

**MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS
AUGUST 2015 MEETING: August 10TH, 2015**

A regular meeting of the Board of Directors (the “Board”) of Houston Dressage Society, Inc. (“HDS” or the “Company”) was held on Monday, August 10TH, 2015. The meeting, conducted via teleconference, was opened at 7:00 PM Central Time. The August meeting was called and held under the authority of the Texas General Non-Profit Corporation Law and the Bylaws of the Company. The August 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
Flo Edelman
Angel Gunn
Malinda Edwards de Mata
Joanne Patterson
Chris Renne
Jennie Robicheaux
Leslie Rohrer as facilitator
Charles Saltzer
Jena Tavormina
Tracy Zaidenweber, RSC and Volunteer Coordinator

An Agenda outlining topics to be reviewed and considered during the August meeting was previously furnished via email to each member of the Board. Opening the meeting, Leslie noted the two (2) members of the RSC, listed above, in attendance via TC along with Tracy Zaidenweber, RSC and Volunteer Coordinator. Leslie also noted a quorum of Board members in attendance at the beginning of the meeting and inquired if Board members or RSC members had any corrections or comments regarding the previously distributed electronic version of the raw July minutes. With corrections and changes made as input by Board members to the raw July minutes, Leslie requested a motion be made to accept the corrections and changes to the raw July minutes. A motion was made and seconded. The Board voted to accept the corrections and changes made to the raw July minutes. There were no opposing votes and there were no abstentions. The finalized July minutes and the raw August minutes will be forwarded to all Board members and RSC members prior to the September 2015 Board meeting. In addition, Leslie asked if the Board would vote on the corrected but unapproved May minutes. Based on Leslie's request, a motion was made and seconded. The Board voted to accept the corrected but unapproved May minutes. There were no opposing votes and there were no abstentions. The finalized May minutes will be included in the information supplied to Board and RSC members prior to the September 2015 Board meeting.

Concluding her remarks, Leslie moved to the meeting Agenda.

BOARD REPORTS (*per August meeting agenda*)

As a modification to the agenda, Flo Edelman, HDS IT/Historian Chair, advised the Board that the ballots and distribution of the ballots for the upcoming HDS elections will be handling via FormStack. Flo will also provide the Championship Dinner Form via a user friendly FormStack for electronic inclusion in the Prize List. Flo will look at a Sponsor Form that would either be online as communicated to sponsors or included in email contact with a Sponsor. Finally, Flo will begin an evaluation of Drop Box as a cloud storage option for HDS' volume of digital data, files and images.

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

At this point in the meeting, Leslie noted that Susan Heather will not be present due to a horse related family matter. With the addition of the Young Horse Breeding Show competition to the HDS Labor Day Show, Leslie wanted to let Board members that would be volunteering at the Show know that Susan would be present and have adequate manning of the Awards office. Between the numerous Breeding Show awards and the Pony Club Classes, the Awards office would be busy and likely open late Saturday night.

Karen Peacock, HDS Membership Chair, was unable to attend this HDS Board meeting. As such there is no update regarding additions to HDS current 2015 membership numbers.

Continuing with a modified agenda, Jena Tavormina, HDS Schooling Show (SS) Chair advised the Board that she has sent out emails to each and all Schooling Show Managers regarding Show updates and more importantly, reminding the SS managers that HDS rules require current HDS membership as status that must be in effect for a SS participant with qualifying scores to compete in the 2015 Schooling Show Championships. Based on cross checking riders with qualifying scores against current HDS membership finds only three (3) riders with qualifying scores out of a much larger number of qualified riders. Clearly an issue is light of the pending closing of HDS' 2015 membership. A membership year that has HDS' calendar in sync with USDF's calendar year as is the USDF suggested procedure and has HDS' fiscal and membership year in sync. Jena will work with the SS managers, officials, judges and barns in an effort to increase secured HDS membership by qualified riders and those riders still attempting to obtain qualifying scores. Without an adequate number of SS qualified riders with current HDS membership, the Schooling Show Championships at the end of the year is in doubt. Moving on Jena, planning on a SS Championship, is finalizing the arrangements with judges for the SS Championships. Based on a Jena initiated discussion regarding SS riders hoping to compete in the SS Championships on a schooling horse that the rider does not own, Jena recommended the waiving of a standing requirement that a horse used in the SS Championships be a HDS registered horse. Specifically the recommendation would enable any horse that was ridden

while attaining SS qualifying scores could be used as an SS Championship entry ride as long as the qualified rider was a current HDS member. A motion was made and seconded. The Board voted to waive the requirement that the horse to be ridden by the qualified rider in the SS Championship be a HDS registered horse. There were no opposing votes and there were no abstentions. The recommendation to waive the requirement that the horse to be ridden by the qualified rider in the SS Championship be a HDS registered horse was passed.

Following Jena's comments, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the modified August Agenda.

Kim Parker, HDS Sponsorship Chair, was unable to attend this HDS Board meeting. As such there is no update or report regarding any new or pending Sponsorships in support of the 2015 Region 9 Championships.

