved back down to 10 since the meeting dates are decided a few weeks out in advance anyway. Tom made a motion to move the notice back down to 10 days which was seconded by Jake Delhomme and passed unanimously. By-Law #23 states that the Secretary / Treasurer serve as the Executive Director of the Association. John stated that this was not changed and that we will change back the areas where we changed that earlier. Warren asked the board if there were any other additions, questions, or edits for the By-Laws. It was suggested that By-Law #5, which states that all dues must be paid by July 1<sup>st</sup>, should also state "or within 30 days of eligibility of being a new member". This way if someone buys a horse in November but wants to be a member immediately, they do not have to wait. Warren agreed this was a great addition. It was also remarked that By-Law #28's language should also be added onto to state “Brood mare must return to Louisiana within 90 days of foaling” and/or “Brood mare must be returned to Louisiana by August 1<sup>st</sup>”. It was remarked that the 90 days is in place to give people enough time to move the horse back to Louisiana. Tom Early stated this should be added onto section A and B of this By-Law. Warren agreed that having a set date, August 1<sup>st</sup>, that the horses need to be back in Louisiana would make much of the process easier for all involved but that exceptions could be made in extreme instances where the horse cannot be transported, such as injury or illness. Tom made a motion to change the By-Law to state “by August 1<sup>st</sup>”, but with non-resident mares it stays the same at 90 days. This motion was seconded by Jay, which was voted on and passed unanimously. Warren asked if anyone had any other edits for the By-Laws.

With no further corrections, questions, edits, or suggestions for the By-Laws, Warren declared to proceed with the agenda.

A quick discussion ensued over HISA, the current updated information, and what HISA means for us and our members going forward. Warren asked if anyone has any questions regarding this. No one did, so he declared to move forward with the agenda.

The next item on the agenda was to discuss the upcoming yearling sale followed by a mixed session for the Louisiana Thoroughbred Breeders Association's Breeders Sale. Tom Early mentioned the Quarter Horse Association has approached him and asked him if it was possible to enter quarter horse yearlings into our sale. It was thought this was a good idea as more entries in sales are always a good thing and the board discussed the number of stalls available. Warren agreed and asked for a show of hands for opposition. No board members opposed this idea, so Warren declared the motion as carried. Tom also reminded the board that Ads can be placed inside sale catalogues and that if any board member wanted to advertise to contact the office. Warren declared for Tom to take care of the matter and the meeting went on with business.

Tom Early made a motion to go into executive session. The motion was seconded by Michele LaVoice, voted on and passed unanimously.

Charlotte made a motion to exit Executive Session. Tom seconded this motion, which was voted on and passed unanimously.

Date, Time and Place of next Board of Directors meeting:

August 6, 2022, 10:30 am at Winners Circle Parish Hall on the property of Louisiana Downs.

Respectfully Submitted