

**MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS
DECEMBER 2016 MEETING: December 12TH, 2016**

The regular December meeting of the Board of Directors (the “Board”) of Houston Dressage Society, Inc. (“HDS” or the “Company”) was held on Monday, December 12TH, 2016. The meeting was opened at 7:00 PM Central Time. The December meeting was called and held under the authority of the Texas General Non-Profit Corporation Law and the Bylaws of the Company. The December Board meeting was held in the home of Leslie Rohrer.

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

Emily Conn Volunteer Coordinator
Elizabeth Crawford JR/YR Chair via TC
Leslie Cummings (RSC) via TC
Kristin Cyprus Awards Chair via TC
Bit Fingerhut Treasurer
Vince Flores IT/Historian
Angel Gunn Vice President
Devon O'Leary Special Events Chair via TC
Chris Renne President and meeting facilitator
Leslie Rohrer Recognized Shows Chair
Charles Saltzer Secretary

An Agenda outlining topics to be reviewed and considered during the December meeting was previously furnished via email to each member of the Board, the members of the Recognized Show Committee and HDS' Volunteer Coordinator.

Chris opened the meeting noting the Board members and the one RSC member, listed above, in attendance via TC. With a quorum of current Board members in attendance Chris asked that the Board accept the previously corrected November Board minutes. A motion was made and seconded to accept the corrected November Board minutes. The Board voted to accept the finalized November minutes. There were no opposing votes and there were no abstentions. The corrected November minutes and the raw December minutes will be forwarded to all Board members and RSC members prior to the January '17 Board meeting.

Chris concluded her opening remarks noting the '16/'17 Board brings a variety of talents & the Board's task is using those talents to do HDS' business to the benefit of HDS and its members.

BOARD REPORTS (*per December meeting agenda*)

Bit Fingerhut, HDS Treasurer, advised the Board that:

- HDS ended the '16 Fiscal Year with approximately \$58,000 in operating cash and \$50,000 in long term investments. This brings HDS' overall financial assets in-line with HDS' 2008 high point.
- HDS' recorded Net Income for '16 closed at approximately \$12,000 before depreciation of \$4,600 versus a Net Income of approximately \$27,000 before depreciation EOY '15.
- The reduction in otherwise consecutive years of positive Net Income is primarily attributable to the 1ST Para Dressage National Championships held in 2015. USEF subsidized this event allowed HDS to earn a net profit of approximately \$11,000. In addition to the above reduction in 2016 Income, HDS continued the FEI Training Series with Conrad Schumacher hosting three (3) clinic and increasing related Series Expenses in 2015 by approximately \$3,000.
- In the last four (4) years HDS has recorded on average YOY Net Income of approximately \$12,500.00/year. The YOY Net Incomes are directly attributable to participation in increasing numbers in HDS' Recognized Shows.
- HDS' Recognized Shows in '16 improved in a Net Income total versus '15 RS Net Income.

Bit next addressed HDS's Bushager Fund which accumulates funds that are dispensed by HDS via Bushager Grants to HDS members that apply for and are accepted to receive a Grant to be used by the members to facilitate Dressage training and improvement. Bit noted HDS collects a \$10.00 fee from Horse and Rider registration. \$5.00/entree directly to the Bushager account and \$5.00/entry of the fee goes directly to the Bushager account and \$5.00 of the fee is applied towards the HDS Year-End Awards. In '16 HDS collected \$2030.00 for Bushager Grants which brings the awardable total to over \$3000.00 in the Bushager account. Bit noted HDS could provide three (3) \$1000.00 grants to approved applicants. As a 501 c(3), Bit advised HDS make these grants in '17 rather than have these funds remain unused in HDS' Bushager account.

Here Chris injected that Bushager grant winners, approved HDS member applicants, are announced at HDS' January Awards Banquet. Chris added that the Board will hear from the Bushager process overseer, Jennie Robicheaux regarding the number and names of approved member applicants. The Board will simply divide the to be awarded funds between the approved member applicants.

