

AERC Board of Directors Conference Call June 12, 2017

President Paul Latiolais called the meeting to order at 6:00 pm. PST

Present at the meeting were Paul Latiolais, Lisa Schneider, Susan Garlinghouse, Mollie Krumlaw- Smith, Monica Chapman, Connie Caudill, Sue Keith Susan Kasemeyer, Duane Barnett, Barbara Reinke, Roger Taylor, Andrew Gerhard, Mike Maul, Heather Reynolds, Bob Marshall, Michael Campbell, Paul Sidio, Christoph Schork, Jody Wyatt, John Parke, Jan Stevens, Nick Kohut, Olin Balch, Steph Teeter

President Paul Latiolais asked for any changes to the agenda. None requested

Excusals: Mary Howell employment conflict; Janet Tipton -sick

Christoph Schork moved to excuse Mary Howell and Janet Tipton, second by Jan Stevens. Passed

Connie Caudill moved to approve the BOD May 8, 2017 minutes, second by Christoph Schork. Passed

Membership report June 2017 – Kathleen

Membership as of 6/8/16 4774

Membership as of 6/8/17 4560

Sanctions fees as of 6/8/16 \$14,635

Sanctions fees as of 6/8/17 \$15,053

Rider fees as of 6/8/16 \$31,904

Rider fees as of 6/8/17 \$30,186

New members as of 6/8/16 471

New members as of 6/8/17 390

Business before the Board:

Research Proposal motion “Tracking Body Fluid Losses and Gains in Competing Horses During the 2017 Virginia City 100 Endurance Competition Period”

Motion Name : Research Proposal: “Tracking body Fluid Losses and Gains in Competing Horses During the 2017 Virginia City 100 Endurance Competition Period”

Proposing Committee: AERC Research Committee (proposal approved in principle at phone-conference meeting (November 2016)

Date of Motion: 10 May 2017

Classification of Motion Request (new, change, add, delete, by-law, rule, policy): New

Proposed Motion (use exact wording): It is moved that the AERC Board of Directors approve funding for the study of dehydration and performance of endurance horses in the 2017 Virginia City 100 from the AERC Research Fund in the amount of \$7,780.

Background, analysis and benefit (describe the problem this motion is solving): Please see attached Research Proposal.

Budget effect/impact (Attach spreadsheet if appropriate): We are requesting funding from the AERC Research Fund. The Principal Investigator with the assistance of the AERC Office has submitted a research-funding request for the same research and for the same amount (\$7,780) to the US Equestrian Federation Foundation. We anticipate that we will be notified if this grant request to USEF-Foundation is funded during May 2017. If the USEF-Foundation request is funded at the requested amount, this proposal will be withdrawn from AERC consideration for funding.

Benefit and/or Impact to Membership and/or the AERC Organization: This research is designed to answer questions surrounding the impact of dehydration on endurance horses, the mechanism causing dehydration, impact of dehydration on endurance horse performance in competitions, time required for recovery of horses from ride-induced dehydration, and the evaluation of the Cardiac Recovery Index (CRI) as a measure of horses' wellbeing during competition. This information should impact the care and management by riders and veterinarians of endurance horses during the entire endurance competition period.

Impact on AERC Office (Workload, budget): This proposal will add very little to the workload of the AERC Office or the AERC General Budget.

Committees consulted and/or affected: AERC Research Committee, AERC Veterinary Committee, AERC Education Committee

Supporting materials (List of any other documents and/or spreadsheets): See complete Research Proposal, attached.

Supporting approvals (proposing committee, participating committees): See complete Research Proposal, attached.

Susan Garlinghouse moved to approve the motion, second by John Parke. Passed

Motion from the rules committee: Lisa Schneider

Motion Name: Improve the Protest & Grievance process by changing how suspensions are handled.

Proposing Committee: Rules Committee

Date of Motion (Date to be presented to BOD): June 12, 2017 Board Conference Call Meeting

Classification of Motion Request (new, change, add, delete, by-law, rule, policy): New policy for suspensions

Proposed Motion (use exact wording): The Board adopts a policy that all suspensions imposed by the P&G Committee should start no earlier than the date of the protest decision in the absence of exceptional circumstances.

