

Getting to Know Your Association

In this first article of a series describing how the American Angus Association functions, we take a look at its committee structure.

by *Shauna Rose Hermel*

Sitting down to read the Charter and Bylaws or the Rules of the American Angus Association doesn't exactly rate high on the bucket list for most members, yet understanding how the organization is structured and the rules of the game can enhance your membership experience.

For the past several years, we have inserted the *Breeder's Reference Guide* (BRG) — including the Charter and Bylaws, Association Rules, and other reference items — in the March issue of the *Angus Journal*, then notified members of individual changes made during the year. Prior to that, we mailed out copies on a periodic basis when it was deemed the printed BRG was too outdated.

This year we want to try something different. The BRG is still available online at www.angus.org and from the Members Services Department upon request. But, in the pages of upcoming *Angus Journals*, we want to break it down — make it more understandable and more appealing to read — to give you the information you need to make the most of your membership.

So, with the help of the Association's Member Services Department and the Board and Staff of the American Angus Association, we're going to launch a series of articles devoted to helping you get to know your Association. We'll get rid of as much legalese as we can and try to put things in layman's terms.

In upcoming issues we'll discuss the delegate nomination and election processes, how the Board functions, running for the Board, the entity Boards and how they differ from the full Board, how the annual convention is conducted, how to submit an item for

consideration by the annual convention of delegates, entitlements of membership and affiliate (or subsidiary) organizations. If you have a particular topic you would like us to cover, by all means let us know. You can e-mail me, author of this series of articles, at shermel@angusjournal.com or Bryce Schumann, CEO of the Association, at bschumann@angus.org.

Let's start with the Board's committee structure.

You may have noted in January's coverage of the November Board meetings that one of the first official actions of the newly

elected Board was to make committee assignments. This month, we'll look at how these committees are established, how they function and how their work is brought to the full Board for its consideration.

Executive Committee

Article IV of the Association Bylaws spells out the responsibilities of the Board of Directors of the American Angus Association, including the handling of committees.

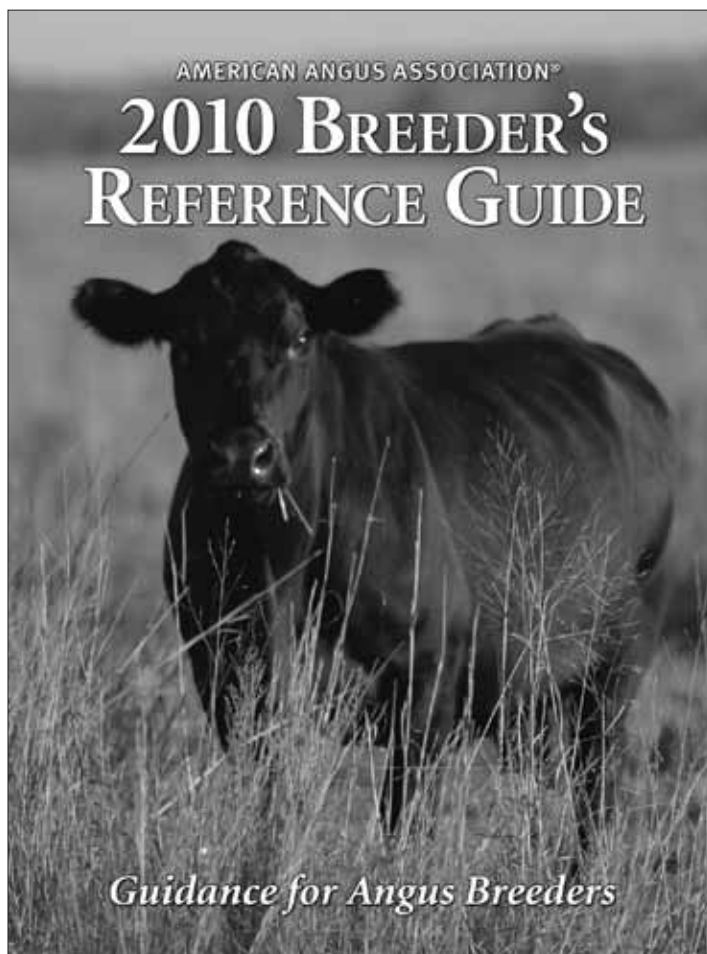
It is the responsibility of the incoming president to appoint Board members

to the committees. Those appointments are approved during the Board's first meeting in Louisville after the annual convention.

