

Oregon Dressage Society Board Meeting
Saturday 27 August 2011
Springfield Mall, Springfield, Oregon

Present: Ed Miller, President; Rose Newman, President-Elect; Christopher Main, Treasurer; Claire Evans, Secretary; Francy Haupt; Gaye McCabe; Dolores Morgan; Jessica Rattner; Corinne Stonier; Carolyn Wesolek

1. Meeting Called to Order

Ed Miller called the meeting to order at 10:24 am, affirming that six of eleven directors were present, so quorum was established.

- a) **Introductions:** Ed introduced Carolyn Wesolek from the Mid Valley Chapter. Carolyn had attended the Board Retreat earlier in the year.
- b) **Approval of last meeting's minutes:** Christopher Main moved to approve the minutes as submitted, seconded by Rose Newman. The motion passed on voice vote.
- c) **Adoption of Agenda:** Rose moved that the agenda as distributed be approved, and Claire seconded. The motion passed on voice vote.

2. Correspondence

Corinne Stonier passed around correspondence from the Chehalem Mountain Chapter that conducted a fund raiser for the Linda Acheson Education Fund and succeeded in raising \$1,005 to supplement the Fund.

3. Office Manager Report - Corinne Stonier

a) **2011 Membership Update**

Corinne reported that membership presently stands at 1,126 which is slightly less than last year's total of 1,147, but "not bad." Membership retention has not been as high as hoped, she continued, with 309 members who did not renew.

b) **Fall Festival Update**

Corinne showed her flow chart plan for the many components of the upcoming Fall Festival on 5/6 November 2011. The committee needs people to step forward in assisting with this major event, especially to help with procurement of raffle and auction items.

The Awards Banquet is well in hand, thanks to Joyce Stride and the Fort Vancouver Chapter who have been instrumental in planning efforts. One area needing more organizational support is the Horse Hall of Fame.

A significant part of this year's Fall Festival is the appearance of dressage legend Steffen Peters. Normally charging \$2,500 per day, he has agreed to spend two days with ODS -- as keynote speaker at the Saturday evening banquet and then as clinician at DevonWood on Sunday -- for a total of \$3,500. A jury is being formed to select demo riders; the organizers seek "L" program graduates and others.

Corinne appealed for audio-visual assistance for the weekend, in both technical assistance and equipment. Chris and Carolyn both offered equipment. The goal for the silent auction is to raise \$6,000; for the raffle, the purpose of which is to raise monies for the Linda Acheson Education Fund, is \$10,000. Corinne is working hard to solicit donations for both: ODS member Tracy Frankel (owner of Pizzicato's Pizza chain) will donate gift certificates to her restaurants; Francy, Wendy Redhouse and Tracy are

working on fund raising for the raffle (anticipated net profit of which is \$4-5,000); there will be a wine pull at the banquet dinner, where people will pay \$15 to select blindly one among ten bottles of donated wine, resulting in \$1,500 to be raised. Corinne has touched base with ODS members who are affiliated with wineries as well as some wine enthusiasts, and all have indicated willingness to donate. The final element of the evening's fund raising efforts will be the silent auction, including a bronze cast of mare and foal by Lorenzo Ghiglieri. The reserve is \$3,900, and ODS would receive 50% of the amount raised above this figure. If no one buys the sculpture by the end of the silent auction, the artist will take it back at no cost to ODS. Other silent auction items include a donated "immersion retreat" from Charlotte Bredahl-Baker of Solvang, CA, possibly including complimentary hotel accommodations.

We need to generate buzz beforehand to encourage attendance and excite participation in the auction bidding, Corinne urged. Photos of donated items for the auction will be uploaded to the ODS web site before the event. Currently there are 94 registrations, with most registrants planning to stay the entire weekend. The State of Jefferson Chapter plans to rent a bus bringing 55 registrants from that corner of the state alone!

Registration deadline is 30 September 2011; there is a two-page ad appearing in this month's *Flying Changes*. All donations for the silent auction and raffle go to Corinne.

One cloudy area in which Corinne requested Board guidance is the subject of complimentary registration and admission. She encouraged that the chairs of the organizing committee and silent auction, major positions such as the emcee, Steffen Peters, photographer Mary Cornelius and videographer Tory Kelly receive comp tickets, since they will be working the event during the entire weekend. Corinne also suggested that volunteers receive a raffle ticket for time volunteered. A policy is needed to respond to donors of items who apply pressure for comp tickets.

Gaye McCabe offered the following motion:

Motion: The major organizers/committee chairs associated with the Fall Festival will be offered complimentary tickets to the various events of the Fall Festival at the discretion of the event coordinator. Volunteers will receive one raffle ticket for every two hours worked. Other comped tickets will be offered at the discretion of the event coordinator.

The motion was seconded by Rose and passed unanimously by voice vote.