Background, analysis and benefit (describe the problem this motion is solving)

Since riders spend considerable time and expense going to rides, including those occurring while the protest is being decided, it's fairer if any suspension starts after the P&G committee decision.

Budget effect/impact (Attach spreadsheet if appropriate): None

Benefit and/or Impact to Membership and/or the AERC Organization

Impact on AERC Office (Work load, budget): None

Committees consulted and/or affected: P & G Committee Chair

Implementation plan (Schedule, resources, financial): Effective immediately

Supporting materials (List of any other documents and/or spreadsheets)

President Paul Latiolais called for a vote on the motion. Passed

Motion from Finance committee - Mollie Krumlaw-Smith

Motion Name: Director Allowance Allocation

Proposing Committee: Finance Committee

Date of Motion (Date to be presented to BOD) May 29, 2017

Classification of Motion Request (new, change, add, delete, by-law, rule, policy) New Policy

Proposed Motion (use exact wording)

Effective immediately, any member of the board may use their annual Director Allowance of \$800 for either the midyear, the convention, or for a portion of both board meetings.

Each director's annual allowance begins with the first Midyear meeting after their election.

Allowable expenses to be reimbursed are:

Hotel

Airline Ticket (including baggage fees)

Parking

Auto rental and directly related costs (gas, insurance, etc.)

Mileage of \$0.35 per mile if driving a director's personal car or actual gas receipts

Background, analysis and benefit (describe the problem this motion is solving): Whereas the cost of serving on the AERC Board of Directors has significantly increased over the years and the geographic location of each meeting can add significant personal expense to some board members who attend, we felt it would help cover the burden of attending these meetings more fairly.

Budget effect/impact (Attach spreadsheet if appropriate) None, full board member allowance has already been included in the 2017 budget.

Benefit and/or Impact to Membership and/or the AERC Organization: Help to reduce the personal financial burden of serving on the board while making a board position more affordable for more of our members.

Impact on AERC Office (Work load, budget) Minimal

Committees consulted and/or affected: Finance & Office

Implementation plan (Schedule, resources, financial) None

Supporting materials (List of any other documents and/or spreadsheets) None

Supporting approvals (proposing committee, participating committees) N/A

President Paul Latiolais called for a vote. Passed

Motion Name: Rewrite of AERC Tomcat Computer System & new website integration

Proposing Committee: Office

Date of Motion (Date to be presented to BOD): June 12, 2017 Board Conference Call

Classification of Motion Request (new, change, add, delete, by-law, rule, policy): New

Proposed Motion (use exact wording): Rewrite of the current AERC Tomcat database to bring it up to date and easier for the office to use and maintain. Cost: \$42,500. Company involved: 4eightyeast, Mark Martinez, owner of the company and head designer.

Background, analysis and benefit (describe the problem this motion is solving): The office saw a need for a computer system rewrite many months ago. Although some pages of the current system have been rewritten by Russ Humphrey, AERC's current computer individual, and submitted to the office for approval, we still saw a need for a rewrite in a more updated format. I advised Lisa Schneider, Chair of the Website Update Group, of the concerns from the office and let her know we would be seeking outside assistance.

The office has worked through many issues with the system over the last several years, using work-arounds to smooth over some of the problems we located. It became more and more apparent something needed to be done and we decided to send the job out for bids. After much research on our part and after speaking to our personal contacts, we entertained visits both in the office and by phone and also allowed access to the current system via remote entry, and asked for bids. We asked AERC's Technical Chairman Mike Maul to discuss the computer system rewrite with two of the companies submitting a bid.

The system will be written in a modern language currently being used by thousands and thousands of computer people, will be accompanied by a new website as both the website and the program become integrated into the cloud.

The office wishes to make it known that Lisa Schneider and her group did a wonderful job with the current rewrite of the AERC website, working tirelessly for many, many hours, and when this project was sent out for bid we did not realize a new website would be included in the package, but as we delved more deeply into things and saw how things are integrated, it became apparent the website would also change.

Budget effect/impact (Attach spreadsheet if appropriate): \$42,500 is the bid and there could, of course, be overruns. We are trying to cover everything to avoid changes to the bid. The new system will be built on a parallel system, not using live data and will not hinder the current system in any way, and will commence after Mr. Martinez and his crew go over all aspects of the program and write up a scope of the work that will be approved by the office and the Technical Committee.

