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**MINUTES OF THE MEETING
OF THE BOARD OF DIRECTORS
OF THE NATIONAL BISON ASSOCIATION
January 19, 2018
Renaissance Hotel
Denver, CO**

9 The regular meeting of the Board of Directors of the National Bison Association was
10 convened at 1:15 p.m. Friday, January 19, 2018 at the Renaissance Hotel in Denver CO,
11 previous action by the board and notification by the Executive Director.

12 Present were:

13 Roy Liedtke	Dick Gehring
14 Mimi Hillenbrand	Tom Barthel
15 Debbie Thieman	Donnis Baggett
16 Gerald Parsons	Brian Grubb
17 Alan Douglass	Boyd Meyer
18 Paul Kolesar (Arrived at 2 p.m.)	Kristopher Kelley
19 Keith Yearout (Arrived at 2:30 p.m.)	Patrick Toomey (ex-officio)

20 Also attending were Dave Carter, Jim Matheson, and several NBA members. Roy
21 Liedtke presided, and Dave Carter served as Recording Secretary.

22 The Chair thanked those members who ran for seats on the board of directors.

23 The Chair recommended that the board cover committee reports prior to consideration of
24 the budget. There were no objections.

25 He called on Donald Beard and Ken Klemm to for a report of the Conservation
26 Committee. They reported that the committee has finalized its proposed plan and reviewed that
27 plan with the members during the membership meeting earlier in the day. They recommended
28 that the board adopt the proposed plan, and that it be copyrighted by the NBA. They also
29 requested consideration of up to \$6,000 to hire a consultant to help launch the program. The
30 goal would be to have the program become self-supporting. Gerald Parsons asked about the
31 provision regarding participating in the North American Bison Registry. Discussion was held.
32 Patrick Toomey discussed tribal participation in the program. Mr. Beard said that several
33 outside organizations are interested in utilizing the proposed plan. A motion was made by

1 Donnis Baggett to accept the Conservation Committee’s proposed conservation plan program,
2 to develop a scope of work, and to investigate the cost of retaining a consultant to get the
3 program initiated. Said motion was seconded and carried.

4 Conner Elliott provided a report of the North American Bison Registry. He reported that
5 the NABR Committee met following the January 16 board meeting to review the board’s
6 suggestions regarding the proposed bylaws. He reviewed the proposed revisions with the board.
7 Discussion was held. A motion was made by Tom Barthel to adopt the revised NABR bylaws,
8 as updated. Said motion was seconded and carried.

9 Jim Matheson reported that the State/Regional Committee has recommended a State-
10 Regional meeting to be held in October. They want to focus on succession planning and
11 mentorship development.

12 Dave Carter reported on Commercial Marketers’ Committee. The NBA will begin
13 investigating the development of a unique export code for bison. Potential revisions in the
14 twice-yearly survey were also discussed.

15 Boyd Meyer provided a report of the Gold Trophy Show and Sale Committee. He said
16 the entry levels this year are reaching the limits of the facilities at National Western Stock
17 Show. He reported that the facilities were in very poor shape at the point that bison started to
18 arrive. The Yards crew did an exceptional job of cleaning up the facilities.

19 Mimi Hillenbrand provided a report from the Science & Research Committee. The
20 committee is initiating the process to establish a center of Excellence for Bison and to
21 investigate establishment of an Endowed Chair for Bison at South Dakota State University. Dr.
22 Carter Cruise, Phil Baird of Sente Gleske University and Corrine Busse of The Nature
23 Conservancy have been added to the committee. Members of the committee are continuing to
24 work with the InterTribal Buffalo Council to produce the revised bison health field handbook.

25 Mr. Carter presented the draft 2018 three-month budget to the board for consideration. A
26 motion was made by Dick Gehring to adopt the budget as presented. Said motion was seconded
27 by Mimi Hillenbrand, and carried.

28 Roy Liedtke reported that the Finance Committee has reviewed the current finance
29 Policy and is making a recommendation to amend the audit and financial review requirements
30 for the association. The current finance policies state: “The association will contract for an
31 independent review of the year-end financial reports for two years, followed by an audit. An

1 audit may be called at any time by the Board of Directors. It is recommended that the Board of
2 Directors require an audit if there is a change in Executive Director.” The committee is
3 recommending that the policy be revised to require a financial review every two years, with an
4 audit to be conducted every six years. It was explained that financial reviews and audits look at
5 the financial statements for the three-month periods preceding and following the year being
6 reviewed or audited. Teresa Amos, the NBA accountant, has recommended the proposed
7 change. Tom Barthel recommended that the language in the financial policy specify that
8 financial review and audits also include the last three months of the prior year, and the first
9 three months of the following year. Mr. Liedtke said that the Finance Committee will develop
10 recommended language for board consideration.

11 Dave Carter provided a report on Bison 1 Million. Discussion was held. No action was
12 taken.

13 Dave Carter reported on the discussions of a merger of the foundations.

14 The National Buffalo Foundation has recommended that Dick Gehring be appointed as
15 the representative on that foundation. A motion was made by Mimi Hillenbrand to appoint Dick
16 Gehring as the NBA representative on the NBF board of directors.

17 The National Bison Association is required to appoint a board representative to sit on the
18 Throlson Foundation board of directors each year. Donnis Baggett made a motion to appoint
19 Dick Gehring as the NBA representative on the Throlson Foundation board of directors. Said
20 motion was seconded and carried. Mr. Carter reported that discussions are ongoing regarding a
21 merger of the foundations.

22 Discussion was held regarding the Washington, D.C. Roundup. It was agreed to look at
23 the week of September 17 for the roundup.

24 Patrick Toomey reported that the NBA has received a request from the Fort Peck Tribe
25 for the NBA’s support for a letter supporting the tribe’s intent to litigate with Yellowstone
26 National Park for approval of the tribe’s proposed brucellosis quarantine facility. Discussion
27 was held. Don Werner, DVM, and a member of the NBA, provided additional information on
28 this request. A motion was made by Tom Barthel to authorize a letter to the Fort Peck Tribe in
29 response to the December 13, 2017 letter stating that the National Bison Association supports
30 alternatives to the ship-to-slaughter program, with one of the alternatives to be development of
31 responsible, secure quarantine facilities. Said motion was seconded and carried.

1 Mr. Toomey reported that the ITBC is developing a USDA Beginning Farmer and
2 Rancher Grant proposal, with that grant to include the participation of the NBA.

3 The Chair noted that the election of Tom Barthel as Secretary-Treasurer has created a
4 vacancy in Region V until January 2019. The Minnesota Buffalo Association has recommended
5 the appointment of Jeremy Alleman as the director for Region V. Brian Grubb made a motion to
6 appoint Jeremy Alleman as the director for Region V. Said motion was seconded and carried.

7 Mr. Carter distributed Conflict of Interest Statements for each board member's
8 signature. He also reported that he maintains a business relationship with the Thieman family.

9 The board discussed establishing the proposed time for the standing board meetings
10 every other month. Upcoming meetings will be planned for March 15, and May 17th, with the
11 in-person meeting scheduled in conjunction with the June Summer Conference.

12 There being no further business to discuss, and upon motion made seconded and carried,
13 the board voted to adjourn the meeting following an executive session by the Executive
14 Committee for Mr. Carter's annual performance review. The executive committee entered into
15 an executive session with Mr. Carter at 3:50 p.m. The Committee arose to public session at
16 4:05 p.m. with no report, and the meeting was adjourned.

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18 Respectfully Submitted,

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22 Tom Barthel, Secretary

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26 Dave Carter, Recording Secretary