Action Step: Corinne encourages everyone in attendance to send in a donation for the silent auction or raffle by 30 September 2011.

c) Proposal to move the 2012 Date for Fall Festival and accompanying meetings/events forward one week and combine with USDF Adult Clinic

Corinne explained that recently the Board received by email a proposal to approve by email vote a Memorandum of Understanding between the ODS Education Chair and the USDF to schedule the Adult Clinic with Lilo Fore for the second weekend in November 2012. The fall 2012 schedule now looks tightly stacked: the first weekend is the general membership meeting; the second weekend is this Adult Clinic; the third weekend is the Region 6 annual mini-convention and meeting (this year in Seattle); and the fourth weekend is Thanksgiving, just before the USDF National Convention. Therefore, Corinne proposed combining the Fall Festival with the Adult Clinic, so as to give ODS a break in preparing for these serial activities. DevonWood Equestrian Centre might willingly accommodate all events.

Francy questioned whether Lilo Fore should be expected to speak at the annual banquet after teaching a clinic all day. Others viewed that this would not pose a problem, given Lilo's energetic personality. Rose opined that the lunch hour would allow sufficient time for the annual general membership meeting, which consists of the President's review of the year, an overview of finances, announcement of elected officers, and the Connie J. Keith awards. Rarely do any membership motions come from the floor.

In accordance with these points, Gaye offered the following motion:

Motion: Accept the proposal to move the 2012 date for the ODS Banquet and Annual Membership Meeting and accompanying events forward one week and combine them with the USDF Adult Clinic, with the Board meeting to be held on Friday the 9th of November 2012, the general membership meeting during the lunch break on Saturday the 10th of November 2012, and details to be determined for the various accompanying events.

Chris seconded the motion and it passed by voice vote.

d) Proposal for 2012 budget to include convention grants for 5 delegates now that ODS has grown and voting strength has increased

Corinne urged that ODS should budget in 2012 to offer stipends to send five delegates to the USDF national convention, an increase of one from four presently. Ed remembered that the number of grant stipends will be recommended by the Treasurer in his annual report, so the Board does not need to address that question. The Board voted on and approved four stipends in 2011, he affirmed. Gaye expressed her view that determining the level of support for delegates based on the Treasurer's recommendation is a good mechanism. Chris noted that ODS can send as many delegates as it wishes, but the number of stipends is limited by what the budget can afford. No vote was taken.

e) Membership Drive

Patty Armstrong and Corinne met quite recently about the Marketing Committee's mission to drive membership. Corinne distributed the membership drive plan they had quickly devised. This is not a proposal to request any funds for a membership drive, she emphasized, just ideas about how to create incentives for renewal. She discussed various options of offering recognition tokens for membership renewals scaled according to length of membership. Detailed membership records exist and would enable us to track members who have maintained their continuous status (never dropping), so we could identify whom would be eligible for such recognition. Gaye supported the idea, but felt there should be differences in recognition as the decades of continued membership increase.

Enlarging the scope of discussion, Corinne pleaded for a true outreach coordinator who could create linkages with outside groups, such as other non-profits, to market ODS to those organizations, because ODS has no standing Marketing Committee. Ed said if Patty could be point person for this membership drive effort, she could essentially be the outreach coordinator for a broader membership initiative, if she is willing.

Corinne requested that, since Patty was not in attendance, Board members should comment directly to her within the next two weeks about the ideas in the distributed document.

Action Step: Comments on the draft "2012 ODS Membership Drive Plan" are due to Patty Armstrong by September 17, 2011.

Dolores wondered if the Marketing Committee that was created under the Strategic Plan has completed its work, whether the leader of that Strategic Plan Marketing Committee could become the chair of a standing Marketing Committee. Its ad hoc worked has finished, and there seems to be need for a Marketing Committee, she observed. This issue seems to recur.

4. Financial Report - Christopher Main

The ODS tax return for 2010 was finalized and mailed, resulting in an adjustment among accounts on the Balance Sheet which caused an error in the statement of the current financial position. As of the beginning of August 2011, it appears that ODS might actually make a profit this year! This is subject to end of year adjustments, but net income as of this month approaches \$10,000. Big contributors were the "L" Education Program and the "Intro to the Tests" clinic in January; these might not be repeatable, but

this type of event helps tremendously, Chris noted. Cash basis reporting, as ODS must follow, results in expenses incurred for the September Championship Show in one calendar year, yet final income from the show is adjusted in the following calendar year. Additionally, chapter reports will affect the final financial picture, but if the initial picture holds, kudos to all, Chris cheered.

Second, the chapter reporting process had a major flaw in it last year, with only one line item for sponsorships and donations, including both internal and external transfers. The IRS is interested primarily in external transfers. Chris is modifying the questionnaire that will be distributed to the chapters shortly, providing guidance for their reports on the fiscal year ending on 31 August 2011. This request for chapter financial reporting will go out within the week. The 1099 forms have been collected as the year ensues, in deviation from the past when 1099s were culled all at once at the end of the year. Chris' goal is to avoid the request of any filing extension this year!

Finally, Chris would like the Finance Committee to review the questionnaire for the chapters for comment before distribution to the chapters.

Rose asked when the 2012 budget will be presented? At the fall meeting, Chris replied.

5. **Region 6 Director's Report**

None was submitted. Gaye reported that Region 6 sent a Jr/YR team to the nationals, placing fifth out of ten teams. Information on the results of the Junior/Young Rider competition is hard to find, several commented, and the information that was reported is unclear and lacked official summary.