Without any news regarding Sponsorships, Leslie directed the meeting back to the modified August Agenda.

Joanne Patterson, HDS Junior/YR Chair, noted that during the recently completed NAJYRC Championships, the Region 9 Juniors, as a Team, finished third, earning the Bronze position thus each Team member were awarded with an individual Bronze ribbon. The overall and individual results for each of the Region 9 HDS JR/YR members will be posted in the next HDS newsletter. Joanne added that the next competition for some of the Region 9 HDS JR/YR riders will be the 9/19-23 Festival Of Champions for JR/YR and Young Horses in Illinois. Wrapping up her remarks, Joanne added that a resolution of future posting on HDS' JR/YR Facebook page is on hold until more information can be gathered regarding Facebook's policies and how the interests of the JR/YR can be best represented and protected.

Following Joanne's comments, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the modified August Agenda.

Chris Renne, HDS' Education Chair, updated the Board on preparations and the status of HDS' Young Horse Breeding Classes and a demonstration and simultaneous discussion of In Hand schooling and showing. Basically the brief session prior to the Young Horse Breeding Classes will concentrate on the "Do's and Don'ts" of In Hand showing involving Young Horses. HDS' Prize List details all of the Young Horse Breeding Classes that will be offered on Saturday. To remind competitors at the Open Show of the timing of the Saturday demonstration/discussion and following Classes, flyers will be posted on all scoreboards, outside all Show offices and all pathways better barns and warm-up arenas. As an incentive & considering the potential weather, HDS will provide juice, water and refreshments. Per the Show schedule the Saturday demonstration/discussion will start at 2 PM and the Breed classes will follow immediately after the conclusion of a closing brief question and answer session.

Chris next updated the Board regarding the Schumacher Training Series. The details, the where, the when, the participants, the cost/ride, free auditing by HDS members are finalized and will be published in the next HDS newsletter. The one change to the initial plan, there will be nine (9) riders/day during the Saturday/Sunday of the initial Training Series. To further announce the Training Series, flyers documenting the Series details will also be posted, as noted above, during the upcoming Labor Day Show. Closing her series remarks, Chris noted that HDS' pursuit of Grant money for the initial Series session was simply submitted too late to be considered for underwriting in the case HDS' cost structure generates a loss for the initial Training Series session. The nature of the planned Training Series and when all the parts very finally brought together did not permit a timely grant submittal. HDS will have real Expense versus Income results immediately after the initial Series and will be better able to pursue various Grant options.

Following Chris's comments, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the modified August Agenda.

Jennie Robicheaux, HDS' Treasurer, opened her remarks by updating the Board regarding HDS's YTD Income statement. Jennie stated HDS's YTD Income stands at <\$755.00>. Jennie noted little overall change in that YTD Income figure over the last two months. The YTD Income figure reflects the following:

- Expenses reflecting RSC preparation of the upcoming Labor Day, i.e., Judges and Officials, transportation and housing
- Minimal Labor Day Income to date with participation approaching 200 riders which exceeds per Show budgeting
- Prepaid 2015 Championships Expenses and some minimal November Open Show Expenses
- HDS has paid Show Fees for the now awarded 2015 ParaDressage National Championships while expecting 1ST of three payments from USEF to offset HDS future Expenses directly tied to the ParaDressage event

At this point Leslie injected some additional details related to the National ParaDressage Championships. The competition will be a CPEDI3* which in-turn requires the highest level of officials including Judges, Technical Delegates, Stewards and USEF Classifiers to verify the competition levels of the ParaDressage competitors. Judges will total five (4), one (1) Austrian, one (1) German, one (1) British plus two (2) US based Judges. HDS' Open Show will share two (2) of the Judges on Saturday and Sunday. As noted above HDS' RSC is fully engaged to finalize contractual dealing and Jennie is providing the expensing expertise to ensure all critical path items are addressed and competed.

In closing remarks, Jennie advised the Board that the Expense portion of the Labor Day Show attributable to the Young Horse Breeding Show will be underwritten by the participating breeders and Sponsorships linked to the Young Horse Breeding Show.

Following Jennie's comments, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the modified August Agenda.

Malinda Edwards de Mata, HDS Publication Chair, advised the Board that as planned she did an interview with a trainer during the Summer Show and will follow that up with interviews of all the near Houston Region 9 barns, starting with Shoofly Farm, followed by Isabella Farms, then Windy Knoll. These interviews will be condensed and published in HDS' newsletter. Malinda plans further interviews with other subjects, such as participants in the Young Horse Breeding Show and one (1) or more participants in the upcoming Schumacher Training Series. Otherwise Malinda will continue to work with HDS' IT/Historian Chair to shorten the time frame from an article, an event, an interview to publication and thus distribution to HDS members.

Following Malinda's comments, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the modified August Agenda.

Patty Sutton, HDS Special Events Chair, was unable to attend this Board meeting. On Patty's behalf, Leslie advised the Board that HDS will host a Competitors Party on Friday night of the Labor Day Show. The more tailored Party, in an Expense mode, will start at ~ 5 PM and will be held in the covered area between the back side of the Vendor area and warm-up Arena 1.

