

AERC BOD meeting –Teleconference Call – May 4, 2009

President Connie Caudill called the meeting of the AERC Board of Directors to order at 6:02 pm Pacific time.

Present at the meeting are: Jan Stevens, Tom Noll, Laura Hayes, Kim Fuess, Roberta Harms, Mike Maul, Joyce Mocilan, Dianna Chapek, Sandy Terp, Susie Schomburg, Susan Kasemeyer, Joe Schoech, Monica Chapman, Susan Keil, DVM, Michael Campbell, Maryben Stover, Randy Eiland, Jeff Trinkle, Roger Taylor Patti Pizzo, Bruce Weary, and Connie Caudill.

Absent: Terry Woolley-Howe, Gail Williams, and John Crandell, III with no requests for excusals into the office.

Additional AERC Members present: Kathleen Henkel – Executive Director of AERC, Olin Balch, DVM – Chair of the Research Committee, Stagg Newman – Chair of the Education Committee, and Melissa Ribley, DVM – to discuss the new AERC Drug Testing Procedures.

The request was made to approve the agenda. Mike Maul made the motion and it was seconded by Bruce Weary. The motion passed unanimously.

Roger Taylor made the motion to approve the minutes from the April 4, 2009 Teleconference call. Dianna Chapek seconded the motion and the motion passed unanimously.

Kathleen Henkel reported the BOD on the membership numbers and current AERC ride information:

Membership as of	5/5/08 - 6296
	5/4/09 - 5641
Rider fees as of	5/4/08 - \$22,140.40
	5/4/09 - \$22,756.00
Sanction fees as of	5/6/08 - \$ 14,015.00
	5/4/09 - \$ 13,340.00

Sanction fees to date for the 2010 season: \$345.00

New members as of	5/5/08 - 734
New members as of	5/4/09 - 464

Old Business

Melissa Ribley, DVM reported to the BOD on the current situation with the implementation of the AERC Drug Testing by USEF. She stated that the drug testing would start as soon as the contract was signed by AERC. The contract states that AERC will have an insurance policy to cover general liability for the amount of \$1,000,000. Our insurance certificate meets their requirement. USEF will also provide liability insurance for the testers. It was felt that there needed to be additional wording in the contract that indicated that there would be a reciprocity agreement of insurance between the two entities and that they should list us as an additional insured as well. The contract is for six months and will cost AERC \$25,000 to test 12 rides. The normal testing money collected is \$16,000-18,000 with the remainder owed coming from Drug Testing Reserves. The motion was made to request to have a paragraph added into the contract

that states that there will be reciprocal agreement listing each organization as additional insureds and that USEF will cover the cost of liability insurance for their testers. Additionally, after the contract is received into the AERC office with the changes, Kathleen Henkel is directed to sign the contract. The motion passed.

Melissa Ribley then removed herself from the call.

Olin Balch, DVM then informed the BOD on the upcoming Veterinary Summit in Denver this August. Olin has written an article for Endurance News concerning the Summit. The Summit will be Thursday afternoon through Friday morning. He has extended an invitation to the AERC Vet Committee and the AERC Research Committee, indicating that those who want to attend from these committees will have to pay their own way.

Olin Balch removed himself from the call.

Stagg Newman, chair of the AERC Education Committee reported to the BOD that the Education Committee has made \$500 available to each region for clinics. The Regional Directors will need to send the Clinic information to Stagg and the Education Committee. He also indicated that the clinics need not be Clinics that are based on the Beyond the Basics Program.

Stagg Newman removed himself from the call.

Special Sanctioning committee chair, Susan Kasemeyer, brought to the AERC BOD the request for the Scenic Sage ride date change to Oct 2, 3, & 4, 2009 in the mountain region. The committee approves the change. Motion passed.

New Business

Sandy Terp contacted the company that deals with Credit Card on-line transactions. She found that we could make a savings on these types of transactions by how we take the information in at the office. She indicated that AERC could save as much as \$5000/year. **Sandy Terp will continue to investigate credit card on-line usage and will report to the BOD.**

As Treasurer, Roger Taylor reported to the BOD on the membership options of Family vs Single. Roger stated that we were down a total of 10% in memberships. He also noted that we're receiving more money due to an increase in single memberships, but family memberships are down.

Roger also noted that profit is down as well as value of assets. He stated that we are down approximately \$80,000 compared to other years. He emphasized that we are not in a financial crisis situation, though we do need to be stringent on our spending for the remainder of 2009.

Roger reported that the Finance Committee consists of Betty Baker, Jeff Trinkle, Patti Pizzo, Suzi Souza, and himself. He would like to add Randy Eiland, a CPA, and someone else from the AERC Office – Kathleen Henkel. Connie suggested that a possibility would be to contact Mollie Krumlaw who would be a great asset to the committee; Roger agreed he would be contacting her.

