

## **AERC Convention Board Meeting 3/8/2020**

Monica Chapman called the meeting to order at 8 am. Board members present were Michael Campbell, Monica Chapman, Connie Caudill, Jan Stevens, Chalyce Coward, Dawn Hilliard, Nick Kohut DVM, Jessica Cobbley, Naomi Preston, John Parke, Lisa Schneider, Susan Kasemeyer, Vance Stine, Maribel Paulson, Stephanie Palmer-DuRoss, Andrew Gerhard, Susan Garlinghouse DVM, Mollie Krumlaw-Smith, Bob Marshall DVM, Mike Maul, Heather Reynolds, Christoph Schork and Time Worden. Also present; Executive Director Kathleen Henkel and Legal Committee representative Barbara Baris.

Susan Garlinghouse DVM made a motion to accept the agenda, Nick Kohut DVN seconded. Motion passed.

Jan Stevens made a motion to excuse Olin Balch DVM, Angie Mikkelson and Gordie Cowan. Seconded by Heather Reynolds. Motion passed.

Monica Chapman appointed chairs to each committee for Board approval.

Competitions- Vance Stine

Education - Andrew Gerhard

Elections - Robert Ribley

Finance - Mollie Krumlaw-Smith

International - Meg Sleeper DVM

Junior - Karen Chaton

Legal - *Marcel Smith - Chair*

*Lisanne Dorian*

*Barbara Baris*

*Lisa Siderman*

Membership - Angie Mikkelson & Tim Worden Co-Chairs

National Championship - Connie Caudill

Protest & Grievance - Diane Rowley Chair - SE

Members Blanca Cheveller - NW

Gail Conway DVM - CT

Debbie Schultz - NE

Dennis Sousa - W

Research - Margaret "Peggy" Brosnahan DVM

Ride Managers - Jan Stevens

Rules & Bylaws - Michael Campbell

Sanctioning - Connie Caudill

Technical - Michael Maul

Trails/Land Management - Monica Chapman & Dawn Hilliard Co-Chairs

Veterinary - Jay Mero DVM

Non Vet Member - Michael Campbell

Welfare of the Horse - Nick Kohut DVM

Executive Committee 5th Person - Vance Stine

Lisa Schneider made a motion to approve the committee chair appointments. Mollie Krumlaw-Smith seconded. Motion passed unanimously.

John Parke suggested that we find a way to add a person from the West to the Executive Committee as a guest when the committee has meetings. Monica Chapman asked Lisa Schneider if she would be willing to sit in on the committee during meetings. Lisa Schneider agreed.

Connie Caudill presented a motion from the Sanctioning Committee for the approval of a different concept in a Pioneer Ride by giving flexibility to the Ride Manager and riders in deciding which 3 days of a 4 day ride they would like to ride as a Pioneer ride. Currently the Spanish Peaks Pioneer ride is sanctioned as a 4-day Pioneer ride to be held June 12-15, 2020. The ride manager, Tennessee Lane, would like to also offer within those ride days a 3-day Pioneer ride on June 12-14 and also a 3-day Pioneer Ride to be held on June 13-15. She will change the 50 mile ride to a 55 mile ride distance on either the 2<sup>nd</sup> or 3<sup>rd</sup> day. The rider may choose to ride either a 4-day pioneer ride or the first 3 days as a pioneer ride or the last 3 days as a pioneer ride.

There was some concern on how the results would be reported. Jan Stevens said she would discuss the reporting process with Tennessee Lane to make sure they are done correctly. Mike Maul stated that in order to do this with the computer program the Ride Manager would need to sanction them as 3 separate Pioneer rides but said it was something the program could handle. There was some concern that this idea takes the concept of pioneer rides in a different direction.

Motion passed with 2 no votes and one abstention.

At 8:35 am the Board went into executive session to discuss financial issues. The Board came out of executive session at 8:45 am.

Discussion was held concerning the recent survey on the 40-45 mile distances put out by the Competitions Committee and what information to have in an upcoming article. Vance Stine believed the survey results showed that most people were open minded and willing to accept change. John Parke said the hot topic discussion showed people wanted to get together on this, keep it simple and the members at the meeting were flexible. Vance Stine said the timing is good since we are currently working on revision of the bylaws and it may be good to make them less specific on definitions. Christoph Schork would like the article to be on the results of the survey, outline the options and write solutions that members can review. The Board felt there should be no hurry, most important to get it right. Tim Worden felt it was important to get the members involved in looking at the options.

Monica Chapman summed up the discussion on the article that will be written. The article will review the survey results, a for your information article to make the options easy to understand. It needs to be clear that the Board has no opinion except doing what is best for the organization. It is important that the members get behind what they want moving forward.

The article will come out in the May issue and will need to be completed by April 1.

Legal representative, Barbara Baris, explained that the bylaws are the core foundation for the organization. They should be clean and general, keeping specifics in the rules. This makes it easier to not be out of date. Monica Chapman would like to get the revision out to the members as soon as possible.

Susan Kasemeyer would like to have reduced membership fees for nonriding Ride Managers. Mollie Krumlaw-Smith agreed to have the Finance Committee look at how many nonriding members are ride managers but said that offering discounted rates often lead to the revenue plummeting.

Jan Stevens will have the Ride Managers Committee discuss it.

Some pros and cons on setting up term limits for Board members were discussed as well as a smaller board size. Getting members who want to work is difficult but it may open opportunities to more of our members. We need to get more members participating on committees. Board members were asked to send Monica Chapman reasons for and against term limits/reduction in Board size which will be discussed at the next Board meeting.

Nick Kohut DVM discussed Bylaw 7.16 (d). Currently a Director can miss two Board meetings in their two-year term unless the absence is excused. Nick Kohut DVM, felt that directors have a duty and should make a commitment to attend (unless truly emergency). He suggests that this bylaw be revised to state X number of absences may be cause for dismissal and remove language concerning excused absences. The Board members present agreed. Further discussion on this will take place.

Monica Chapman discussed bylaw 9.01 concerning the Executive Director. We may want to expand the Executive Director description to include other titles as certain titles comes higher salaries. AERC may not always be able to afford an Executive Director and may want to revise the wording to reflect other titles. It was decided that the Board would need a robust discussion on what is expected from the Executive Director. This discussion needs to be based on the Governance Group discussion.

John Parke stated the we need to add a provision in the bylaws authorizing the P & G Committee.

Discussion was continued with bylaw 13.1 concerning the percentage of membership it takes to petition to amend the bylaws. Currently it takes just 5%, the Legal Committee is recommending 20%. This should be a meaningful right. Some felt in order to petition for an amendment change there should be a larger percentage of members wanting the amendment. Will compare this to other organizations. Kathleen Henkel will discuss with our nonprofit attorney. After some research Monica Chapman will bring back for further discussions.

Monica Chapman will compile the revision comments and changes and will send out to look over at the next meeting.

Monica Chapman stated the current strategic plan is not realistic on some of the goals so will need to be tweaked. She would like the strategic groups to get together to update them and to have discussions. We now have the implementation plan so now we need to start acting on them.

Kathleen Henkel, Mollie Krumlaw-Smith and Monica Chapman on a midyear meeting date and place. They will be updating the Board.

Tim Worden made a motion to adjourn at 12pm, Lisa Schneider seconded. Motion passed.

Respectfully submitted by Connie Caudill