With Leslie's remarks on Patty's behalf, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the modified August Agenda.

Leslie Rohrer, on behalf of the Recognized Show Committee, opened her remarks regarding HDS remaining 2015 Shows by questioning who other than Angel Gunn will be involved in organizing and manning HDS' Silent Auction which directly financially benefits Region 9 GMO's that participate in the Show and associated silent Auction. Between Leslie and Angel, getting the GMO's onboard regarding Auction details is the first priority.

Leslie next discussed additional specifics regarding the 2015 National ParaDressage Championships, a mandatory event for 2016 US Para-Olympic hopefuls. The ParaDressage Show will start on a Thursday with the CPEDI3* Jog, followed by the three (3) day Show. Leslie noted that at this time, the RSC is fully engaged in the pre-Show details and arrangements. Moving on, Karen Cramer injected that once the ParaDressage Show details are finalized, the RSC will shift its attention to completing 2016 contracting for Show Judges and Officials based on the current HDS 2015 Recognized School Schedule. With respect to that 2016 schedule, whether the CDI is a 3* or a 2* will determine final judge selection and contracting. Current planning is based on the assumption of a 2016 CDI 2*.

Following Karen's comments regarding finalized 2015 details and 2016 contractual agreements based on the best available information in HDS's possession, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the modified August Agenda.

Susan Heather, HDS Awards Chair, was unable to attend this Board meeting. It had been noted in these minutes that added preparation are in place for an expanded Awards office functionality directly tied to the Young Horse Breeding Classes and the Dressage Pony Cup competition during the Labor Day Show.

With the above comments and in Susan's absence, Leslie inquired if there were any Board questions or comments. With no Board questions, Leslie directed the meeting back to the August Agenda.

Leslie transitioned to comments regarding Board positions as related to the upcoming HDS elections. Leslie noted that Jennie would be leaving the Board at the end of her term as Treasurer. Jennie has been working diligently to ease the transition for her successor. HDS' Fiscal year, and historical financial data, is now recorded and managed via QuickBooks which is online and is a secure, cloud function which in-turn will make the job of the next Treasurer more manageable. Jennie added she will be available to her successor with respect to financial questions and especially regarding EOY tax filing on behalf of HDS.

Leslie next reminded the board that the official process by which Angel Gunn becomes HDS' Vice President must be initiated and completed via the motion process followed by a Board vote. Based on Leslie's comments regarding nominating Angel Gunn as HDS' Vice President, a motion was made and seconded nominating Angel Gunn as HDS' Vice President. The Board voted to accept and approve the nominating Angel Gunn as HDS' Vice President. There were no opposing votes and there were no abstentions. The recommendation to accept and approve the nominating Angel Gunn as HDS' Vice President unanimously passed.

UNFINISHED BUSINESS (*per August meeting agenda*)

As has been the case, and now with key members of the RSC fully engaged in the available timeframe required to fully staff the upcoming 2015 National ParaDressage Championships, any further efforts required to pursue the Dressage Stake concept has been deferred to late 2015 at best.

The HDS Board election and the process was detailed in last month's minutes and discussed above. Briefly, Susan Heather along with two (2) HDS members have or will shortly complete their task regarding nominees and the HDS ballot will be forwarded to each 2015 HDS members for consideration, selection and returned to HDS for vote tabulation.

NEW BUSINESS (*per August meeting Agenda*)

As an addition to the distributed agenda, HDS now Vice President Angel Gunn introduced the board to the Two-Tempi Challenge (TDF's) as presented to USDF GMO's as a Fund raising effort to benefit The Dressage Foundation. Briefly, Angel explained:

- exactly what comprised the TDF and how to become involved as a rider along with supporters, such as a barn, a business, friends and family
- how to get started as a rider & how to introduce the Challenge, the TDF to potential supporters
- a documenting video to support the rider's meeting of the TDF Challenge
- look to a unified HDS effort which in-total would be donated to The Dressage Foundation
- HDS' involvement might provide upside for HDS

In completing what was termed an initial presentation, Angel offered that she will pursue the TDF with the aim of defining a process that other riders and barns might pursue under the concept of HDS serving as a means, a conduit, by which any or all funds raised would be passed to The Dressage Foundation.

Transitioning to closing remarks, Leslie thanked Angel for her presentation of behalf of The Dressage Foundation and for the concept of linkage that HDS might offer as a conduit getting the raised funds to The Dressage Foundation. Next Leslie noted that the Region 9 Annual meeting offered no surprises, essentially business as usual and happy GMO's.

As a point regarding Angel's managing the upcoming Silent Auction, Leslie added that Patricia Woods, an HDS member that provided significant help to Kim Parker in holding the last Silent Auction has offered to again help with the Silent Auction setup and the all important auction item distribution and collection of winning bids.

Without additional questions or Business items offered and the listed Agenda addressed, the August 2015 HDS Board meeting adjourned at 8:46 PM.

Secretary

Approved: _____
Chairman