

Oregon Dressage Society Board Meeting
Friday, November 9, 2012
Wilsonville Chamber of Commerce

Present: Rose Newman, President; Gaye McCabe, President-Elect; Ed Miller, Past President; Chris Main, Treasurer; Claire Evans, Secretary; Corinne Stonier, Office Manager; Joyce Stride, Francy Haupt, Kelly Rinehart.

1. Meeting Called to Order

The meeting was called to order at 6:58 pm, but an insufficient number for a quorum was present. Rose Newman suggested the Board conduct its foreseen business and phone additional members at the conclusion to make any procedural decisions.

1.1 Introductions:

General members who attended included Joyce Stride, Francy Haupt and Kelly Rinehart. The latter two attended to present a proposal to host a clinic by Gerd Heuschmann (see item 7.5).

1.2 Approval of last meeting's minutes: Approval pending phone call with additional Board members.

1.3 Changes to/Adoption of Agenda:

Ed wanted to propose some changes to the Policies & Procedures Manual but will do so by email. Claire moved to adopt agenda, Gaye seconded, and the agenda was adopted for the evening.

2. Correspondence

Several grateful riders sent a thank you card to the ODS office in recognition of the sponsorship monies provided to the regional championships show.

3. Office Manager Report

3.1 2012 Membership Report - Recent turnover in USDF staff has resulted in a new membership liaison for ODS with headquarters. ODS membership numbers for 2012 do not match those of USDF (off by three). Corinne is confident this will get resolved. The total was improved since the last report, in part due to people joining late in the show season. Total ODS members in 2012 were 1106, compared to 1121 in 2011.

3.2 2013 Membership Report - More than a third of members have renewed for the current (2013) year, a solid performance for year to date, Corinne reported. Total presently is 372. Following the plan devised by Claire and Corinne after conducting a membership survey, a survey is recommended to folks who have not renewed with the aim of discovering why they did not renew. Claire clarified that while an exit survey was one of the recommendations in her report to the Board on the membership survey (see minutes of August 2012 meeting), the Board has not yet formally approved those recommendations. Rose proposed that these be added to the agenda for an email vote of the Board, along with the changes to the Policies & Procedures Manual.

Additionally, the South Region proposes to send a post card to those members affected by the geographic realignment, as approved at the August 2012 meeting, that would group those folks into the South Region rather than the East Region. The cost of such a mailing would be \$56. Corinne admitted that she needs to adjust the geographic diagram on the web site that indicates location of the four regions of ODS. Corinne received an email today about creating another chapter. Some members on the coast are interested in forming a chapter and are talking about resuming use of the Wildwood name. The instigator will hopefully be at the February 2013 retreat with this proposal.

3.3 Communications, Marketing, Website & Publications - Citrix has approved a license for ODS at 90% off the retail price, or \$46.80 per year. This tremendous cost savings will enable the Board to meet

via GoToMeeting.com. Corinne proposes the third Wednesday of each month as a GoToMeeting.com date. Regarding Facebook accounts and chapters, there have been some issues with turnover of chapter managers and the control over Facebook accounts that they created. Corinne sent an email recently that requires all chapters to name her as a manager of all Facebook accounts on behalf of chapters. The Omnibus is nearing final production stage with strong advertising support. The deadline for submissions to the Omnibus is December 1. USDF just distributed the Training Level Freestyle test which will be included in the class listings for shows. ODS has its own Training Level Freestyle test, based on the Pony Club test, which will continue to be used. Rose stated that the show committee will examine this issue.

3.4 2013 NW Horse Expo - Corinne will defer on this matter as it will be remanded to the Adult Programs Committee. The NW Horse Expo will be held in Albany during the fourth weekend in March (Thursday through Sunday, March 21-24, 2013). Francy commented that advertising for demo riders should begin. The clinician will be former Pan Am Games competitor Kristina Harrison. Hers is not a well known name, Francy cautioned, which could affect response.