Only one committee is expressly required by the Bylaws. The Board must have a standing committee known as the Executive Committee (Article IV, Section 4.8). The president and chairman of the board and the vice president and vice chairman of the board are automatically, by position, voting members of the Executive Committee. The Board must appoint at least three, but no more than five, additional directors to the committee. The Association's CEO is, by position, a non-voting member of the committee.

The Executive Committee carries the authority of the full Board when the full Board is not in session. It has the authority to meet and conduct the business of the Association as needed between regularly scheduled Board meetings. But it is not without oversight.

While executive committees are common to companies



► The Breeder's Reference Guide is available online or by request from the Member Services Department.

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of our size and, on occasion, are required to take action on pressing matters when convening the whole Board is not feasible, their actions do not occur in a void. As specified by the Bylaws, any action taken by the Executive Committee has to be reported to the full Board in writing at its next regularly scheduled meeting. Additionally, for a number of years it has been the policy of the Board that any action the Executive Committee takes must be reported to the full Board in writing within seven days.

The sole exception to this practice involves actions taken by the Executive Committee pursuant to Article VIII — Discipline, Suspension or Expulsion. Under that article, the Executive Committee reviews alleged Rules/Bylaws violations and breeder complaints, decides whether to initiate investigations into such violations, and determines whether a complaint should be brought before the full Board.

The Executive Committee also works closely with the CEO to provide direction on programs, issues and proposed administrative changes.

The Executive Committee for 2011 is comprised of Joe Hampton, chairman; Jarold Callahan, vice chairman; Phil Trowbridge; Steve Olson; Gordon Stucky; and Bryce Schumann, CEO, as a non-voting member. The Executive Committee may call

upon any staff member, as needed, for the working of the committee.

Other standing committees

The Bylaws also provide for the creation of other standing committees and special committees. Historically, the Board has had a number of such committees. Policies ultimately adopted by the full Board often take shape at the committee level.

“Committees are created so the business of the Board can be done with greater efficiency and focus,” Schumann explains. “Subsets of the Board can consider and weigh in on significant issues simultaneously and then make recommendations that can be discussed by the whole Board. It is a time-proven way in which to refine issues and present them for debate or discussion by the full Board.”

In addition to the Executive Committee, the Association currently has six additional standing committees — Activities, Breed Improvement, Communications and Public Relations, Finance and Planning, Member and Affiliate Services, and Research Priorities.

Though some of these committees, such as Breed Improvement, have remained intact

for the duration of my tenure at the *Angus Journal*, many of the other committees have fluctuated over the years according to the changing landscape and the resulting focus of the Board.

Creation of a standing committee requires adoption by a majority vote of the full Board. To assure flexibility in the work of each committee, the Bylaws provide that

they shall address those tasks that are delegated to them “from time to time” by the Board of Directors.

Standing committees conduct regularly scheduled meetings in conjunction with the full Board meetings, though they can conduct

meetings in between. Written reports of each committee are presented to the full Board at its meeting, and proposed actions become official with approval of the full Board. So, a committee cannot take action without the approval of the full Board. Many times, items are brought up and discussed within committee, then referred to the full Board for broader discussion.

