

## ANNUAL MEETING OF THE BOARD OF DIRECTORS

The fall meeting of the Board of Directors of the American Driving Society was called to order at 8:00 on November 4 at Pierce College in Woodland Hills, California. The president and secretary were present.

Attending were Hardy Zantke, Audrey Bostwick, Marcie Quist, Kelly Valdez, Simon Rosenman, Mike Lyon, Walt Rector, Don Hayes, Jim Keathley, Pat Cheatham, Bill Lawson, Jay Hubert, Ann Davis, Jim Freiburger, Jody Cutler, Larry Brinker, Donna Bright, Mary Ann Boyden, Bob Koopman, Cat Luce, Barbara Chapman, Jennifer Matheson and Susan Koso. A quorum of the Board was present.

The minutes of the last meeting were read and approved as corrected.

Treasurer's report: Treasurer Bill Lawson presented the Budget for 2008 and the Balance sheet for the first 3 quarters of 2007. The documents are on file (Document \_1\_)

ADS Fund Report: The ADS Fund Raiser, Jamie O'Rourke was absent.

### Standing Committee Reports:

Regional Directors – Dana Bright reported that the Committee met on Thursday, November 1. Several projects were planned to expand membership:

- A "booth in a box" will be developed for use by Directors attending events
- A DVD will be developed showing reasons to join the ADS
- Investigation of insurance similar to that offered by the U.S. Polo Association which would provide coverage for members.
- Contact members who did not renew in 2007 and try to determine the reason. They should be asked to rejoin. The President directed the Executive Director to contact the individual by email.
- Explore the possibility of reducing membership fees for those who didn't renew in 2007.
- The actual cost of members to the ADS needs to be determined. This task will be assigned to the Finance Committee.
- Central Region Report on file (Document 2)

Combined Driving Committee – Hardy Zantke reporting

- Meridy Hanse reported a positive response to the new VSE rules.
- There has been a decrease in the number of advanced competition (USEF) shows but the total number of events are holding steady.

Dressage Committee – Kelley Valdes reporting

- No response to the dressage writing contest
- Committee members have a deadline of the January meeting to submit rough drafts of new tests.

- The Committee recommended that the “pink pages” be included in the Rule Book with dressage tests and diagrams.
- Jody Cutler requested that the cost savings of having a single test and factors with and without presentation factor be determined.
- On a motion by Kelly Valdes, which was seconded, the rules changes to Part V, Rules for Dressage Competitions as published in the August 2007 Wheelhorse were unanimously accepted.

Licensed Officials Committee – reported by Marcie Quist

- The LOC will be submitting changes to the “tan pages” with the purpose of creating criteria for obtaining licenses
- The proposed changes will be posted on the web site.
- The number of applications for learner licenses is down.

Local Clubs/Memberships – reported by Bob Koopman

- The Committee feels a realistic membership number is 6,000.
- There is a need to know what the ADS can do for clubs.
- Kelly Valdes suggested asking what it would be like if there was no ADS.
- The Committee report is on file (Document 3)

Governance and Bylaws – reported by Lyle Peterson

- No work has been done since January
- The following work is planned:
  - a. A preamble to the Policies and Procedures manual will be written
  - b. The Committee will clarify the process for replacing Board members between elections
  - c. A procedure for the use of Proxies will be written.
- The Governance and By-laws Committee does not have an audit function.
- On a motion by Susan Koso, seconded and approved, the Policies and Procedures documents will be moved to an all-member accessible area of the web site.

Pleasure Driving Committee – reported by Dana Bright

- The Committee is continuing to review and reorganize the rules pertaining to Pleasure Driving. The Changes are mainly housekeeping in nature, and will be published in the Wheelhorse.

Safety and Education Committee – reported by Jay Hubert

- The proposal for signs prohibiting the removal of bridles while hitched is be priced out by the ADS office.

Competition Standards – reported by Kelley Valdes

- All TD reports are scanned and available to the Chair.

