

THE AMERICAN DRIVING SOCIETY, INC.
EXECUTIVE COMMITTEE MEETING
June 18, 2015 ToToMeeting

President Mike Arnold called the meeting to order at 7:05pm CDT.

Secretary's Report

Voting members present: Mike Arnold, Dan Rosenthal, Bill Lawson, Ann Davis, Elaine Kendig, and Francine Arrington.

The Secretary reported that there was a quorum.

Also attending the meeting were Directors: Karen Garrett, John Freiburger, Lynn Simpson, Maryanne Boyden, Jeff Morse, Heidi Ferguson, and Kelly Valdes. ADS members Claire Reid and Anna Perkinson were also in attendance.

Approval of Minutes from May 7, 2015

The President asked if there were any corrections. Hearing none, he declared that the minutes were approved.

Meet the new Vice President Dan Rosenthal

Vice President Rosenthal highlighted his background

Treasurers Report: Bill Lawson

A few words on the 2015 "Budget". As we have discussed before, the Budget is rather unconventional in that it was originally presented as a working draft of the projected picture for this year but it did not yet include input on certain subjects such as annual giving efforts. It also presented information on our declining membership and advertising revenues but did not yet include any projections on possible actions to improve those results. Also it was written before the resignation of our Executive Director so nothing was included or projected regarding the results of that. Never the less it was approved as a budget projecting a 2015 loss of nearly \$65,000.

A budget is a working tool acting as a yardstick to measure actual results against. This year it is obviously not a benchmark to reach but rather a statement of what we need to overcome.

It is heartening to see efforts on several fronts. Work in progress reviewing membership and advertising revenues. Changes to reduce the production costs of our publications. Work to encourage annual giving to support our operations and continued growth of our Endowment Fund to provide a permanent source of annual revenue for use in the years to come.

2015 is a unique year for another reason, the resignation of our Executive Director. While unexpected, like all things it brings both challenges and opportunities. The challenge is to determine how to carry on with the business of the ADS with our current reduced staff. This includes a review of all office functions as well as how to continue ongoing projects such as the development of our new web site. This work is ongoing. On the opportunity side of things we are at least temporarily enjoying significant savings in staffing costs. This single item potentially can erase operational losses for 2015 depending on what we do from now until year-end. It is not, however a long term solution to our finances. The ADS has always relied on some form of fundraising to carry on and I

expect the future will be no different. We need to continue to seek to find the proper balance of things. Where the money comes from, income from operations, annual giving and the long-term development of the Endowment is one side of things. The other side is where the money goes, cost of basic operations and the resources we apply to the "Mission" side, which is the general support of the sport of driving. This is and will continue to be a work in progress.

President Report

USEF AND ADS

President Arnold reminded Directors that Natasha Grigg had agreed to represent the ADS along with the President. There has not been a meeting yet but representatives are attempting to find a date that all will be available.

CHANGE OF CHAIR FOR RULES COMMITTEE

Allyn Carman has resigned her Chair Director position for personal reasons. The President stated that he has appointed Linda Yutsy as temporary Chairperson until the next Board of Directors meeting in September when a new Chair will be elected.

Update on ADS Insurance Issues: Elaine Kendig, Chair Governance and Bylaws Committee

The Chair confirmed that the ADS has these Insurance Policies:

1. General Liability including coverage for ADS Recognized competitions
2. Officers & Directors Liability
3. General Liability for ADS Educational Activities
4. Small Business Owners policy to provide coverage on office contents
5. Worker's Compensation

She stated that an ADS Excess Equine Personal Liability had been discussed with Equisure but the coverage was never implemented. The intent of this policy was to offer additional insurance to members for a reasonable cost.

Further, number 3 above is being worked on to insure that the wording on the application, the published requirements, the Disclaimer and Hold Harmless Agreement and other forms are consistent and clear.

The President asked that a motion with updated material be brought back to the Executive Committee for final approval. No date was established.

ADS Publication Group: Ann Davis

Ann Davis asked if the Executive Committee would support this advertising concept before going forth to develop the details:

- . Contract with commission-based sales associate(s) – to be implemented by staff member Maria Woldt
 - Develop job description and compensation structure in consultation with Publications and Executive Committees. Begin to advertise position on or around August 1 with the goal of having someone in place by September 1.
 - Train Onboard Sales Association. Work collaboratively with individual on sales initiatives for November Whip, with the goal of being fully functional for February 2016 Whip.

The Executive Committee tentatively agreed with the concept but wanted to see the job description and compensation structure before final approval.

Special Committee updates:

WEBSITE UPDATE COMMITTEE

President Arnold and Anna Perkinson discussed some requirements to move forward on the project.

ANNUAL APPEAL COMMITTEE

Chairs Kelly Valdes and Claire Reid outlined the recommended program to include: 3 to 4 letters to the membership, about 5 months apart. The first would be an explanation of the Endowment mailed approximately in the middle of July. The next would be a letter on Investing at the end of December or first of January. They would coordinate with articles in ADS publications.

MEMBERSHIP COMMITTEE

Co Chair Lynn Simpson updated information on the activities of this committee.

NATIONAL DRIVE: Staff member Stacy Carlson

The office has sent ADS logo and some content for National Drive website, but as of 6/17/15 it is not on it. I have sent an email to Mike Lyon asking him when he thought it would go up because we might like to do some cross promotion. He mentioned within the week but still not seeing anything.

We need to determine what product we will be taking and if we need to purchase new stuff. This might be based on what we decide to take to the ADS members meeting and what we sell there. This all takes time and with the Annual Meeting the month before, time will be tight. Is it in the budget???? Should this be a budget line item if we know we are going to be doing these two things every year?

We are hosting a wine and cheese party with the CAA and our part of \$800 has been previously approved in a prior meeting. We are also setting up a Driving Derby Course, but the details, including who will be in charge, have not been worked out.

I have started to create a budget for this event, with a few different options.

New Business

2016 ANNUAL MEETING

The Secretary reported that a group from Southern Pines, N.C. has come forward with an offer to host the 2016 Annual Members Meeting. Kelly Valdes and Claire Reid represented this group and answered questions. The Executive Committee asked these representatives to submit a formal proposal within the next two months.

PENDING RESIGNATION

The President reported that Midwest Regional Director Katy Rhinehart would have to resign her position in the next few months as she is relocating to South Carolina.

Executive Session

The President stated that the meeting was going into Executive Session and instructed that all participants not on the Executive Committee leave the meeting. The time was 9:00pm.

The President brought the meeting back into regular session at 9:20pm.

Elaine Kendig moved that Ann Davis be appointed as Office Overseer during the transition period. There was a second. After discussion, the motion was approved with unanimous consent.

Ann Davis moved that the ADS provide prorated vacation and holiday pay for part time employees working 20 or more hours per week but less than full time. The motion was seconded. After discussion, the motion was approved with unanimous consent.

Secretary Davis agreed to develop the details of the policy.

Adjournment

With no further business, the meeting was adjourned at 9:30pm.

Submitted by: Ann Davis, Secretary