

LONGVIEW GREGGTON ROTARY RODEO, INC.
Minutes of Meeting of Directors and
Shareholders – June 27, 2013

The Officers and Directors of Longview Greggton Rotary Rodeo, Inc.(LGRRI) met at Wells Fargo Advisors/Jim Tachias office, 2820 Bill Owens, Longview, Texas on Thursday, June 27, 2013 at 4:30 p.m. pursuant to notice given by the Secretary on June 20, 2013.

The following Officers and Directors were present: Directors included Keith Bonds, David Wright, Kent Bryson, Keith Bailey, Paula McCauley, and Jack Jenkins. Officers included President Julio Arriola, Vice President Jim Tachias, Secretary Kent Bryson, and Treasurer Chad Hinton. Others present were Director of Operations, Mary Ramos, Matt Wright, David Yowell, Donna Koerner, Barbara Duncan and Cynde Bell. Six of the six directors were present, constituting a quorum.

President Julio Arriola called the meeting to order at 4:35 p.m. and followed the agenda attached to the Notice of Meeting.

- A. 1. The prior year minutes and actions (since June 26, 2012) were approved and ratified unanimously upon a motion by David Wright and second by Jack Jenkins.

2. A proposed budget for the 2013 PRCA Convention was provided by Secretary Kent Bryson and reviewed and discussed by the attendees and directors. The proposed budget was increased to \$4,000. David Wright moved to approve with a second by Keith Bailey, the motion passed.
- B. There was a brief discussion regarding the tax matters of the Corporation. Accordingly, Matt Wright indicated that all respective reports have been filed.
- C. Treasurer Chad Hinton and Matt Wright provided current financial information with regards to the 2013 rodeo results (balance sheet and P&L) through June 24, 2013. It is believed that most of the outstanding receivables are collectable. Any receivables from prior years should be written off. Taking all those factors into consideration, the projected final net income should be approximately \$60,000. Upon a motion by Keith Bailey and second by David Wright, the financial statements were approved as presented.
- D. The group then had discussions concerning the arena. Based on improvements provided by the city, no additional funds were allocated to a "Special Project" contingency fund for improvements for the coming year. Director Bryson suggested that the \$20,000 allocated for the previous year, as identified on the balance sheet, be placed in the unrestricted fund balance. Upon a motion by Keith

Bonds and second by Paula McCauley the motion passed. The "Adopt-A-Spot" Agreement with the City of Longview was ratified for an additional year and it was agreed that \$3,000 would be allocated towards general maintenance items.

- E. There was then discussion regarding the level of funding from the 2013 Rodeo to be made available to other 501 (c) (3) charities and charitable projects as designated by the Longview Greggton Rotary Club. After the discussion, a motion was made by Keith Bailey and seconded by Jack Jenkins. The Board unanimously approved that \$45,000 be allocated for charities and charitable projects. All additional funds collected from outstanding accounts received will be added to the LGRRI general operating fund.
- F. The Board of Directors considered nominations for new Directors and Officers. The Board acknowledged the service of Keith Bailey whose term as Director ends June 30, 2013. Upon a motion by Keith Bailey with a second by Kent Bryson, the Board unanimously elected Cynde Bell as a new Director whose terms run from July 1, 2013 through June 30, 2016, in accordance with the by-laws for staggered three-year terms for Directors.
- G. With a motion by Keith Bailey and a second by Kent Bryson, the Board unanimously elected slate of nominated Officers for the term from July 1, 2013 through June 30, 2014 as follows: Paula McCauley, President; Jim Tachias, Vice-President; Barbara Duncan, Secretary; and David Yowell, Treasurer. Matt Wright was nominated and elected Vice President/Controller. The Board acknowledged the service of Chad Hinton.
- H. The Board then discussed the reappointment of Mary Ramos as Operations Director of LRI. Upon a motion by Keith Bailey and second by David Wright, the Board unanimously agreed to the reappointment. A review of the compensation plan was conducted and discussed. Upon a motion by Keith Bailey and second by David Wright the compensation for Mary Ramos was approved at \$1,250 per quarter. The motion passed unanimously. It was conveyed to Ms. Ramos that LGRRI would need to provide her IRS form 1099 should elect to receive her consulting fee personally or such form would not be provided should the fee be paid through her company, Eagle Communications, LLC.
- I. Upon a motion by Kent Bryson and second by Jack Jenkins, the Board unanimously adopted the attached resolution for signature authority on the bank account at Springhill State Bank effective July 1, 2012 (Donna Koerner, Paula McCauley, and David Yowell).
- J. The following individuals are authorized by this Board to execute contracts related to the 2012 PRCA Rodeo:

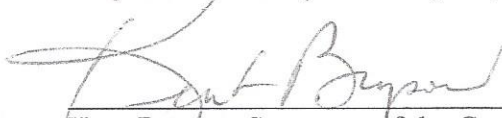
1. Andrews Rodeo Company – Mary Ramos, Donna Koerner, Paula McCauley. (Mary Ramos is designated as the person to negotiate the contract; others may execute the negotiated contract.) .
2. PRCA Fee Contract – Donna Koerner, Paula McCauley, and Mary Ramos.
3. Maude Cobb Activity Center – Donna Koerner, Paula McCauley, or David Yowell.
4. Others not yet known – Donna Koerner, Paula McCauley, David Yowell.

K. Other Business:

David Yowell is designated to get new bank signature card to add Donna Koerner, Paula McCauley and David Yowell as signatories on the account.

Announcement of Rodeo Appreciation Banquet to be held July 12, 2013 at 6:00 p.m. at East Texas Builders Association facility.

- L. No additional other business arose from the above and with a motion from Paula McCauley and second by Kent Bryson, the meeting was adjourned at 6pm.



Kent Bryson, Secretary of the Corporation June 27, 2013