As an Action Item, Kathleen will come up with a list from the BOD of suggestions for potential savings for the organization.

Policies and Procedures Manual. Kathleen has been investigating other organizations Policy and Procedures Manuals. In addition to Kathleen, AERC BOD members working on this project include: John Parke, Jan Stevens, Roger Taylor and Kim Fuess.

John Parke then gave a presentation to the BOD on “Being a Board Member”. John’s discussion included:

- Why are we covering this?
 - Effective participation from all the BOD is needed
 - Careful and responsible leadership
- What do we use to Govern AERC?
 - AERC Bylaws
 - AERC Rules
 - California Corporate Code
 - Robert’s Rule of Order
 - "The great lesson for democracies to learn is for the majority to give to the minority a full, free opportunity to present their side of the case, and then for the minority, having failed to win a majority to their views, gracefully to submit and to recognize the action as that of the entire organization, and cheerfully to assist in carrying it out, until they can secure its repeal."
 - Policy and Procedures Manual
- Conduct at Meetings
 - Meetings need to be ‘actively chaired’ – making it formal – Go around the room to gather everyone’s opinion.
 - Motions need to be written out on the AERC Motion Form – making sure that the author of the motion refers to the various committees as necessary.
 - Procedures on Motions
 - Define how they are handled when they come from BOD members
 - Define how they are handled when they come from Committee
 - Calling the Question
 - Uses a roll call vote with 2/3 of the BOD voting to quit the discussion
- Types of Meetings
 - Face to face – convention and midyear – certainly beneficial
 - Teleconference
- General Concerns about meetings
 - Extremely important that you participate in meetings – if you miss two in a row you can be removed by the BOD
- Email List – important to realize that it is not a meeting
- Roles of the Executive Committee
 - Must follow bylaws
- Roles of the Executive Director
 - Important for the BOD not to micro-manage the ED – can’t have too many bosses
 - The BOD instructs the ED on what to do, not the BOD members
 - Not an elected position
 - CEO type of role
 - Important to realize that the ED signs contracts, not individual BOD members
- Ethics
 - Be truthful
 - Be accurate
- Conflict of Interest
 - Important to do it each year
 - Make it public

Kathleen will provide the BOD with a list of her duties.

Action Items from the April 4, 2009 Meeting:

- Rules Committee is researching how many people haven't signed the AERC Release that was sent out with their membership cards, why those people haven't signed it and then come up with a plan to address these issues. – Not completed
- Protest Committee – look into making it geographically equal – Not completed
- Chairs of the various committees were reminded to provide a list of their committee members by the April meeting – Completed
- Education Committee – provide a list to the BOD to approve of where/when AERC clinics are being held and then provide the list to Troy Smith, editor of Endurance News, to have it listed in EN and on the website – Completed
- The motion entitled: Violations and penalties (Rule 15) revision did not pass. John Parke remarked that it was a band-aid on a poorly written rule. After discussion, the board directed the rules committee to rewrite rule 15 and to make the rule pertain to "penalties only" and to write a new rule regarding horse abuse and rider conduct. It was also requested that Troy Smith provide this motion on the BOD list so that the BOD can review it and discuss it. – In progress
- It was then asked if Kathleen could provide the BOD members with the list of new members and their contact information in their regions – Completed
- John Parke said that he would find a lawyer who is versed on dealing with contracts between 501C3 organizations and private land owners and will give the contact information to Kathleen – Not completed
- John Parke will cover his "New BOD member" presentation at the next meeting – Completed
- John Parke will create a 'cheat sheet' for the BOD to use concerning procedures – Not completed
- It was suggested that Olin contact USEF to see if they would like to become involved with the Research Summit. We offer to fund their summit expenses, but ask that they provide their own transportation – Completed
- It was requested that Olin and his committee would write something up for Endurance News to let the membership know of their goals and plans for the summit – Completed
- Olin stated that they would contact the other committees of AERC to see if any of them were interested in this project. – Completed
- The Trails Committee needs to supply another motion of the requested changes for the Lake Meredith project for the requested additional \$1,000 – Not Completed

Action Items for the next meeting (in addition to the not completed ones from above).

- Kathleen will provide the BOD with a list of her duties.
- As an Action Item, Kathleen will come up with a list from the BOD of suggestions for potential savings for the organization.
- Sandy Terp will continue to investigate credit card on-line usage and will report to the BOD.

With there being no further business of the AERC Board of Directors the motion was made to adjourn by Roger Taylor at 7:30pm Pacific Time and seconded by Diana Chapek. The motion passed unanimously.