Benefit and/or Impact to Membership and/or the AERC Organization: The office will be able to make changes much more easily to both the website and the computer program under the new system and the membership will continue to have access to their records and standings, etc. as they do now.

Impact on AERC Office (Work load, budget): Things should run smoother with less daily interruptions

Committees consulted and/or affected: Finance

Implementation plan (Schedule, resources, financial): Start the rewrite as soon as possible as it will take approximately 8 months to create an all-in-one website/database portal.

Supporting materials (List of any other documents and/or spreadsheets)

Supporting approvals (proposing committee, participating committees) : Office Staff; Finance Committee

Mollie Krumlaw- Smith Finance Committee Chair stated that all but \$8,000 is allocated in the 2017 budget to rewrite the Tom Cat database.

Kathleen Henkel Executive Director and Mike Maul chairman of the Technical Committee will continue discussion with 4eightyeast the vendor. They will make sure this company can complete the update on the website with Word Press and rewrite the Tom Cat database without overruns and if they will be able to do future maintenance on the database for the \$42,500.

President Paul Latiolais asked for a vote. Passed

Motion to amend previous tabled motion regarding Darolyn Butler

In regards to the motion entitled Darolyn Butler Removal from Membership (date of motion April 21, 2017), a motion is made to delete the four paragraphs entitled Proposed Motion, and six paragraphs entitled Background, Analysis and Benefits; and to replace those paragraphs with the below language:

Proposed Motion:

Motion Name: Darolyn Butler Removal from Membership

Proposing Committee Ad Hoc Committee on 2017 Shanghai Trails Incident. Date of Motion April 21, 2017

Proposed Motion: The AERC Board of Directors hereby removes Darolyn Butler from membership of the AERC effective June 15, 2017 pursuant to Article 5.11 (b) of the AERC Bylaws. This removal of Darolyn Butler from membership in the AERC shall not go into effect so long as the Board determines in its sole discretion that she has met the following conditions:

- 1) Ms. Butler and/or any and all persons operating under her direction, supervision or control, including but not limited to any employee of her business Cypress Trails or any successor of Cypress Trails (hereafter referred to as "Ms. Butler"), shall refrain from participating in or attending any AERC-sanctioned event from the period between June 15, 2017 through September 14, 2017.
- 2) Subsequent to September 14, 2017, Ms. Butler shall obtain specific permission in writing from each relevant ride manager prior to participating in or attending any AERC-sanctioned event with more than two horses. A copy of such communication shall be provided by Ms. Butler to the AERC National Office prior to attendance or participation at any AERC-sanctioned event. "In writing" shall be defined for this purpose as letter delivered by standard USPS mail, fax or email. Ride managers shall have the right to restrict or decline entry without challenge.
- 3) Ms. Butler shall provide to the AERC National Office written evidence of a business liability policy with AERC being named additional insured/certificate holder. The policy shall be in the amount of \$1,000,000 for any claims filed against AERC as the result of any incidents at an AERC-sanctioned event between Ms. Butler and third parties resulting in personal injury or property damage. Ongoing evidence of coverage shall be provided annually upon AERC membership renewal or entry at an AERC-sanctioned event. The policy shall have provisions to notify AERC if the policy is cancelled for any reason.
- 4) Ms. Butler shall not utilize electric pens in any form while attending any AERC-sanctioned event.
- 5) Until the expiration of the terms of this motion, or at the sole discretion of the AERC Board of Directors, acceptable forms of containment for horses under care and control of Ms. Butler while at AERC-sanctioned events shall be limited to:
 - A). Tied to trailer, either directly or via high-ties;
 - B). Tied via overhead picket high-line anchored at both ends to immovable objects such as two parked horse trailers, large trees, etc.;
 - C). Permanent rigid-framed structures either on or off-site;
 - D). Within rigid metal corral panels
 - a. If within portable corral panels, no more than two horses per pen;
 - b. If within permanent corrals (ie, existing cattle pens), the numbers of horses per pen is left to the discretion of Ms. Butler, but shall not relieve her of the responsibility to contain and care for her horses at all times in accordance with

AERC Rules 11.1 and 12.1.

