

**MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS
OCTOBER 2014 MEETING: October 19TH, 2014**

A regular meeting of the Board of Directors (the “Board”) of Houston Dressage Society, Inc. (“HDS” or the “Company”) was held on Monday, October 13TH, 2014. The meeting, conducted via teleconference, began at approximately 7:04 PM. Central Time. The October meeting was called and held under the authority of the Texas General Non-Profit Corporation Law and the Bylaws of the Company. The HDS Board meeting was held in the home of Leslie Rohrer.

The following HDS directors, Recognized Show Committee (RSC) members and guests were in attendance or participated via TC:

Karen Cramer (RSC) via TC
Leslie Cummings (RSC) via TC
Karla West Dee via TC
Betsy Hansberry
Joanne Patterson
Karen Peacock via TC
Leslie Rohrer as facilitator
Charles Saltzer
Patty Sutton
Tracy Zaidenweber, now working as Volunteer Coordinator

An Agenda outlining topics to be reviewed and considered during the meeting was previously furnished via email to each member of the Board. Advising Board members that the October meeting would begin without a quorum between Board members in attendance and TC’ing Board members, Leslie called the October meeting to order and began the meeting at 7:04 PM. Lacking a quorum at the beginning of the meeting, a review of the September meeting minutes was deferred at this time.

Leslie noted that Karen Cramer and Leslie Cummings, both members of HDS’ RSC would participate in the meeting via TC and Tracy Zaidenweber, now working as HDS’ paid Volunteer Coordinator, was present with in-attendance Board members. Leslie also noted a less full October Agenda as a direct result of the recently completed and successful Region 9 Championships and HDS Open Show. Leslie concluded her opening remarks by thanking all the Board members and the RSC members that contributed so significantly to the success of the Region 9 Championships.

BOARD REPORTS (*per October meeting agenda*)

Jennie Robicheaux, HDS’ Treasurer was unable to attend this Board meeting. Leslie summarized her pre-meeting discussion with Jennie as follows:

- As expected, as of this date no formal reply has been received by Jennie from the IRS regarding HDS’ filing as a non-retroactive non-profit organization, specifically a 501 c(3).

- HDS, per IRS accepted procedures, will act as and describe itself as a non-profit GMO in any communication with members or interested parties, i.e., sponsors, vendors or supporters.
- HDS' Region 9 Championships and open Show has no meaningful final Income amount since most expense items have not been received as of this date.

At this point, Leslie inquired if there were any Board questions regarding HDS's current financial status & Jennie's overall remarks. The Board had no questions or comments regarding HDS's financials and as such Leslie returned to the October Agenda.

Flo Edleman, HDS' Publication Chair, was unable to attend this Board meeting. As such no comments were made regarding HDS Publications or website activities.

In light of Flo's absence, Leslie inquired if there were any Board questions or comments. With no Board questions regarding HDS Publications or website activities, Leslie directed the meeting back to the October Agenda.

Betsy Hansberry, Awards Chair, opened her Awards comments by updating the Board regarding her pursuit and finalizing of awards for the 2014 Awards Banquet, which recognizes Champions and Reserve Champions from HDS 2014 Recognized and Schooling Shows. Betsy has been working with Noble Outfitters. Betsy has settled on equipment bags of slightly different quality for the Champions and Reserve Champions from the Recognized and School Show venues. The bags will come with patches defining Champions and Reserve Champions for 2014 Schooling Shows. Plates, which must be attached to the bag's leather straps prior to the January Show and Awards Banquet, will designate Champions and Reserve Champions from the 2014 Recognized Shows.

Betsy next advised the Board that she has ordered ribbons, to restock HDS' inventory, based on HDS' announced 2015 Recognized Show Schedule. In addition, Betsy has ordered HDS glassware for 1ST Place Winners at Recognized Shows to supplement a glassware supply that she estimated as sufficient to cover approximately one half (1/2) of HDS' 2015 Recognized Show Schedule.

Following Betsy's remarks, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the October Agenda.

Karen Peacock, HDS' Membership Chair, opened her remarks by noting she has recorded eleven (11) HDS members for 2015. This Membership enrollment for 2015 is exclusive of the current HDS Board members and thus membership, the sum total of which will be reported to USDF as HDS' initial 2015 Membership report. With HDS' Fiscal Year and Membership Year for 2014, and going forward, now corresponding with USDF's Fiscal and Membership Year, Karen and HDS has effectively closed the 2014 membership year. In this regard, Karen noted a problem with participants at HDS Schooling Shows now attempting to join HDS as 2014 members after securing qualifying scores for the HDS 2014

Schooling Show Championships. USDF rules require USDF membership prior to participation Recognized Shows for those that hope to qualify, via qualifying scores, for Regional Championships. HDS sets rules for the HDS Schooling Show Championships. With prior EOY Fiscal and Membership closing, in prior years HDS has not had any significant number of Schooling Show participants gaming HDS rules in order to potentially avoid paying a Membership that supports the activity that participants benefit from. Now with new EOY Fiscal and Membership, essentially 10/31 of each year going forward, the work load on the Treasurer and Membership Chairs, HDS volunteers, is such that the obvious late membership applications by some Schooling Show participants must be reversed by HDS implementing the established USDF rule requiring Membership prior to receiving a qualifying score enabling participation in a Championship Show. Karen went on to emphasize all HDS Membership's contribute to the Schooling Show venue and the HDS supported Schooling Show Championships.