To be efficient in its meeting time, the last few years, the Board has made sure it conducted the Breed Improvement Committee at a time when all Board members could attend, allowing all Board members to participate in the original discussion. This year, Finance and Planning will also meet when all can attend. Other committees, such as Activities, Communications and Public Relations, and Member and Affiliate Services, are usually convened concurrently. As the committee assignments are set at the beginning of the Board year, the agenda of the regularly scheduled Board Meetings is taken into consideration so a director is not assigned to two committees that would meet at the same time.

The Research Priorities Committee, though a standing committee, is convened only when necessary and therefore may or may not be part of the agenda of a regularly scheduled Board meeting.

Activities Committee. Areas of responsibility for the Activities Committee include open shows, junior shows, Leaders Engaged in Angus Development (LEAD) Conference, judges, show policy, Angus Heritage Foundation and the Denver Bull Sale.

The current Breeder's Reference Guide is available on the Association's website, www.angus.org.

The screenshot shows the homepage of the American Angus Association website. At the top, it says "AMERICAN ANGUS ASSOCIATION — THE BUSINESS BREED" with the address "3201 Frederick Avenue • St. Joseph, MO 64506" and phone/fax numbers. A navigation menu includes "Special Features", "General Info", "Rules and Forms", "Mission Statement", "Contact Us", and "Data Access and Use". The "Contact Us" link is highlighted with a red arrow. Below the menu, there is an "Office Information" section with hours, phone, and fax numbers. A "Personnel" section lists "Board of Directors", "Administrative Staff", "Association Staff", and "Regional Managers", with a red arrow pointing to "Board of Directors". There is also a "Send E-mail" section and a "Suggestions" section. The footer contains the association's name, address, contact info, and copyright notice.

► You can access Board contact information on the Association website, www.angus.org. Use the “Contact Us” option from the menu bar at the top of the page, then click “Board of Directors.”

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The committee makes recommendations to the full Board regarding breeding cattle shows, junior shows (national and regional), and related activities. It initiates suggestions and guidelines for show classifications (adult and junior) and premium participation for breeding cattle shows and junior shows (national and regional). And it maintains a current judge list.

The Activities Committee coordinates junior programs and Association activities relating to the American Angus Auxiliary and state and regional Angus associations. It coordinates and manages the National Western Angus Bull Sale and selects nominees for induction into the Angus Heritage Foundation.

The five committee members for 2011 are Cathy Watkins, chairwoman; Darrell Silveira, vice chairman; Jarold Callahan; Scott Foster; and Jim Rentz. Staff members who work with the Activities Committee include the COO, the director of activities and events, the director of junior activities, and the manager of the National Western Angus Bull Sale — currently Bill Bowman, Shelia Stannard, Robin Ruff and David Gazda, respectively.

Breed Improvement Committee. The committee's areas of responsibility include national cattle evaluation (NCE), Beef Improvement Records [BIR, including Angus Herd Improvement Records (AHIR®) and Beef Record Service (BRS)], genetic

research, and DNA technology for genetic evaluation.

The committee is responsible for constantly monitoring all performance programs sponsored by the American Angus Association and refining each program, where possible, to enhance the position of the Angus breed in the total beef industry. In addition to the staff members who work regularly with the committee, assistance is provided by university and industry technical advisors.

Matters that the committee handles include overseeing the American Angus Association NCE, implementing new performance practices in the BIR or NCE programs, and maintenance of a structured sire evaluation program for carcass merit. It is responsible for the analysis and publication of the annual *Pathfinder Report*. The committee is asked to maintain awareness of new technology in the field of animal breeding and to recommend refinements and revisions in the Association's evaluation procedures as deemed necessary.

The committee has nine members for 2011 — Gordon Stucky, chairman; Jim Sitz, vice chairman; Jarold Callahan; Leo McDonnell; Vaughn Meyer; Steve Olson; Arlen Sawyer; Cathy Watkins; and Kevin Yon. Staff members who work closely with the Breed Improvement Committee include the COO; the directors of performance programs, genetic research and Angus

Information Management Software (AIMS); and the director and assistant director of information systems — currently Bill Bowman, Sally Northcutt, Scott Johnson, Lou Ann Adams and Chris Stallo, respectively.