Finance Committee – reported by Bill Lawson

- Simon Rosenman moved that the ADS implement cash control options as follows:

- a. The Executive Director has authority based on approved budget line items.
- b. The Executive Director or any officer may use a single signature for approved budget items, payroll and routine business up to \$10,000.
- c. Expenditures between \$10,000 and \$20,000 require the signature of the Executive Director plus one officer.
- d. Expenditures of \$20,000 or more require the signatures of two officers.

The motion was seconded and passed unanimously.

- ADS Fund – Jamie O’Rourke was not present to report.

- a. Jody Cutler moved that the Finance Committee shall audit the ADS Fund, complete the audit prior to the close of the tax year and report the result of the audit at the January, 2008 Board Meeting. The motion was seconded and passed unanimously.

1. The audit is to determine if restricted funds have been used appropriately, what Fund money, if any, has been used for operations, and the status of the fund Overseers before any recommendations can be made.
2. Mary Jo Stockman will review the legal structure of the ADS Fund to determine if it is in compliance with the law.
3. The cost of raising funds is not acceptable and alternatives will be discussed with Jamie O’Rourke by the President.
4. A motion was made by Jody Cutler that upon the completion of the audit, if the Finance Committee feels it is warranted, alternative fundraising strategies will be suggested. The motion died for want of a second.

- Accounts Receivable

- a. There is about \$40,000 owed, mainly from advertising. It is unclear if some accounts have been paid or are incorrect.
- b. Susie Koos-Acker reported that some progress has been made in collecting funds and that further steps should not be taken until current issues are resolved.
- c. Marcie Quist advised the Board that interest cannot be charged without prior notification. The Board will get more information before implementing a policy on Accounts Receivable.
- d. Interest charges will not be implemented at this time.

## Special Committee Reports

- ADS Handbook – reported by Simon Rosenman
  - a. Approved changes over recent years haven incorporated into a reprint of the 2005 rules. The documents are available on the web site. The changes are also available as a separate document.
  - b. The most recent changes will be available for comments on the web site for 60 days. A notice of their availability will be in the next printing of the Wheelhorse. A hard copy may be requested.
  - c. The Committee recommended that the 2008 Handbook be available on the web site in 2 volumes: Volume 1: General Rules, Pleasure Rules and Dressage rules and Volume 2 – General rules and Combined Driving.
  - d. The new Handbooks will be available effective in March 2008. Versions will be available with and without changes marked.
  - e. A report from the Committee is on file (Document\_4\_)
  
- Young Driver’s Program – reported by Kelly Valdes
  - a. The Committee has been working with the Executive Director on communication to young drivers. Young drivers will be identified to accomplish this.
  - b. A consistent curriculum needs to be developed for Junior’s Camps.
  - c. Any donations for Junior initiatives should go directly to the Chair of the Young Drivers Program.
  - d. John Freiburger suggested that guidelines for working student programs be developed.
  - e. Young drivers, for the purposes of the programs are defined as those between ages 12 - 19 years of age. Working Student programs are for those ages 15-21.
  - f. A report from the Committee is on files (Document\_5\_)

## Old Business:

- Recreational Driving – On a motion by Simon Rosenman, the Recreational Driving Guide was adopted as presented. (Document\_\_6\_)
  
- Person on the Box at all Times

The Safety Committee submitted a revised motion that no turnout should rely on a groom or other attendant standing on the ground to control the horse or horses, with the exception of hitching and/or unhitching. If a driver dismounts for any reason other than to make minor adjustment to

harness, carriage or to unhitch, the reins should be given to a driver seated on the carriage. The motion was seconded and carried by a vote of 12 in favor and 8 opposed. This rules will be added to the General Rules, Chapter 5 – Safety – Article 8.

Simon Rosenman submitted a motion requiring organizers to provide a non-transferable wrist bracelet to each person upon signing the liability waiver. No one would be permitted to ride on a vehicle without a wrist bracelet during the event. The motion was seconded. The motion was then amended by Marcie Quist to be a recommendation not a requirement. The amended motion passed.