4. Treasurer's Report

Chris reported on the closing of the books for the 2012 fiscal year. Net income for the central office accounts for the year totals \$28,703. Ed questioned the reflection of the L Program Part II figures, and Chris promised to rectify that report. A revised version is incorporated in these minutes, properly reflecting the L Program funds. Chris stated that the quality of the chapters' reports has improved and facilitated end-of-year reporting. The ODS tax report must be filed by January 15; Chris aims to complete his preparation by December 15 so he can forward it to the CPA for review. The moving of payroll to the professional service has been a big success. With the cessation of the Calapooia Chapter last spring and the merging of two southern chapters, the number of chapter reports has contracted.

Chris then presented a budget for the current fiscal year, in large part derived from a proposal by Corinne. The aim was to have a zero-based budgeting to be presented at the August Board meeting. In theory, there should be a review of Corinne's performance and salary that would be part of the budgeting process, first by the Executive Committee and subsequently reported to the Board. A decision on the office manager's salary would then be made at the August meeting, along with the following year's budget. This proposal will be added to the email for voting.

Action Item: Chris will compose a proposal that spells out procedural steps for the review of the Office Manager's performance and salary as part of the annual budget process, with an August deadline for presentation to the Board.

Continuing on the budget review, income has been projected based on the same number of members as 2012. A decline in show approval income has been anticipated, due to the USEF rule change (ODS can no longer charge a down-the-center-line fee for its members only). After attending a UBIT (unrelated business income tax) workshop, Corinne learned that ODS' practice of charging for merchandise is in compliance with IRS guidelines. ODS *volunteers* may sell ODS merchandise and it would be tax exempt, but Corinne cannot, being a salaried employee. This falls under the same guidelines for advertising of a non-profit. Chris cautioned that records must be kept carefully on these sources of income, but the Board was happy to learn that this will remain a relatively permissible source of income to ODS. The ODS Championship pass-through income is estimated at \$10,000. Most other income figures are constant year-on-year.

For the expenses side, the higher salary estimate would cover increased payroll taxes (upcoming change in law) and related expenses. Gaye questioned why USDF Convention and Meeting Fees increased to \$3500, but the other line item "USDF Convention/Meetings-Other" was reduced to account for that reallocation. Most other expenses are pass-through, Chris said. Some increases in expenses are due to ODS' new mailing address that necessitated new stationary. Ed asked what is included in "Postage, Fedex, UPS," and whether mailing of awards is included in that sum. Corinne will investigate.

Action Item: Corinne will report to Ed on which line-item postage costs have been estimated for ODS awards.

Chris will use this budget to track and report to the Board throughout the year.

This budget will be proposed for approval on the email for votes. Ed noted that any Board vote by email must receive 100% approval for passage.

Action Item: Claire will collect the budget documents from Chris for distribution and voting by email.

Finally, Chris reported on his investigation of whether ODS is in compliance with the payment of Washington sales tax by conferring with Barb Funk (ODS member and former USDF Treasurer). She recommended: (1) ODS as an organization should register to pay sales tax in Washington, not the ODS chapter located in that state; and (2) any sales in Washington should be part of the Treasurer's report at the end of the reporting year, and ODS should charge the Washington chapter for reimbursement. Merchandise sales is reportedly a big source of income for the Washington chapter, and the chapter is anxious to retain this income stream. ODS would pay the tax bill, not the chapters. ODS would need to track the estimated payment schedule. The tax is determined by county and cost, said Rose.

Finally, Chris distributed the 2012 balance sheet, now abbreviated to 2/3 of a page (Appendix C).

5. Committee Reports

5.1 **Banquet Committee** - Ed and Claire reported that 105 have registered for the 2012 annual banquet; 115 places have been reserved. All is ready to go for the next day.

5.2 **Ad Hoc Publications Committee** (nothing to report other than it will be advertised and applications for committee members will be reviewed after the holidays) - Rose stated that committee positions will be advertised in the January issue of *Flying Changes*.

5.3 **Committee assigned to discuss ODS Chapters in the Policies and Procedures Manual (Chapter 10)** - Marsha Williams was to take on this task but has not made progress. Rachel Merusi was also interested, so Rose will contact her before the next Board meeting about assuming this responsibility.

Action Item: Rose will contact Rachel to undertake the rewriting of Chapter 10 in the Policies & Procedures Manual for a report at the next Board meeting in February.