6. **Committee Reports**

a) **Financial Review Committee - Claire Evans**

Ed chose to proceed with a discussion of each motion, remitting Motions 2.a and 2.b until the end.

Motion 1: Amend Chapter II, Section II.F of the Policy and Procedures Manual to create a more transparent budgeting process that:

- Includes a broad array of contributors, including program planners, who are and will be responsible for carrying out the annual budget and activities
- Is structured with specific steps, timelines and deadlines for program budget proposals that are understandable to ODS members
- Conveys year-by-year comparisons of ODS annual budgets
- The results of which will be published on the ODS web site to increase transparency

The Treasurer needs input to achieve a more transparent budget process and make ODS budgeting information available to the membership. Dolores commented that on the chapter level, the chapter budgets are difficult to figure out, it's the same on the ODS level, and it's difficult to expand membership and market the organization when so little information is made available about how membership dollars are used. It's not because officers are not good and well intentioned, but the budget process has not been done correctly and openly for a long time. How do you hold a group of compassionate, passionate volunteers to accountability? Based on her experience in managing non-profits, she concluded, just because it's a non-profit is no excuse to manage finances poorly. Exactly how the Policies and Procedures Manual will be adjusted to implement this motion will be figured out later, Ed surmised.

Claire moved for approval of Motion 1. Chris seconded. Motion 1 was approved by voice vote.

Motion 3: ODS staff shall solicit competitive bids for the liability and D&O insurance policies regularly (i.e., biannually for policies that have a two-year time horizon) and present those bids to the Board. The Board shall evaluate insurance policies regularly and vote to select the insurance carrier upon renewal dates.

Corinne said that the only item not in practice under this motion is the Board's vote on the insurance carrier. The appropriateness of a vote by the full Board was discussed. Accordingly, the motion was reworded as follows:

Motion 3 (Final): ODS staff shall solicit competitive bids for the liability and D&O insurance policies regularly (i.e., biannually for policies that have a two-year time horizon) and present those bids to the Executive Committee. The Executive Committee shall evaluate insurance policies regularly and vote to select the insurance carrier upon renewal dates.

Claire moved that the reworded version of Motion 3 be approved, and Chris seconded. The motion passed on voice vote.

Motion 4: The Treasurer shall require that end-of-year financial reporting, both from ODS central office and from chapters, adheres to consistent practices:

- All financial activity shall conform to a standardized set of accounting categories (or codes) across all program activities.
- Show and event expenses and income must be itemized according to the standardized codes of income and expenses. Track sources of income separately. An Excel spreadsheet with the appropriate standardized categories should be used for all shows and events. Totals for income, for example, could then easily be added up while preserving an accurate picture of sources of funds.
- Sponsorships and show income shall not be combined in one line item for reporting (netted out). Advertising and sponsorships shall be tracked separately (for distinction between advertising and sponsorship income, see guidelines presented at ODS Board Meeting April 24, 2010).
- Ensure clarity in reporting sums that Chapters transfer to ODS General Fund with what ODS receives after an event. Currently, discrepancy exists in some reports between what Chapters report as transfers to the ODS General Fund and what ODS Central Office has record of receiving.
- Quarterly financial reports that are presented during ODS Board meetings shall be part of the minutes and available to ODS members.

This motion calls for consistent reporting practices from chapters and for other accounts. Chris has initiated many of these steps, but the Committee's intent was to standardize what should be happening regardless of who is Treasurer, so consistent reporting can follow year-on-year. The motion strives for consistent reporting for public and membership consumption and to ensure conformance with government requirements. Discussion led to the deletion of the second sentence of the fourth bullet, so Motion 4 reads:

Motion 4 (Final): The Treasurer shall require that end-of-year financial reporting, both from ODS central office and from chapters, adheres to consistent practices:

- All financial activity shall conform to a standardized set of accounting categories (or codes) across all program activities.
- Show and event expenses and income must be itemized according to the standardized codes of income and expenses. Track sources of income separately. An Excel spreadsheet with the appropriate standardized categories should be used for all shows and events. Totals for income, for example, could then easily be added up while preserving an accurate picture of sources of funds.
- Sponsorships and show income shall not be combined in one line item for reporting (netted out). Advertising and sponsorships shall be tracked separately (for distinction between advertising and sponsorship income, see guidelines presented at ODS Board Meeting April 24, 2010).
- Ensure clarity in reporting sums that Chapters transfer to ODS General Fund with what ODS receives after an event.

- Quarterly financial reports that are presented during ODS Board meetings shall be part of the minutes and available to ODS members.

Claire moved the approval of Motion 4, Rose seconded, and the motion passed by voice vote.

