

**THE AMERICAN DRIVING SOCIETY, INC
BOARD OF DIRECTORS' MEETING
TELECONFERENCE DECEMBER 7, 2011**

President Freiburger called the meeting of the Board of Directors of the American Driving Society, Inc. to order at 7:05PM CST.

Roll Call

Secretary Ann Davis took the roll call:

Present via teleconference: John Freiburger, Mary Jo Stockman, Bill Lawson, Ann Davis, Dave Sadler, Margaret Grillet, Myrna Rhinehart, Gina Handy, Peter Lofgren, Veronica Campbell, Ruthie Graves, Elaine Kendig, Claire Reid, Tracey Morgan, Dana Bright, Maureen Harkcom, Jeff Morse, Simon Rosenman, Alicia Pierce, Amanda Horton, Dianne Koopman, Merridy Hance, Mike Arnold, Mary Winter, Audrey Bostwick, and Jim Keathley. Also on the teleconference were Honorary Directors Holly Pulsifer and Hardy Zantke

Absent were: Francine Arrington, Marcie Quist, Gerry Pearson, Boots Wright, Larry Denny, and Jennifer Matheson.

The Secretary announced that there were 28 members on the conference, meeting the required one-third members for a quorum.

Approval of the minutes

Prior to the teleconference, ADS Board of Directors were asked to review from the website the minutes from the last meeting. ***Ann Davis moved approval of the minutes from the October 16, 2011 ADS Board of Directors meeting. Merridy Hance seconded the motion. President Freiburger asked if there were any comments, questions, or changes. Hearing none, the minutes were approved with unanimous consent.***

LOC Motion

Dana Bright moved adoption of two changes to the RCPs that were previously adopted regarding S and SA rankings: 1. DELETE Article 132.9 – The timeline given is not logistically possible, and ADS really has no input with FEI; and 2. Change verbiage in Article 133.5, sentence after c – change classes to “events” for consistency. Ruthie Graves seconded the motion.

Discussion followed. ***Simon Rosenman moved that the motion be tabled. Merridy Hance seconded the motion.*** Mr. Rosenman said that there was nothing in the motion that had immediate impact and therefore was not an emergency to hold up printing and posting the 2012 rules to the website. After a discussion, ***the question was called with these results: Yes- 10; and No – 11. The motion to table the original motion was defeated.***

Simon Rosenman then moved an amendment, that the first part of the original motion dealing with Article 132.9 be deleted. Merridy Hance seconded the amendment. After a discussion, ***the amendment was voted upon with this result: Yes – 13; and No – 10. The amendment to the motion passed.***

President Freiburger then returned discussion to the original motion, which now had only a

change of verbiage in Article 133.5. After discussion, ***Dana Bright, who made the motion, then asked that the motion be withdrawn. Ruthie Graves who seconded the motion agreed to the withdrawal.***

2012 Budget Discussion

Treasurer Bill Lawson stated that a draft budget along with three ideas for additional revenue had been distributed prior to the meeting to all Board of Directors members. The Treasurer said that discussion at this teleconference would focus on the three ideas for new revenue.

Bill Lawson moved that the ADS adopt a Wheelhorse mailing fee of \$10 for those members who ask for a mailed copy of the Wheelhorse rather than receiving it via email. Mary Jo Stockman seconded the motion. Discussion followed with comments made, pro and con, from a number of board members.

Claire Reed moved to amend the motion to charge \$35. Mike Arnold seconded the motion. After a discussion, ***question was called and a vote was taken. With only 2 persons in favor of the amendment, President Freiburger declared that the amendment failed.***

Discussion returned to the original motion, and the question of timing was asked. Treasurer Lawson stated that the Finance Committee had discussed a January 1, 2012 effective date. With the new revolving membership, several members questioned how the policy would be implemented. ***Bill Lawson moved an amendment to the motion that the policy be effective upon each membership renewal. Mary Jo Stockman seconded the motion. President Freiburger asked if there were any objections. Hearing none, he stated that the amendment passed.***

Elaine Kendig asked about ADS Life Members. There was consensus that these members not be asked for a mailing fee.

The Board then addressed the amended motion. ***A vote was taken with 15 yes votes. The amended motion passed.***

Bill Lawson moved that a new class of membership be established call "Friends of the ADS" at a fee of \$25. This class of members would receive the Wheelhorse and other email communications only. Gina Handy seconded the motion. Bill Lawson stated that the Finance Committee thought that this is a low cost way for someone to begin to see what the ADS is all about or as a way to donate a few dollars to the ADS. Discussion followed bringing up questions whether this was a membership class or a donation, whether the ADS would lose non-competition members to this less costly alternative, and ways it could be used, such as a Christmas gift or as a promotion to past members.

Mike Arnold moved to amend the motion to create a non-competitive membership for \$50. Mary Jo Stockman seconded the amendment. After a discussion, ***a vote was taken. With 18 no votes, President Freiburger declared that the amendment was defeated.***

Discussion returned to the original motion. After continued discussion, ***a vote was taken with these results: Yes - 11; and No - 14. The motion failed.***

Treasurer Bill Lawson then brought up the idea of a "Competition Fee". He explained that this is a proposal to charge members a fee of \$5 per show attended. This would be collected by show management and sent to the ADS, much like the existing \$30 non-member fee. Since the time was now 8:45PM CST, past the one and one-half hour meeting length mentioned at the beginning of the meeting, he suggested that all Board of Directors give thought to the proposal and pass comments and questions to him in the next month, prior to the January 14, 2012 Board of Directors Meeting. The board will address this proposal at that meeting along with the total 2012 Budget proposal.

Bill Lawson moved that the meeting be adjourned. Ruthie Graves seconded the motion. With no objection, the meeting was adjourned at 8:50PM CST.

Submitted by: Secretary Ann Davis

Date: December 12, 2011