6. Old Business

6.1 USDF Convention

Region 6 Director - At the August Board meeting, telephone presentations were made by Region 6 director incumbent Donna Longacre and candidate Peter Rothschild. In the past, the Board has voted at times *en bloc* yet also individually for Regional Director. Rose offered that both candidates could be counted on to support ODS. Gaye said that Peter called her, and she had a candid conversation with him. With recent personnel changes on the USDF Board, some former static might have disappeared. Ed expressed concern for a Regional Director who would take an active role throughout the region and meet with its constituent organizations. Some wondered if a third consecutive term would be wise for the present Director, and several Board members admitted to being in a quandary about this vote.

Action Item: Rose will alert Donna Longacre that the ODS Board will not vote *en bloc* for Regional Director.

Corinne will distribute the stipend checks to the ODS delegates and complete their registration.

6.2 Sport Horse Seminar (Fall 2013) - Rose reported on this project, an offer from Sonnenberg Farm to host a Sport Horse Seminar later next year. Barb Funk has resigned as Chair for the Sport Horse Committee, so Rose asked Dolores Morgan to assume the Chair and she accepted. Rose passed along the seminar information that was discussed at the last Board meeting; Deborah Haussman (Quailhurst) has also expressed interest in hosting this event. Perhaps something can be arranged for 2014.

6.3 Special Awards Sponsorship - The only award that still needs a sponsor is the Teresa Dunlap Award. The Mid-Valley Chapter was to be approached about sponsoring this award.

Action Item: Ed will check with the Mid-Valley Chapter to sponsor the Teresa Dunlap Award on an ongoing basis.

6.4 L Program - Ed reported that the L Program is completed. Seven candidates graduated, four with distinction.

6.5 Alternative Qualification Proposal for ODS Championship - Tabled for the next meeting.

6.6 Adult Programs Committee Proposal - Rose announced that, after the Board considered it at the last meeting, some conforming changes were made to this proposal to create an Adult Programs Committee (replacing the Education Committee), and that Francy Haupt has reviewed the proposal and has accepted the position of Chair.

7. New Business

7.1 Online election of Officers (announcement of results) - Corinne reported on behalf of Marsha Williams, Chair of the Nominations Committee. To qualify as a valid election, 55.25 votes were required according to ODS bylaws. Sixty-three people voted online and four by paper ballot, so the results carry. Two director-at-large positions were open for election: Jessica Rattner was re-elected to a director-at-large position; the second director-at large position was elected by write-in. Lisa Koch received three write-in votes, so she is the new director-at-large. The Regional Representatives are Patty Armstrong (North), Carolyn Wesolek (Central), Rachel Merusi (South) and Sharm Daggett (East).

Based on a recommendation from Patty Armstrong to increase the regional representation of the populous North by one more representative, Anna Bigwood from Hillsboro had been nominated as a director-at-large but was not on the ballot; Marsha claimed she had computer trouble in receiving email. Rose appointed Anna Bigwood as Second North Region Representative (the bylaws allow for 3 such regional reps). Corinne recommends that ODS use Survey Monkey next year for online voting.

7.2 Nominations for Officers based on election results - In Marsha's absence, Rose announced that Jessica Rattner and Lisa Koch are now eligible for nomination as Officers. The following nominations occurred:

Rose Newman - President

Gaye McCabe - President-Elect

Claire Evans - agreed to be nominated as Secretary for one more year

Chris Main - accepted nomination as Treasurer for one more year

7.3 Region 6 Mini-Convention - The meeting will take place on November 17 at Longview PUD, beginning at 9:00 am and concluding at 4:30 pm with some educational sessions. Francy will attend.

7.4 Spring Educational Session with Dolly Hannon - Francy submitted a proposal, "Improve Your Test Score" for Spring 2013. Two date options were proposed: Feb 16/17 or March 16/17. Ed opined that the

highly successful seminar “Intro to the Tests 2011” with Judge Dolly Hannon was so successful that there should be great name recognition for any future event. Many of the demo riders had very positive experiences in riding for Dolly. She would include a morning lecture with tips, and she has ideas on covering rider position. Gaye noted that the comments on the current USDF delegate chat group have recently focused on the new rider tests and wondered if that could be included. Francy responded that Dolly would charge a higher daily fee to lecture on the new tests.