Motion 5: Audit all funds to determine which are/should be ODS-managed funds, and which funds are essentially private but benefit ODS members. Delineate the characteristics of funds for which ODS holds fiduciary responsibility by taking the following action steps:

- (a) Determine, for each fund: (1) where the money comes from; (2) who benefits from these funds; (3) does or should ODS control these funds?
 - ❖ If derived from contributions with show fees, these are ODS funds.
 - ❖ If derived from a private donation and held separate and apart from ODS-managed funds, this is not an ODS fund and should not be included in ODS reports.
- (b) All awards that are made using ODS funds must be reported to the Treasurer and included in financial reports with the necessary detail to ensure fiscal management.
- (c) Create criteria to define what establishes an ODS-controlled fund, such as: money going into the fund from an ODS event; or money donated to ODS for a specific purpose. ODS has reporting responsibility for funds donated to it and administrative responsibilities for awards made with those funds. If ODS decides who receives an award, regardless of the source of funds, then ODS must establish transparent criteria that govern the award process.

Non-ODS funds currently include: Connie J. Keith Adult Amateur Camp Grants; Pony Power Scholarship Award; Barbara Page Memorial Fund.

Discussion led to the tabling of Motion 5. The Financial Review Committee will review this motion and present it to the Board at the meeting on 4 November, working on clarification and proper insertion into the Policies and Procedures Manual.

Action Step: The Financial Review Committee will reconsider Motion 5, seek to clarify its applicability, and propose a modified version at the Board meeting on 4 November 2011, with specific reference to its proper insertion in the ODS Policies and Procedures Manual.

Motion 6: As part of his/her annual duties, the Treasurer shall provide advice to the ODS Finance Committee on sound cash management practices. Annual evaluation of cost savings are advisable on recurring costs such as credit card processing fees; fees on financial services; and contracts. The Treasurer shall also review and advise compliance on the type of bank accounts and account services that are appropriate for ODS operations and chapters and that registry of bank accounts comply with IRS regulations. The Treasurer shall consult with program organizers and chapters to provide financial guidance on specific questions that may arise during the course of organizing events.

The Financial Review Committee felt it was important to call out these items and specifically note them as part of the Treasurer's duties. Dolores worried that recruiting a Treasurer would be difficult with so many detailed responsibilities. Corinne noted that other GMOs pay their Treasurers. A good book keeper might not be daunted by these duties, but giving advice, as stated in the opening sentence, might be beyond what most volunteer non-profit treasurers would feel comfortable doing. Consequently, the motion was amended to read as follows:

Motion 6 (Final): Through the ODS Finance Committee, ODS shall annually review sound cash management practices such as, but not limited to: recurring costs such as credit card processing fees; fees on financial services and contracts; compliance on the type of bank accounts and account services that are appropriate for ODS; and that registry of bank accounts comply with IRS regulations.

Claire moved that Motion 6 as modified be approved; Chris seconded; the motion passed by voice vote.

Motion 7: The Board shall define a policy for executing contracts and designate which Executive Committee officers and Committee Chairs may have the authority to sign contracts. All contracts shall be reviewed by a member of the ODS Executive Committee, and part of that review should be to ensure that the contract is complete and fully executed. The Executive Director shall maintain a register and archive of all contracts made on behalf of ODS.

Concerning contract signature authority, Chris stated that he quickly learned upon becoming Treasurer that no policy existed on how contracts are handled. More than one pair of eyes should review a contract that obligates ODS to financial commitments, he urged. He favored a policy that would require at least one member of the Board to review a proposed contract and that the full Board is made aware of all contractual responsibilities to which ODS has been committed. This explicitly does **not** include chapters and their contracting activity, only ODS-wide contracts. A second observation Chris made was that the finishing of contracts seems to be handled rather cavalierly in this region of the country. Two original signatures **must** be on one final copy; otherwise, it's not a contract. There have been instances of deviations from what was intended because of this sloppiness.

Francy asked if this would be a policy and procedure that must be observed in running programs. Corinne thinks it would be very easy to comply with this standard, but Ed countered that it seems very difficult. Francy suggested that we need a policy about developing programs, to which Chris agreed. Ed would have preferred to see a policy that defines the requirements for contracts; for instance, would this govern a show manager signing a contract? or contracting with an EMT for a weekend event?

This discussion led to the modification of Motion 7 as follows, with the agreement that the Board would delegate the authority to fulfill this task to whichever committee or individual it sees fit:

Motion 7 (Final): The Board shall define a policy for executing contracts on behalf of ODS.

Claire moved that the modified Motion 7 be approved, Rose seconded, and the motion passed on voice vote.

Motion 8: The following action steps are recommended to revive the ODS Awards Program:

- (a) Continue monitoring of cost of awards with the goal that costs are not greater than the combined sum of member "down the centerline" fees and sponsorships. Volunteer and staff time utilized will be included in this review. Adjust income and expenses as necessary to achieve this goal.
- (b) Sport Horse Awards process currently under way precludes achievement of preceding goal for 2011 budget year but should continue, with results reported at the ODS Board winter meeting (February 2012).
- (c) Task the Awards Committee (pursuant to ODS Policies and Procedures Manual Chapter II, Section II.I.7) in 2011 with originating a list of possible sponsors for awards. Task appropriate members with seeking sponsorships for awards.
- (d) The Awards Committee or its designee shall report the status of the awards program of the preceding year to the ODS members at the annual general membership meeting in November to ensure the viability of this membership benefit.

