



Oregon Dressage Society

2018 Board Meeting

Wednesday, September 5, 2018, 7 p.m. ♦
Conference Call using Loopup.com

Attendance List

| POSITION | BOARD MEMBER | RSVP | CHAPTER | NAME |
|----------|---------------------------|------------------------|---------|------|
| 1 | President / C Reg. Rep | Karen Cheeke Y | 1 | |
| 2 | President-Elec | Emily Kenyon Y | 2 | |
| 3 | Treasurer | Gaye McCabe N | 4 | |
| 4 | Secretary | Valerie Stallings Y | | |
| 5 | Dir at Lg | Anna Bigwood N | | |
| 6 | Dir at Lg | Jessica Rattner N | | |
| 7 | Dir at Lg | Karen McCurdy Y | | |
| 8 | Dir at Lg | Lisa Koch Y | | |
| 9 | N Region Rep | Jo Renn Y | | |
| 10 | N Region Rep | Sam Clement Y | | |
| 11 | S Region Rep | Brett Stallings Y | | |
| 12 | E Region Rep | | | |

Minutes --

No printed materials are made available at the meeting. BOD members are advised to print out any materials they wish to have a hard copy of and bring it to the meeting themselves.

1. Call To Order - Roll Call was taken and the meeting was called to order at 7:00 p.m. With eight board members present there was a quorum.
2. Agenda Approval -- The main purpose of this meeting was to discuss and approve the amended Oregon Dressage Society Bylaws and Policy & Procedures Manual.
3. Valerie made the motion that the amended bylaws be approved with the following corrections:
 1. In regards to notification of members about meetings that "first class mail" be stricken and replaced with email.
 2. Section 4, identification of regions, Washington State be added as a region.
 Emily questioned if corrections could be made at this time, or if the bylaws needed to be approved as presented. Karen agreed that this was the case, but noted that these changes can be made in the future. Valerie brought up that these changes have been brought up in the past. Karen explained that they were not proposed and brought forward to Ed to make the revisions so that they could be reviewed by the board before voting to approve. Lisa also had an amendment she wished to make. Jo suggested we vote on the revisions before the board now and revisit the documents at a later date. Valerie acquiesced that there was a need to vote on the revision since there was an election coming up and most of the revisions had to do with this process. **Valerie amended her motion to approve the revised ODS Bylaws as they were presented via email to the board of directors. Emily seconded. The motion passed.**

Karen then inquired if anyone would like to put forth a motion to amend the bylaws as previously discussed. Valerie answered by making a motion to propose amending Article 2 Section 8 Notice of Meetings to eliminate “first class mail” and replace it with “email”. Jo wished to make the change from “first class mail” to “a standard reliable method.” This would not lock ODS into a specific method of communication. There was a discussion whether to remove the criteria of “at least thirty but not more than sixty days”. The final text proposed was

Notice of all meetings of the members shall be given to each member at the last address of record by a standard, reliable method at least seven days before the meeting, or by other media at least thirty, but not more than sixty days before the meeting. The notice shall include the date, time, place, and purpose of the meeting.

Emily seconded the motion to propose this change to the bylaws. The motion was approved.

Valerie then made a motion to propose to amend Article IV Board of Directors, Section 3 Term and Election of Directors to split North Region into North Region and Washington State Region. Brett seconded. Jo questioned how this would affect the 2018 election which was now taking place. As this change would not take place until next year, this change would have no effect on the current election. The motion passed.

4. Changes to the *Policy and Procedure Manual*

1. Chapter 1 – this would change the policy allowing “supporting members” the right to vote. Emily made a motion to approve this change as proposed, Valerie seconded. The motion passed .

2. Chapter 2 –

1. Revises Section III by expanding options for recruiting Office Manager.
2. Deletes reference to Omnibus Editor.
3. Revises Section IV to specify the Fall General Membership meeting is to be preceded by the Fall Board Meeting. Amends time for holding General Membership meeting to be more general. Meeting to be held in the Fall, generally late October or early November and deletes 1st Sat in Nov at 10:00 am. Amends Section VI Election Procedures Paragraph B1 to clarify that 1/3 of Directors At Large are elected annually.
4. Section V. changes the beginning and end of term of office for Board members to begin and end at the conclusion of the Fall Board meeting rather than the General membership meeting.
5. Section VI Election Procedures is revised to allow for Officers to be elected either prior to or at the Fall Board meeting. Clarifies that existing Board and newly elected Board members are eligible to vote for Officers
6. Also adds note at end of Section VI to permit the Board to select an alternative to the Office Manager to conduct the election duties.
7. Revises Section III Hiring Procedures to change the hours for the Office Manager from 1000 to 500.

Jo motioned that the changes be accepted as they were presented in the emailed document, Emily seconded, the motion passed.

8. Revision F draft 6. Replaces Office Manager with Administrative assistant throughout.

Jo motioned that the changes be accepted as they were presented in the emailed document, Valerie seconded, the motion passed.

9. Chapter 7 revision removes the Connie Keith Award and Adult Camp Grant, as well as adding the Horse Hall of Fame to Special Awards.

Jo motioned that the changes be accepted as they were presented in the emailed document, Valerie seconded, the motion passed.

Karen then informed the board that the next step would be to upload the revised Bylaws and Policy & Procedure Manual to the ODS website. She noted that she would forward the document to Mary so that this could be done.

5. Karen reported that the accounting review of the ODS books covering the past year has been completed. Andrea did not find anything that would warrant legal address, however, there were several areas that ODS should clean up

and create better policy on. This would create a more transparent operation. Jo felt that the letter that was sent to the board in regards to the review should not be made public to the general membership, but a summary of it only should be released. Valerie disagreed with this and stated that although the review should not be published in *Flying Changes* it should be attached to the official minutes of the board meeting in which it is presented. Karen concurred that if a member were to request a copy it should be released, and that it did need to be added to the minutes when discussed with a resolution. That there was some lack of judgment found and this needs to be addressed for future possibilities. She felt going forward; at the 2019 Retreat there needs to be information for the attendees about financial responsibility in regards to ODS or chapter funds. It was the misuse of credit cards Tom Murray had discovered and why he felt more investigation was necessary. Valerie added that one of the take away points of the review was that if ODS has an employee that person needs more supervision than what was done in the past. Karen added that a way to avoid this would be to simply hire from a temp agency and let them do the supervision or simply have contract work. Karen closed by stating the situation would have to be discussed in greater depth at a future time. Discussion continued, Valerie moved that this discussion be tabled until a future meeting.

Meeting was adjourned at 8 p.m.

Approved October 22, 2018, Valerie Stallings, Secretary