The proposal foresees holding the event at Fallbrooks Farm in North Plains where Terri Emmerich is the head trainer. A limited number of stalls would be available for demo riders. Rose has reservations about the limited parking available at the facility, the few number of stalls, safety of seating in the venue, and the low number of auditors anticipated (20) in the budget. Gaye suggested this location might be more conducive for summer events. Rose emphasized that the idea for the clinic is sound, but the venue presents problems. This proposal could be revised and presented for reconsideration at a future GoToMeeting.com meeting of the Board. Francy had not had the opportunity to visit the venue yet, so she will do so and report on the various concerns expressed, particularly the parking and seating concerns.

Action Item: Francy will investigate some of the variables in holding the Dolly Hannon event at Fallbrooks Farm. She will propose March 16/17 as the working dates for the event.

7.5 2013 Educational Sessions with Gerd Heuschmann with Annual Meeting/Banquet - Francy distributed a revised budget, including the Salem Fairgrounds as a venue option. She identified herself as assisting Kelly Rinehart in the proposal of this event. Ed asked for a recommendation of venue out of the four listed. Francy replied by delving into a number of planning pros and cons, including the fact that a screen would not have to be rented for DevonWood but would everywhere else. Her opinion is that DevonWood has priced itself out of contention for any educational activity for ODS. For the Salem Fairgrounds, additional seating must be rented (this is in the budget) so that spectators are not viewing above the level of the horse. Francy urged that a decision on dates must be made as soon as possible. Ed prefers October 18-20; he felt unable to express a preference for facility and would like to see the event happen. While many expressed support for Mt Hood Equestrian Center, Salem would be a nice choice for central location, accessible to hotels, and easy to reach.

Motion: Chris proposed that planning for a Gerd Heuschmann Clinic proceed, with preferred dates of October 18-20, 2013, and a preferred venue of Salem Fairgrounds. Claire seconded. Passed by voice vote.

At this point in the meeting, a quorum not being present, the Board contacted Jessica Rattner and Marsha Williams by phone to consider the following motions:

Motion: Proposal to suspend the rules and pass the slate of nominees for ODS officers for the 2013 year; and for the approval of the Connie J Keith grant requests for 2012 and call for grant proposals for 2013. Ed so moved and Gaye seconded. The motion passed by voice vote.

Motion: To pass the slate of nominees for ODS officers for the 2013 year, consisting of Rose Newman as President; Gaye McCabe as President-Elect; Chris Main as Treasurer; and Claire Evans as Secretary; and to approve the Connie J Keith grant disbursements for 2012 and call for grant proposals for 2013. Gaye moved, Chris seconded, and the motion passed by voice vote.

8. Next Board Meetings and Conference Calls

Chris will present the document change system at the February Retreat. The group agreed to scheduling conference call/GoToMeeting.com meetings on the third Wednesday of each month, the next to be on Wednesday, November 28, at 6:00 pm.

9. Adjournment

Ed moved to adjourn, Gaye seconded. Passed by voice vote. The meeting was adjourned at 9:10 pm.

Action Items

1. **Budget Process:** Chris will compose a proposal that spells out procedural steps for the review of the Office Manager's performance and salary as part of the annual budget process, with an August deadline for presentation to the Board.
2. **Budget:** Corinne will report to Ed on which line-item postage costs have been estimated for ODS awards.
3. **Budget Vote by Board:** Claire will collect the budget documents from Chris for distribution and voting by email.
4. **Policies & Procedures Manual Chapter 10 Revisions:** Rose will contact Rachel to undertake the rewriting of Chapter 10 in the Policies & Procedures Manual for a report at the next Board meeting in February.
5. **Region 6 Director:** Rose will alert Donna Longacre that the ODS Board will not vote *en bloc* for Regional Director.
6. **Special Awards Sponsorship:** Ed will check with the Mid-Valley Chapter to sponsor the Teresa Dunlap Award on an ongoing basis.
7. **Spring 2013 Educational Event:** Francy will investigate some of the variables in holding the Dolly Hannon event at Fallbrooks Farm. She will propose March 16/17 as the working dates for the event.

Respectfully Submitted,

Claire Fronville Evans
Secretary
November 19, 2012

Appendix A - Profit & Loss Statement
Appendix B - Proposed Budget
Appendix C - Balance Sheet