All agreed that since Dolores has taken on the revival of the Awards Program, most of these items have already been addressed. Consequently the Motion 8 was amended to read as follows:

Motion 8 (Final): The following action steps are recommended to sustain the ODS Awards Program:

- (a) Continue monitoring of cost of awards with the goal that costs are not greater than the combined sum of member "down the centerline" fees and sponsorships. Volunteer and staff time

utilized will be included in this review. Adjust income and expenses as necessary to achieve this goal.

(b) Task the Awards Committee (pursuant to ODS Policies and Procedures Manual Chapter II, Section II.I.7) in 2011 with originating a list of possible sponsors for awards. Task appropriate members with seeking sponsorships for awards.

(c) The Awards Committee or its designee shall report the status of the awards program of the preceding year at the ODS winter meeting.

Claire moved that Motion 8 be approved as amended, Francy seconded, and the motion passed by voice vote.

Motion 9: As part of the annual budgeting exercise, the Financial Committee (consisting of the ODS Treasurer, Office Manager, President-Elect and another person selected by the Board, according to the ODS Policies and Procedures Manual Chapter II, Section II, paragraph I.6) shall review ODS membership dues levels each spring and recommend any change, taking into consideration the following:

- USDF affiliate dues
- subscription costs to Flying Changes
- costs of overhead operations
- funds from programs, shows and other events

Such analysis in the spring permits the gathering of needed financial information so that the Board could initially consider a proposal at the spring Board Meeting (pursuant to ODS Policies & Procedures Manual, Chapter II.F), vote on it at its subsequent meeting in August, at which a majority of two-thirds is required for passage, and allow for implementation at the end of the ODS fiscal year.

Claire moved Motion 9 be approved, Rose seconded, and the motion passed on voice vote.

Two motions were offered regarding the marketing of specific-purpose funds:

Motion 10.a: Any fund established for a specific purpose shall have, as part of its originating documentation and authorization, a statement of purpose, a defined mechanism for funding stability, fund raising strategy, transparent operational guidelines, and clear methodology for the award of funds.

Claire moved for the approval of Motion 10.a, Chris seconded, and the motion passed on voice vote.

Motion 10.b: Fund managers shall develop online and printed materials that identify the fund and give it an image. Fund raising materials shall be developed to communicate the fund's purpose, scope of support, opportunities for donors, and explanation of how awards are made. In marketing the fund, managers shall consider offering multiple options for donors to support ODS special purpose funds. For example, at a certain level of donation, an award would carry the donor's name or an honoraria would be created in recognition of support at a given level. Opportunities for pledged giving, an important means of non-profit support, shall be coordinated with membership renewal efforts. Software packages exist that could facilitate tracking of pledged gifts and follow-up.

Discussion about who fund managers are and how they are designated led to the following modified wording of the first sentence, so the motion reads:

Motion 10.b (Final): The ODS Board shall appoint fund managers who shall develop online and printed materials that identify the fund and give it an image. Fund raising materials shall be developed to communicate the fund's purpose, scope of support, opportunities for donors, and explanation of how awards are made. In marketing the fund, managers shall consider offering multiple options for donors to support ODS special purpose funds. For example, at a certain level of

donation, an award would carry the donor's name or an honoraria would be created in recognition of support at a given level. Opportunities for pledged giving, an important means of non-profit support, shall be coordinated with membership renewal efforts. Software packages exist that could facilitate tracking of pledged gifts and follow-up.

Claire moved for approval of Motion 10.b as modified, Chris seconded, and the motion passed by voice vote.

Motion 11: The Financial Review Committee recommends that the ODS Board establish a centralized body of expertise within ODS that would be responsible for creating fund raising materials and provide guidance to all ODS individuals who engage in fund raising. ODS event organizers would benefit by having access to a centralized "library" of best practices for fund raising, whether for awards, scholarships, shows, general support or other fund raising needs. The ODS fund raising entity would create a repository of templates and best practices that could be made available on the ODS website or at the ODS Central Office, and easily distributed by email. Such a repository might include:

- sample letter to solicit sponsorships, advertising revenues, and donations
- draft brochures for event publicity and donor appeals (brochure would differ depending on target audience and purpose of solicitation)
- draft advertisements to place in print publications (show programs, Flying Changes, etc.)
- acknowledgement letters for sponsors and donors
- standardized guidelines for soliciting donations, sponsorships and advertising that adhere to non-profit legal requirements concerning unrelated business tax income and best practices
- scale of sponsorship levels and benefits associated with each dollar level of contribution suggested
- spreadsheet with items to track, such as number of solicitations by letter/phone call/email; number of responses per dollar category of gift; total amount received; number of repeat donors; any any other items for reporting purposes

Claire stated that the Financial Review Committee sees a great need for lodging marketing responsibilities with a standing committee or office. When asked if the Strategic Plan addresses fund raising, Ed replied that the Strategic Plan limited its fund raising ambitions to growing the Linda Acheson Education Fund by ten percent. This motion addresses the broader fund raising needs of ODS at large, Claire stressed. There should be a centralized function established to manage and coordinate the many levels of fund raising and sponsorship needs across the organization, and that is why the Committee proposes this motion

Claire moved for the approval of Motion 11 as worded, Rose seconded, and the motion carried by voice vote.