Karen's above presentation garnered a number of questions. Karen, Karla and other Board members provided answers defining historical Schooling Show activities and changes in the activities. Clearly, the participation in Schooling Shows has increased. Clearly the late HDS Membership applications for 2014 and going forward is a burden and is not sustainable as a practice acceptable to the Board. How exactly to correct the problem was not defined during this meeting. Going forward, the Schooling Show Chair will make a recommendation defining how HDS will proceed in 2015 to clarify a procedure which will correct a problem, using USDF rules as a guide post, and at the same time encourage Schooling Show participants to support the organization that enables participation in organized Dressage competition.

Following Karen's comments, the ensuing questions and answers, Leslie inquired if there were any additional Board questions. With no Board questions, Leslie directed the meeting back to the October Agenda.

Karla West Dee, HDS' Schooling Show Chair, next advised the Board that she continues to see that Schooling Show individual scores are posted to HDS' website. Karla is working to get all scores through September posted on the website. Karla, as a point of clarification, noted that going forward USDF will publish new National Dressage tests for the 2015 Show year and the ensuing four (4) year term. That stated, Karla advised the Board that the 2014 Schooling Show championships will use the current National Dressage tests. In other words, Karla clarified that there will be no changes during the Schooling Show Championships at the National and FEI Level tests.

Moving on, Karla noted that she needs to order ribbons for 2015 based on the expected 2105 Schooling Show schedule. The ribbon ordering will be part of Karla's transition with Jenna Tavormina, Karla's successor as Schooling Show Chair at the end of Karla's term in December 2014. As previously noted, Karla will train and assist her replacement during a transition period coinciding with the Schooling Show Championships.

Leslie inquired if there were any Board questions or comments. With no Board questions, Karla ended her remarks and Leslie directed the meeting back to the October Agenda.

Kim Parker, HDS Sponsorship Chair, was unable to attend this Board meeting. Kim's Sponsorship efforts for 2014 and for the recently completed 2104 Region Championships resulted in very positive financial and outreach efforts for HDS during this Fiscal year as noted in Jennie's comments as relayed by Leslie.

In light of Kim's absence, Leslie inquired if there were any Board questions or comments. With no Board questions regarding Sponsorships, Leslie directed the meeting back to the October Agenda.

Joanne Patterson, HDS' Juniors/Young Riders Chair, advised the Board that the Lendon Gray Clinic, a joint Twinwood/HDS event, went well, was well received and had eleven (11) riders versus an initial schedule of eight (8) participants. The Region 9 Clinic, for Junior and Young Riders between the ages of 13 & 18, will be again held in 2015. Participation in this Clinic has and will continue to enable Region 9 JR/YR to be invited to additional Clinics in Florida and other Clinics for JR/YR. Moving to the Region 9 Championships, Joanne noted that the JR/YR's held a meeting during the event at GSWEC. The meeting set in motion an election for a 2015 JR/YR Board. Joanne will advise HDS of the election outcome. In addition, Joanne will create a list of Region 9 JR/YR's that are HDS members and their accomplishments in National Competition during 2014.

Leslie inquired if there were any Board questions or comments. With no Board questions, Joanne concluded her remarks and Leslie directed the meeting back to the October Agenda.

Patty Sutton, Special Events Chair, summarized the Special Events during the four (4) day Region 9 Championships:

- More than 285 guests enjoyed the Championship Dinner. More than planned, but adequate food had been prepared to cover this possible number of guests.
- Some paid a late fee to participate, but as of this date, an exact breakdown of late fee income has not been determined. Patty is confident at least 285 guests paid early or late costs.
- The high participation, utilizing the more than 30 tables set, resulting in some sitting at long tables not in use for the Silent Auction.
- Overall planning for multiple events provided approximately 160 bottles of wine for the Dinner and after Dinner gathering(s).
- Income before Expenses totaled approximately \$8,000.00 which covered the Dinner and the less attended Friday evening Competitor Party which was provided by HDS.
- The Silent Auction netted approximately \$4250.00 which will be distributed to Region 9 GMO's based on the total of volunteer hour contributions by GMO members per GMO.

Finalizing her Championship remarks, Patty advised the Board that the January 2015 HDS Show at GSWEC will return to the GSWEC upstairs mezzanine to hold the HDS 2014 Awards Banquet on Saturday night of the January 17TH and 18TH Show.

Leslie inquired if there were any Board questions or comments. With no Board questions, Patty concluded her remarks and Leslie directed the meeting back to the October Agenda.