Communications and Public Relations Committee. This committee is responsible for the the Association's national advertising program and the publicity and promotion of the Angus breed and Association programs, as well as cultivating and maintaining partnerships with allied industry organizations.

The committee focuses on communications and promotion of the Angus breed, the American Angus Association and its programs and affiliates. It also provides communication on major issues facing segments of the beef cattle and Angus industry. The committee works with all staff or departments directed to the committee's efforts.

The committee considers international marketing efforts and communications, as well as promotion of the Association and affiliate programs that enhance the value of Angus cattle in the industry. It helps develop and maintain relationships with industry affiliates and allied industry groups as deemed appropriate by the Board. And it oversees the Association's communication with media, members, affiliates and affiliate associations.

The six members of this committee for 2011 include Steve Olson, chairman; Arlen Sawyer, vice chairman; Leo McDonnell; Doug Schroeder; Gordon Stucky; and Kevin Yon. The staff members who work with the committee include the COO, director of communications and public relations, assistant director of communications and assistant director of public relations — currently Bill Bowman, Eric Grant, Crystal Albers and Crystal Young, respectively.

Finance and Planning Committee. This committee's areas of responsibility include financial oversight and planning, budget, investment and employee policy.

The Finance and Planning Committee is responsible for the assets and operations of the American Angus Association, its subsidiaries and its affiliates. This responsibility includes determining and recommending to the Board policies that will maintain and enhance the financial position of the Association. The nature of this responsibility involves the Finance Committee in the activities of other committees established by the Board.

AMERICAN ANGUS ASSOCIATION® — THE BUSINESS BREED
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Officers and Board of Directors as of Monday, November 15, 2010

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| Officers | |
|--|--|
| President Joe Hampton 2500 Back Creek Church Road Mt. Ulla, NC 28125 | CEO Bryce Schumann 3201 Frederick Ave. St. Joseph, MO 64506 |
| Vice President Jarold Callahan 7450 NW 192nd St Edmond, OK 73012 | Treasurer Phil Trowbridge 164 Waterline Road Ghent, NY 12075 |

| Board of Directors | |
|---|--|
| Terms Expiring in 2011 | |
| Arlen J. Sawyer 44715 873rd Rd. Bassett, NE 68714 | Doug Schroeder 971 Ross Ave Clarence, IA 52216 |

► The Board of Directors page will have the list of current officers and directors by name and address. Names showing up in blue are hotlinked to the director's e-mail address. To e-mail an individual, simply click on the person's name to create an e-mail, fill it out and send it.

It is not the responsibility of the Finance Committee to determine policy recommendations of other committees. Its purpose is to inform the full Board of the financial ramifications of proposed acts or policies.

In addition, the committee handles administration of Association finances, including developing and recommending budgets for the Association as a whole and for each department within the organization. It reviews the financial reports of the various services and programs offered by the Association and establishes program fees.

The committee establishes policy regarding the Association's investment portfolio and its pension plan. It is responsible for monitoring factors affecting business, business cycles and inflation, as well as making changes in the financial structure of the Association as warranted.

It oversees and evaluates the needs of the Association's real property and equipment.

The 10 members of the Finance and Planning Committee include Phil Trowbridge, chairman; Doug Schroeder, vice chairman; Charlie Boyd II; Scott Foster; John Elbert Harrell; Vaughn Meyer; John Pfeiffer Jr.; Jim Rentz; Darrell Silveira; and Cathy Watkins. The staff members who work with this committee include the CEO, COO, CFO, and the director and assistant director of finance — currently Bryce Schumann, Bill Bowman, Rich Wilson and Kenny Miller, respectively.

Member and Affiliate Services Committee. This committee's areas of responsibility include AIMS, AngusSource®, monitoring and testing for genetic defects, information systems, office management, parent verification through DNA and commercial programs.