The Board then turned its attention to the motions concerning show and program account structure and control:

Motion 2.a: Affirm that the ODS General Fund should be the over-arching parent account under which all program and show accounts fall. This proposal does not address chapter accounts, only ODS central office funds and ODS-wide show and program accounts. Under the General Fund, sub-accounts would be created for each show, program and event (i.e. ODS Championship Show, Youth Program, High School, etc. would each be a sub-account of the ODS General Fund). Specific-purpose accounts, such as the Linda Acheson Education Fund and scholarship accounts, will be separate accounts.

The Financial Review Committee sought in this motion, Claire explained, to affirm the principle that all bank accounts contain ODS monies and are part of the ODS General Fund. This motion does not open or

close any bank accounts, Chris emphasized, it simply underscores that all of these funds fall within the ODS General Fund.

Claire moved for the approval of Motion 2.a, Rose seconded, and the motion passed on voice vote.

Motion 2.b: Organizers of ODS recurring events (such as shows and annual events) shall submit budgets to the Board, with expense and income categories that are consistent with the account codes used for ODS General Fund tracking and reporting. At the conclusion of such events, organizers will submit a report to the Treasurer. If a surplus of funds exists as a result of the event, the Executive Committee shall determine, based on the Treasurer's recommendation, whether and what amount, if any, shall be transferred into the ODS General Fund to make other ODS programs possible. The post-event reporting requirement is intended to improve the transparency of ODS finances. Sample templates for event budgeting can be obtained from the ODS Executive Director.

This motion was of great concern to Gaye, who discussed it with her show committee and (former USDF Treasurer/ODS Member) Barb Funk. The requirement that show organizers "shall submit" budgets to the Board prior to events she finds to be "busy work." Only judges' fees and facilities fees are known beforehand, and other expenses depend on the number of entries that eventually materialize, Gaye continued. Developing a show budget is just an exercise in pulling numbers out of the sky and is not productive. Rose asked if, when planning her shows, Gaye uses numbers from the previous year's show to project the present year's full budget and needs? Gaye responded that depends on the year, changes with the number of entries, and so many other items are variable. Corinne asked how does anyone know what to set the entry fee at, so that class fees are paying expenses? She encountered this problem in setting registration fees for the Fall Festival. Gaye responded that she would look at the cost per test.

Chris interjected that effectively there is a budget being developed, but if it's all in your head and if you get hit by the proverbial bus, how does the organization carry on? The motion asks not for detailed accounting beforehand, but that planning takes into account realistic fees and sets standards, so that others could follow it. Rose added that she understands budgeting requires work, but after developing a model with one show's budget, that model can be used for planning other shows. Chris mentioned that one aim of this motion is to explore whether we can more accurately predict the costs of a show, so that we have some reliable projection tools for other shows and events. Jessica agreed that such guidelines would offer valuable assistance to other event planners and dreamed of a widget that could be available for show/event budgets. What we are trying to establish, Chris summed up, is that events are realistic and formalized, so that we venture into activities and commit ODS funds responsibly.

Gaye suggested that the ODS Championship Show and the ODS League Show generate sufficient funds possibly to transfer surpluses into the ODS General Fund, but asserted that the remainders from the adult shows and the Junior/Young Rider shows that she manages should go back to supporting those same shows in the future that generated the surplus in the first place. She stressed that those funds should be available to shop for awards and plan for next year's shows, and that she strives to keep all costs down, knowing how finite those sums are. The Youth Fund has in fact transferred monies to the ODS Capital Campaign, so transfers are not unprecedented, she acknowledged.

Chris emphasized that funds need to move where they are needed. These are all ODS events run on behalf of ODS members, not a chapter- or audience-specific activity. The funds are not going away, just permitting adequate cash management for other activities. Gaye stated that her show staff feel adamantly in opposition, and she shares that position. Corinne mentioned that support of youth programs has been a high priority for ODS; using ODS funds for other educational opportunities is simply bridging the gap to address other audiences who seek education, so if money generated by youth programs goes into the General Fund and is used by the Education Committee, those youth members are still benefitting from those opportunities. Several commented that they can see both sides of this argument. Gaye reemphasized that the Youth Fund has already given to the Capital Campaign, but the Jr/YR show has fewer riders this year. Chris said essentially the surplus funds in that account are being treated as rainy

day funds, and this is inefficient. Corinne noted that “rainy day funds” cannot exceed a certain percentage of a non-profit organization’s operating budget, so we must be mindful of that legal obligation. Chris assured her that the percentage hurdle is high enough that for ODS, this is not a problem.

Jessica wondered if exceptions to this motion might be made for the Youth Show and the Adult Show accounts. Ed expressed strong resistance to making exceptions, although this is not unprecedented, Rose pointed out. Budgets are needed to allocate ODS funds to events as they occur, and restricting net profits to plough back into only the preceding event’s purpose hobbles the organization as a whole, Chris maintained. Gaye hesitated to see funds removed that could restrict next year’s activity in the adult and youth accounts; Chris said this is not sound financial management, holding onto funds at the expense of other budgeted needs that also benefit members. If the Youth Show account could support the Region 6 Overnight Youth Camp, for example, this should be a Board decision for funds transfer, not a unilateral decision by a program manager. Francy noted that the funds would still be available, but Gaye must present a budget for their use. Claire echoed that observation, stressing that the presentation of a budget simply builds the case for allocation of resources. Chris underscored that the intent of the proposal is for transparency and greater efficiency.