- 6). If, upon arrival at an event venue, insufficient space is available to meet confinement requirements described herein, Ms. Butler shall immediately remove from the venue any and all horses under her care and control that cannot be so contained.
- 7). Ride managers shall have the option, at their discretion, to require immediate removal or remedy, including disqualification, or denying further participation without refund, if these requirements are not satisfactorily met within a reasonable period of time upon arrival at the ride venue.
- 8). Ride managers shall not allow more lenient requirements for ride participation by Ms. Butler, but may levy additional conditions in regards to containment as they deem necessary and prudent to provide a reasonably safe and enjoyable environment for all attendees. Ride managers may, but shall not be required, to apply such conditions to any other participants.
- 9). Any significant incident of failure to contain which occurs at any AERC-sanctioned event involving horses under the care and control of Ms. Butler, regardless of alleged cause, origin or contributing factors, and regardless of resulting injury or property damage, shall result in an immediate 30-day suspension of Ms. Butler. The right and responsibility of determining "significant incident" shall rest solely with the AERC Board of Directors by formal hearing and decided as defined in Robert's Rules of Order.
- 10). With the same conditions as described above, a second significant incident of failure to contain shall result in a further 60-day suspension.
- 11). With the same conditions as described above, third and subsequent significant incident of failure to contain shall result in additional 90-day suspensions per incidence.
- 12). Any overlapping suspensions, if applicable, shall be served consecutively, not concurrently.
- 13). The above requirements and conditions shall go into effect immediately and remain in effect for a period ending on November 30, 2018. If no further incidents of failure to contain occur during this period, at the sole discretion of the AERC Board of Directors, then the following easing of restrictions shall apply:
 - A) The amount of required business liability policy as described above shall decrease from \$1,000,000 to \$500,000.
 - B). The requirement to obtain written permission to attend by ride management shall be discontinued.
 - C). All other requirements shall remain in force.
- 14). If no further incidents of failure to contain occur during the period between December 1, 2018 and November 30, 2020, at the sole discretion of the AERC Board of Directors, then the following easing of restrictions shall apply:
 - A). The amount of required liability policy specifically naming AERC as beneficiary shall decrease from \$500,000 to \$250,000.
 - B). All other requirements shall remain in force.
- 15). These requirements are in addition to existing AERC rules, and shall not in any way relieve Ms. Butler from her responsibility to adhere to all other applicable AERC rules, nor does it remove or negate any actions taken by the AERC Protest & Grievance Committee in regards to formal protests filed by any AERC member as outlined in AERC by-laws and rules.

Budget effect/impact None

Benefit and/or Impact to Membership and/or the AERC Organization AERC members will feel safer for themselves and their equines at AERC rides, AERC as an organization has a higher chance of staying solvent due to reduced risk

of accidents when the removal of Darolyn Butler.

Impact on AERC Office Time spent contacting Darolyn Butler and processing the motion.

Committees consulted and/or affected Ad Hoc Committee on 2017 Shanghai Trails Incident

Susan Garlinghouse made a motion to amend the tabled original Darolyn Butler motion, second by Monica Chapman.

Susan Garlinghouse gave an analysis and comparison between the original motion and the amended motion. She also addressed John Parke's questions on the amended motion.

Section 5. 11(b) of bylaws says suspension or removal not to go into effect until five days after hearing before Board.

Because the Board meeting/hearing is June 12 Susan Garlinghouse and Monica Chapman agreed to correct the amended motion to make the original motion effective June 17, 2017, to September 14, 2017.

Darolyn and her representative Joe Riley were present. Mr. Riley did give a statement on Darolyn's behalf.

Darolyn stated she was to work in Canada at the Titanium Ride as a FEI official. She was concerned about her commitment to work this ride if the motion passed.

President Paul Latiolais asked for a vote on the AMENDED MOTION. 20 yes 2 no votes. Motion passed

Connie Caudill made an amendment to the original motion to allow Darolyn to fulfill her commitment to work the FEI ride in August. Susan Garlinghouse second. Passed

President Paul Latiolais asked for a vote on the tabled original Darolyn Butler Motion with amendments.

15 yes 4 no 2 abstain. Motion passed

Kathleen Henkel Executive Director will notify Darolyn by letter.

With no other business before the board , Susan Garlinghouse moved to adjourn, second by Lisa Schneider.

Meeting adjourned 7:15 pm PST

Respectfully submitted by Sue Keith