The committee addresses issues, policies and programs that relate to the Association's ability to maintain the highest level of technical and personal service in order to position the organization as the leader in the beef industry.

The committee works with the director of AIMS to provide input and direction for changes and improvements to AIMS. The committee is also involved in any new software projects that may arise for use by members.

The committee works with the director of AngusSource® to provide input and direction for changes and improvements to the Association's AngusSource program.

The committee addresses issues and

policies that relate to the Association's ongoing genetic defect monitoring and testing programs.

The committee works with the director of information systems to give approval and make recommendations for information systems and Internet services to provide the most accurate information and best possible service to the membership using the latest technology.

The committee discusses issues that relate to Association functions such as registrations and transfers as well as other available services to assure the fastest, most accurate data available to the membership and the beef industry.

The committee works with the director of member services to periodically review the *Breeder's Reference Guide* to update policies and recommend changes as necessary.

Other responsibilities include the parentage verification program of the American Angus Association to help assure the accuracy of pedigree information.

The committee plans and approves programs that enhance the value of Angus cattle in the industry and benefit commercial producers using Angus genetics.

The six members of the 2011 committee include Jim Sitz, chairman; Charlie Boyd II, vice chairman; John Elbert Harrell; Vaughn Meyer; John Pfeiffer Jr.; and Phil Trowbridge. The staff members who will work with the committee include the COO; directors of AIMS, AngusSource, genetic research, member services and performance programs; and the director and assistant director of information systems — currently Bill Bowman, Scott Johnson, Sara Snider, Sally Northcutt, Don Laughlin, Brenda Gabriel, Lou Ann Adams and Chris Stallo, respectively.

Research Priorities Committee. This committee is responsible for the evaluation and identification of research areas of emphasis for the Association. The committee coordinates the review of potential research efforts and recommends the funding source for approved projects within the Association and its entities.

The committee provides a defined process for the assessment of submitted research proposals and may provide calls for projects in specific research areas as the need arises. The committee members include representation from the American Angus Association, Certified Angus Beef LLC (CAB), Angus Genetics Inc. (AGI) and the Angus Foundation.

By design, the Association vice president (currently Jarold Callahan) is chairman of the committee. Other members include the treasurer of the Association (Phil Trowbridge), the AGI chairman (Gordon Stucky), the CAB chairman (Steve Olson), the Angus Foundation chairman (Phil Trowbridge), the director of performance programs (Bill Bowman), the director of genetic research (Sally Northcutt) and a CAB representative (Larry Corah). Ex officio members are the CEO (Bryce Schumann) and CFO (Rich Wilson) of the Association and the Angus Foundation President (Milford Jenkins).

Special committees

Special committees and task forces can be created from time to time by the Board for a designated purpose and duration. For instance, in the past two years, special committees were established to deal with arthrogryposis multiplex (AM) and neuropathic hydrocephalus (NH) as well as the adoption of new defect policies, new rules and proposed amendments to the Bylaws. The same procedural rules apply as for the standing committees.

Entity Boards

The Association's subsidiary and affiliate organizations — AGI, API, the Angus Foundation and CAB — are each governed by their own respective Boards of Directors. We'll discuss them in a future issue.

Available

In the *Angus Journal*, we publish the contact information for the Board of Directors each month as a sidebar to the "Movin' Forward" column. You can also access Board contact information on the Association website, www.angus.org. Use the "Contact Us" option from the menu bar at the top of the page, then click "Board of Directors." The landing page (www.angus.org/Assoc/Board.aspx) will have the list of current directors by name and address. Names showing up in blue are hotlinked to the director's e-mail address, so to e-mail an individual, just click on the person's name, fill out the e-mail and send it.

At the top of the page listing the officers and directors you'll note a link to form an e-mail to the entire Board of Directors. There's also a link to Board Committees. Following that link will provide a listing of each committee and its members, along with their telephone numbers.

