

American Driving Society
Winter Meeting – Board of Directors
February 8 – 11, 2007

The Winter meeting of the Board of Directors of the American Driving Society was called to order at 5:00 on February 10, 2007 and continued on February 11 at 11:00. The meeting was held at the Crowne Plaza Hotel in Addison, Texas and was called to order by President Jim Keathley. Susan Koso, secretary, was present.

Present: Jim Keathley, Pat Cheatham, Susan Koso, Bill Lawson, Jody Cutler, Natasha Grigg, Tom Knicker, Boots Wright, Kelly Valdez, Marcie Quist, Mike Lyon, Jay Hubert, Kat Luce, Dana Bright, Lyle Peterson, Don Hayes, John Freiburger, Mary Ann Boyden, Phyllis Rumley, Ann Davis, Larry Brinker, Barbara Chapman, Marc Johnson, Simon Rosenman, Hardy Zantke, Audrey Bostwick.

Absent: Bob Koopman, Jeff Morse, Tucker Johnson, Walt Rector.

A quorum of the Board was present.

On a motion by Mike Lyon, seconded, the minutes of the Board of Directors meeting held in Lexington, Kentucky on October 7 and 8, 2006 were approved as distributed.

At the request of the Executive Committee, the usual order of business was reordered to ensure that the most pressing items would be addressed.

Publications to Board by First Class Mail: On a motion by Mike Lyon, seconded, it was proposed that Board members receive publications by First Class Mail. Board members were encouraged to send \$15 to the ADS to cover additional costs. The motion passed on a vote of 21 for and 4 opposed.

ADS Fund: A report was submitted by Jamie O'Rourke, which is on file. A motion was made by Pat Cheatham that the ADS Fund continue under the administration of Jamie O'Rourke at the current level of compensation. The motion was seconded. After a lengthy discussion of the Board members, the previous question was called. A subsidiary motion, seconded, was made by Pat Cheatham to hold the vote by secret ballot. This motion passed on a vote of 21 in favor, 2 opposed and 3 abstentions. Ballots were distributed and counted by appointed tellers. The motion to continue the administration of the ADS Fund by Jamie O'Rourke was passed.

Jody Cutler then made a motion to recess until 11:00 on February 11.

The meeting reconvened at 11:00 on Sunday, February 11. A quorum of Board Members was present.

Amendment to the Bylaws: Natasha Grigg announced that the Governance and Bylaw committee wished to withdraw the proposal to amend Bylaw Article V Section 1 (c).

2006 Financial Report: Treasurer Bill Lawson presented the Financial Statement showing a loss of \$78,831.73 as well as a Budget for 2007, excluding the ADS Fund results. (on file) Bill reported that Simon Rosenman as installed QuickBooks and will have the fourth quarter figures shortly. The figures presented by Bill are from the old system. Pat Cheatham then made a motion, which was seconded, to accept the Budget for 2007 as presented. The motion passed unanimously.

- Donations at some level are need to support ADS operations. The President reported that the ADS will be requesting money from the ADS Fund, up to \$50,000, for publication costs.
- Bill stated that finances will be reported on a monthly basis.
- Jim stated that ADS members expect the ADS to be self-supporting and enumerated possible ways to decrease costs associated with the publications.

Hoopes-Addis Fund: A report was submitted and is on file.

- Donations to Hoopes-Addis have decreased since the authorization of the ADS Fund.
- Issues regarding the Trustees have been resolved.

Extraordinary Rule Change – Yellow Card, Article 3.4.a: The Competitions Standards Committee submitted a proposal to replace the existing Article 3.4.along with a form to be included in materials sent to organizers (on file). On a motion by Boots Wright, seconded, the proposed change was accepted on a vote of 25 for and 1 opposed.

Extraordinary Rule Change – Chapter 5, Article 5, Section 7 of the General Rules: Jay Hubert made a motion that Chapter 5, Article 5, Section 7 of the General Rules be modified by adding: If the driver must dismount for any reason, the reins should be passed to a person capable of driving and seated in the carriage rather than relying solely on a header standing on the ground, except when hitching or unhitching. There was no second to the motion. The motion was referred to the Safety and Education Committee, the Pleasure Driving and Combined Driving Committee for input.

Fall Membership Meeting: Phyllis Rumley reported that the ADS can hold its Annual Membership Meeting in conjunction with the “Meeting of the Minds” to be held at the Clovis Rodeo Grounds on the weekend of November 3 and 4, 2007. There will be no charge for the use of the facility. On a motion by Jody Cutler, seconded, the proposal to hold the ADS Annual Membership Meeting at the Clovis Rodeo Grounds in conjunction with the Meeting of the Minds on the first weekend in November 2007. The motion passed unanimously.

Additional Board Meeting: Jim Keathley proposed adding a mid-year Board meeting to the schedule. The meeting would be a Board meeting only, although all members could attend. It would be held in a hotel near a hub airport. Boots Wright made a motion to approve the proposal. The motion was seconded and unanimously approved.

