
Board of Trustees' Meeting
American Simmental Association

July 16, 2016
Teleconference

Chairman Dale Miller called the meeting to order at 7:02 a.m.

Roll Call: Dale Miller, Brian DeFreese, Tim Smith, Fred Schuetze, Gordon Hodges, Cliff Orley, Barry Wesner, JW Brune, Erika Kenner, Claye Kaelberer, John Irvine, Gary Updyke,, Mike Forman, Clay Lassle, Bob Lanting; not present: Jon Willis and Tim Curran.

Staff: Wade Shafer, Linda Kesler

Legal Counsel: Gene Summerlin

Theta Solutions. Update presented by Wade Shafer and Gene Summerlin.

1. 10% ownership is no longer being offered.
2. ASA currently has the IP/Source code as of today (7-16-2016)
 - a. ASA has ownership of IP/source code to use for the genetic evaluation for members and clients
 - b. We technically only have rights to the IP/source code as it existed on 1/1/2016
 - c. ASA is able to modify and change the source code
 - d. ASA would not be able to sell the source code to any party
3. Current suggested terms of contract development
 - a. License at \$65,000/yr.
 - b. No ownership in Theta
 - c. Receive continuous updates
 - d. Receive IP/Source code if Bruce and Dorian are no long majority owners of Theta
 - i. Receive the updated source code every year.
 - e. ASA vested after 5 years
 - i. Meaning paid in full and continue to receive updates
 - ii. Address/Clarify what would happen if ASA would pull out before 5 years
 - f. Oversight committee to guide improvement; however, no voting rights
 - g. Concept is similar to the arrangement as we had with Cornell. We would be in the same position as when we separated from Cornell.
 - h. Contract will be reviewed during the Fall Board meeting.

1 Simmental Way Property. Update presented by Wade Shafer.

1. Have been under contract with Bob Mahaney for about a year.
 - a. Zoning to B-2 will be completed on the July 18th
 - b. Access to the property
 - i. Right in – right out is the most probable access from 19th
 - c. Bob Mahaney came back with an adjusted offer to 2.4 million
 - d. Reviewing with Realtors – expressing that offer was on the low side.
 - e. Mahaney has expressed interested in working with us to purchase enough property to build hotels.
2. Continued investigation for options regarding the land sale.
 - a. Application for right-in; right-out
 - b. Subdivision of property
 - c. Counter-offer to Bob Mahaney if subdivided

Moved Tim Smith second Fred Schuetze to adjourn. Motion carried.