

The American Driving Society, Inc. Executive Committee Minutes July 26, 2011

President Freiburger called the meeting to order at 7:05 PM CDT.

Present at the meeting were John Freiburger, Bill Lawson, Ann Davis and Susie Koos Acker. Also present was Elaine Kendig, Director/Chair Bylaws & Governance Committee and Jan Froelich from Johnson and Block, the firm performing the 2011 ADS audit.

Bill Lawson moved approval of the June 9, 2011 Executive Committee minutes. Bill Lawson made a correction to the minutes, reminding members that he had abstained on the vote to select the auditor. With this correction, there was unanimous approval of the minutes.

Jan Froelich was then asked to present the draft reports from Johnson and Block. She made comments and answered questions on these draft documents:

Audited Financial Report

Management letter

Letter to the ADS Board of Directors

Board of Directors – Communication of Significant Deficiencies

After the presentation, President Freiburger stated that our intent is to have the final reports complete by August 15, 2011, ready for distribution to the ADS Board of Directors.

In highlighting the Management Letter, Johnson and Block representative Jan Froelich pointed to recommendations for the adoption of three policies, a Whistler Blower Policy, a Fraud Policy, and a Record Retention Policy. From this discussion, President Freiburger asked Chair Elaine Kendig to have the Bylaws and Governance Committee draft three new policies.

The Executive Committee then looked at a draft ADS Policy on Paid and Free Advertising. A number of comments were offered by Executive Committee members and guests to improve the draft. There was consensus that the Executive Committee would accept the policy at its next meeting, with the added clarifications.

President Freiburger reported that the next EXCOM meeting would be scheduled in about two weeks, the specific date dependent upon several factors including the final report from Johnson and Block.

With no further business, Ann Davis moved that the meeting be adjourned. Bill Lawson seconded the motion. The motion received unanimous approval, and the meeting was adjourned at 8:18 PM CDT.

Submitted by Ann Davis, Secretary of the ADS Board of Directors