Committee Reports – new members:

- A. Competition Standards: Boots Wright proposed the addition of Toni Jones and Melissa Boyd to the Competition Standards Committee. The motion was seconded and approved unanimously.
 - The Committee proposed that the Annual Meeting be held on the same weekend each year and that no other shows or events would be recognized on that date. The motion was seconded. The motion was defeated on a vote of 3 for and 23 opposed.
- B. Safety and Education Committee: Jay Hubert proposed the addition of Linda Viani and Andy Marcoux to the Safety and Education Committee. The motion was seconded and unanimously approved.
- C. Licensed Officials Committee: Marcie Quist proposed the addition of John Freiburger to the Licensed Officials Committee. The motion was seconded and approved unanimously.
- D. Dressage Committee: Kelly Valdes proposed the addition of Mary Harrison and Larry Brinker to the Dressage Committee. The motion was seconded and approved unanimously.
- E. Combined Driving Committee: Tom Knicker proposed the addition of Merridy Hance to the Combined Driving Committee. The motion was seconded. The motion passed, 24 in favor and 2 opposed.
- F. Finance Committee: Bill Lawson moved that the following members be approved to serve on the Finance Committee: Simon Rosenman, Richard Pringle, Tucker Johnson and Lyle Peterson. The motion was seconded and carried unanimously.
- G. Executive Committee: Jim Keathley will be submitting names of additional members of the Executive Committee for approval. He will propose that these members serve on a rotating basis to give the opportunity for more input and guidance.

Pleasure Driving Rule Changes: Susan Koso moved to have the proposed Pleasure Driving rule changes approved as printed in the January Wheelhorse. The motion was seconded and approved unanimously.

VSE Rule Changes: Tom Knicker made a motion, which was seconded, to approve the VSE Rule changes as presented in the January Wheelhorse. A lengthy discussion followed in which the process for presenting the rule changes and the rules themselves were reviewed. The motion passed with 18 in favor, 5 against and 3 abstentions.

Courses open for walking: The question of when a course must be opened for walking was referred to the Combined Driving Committee.

Committee Reports:

Governance Committee: Natasha Grigg presented Policies and Procedures (on file) to accompany the ADS Bylaws. The motion was seconded and approved unanimously.

- Natasha noted that the Committee still has several things to do, including an investigation of the possibility of incorporating in other states. There is concern over the New York state requirements for a quorum at members meeting.
- Natasha Grigg announced her resignation as the Chair of the Governance and Bylaws Committee.

Young Drivers Special Committee: A motion was made by Marc Johnson to approve a 2007 North American Young Drivers Championship, with the winner to be determined from a year-end point system calculated from submitted results at competitions between January 1, 2007 and November 1, 2007. A motion was made to amend the previous motion and to refer it to the Pleasure Driving and Combined Driving Committees for review. The Committees are to report to the Executive Committee. On a vote of 23 in favor and 3 opposed, the amended motion passed.

Simon Rosenman made a motion to commend the Young Drivers Committee and to encourage the program's continued development. The motion was seconded and passed unanimously.

Competition Standards:

- The Committee will work with the Executive Director in reviewing TD reports.
- Natasha Grigg and Marc Johnson will review electronic scoring programs that will allow electronic submission of results.
- The Committee will review the Young Driver's proposal.

Recreational Driving: Mike Lyon offered to send a video of the National Drive to any interested person.

Local Clubs and Membership Committee: Diane Koopman presented the report (on file) in place of Bob Koopman.

- Bill Lawson moved that the Local Clubs and Membership Committee be expanded to include Regional Directors as members. The motion was seconded and approved without dissent.
- Bill Lawson made a motion that the number and geographic area of the regions be reviewed with consideration of the amount of activity in the area. He further moved that a special committee be convened consisting of Bob Koopman as Chair, Ann Davis and Mary Ann Boyden to be charged to report their recommendation at the next Board meeting. The

motion was seconded and approved. Jay Hubert offered to make his work available from the last time the issue was raised.

Licensed Officials Committee: Marcie Quist reported that the SuperClinic was successful as evidenced by the survey forms she received and that Tom Knicker should be commended for his help with the meeting site. Kelly Valdes organized the party/banquet that was a big success. Jack Pemberton's talk was widely appreciated.

- The Committee will work on rewriting the tan pages in the rule book.

President's Report: The President submitted a report, which is on file.

- Jim announced the appointment of Dana Bright to serve as the Lead Regional Director to provide structure to the group. Dana noted that all Regional Directors were present this meeting.

Executive Director's Report (on file):

- Susie Koos-Acker reported that QuickBooks has been installed which will enable the ADS office to be more responsive to requests for financial information.
- Membership renewal: 3064 members have renewed, 1025 have not. They who have not renewed will be contacted.
- Buyer's Guide: 4000 copies printed, and the publication made a small amount of money.
- Website – efforts will be directed to the most visited pages. Natasha Grigg requested that the names of all publications be listed under "Publications" on the web site.
- The silent auction raised \$1880.
- Jody Cutler commended Susie on the job she has done.

Survey of Members: (on file) Pat Cheatham distributed the results of the survey of members to the Board Members and requested input on what additional information might be needed in the future

- Pat was commended for his work and generosity.

Recognition: Jim recognized retiring Board member Penny Nicely as well as Natasha Grigg and Wayne Kramer who were recognized at the Banquet. Jody Cutler was recognized for her service as President.

Representing the ADS: On occasion inaccurate information is disseminated regarding the ADS. On a motion by Susan Koso, which was seconded, at the discretion of the President a reply to correct public misinformation about the ADS may be made by the President or his/her designee. No member, officer or official of the ADS may represent the ADS except at the direction of the President. The motion was passed unanimously and will be placed in the Policies and Procedures Manual.

ADS Membership List: Susan Koso then made a motion that the ADS shall not sell, rent or give the names, addresses or email addresses to any commercial concern. Member's

information shall not be shared without the consent of each individual with the exception that member's addresses may be provided to show organizers upon request. The motion was seconded and unanimously approved. The policy will be placed in the Policies and Procedures Manual.

The meeting was adjourned at 3:30.