Rose called attention to the motion’s wording about the mechanism to trigger the transfer of funds; if the Treasurer’s recommendation to the Executive Committee is required, this might create a conflict of interest, so she recommended deleting “based on the Treasurer’s recommendation” in the third sentence. The motion was amended accordingly to remove that clause and read:

Motion 2.b (Final): Organizers of ODS recurring events (such as shows and annual events) shall submit budgets to the Board, with expense and income categories that are consistent with the account codes used for ODS General Fund tracking and reporting. At the conclusion of such events, organizers will submit a report to the Treasurer. If a surplus of funds exists as a result of the event, the Executive Committee shall determine, whether and what amount, if any, shall be transferred into the ODS General Fund to make other ODS programs possible. The post-event reporting requirement is intended to improve the transparency of ODS finances. Sample templates for event budgeting can be obtained from the ODS Executive Director.

The modified Motion 2.b was moved for approval by Claire, seconded by Chris, and passed by voice vote with Gaye opposing.

At the conclusion of considering these recommendations from the Financial Review Committee, Ed noted that implementation is another matter. Claire responded that implementation is not the responsibility of the Financial Review Committee, and this is where the Committee’s jurisdiction ends.

b) 40th Anniversary Request for Funds Proposal - Anniversary Books

An email from Marla Santino, chair of the 40th Anniversary Celebration Committee, served as basis for requesting general funds to print booklets for distribution at the annual banquet.

Motion: The Board shall allocate \$250 for the purpose of printing the 40th Anniversary Celebration booklet.

Gaye moved the Board approve the allocation of funds, Francy seconded, and the motion carried by voice vote.

c) ODS Shows Committee - Rose Newman

Rose conveyed no financial report at this time. One item she did wish to raise was the question of retaining or changing the \$1 “down the centerline” fee at the ODS league shows that is charged to all entrants, in support of the ODS Awards Program. Even though not everyone benefits from paying this fee, because entries in opportunity classes and unrecognized classes at league shows must pay this fee as

well, differentiating among classes of entries would cause a book keeping nightmare. General discussion and consensus led the Board to keep the fee as it is.

Consensus: Keep \$1 “down the centerline” fee as is.

d) Nominations Committee - Marsha Williams

On behalf of Marsha, Corinne reported that all current candidates for open ODS positions are running unopposed, but there are nominees for all positions. Corinne will work with USDF to get voting operational online.

7. Old Business

a) Confirming and Recording of Email Votes

Corinne said that it came to her attention that Oregon State law requires 100% participation of a non-profit Board in a vote that is conducted by email, otherwise the vote does not count. Two votes did not get full participation recently, so the following motions are presented for the Board’s vote.

Motion (formerly Action Step from 21 May 2011 meeting): The Board will be asked to vote on any expanded scope of the Fall Festival, Banquet and Auction email.

Francy made the motion, seconded by Gaye, and the motion passed by voice vote.

Motion: Waive the show approval fees for the two shows of the Northwest Sport Horse Breeders Association (NWHBA) occurring in September 2011.

Rose offered the motion, seconded by Francy, and the motion passed by voice vote.

Jessica requested that when Corinne sends out emails for votes, that she indicate in the subject line some sense of urgency that a vote is required. Corinne promised to try to remember.

b) Proposal to host the USDF “L” Education Program Part 2 in 2012

Ed presented the proposed budget, which reflects a total estimated net income of \$1,166. Claire asked how solid the participation estimate is, and Ed assured that the quota of 10 participants will be filled.

Motion: The ODS Board approves the proposed budget for Part II of the USDF “L” Education Program, to take place in 2012, as submitted by Ed Miller.

Chris offered the motion, Rose seconded, and the motion passed by voice vote.

c) Document/Change Control Standards - Christopher Main

Chris will present his findings at the next Board meeting.

Action Step: Chris will lead a discussion of document/change control standards at the Board meeting on 4 November 2011.

8. Normal Summer Meeting Business

a) Winnie Heiney Duncan Scholarship Applications - none received

Corinne explained that the Board typically considers requests for Winnie Heiney Duncan Scholarships at its summer meeting, but none have been received to date. Requests may be submitted at any time.

9. New Business

a) Awards Committee Mission Statement - Ed Miller

A draft mission statement for the Awards Committee was circulated as an action step after the last Board meeting. Ed received many helpful comments and submitted the present statement for Board approval, adding that he thinks every committee should have a mission statement. Claire suggested a couple of typographical edits and moved that the following mission statement be approved:

Awards Committee Mission Statement

ODS promotes and encourages a high standard of accomplishment in dressage. As part of its mission, ODS offers a variety of award programs to recognize achievements in and contributions to the Dressage Community.