Tracy Zaidenweber, as HDS' contracted Volunteer Coordinator, in reviewing the four (4) day Region 9 Championships for the Board noted that the volunteers met her goals and accepted all the challenges she had to present to the volunteers. In summary, Tracy noted:

- Participation increasing the rings used, & staffed, to five (5) from the planned four.
- Thursday and Friday were the most challenging number wise and the hours that volunteers had to work.
- Saturday and Sunday had more volunteers and thus fewer hours per volunteers on those days.
- Ignoring Board members, their spouses and Region 9 GMO volunteers, volunteers that are present HDS members totaled twelve (12) as in less than (<) 3% of HDS membership during the four (4) day event.

Tracy stated that the problem that is growing, specifically HDS volunteers must increase in numbers in order to cover the hours required to put on Recognized Shows. In tracking the numbers, here stated as a problem, Tracy has contacted other GMO's that offer Recognized Shows for comments regarding how volunteer staffing requirements are met. Tracy will finish her fact gathering, summarize her findings, and make recommendation to the Board for 2015 review and possible implementation. The Show Schedule requires volunteers from HDS members. The question how to incentivize volunteers from HDS membership?

Tracy ended her remarks and Leslie inquired if there were any Board questions or comments. The Board deferred questions regarding Volunteering until Tracy can finalize ideas and recommendations and as such Leslie directed the meeting back to the October Agenda.

The HDS Education report was initiated by Leslie who passed the update regarding the Schumacher Symposium to Tracy. Tracy in turn advised the Board that a contract with Conrad Schumacher is signed and in hand. The 2015 Symposium is now scheduled for 2/27-3/1/15 at Isabella Farms. Friday, 2/27, will be for riders only with Schumacher. Saturday, 2/28 and Sunday, 3/1, will be conducted based on training specifics rather than by Levels which is Schumacher's approach when conducting Symposiums. Stabling and arrangements with Isabella Farms for riders will be handled by Dawn Chamorro. Tracy, Leslie and Dawn will generate a Symposium announcement covering required videos for applying riders, and all costs associated with the Symposium for riders. The announcement will address times and costs for auditors along with transportation arrangements plus lunch and snacks for auditors during the Symposium.

Moving on, Leslie noted a Region 9 Adult Clinic in conjunction with USDF. This is a USDF event with funding covering air & local transportation and housing for the Clinician. In 2015 Kathy Connally will be the USDF Clinician. Look for details from USDF and Region 9 on their respective websites. Rider participation will be determined by USDF via the normal procedure of interested riders submitting videos to USDF. Currently the USDF Clinic is planned for April 2015 at a barn in the Houston/Conroe area.

Finally, Leslie reiterated that HDS continues to look for an HDS member to ultimately step forward to serve HDS and the Board as Education Chair.

Leslie ended her and Tracy's remarks and inquired if there were any Board questions or comments. The Board had no questions or comments regarding HDS' Education Chair and as such Leslie directed the meeting back to the October Agenda.

Leslie Rohrer, speaking for the Recognized Show Committee (RSC), advised the Board that the upcoming November Show is expected to require two (2) rings and the associated cadre of volunteers. As of this date, the Show has approximately eighty (80) entries.

Based on information supplied by USDF and inquires initiated by USDF, HDS is aware of USDF funding that would be available for a 2016 CDI 3* Show which might be held by HDS at GSWEC. Such an arrangement might in addition be tied to a 2016 CPEDI which in turn would involve additional and larger USDF funding for a Show held by HDS at GSWEC.

Finally, Leslie updated the Board regarding the status of HDS' application with USDF to hold the 2016-2018 National Dressage Championships in Houston at GSWEC. As of this date, USDF has created a USDF Committee to review the three (3) competing bid proposals. Region 9 and HDS' proposal will have representation on the newly formed USDF Committee in the form of Sherry Guess, Region 9 Director. The three (3) competing bids are from Houston, Scottsdale, Arizona and California.

In closing her remarks, Leslie inquired if there were any Board questions regarding her comments. The Board had no questions or comments regarding the RSC Committee activities, and as such Leslie concluded her remarks and directed the meeting back to the October Agenda.

There was no HDS Historian report, and as such there was no formal review of the activities of HDS' Historian as has been the case for the last number of months.

Leslie inquired if there were Board questions or comments. The Board had no questions or comments and as such the again dormant Historian portion of the Agenda was closed and Leslie moved to the next item on the October meeting Agenda, the Business portion of the Agenda.

UNFINISHED BUSINESS (*per October meeting agenda*)

Dressage Stake Classes for 2015 as a topic was again deferred due to the demands on HDS' RSC volunteers.

NEW BUSINESS (*per October meeting Agenda*)

Leslie advised the Board that while not available as of this date, a new block of USDF National Tests will officially be offered starting 12/1/2014. HDS members are also advised to take note of the change in USDF National Dressage Tests and to follow their own means of securing the tests or test books as an exact guideline of the National Dressage Tests to be ridden starting 12/1/2104 and going forward for a period of four (4) years.

In closing the meeting, with all Agenda items either discussed or deferred as noted, Leslie inquired if there was any other New Business for discussion. With no New Business offered and the listed Agenda addressed, the October 2014 HDS Board meeting adjourned at 8:59 PM.

Secretary

Approved:

Chairman