New Business:

- Location and dates for 2008 Annual Membership Meeting
  - a. Marcie Quist made a motion to hold the Annual Meeting of the ADS beginning in 2010 on the first full weekend each year and each year thereafter. The ADS shall not recognize any events, shows, clinics or drives on that date unless held at the same location as the Annual Meeting. The motion was seconded. Following discussion, the motion was withdrawn and then amended to state, “no competition shall be recognized on that date. On a vote of 9 for and 10 opposed, with 1 abstention the motion was defeated.
  - b. Jim Keathley charged the Standing Committees to identify possible dates and locations for the 2008 meeting.
- 2008 Budget
  - a. The Budget was presented. It projects a \$9000 loss.
  - b. On a motion by Pat Cheatham, the budget was accepted. The motion was seconded and unanimously passed.
- Use of ADS Logo
  - a. The Executive Director will write a letter to the non-ADS horse show identified by Audrey Bostwick regarding the use of the ADS logo, which is copyrighted, without permission.
  - b. Research needs to be done to develop and understanding of the ADS trademark/logo.
- Publications - The ADS office will be taking over the Advertising function.

- Jim Keathly proposed new membership pins that indicate years of membership. Pins will be 2 years, 5 years and upward in 5 year increments. Kelley Valdes will underwrite the cost of the pins.
- World Equestrian Games – The ADS needs to have a presence at the WEG. The cost needs to be worked into the Budget. The Hoopes-Addis Fund will be asked for funds, as it is an educational effort.
- Clubs and Membership
  - a. Bob Koopman, Chair, made a motion to offer the 500 people who did not renew their memberships in 2007 and the 2000 people in the ADS database who are not members, a one-time membership at a \$15 discount. The offer would be made after 2008 renewals have come into the office, some time in February through March. The Finance Committee would have to approve the plan. The motion was amended by Pat Cheatham to refer the motion to the Finance Committee to estimate the impact on the budget. The motion was seconded as amended and unanimously passed.
  - b. Bob Koopman, Chair, submitted a motion to offer ADS Clubs an incentive to encourage their non-ADS members to join the ADS. The incentive could be a choice of a free clinic, a free speaker at a club meeting or an organized fun day of driving. It would be offered after 2008 renewals have come into the office, some time in February through March. It would only be offered with the agreement of the Finance Committee. The motion was referred back to the Clubs and Membership Committee for determination of how this motion could be implemented and the cost associated with it.
- Change to Pacific Region
  - a. Ann Davis, on behalf of the Regional Directors, made a motion whereas the ADS members in Arizona have a greater common interest with members of the Pacific Region, it is therefore moved that the state of Arizona be relocated from the Southwest Region and be included in the Pacific Region, effective January 1, 2009. The motion was seconded and passed unanimously.
- Change of Address – A motion was made by Susan Koso that the Board of Directors approve the change of address currently on file with the Secretary of the State of New York from Lapeer, Michigan to Cross Plains,

Wisconsin and the filing fee of \$20 be paid. The motion was seconded and approved.

- Nominating Committee

The names of the Nominating Committee for the elections to be held at the Member's Meeting in fall of 2008 were presented:

Jody Cutler, Past President is the non-voting Chair. Mike Lyon, Tom Knicker, Joanne Bellion-Povenski, Lyle Peterson, Mary Jo Stockman, Larry Brinker, Audrey Bostwick, Bob Koopman, Mary Ann Boyden, Jennifer Matheson and Ann Davis will make up the Committee.

President Jim Keathley charged the Committee, asking them to be aggressive in finding nominees willing to put in the time and commitment required.

The Committee was asked to discuss the feasibility of having staggered terms for Board Members and to report their ideas to the Governance Committee. The purpose is to constantly refresh and renew the Board without losing continuity.

- Indexing the Whip – Margaret Monally has offered to index the Whip. The Board accepted the generous offer and asked her to proceed. Her proposal is on file. (Document 7)
- Summer Meeting – A summer meeting of the Board of Directors will be held in 2008. This will be discussed at the winter meeting.

The meeting was adjourned at 1:50.

Respectfully submitted

Susan Koso  
Secretary