It is the mission of the Awards Committee to make recommendations to the ODS Board of Directors for the development and implementation of award programs to encourage all members of the Dressage Community to strive for excellence and to provide a public venue for recognizing those awards.

The primary purpose of the Committee is to establish the awards to recognize individuals and horses in the following areas:

- To recognize the contributions to the dressage community through awards for volunteerism, teaching, and support;
- To recognize horses and riders for notable performance, based on the quality of a horse's performance as demonstrated by earning consistently good scores with a given rider during the competition year, regardless of individual class placements;
- To recognize horse and rider quality over the course of time, independent of test scores, through special awards for achievement; and
- to organize the annual Awards Banquet to recognize those who have achieved those special awards; and
- To recognize achievements in sport horse breeding (DSHB).

The Awards Committee organizes the annual Awards Banquet to recognize those who have achieved those special awards.

Francy seconded the motion, and it was passed by voice vote.

Action Step: Claire will send the final, edited Awards Committee Mission Statement to Ed.

b) Clackamas County Survey - Francy Haupt

Francy has been attending meetings of Oregon Horse Country (OHC) group. She encouraged OHC to become a business member of ODS. One of the other attendees, a representative from the Clackamas County office of the US Agriculture Department, proposed that ODS members who reside in Clackamas County be invited to participate in an online survey at www.clackamas.us/business. The purpose of the

survey is to solicit information from ODS members and others that will help gather meaningful statistics about the economic impact of the horse industry. The County claims that this information will help government agencies and OHC in advocating on behalf of the equine industry for “economic development dollars, tourism dollars, grants and other resources, businesses and events.” If the survey is successful, the County proposes implementing it in other counties as well to “assist industry growth and voice.”

Gaye suggested that this might benefit ODS in soliciting sponsorships down the line, if we learn helpful indicators of economic impact. In terms of how this would work, ODS would contact by email its Clackamas County members with a request to participate in the survey, but ODS would not provide any membership list to the USDA office of Clackamas County.

Gaye offered the following motion:

Motion: ODS shall forward a request to its members who reside in Clackamas County and invite them to participate in the USDA survey.

Chris seconded the motion which passed by voice vote.

c) Region 6 Championships Sponsorship - Gaye McCabe, Rose Newman, and Corinne Stonier
Every year USDF Region 6 asks ODS for sponsorship support of the regional championship show. Corinne said that ODS has contributed \$500 in the past.

Rose offered the following motion:

Motion: ODS shall support the Region 6 Regional Championships with \$500 from the ODS General Fund.

Francy seconded the motion which passed by voice vote.

d) Proposal for ODS to host a USDF Sport Horse Seminar in Spring of 2012 - Cathi Jensen (via written proposal)

Ed received comments from Dolores and Barb Funk in objection to the proposal. Barb suggested referring the proposal to the Educational Committee and the Breeders Group for further development. Ed could not find a “Breeders Group” as a standing committee of ODS in the Policies and Procedures Manual, but Rose assured him that it is an existing committee, and if removed from the book, it was erroneously removed. Francy agrees with Barb, noting the importance of supporting the breeders’ community and observing proper channels. Corinne remarked on the need for education opportunities but felt it was rushing the matter to support this proposal in its current form. Dolores opined that it would not be possible to organize this event by February or March 2012. The current Breeders Group consists of Barb Funk, Dolores Morgan, Diane Neuman, Rose Newman and Dan Ruediger.

Francy offered the following motion:

Motion: The proposal for an ODS-hosted USDF Sport Horse Seminar shall be referred to the ODS Breeders Group for consideration.

Gaye seconded the motion and it passed on voice vote.

10. Next Meetings

November 4, 2011 at 6:00 pm at Shilo Inn Portland Airport Location; dinner meeting to be held in conjunction with ODS *Fall Festival* and 40th Anniversary Celebration, with General Membership Meeting on Saturday, November 5, 2011 at 10:00 am

Chris offered the following motion:

Motion: The Board shall meet at 6:00 pm on 4 November 2011 at the Shilo Inn Portland Airport location.

Francy seconded the motion and it passed by voice vote.

Rose offered a motion to adjourn the meeting; Francy seconded, and the Board meeting was adjourned at 2:04 pm.

Respectfully submitted,

Claire F. Evans
Secretary

Action Steps from Summer 2011 Meeting

- 1. Fall Festival:** Corinne encourages everyone in attendance to send in a donation for the silent auction or raffle by 30 September 2011.
- 2. 2012 ODS Membership Drive Plan:** Comments on the draft “2012 ODS Membership Drive Plan” are due to Patty Armstrong by September 17, 2011.
- 3. Financial Review Committee:** The Financial Review Committee will reconsider Motion 5, seek to clarify its applicability, and propose a modified version at the Board meeting on 4 November 2011, with specific reference to its proper insertion in the ODS Policies and Procedures Manual.
- 4. Document/Change Control Standards:** Chris will lead a discussion of document/change control standards at the Board meeting on 4 November 2011.
- 5. Awards Committee Mission Statement:** Claire will send the final, edited Awards Committee Mission Statement to Ed.