With new Board members Bit advised that arrangements must be made updating signature approval for HDS' checking account. Chris will be added to approved signatures for HDS' checking account. HDS checks greater than \$5000.00 will still require signature by two (2) HDS Officers. Here it was noted that HDS' Recognized Show Committee (RSC) needs to use HDS' credit card and occasionally needs to write an HDS check. Currently the Recognized Show Chair has this ability. Bit recommended allowing credit card and check writing privileges continue for HDS' Recognized Show Chair. A motion was made and seconded to authorize credit card and check writing approval for HDS' Recognized Show Chair. The

Board voted to accept the motion to authorize credit card and check writing approval for HDS' Recognized Show Chair. There were no opposing votes and there were no abstentions.

In closing Bit answered questions regarding aspects of HDS '16 Fiscal Year.

Chris inquired if there were any additional Board financial questions. With no Board questions, Chris directed the meeting back to the December Agenda.

Jena Tavormina, HDS Schooling Show (SS) Chair while unable to attend this Board meeting, in her absence she submitted the following regarding the Schooling Show year and the upcoming Schooling Show Championships:

- Schooling Show participants, for a variety of reasons, appear only able to volunteer during Schooling Shows. Translating SS participants into HDS Recognized Show volunteers is problematic, going nowhere and as such creates EOY issues regarding HDS Year End Awards.
- Based on entries for HDS' Schooling Show Championships and Open Show, it was proposed to maintain the combined Show as a one 2016 (1) day, Saturday Show for 2017.
- Based on 2016 entries for HDS' Schooling Show Championships and increased Open Show entries plan a three (3) ring, one (1) day, Saturday Show for 2017.
- Open Show entries have errors when attempting to select Test of Choice rides. The confusion and entry errors are generating Class times and ride time conflicts. As a result, recommend not offering Test of Choices Classes during the Open Show during the SSC.
- Trainers have raised issues with SSC Awards Ceremonies regarding safety related to a lack of rider experience in such a venue. Recommend not holding SSC Awards Ceremony or unmounted, voluntary SSC Awards Ceremony.
- Some Western Dressage riders have claimed they are unaccustomed to riding with helmets. During HDS' Schooling Show Championships and Open Show rules listed in the Prize List that specifically required helmets will be followed and enforced.

Noting issues specific to above first bullet point, Jena submitted a recommendation to not require Schooling Show participants that qualify for and earn Year-End Award Championship and Reserve Championship based on average scores received during the SS season volunteer for a specific number of hours at HDS Recognized Shows to receive HDS Year End Awards. Based on Jena's submitted recommendation a motion was made and seconded to no longer require Schooling Show participants that qualify for and earn Championship and Reserve Championship based on average scores received during the SS season volunteer for a specific number of hours at HDS Recognized Shows to receive HDS Year End Awards. The Board voted to accept the motion to no longer require Schooling Show participants that qualify for and earn Championship and Reserve Championship based on average scores received during the SS season volunteer for a specific number of hours at

HDS Recognized Shows to receive HDS Year End Awards. There were no opposing votes and there were no abstentions.

Chris inquired if there were any Board questions or comments regarding HDS' Schooling Show Championships and HDS' plans for '17. With no Board questions, Chris directed the meeting back to the December Agenda.

Vince Flores, HDS Historian Chair, advised the Board that he is trying to contact Kelly McChesney regarding the unofficial Houston Dressage Facebook page and asked that she take down the page which is easily confused with HDS' Houston Dressage Society Facebook page. HDS' page is a Business page that HDS pays a small fee to maintain. Vince plans to expand HDS' social media posting in an effort to reach younger HDS members and HDS JR/YR's that frequent HDS' Official Houston Dressage Society Facebook page.

Following Vince's remark, Chris inquired if there were any Board questions or comments. With no Board questions, Chris directed the meeting back to the December Agenda.

Karen Peacock, HDS Membership Chair while unable to attend this Board meeting, submitted the following:

- HDS membership at 125 members only two (2) weeks into the '17 Competition Year, including recording HDS Board members as members with USDF. In addition Jan Colley holding some number of HDS applications received with entrees for HDS' SSC & Open Show.
- HDS', as required, filed Board members as members with USDF/USEF.
- Karen expressed concern that beginning with the '18 Competitor Year, when USDF Participating Membership increases to \$15./membership, there will be a reduction in GMO memberships and also in HDS membership.
- Here it was added USDF has not increased any membership since 2010 while USDF costs tied directly to Health Insurance for a reduced Office staff have increased significantly. Based on USDF facts presented at the just complete Annual Meeting, USDF had no other option other than increase individual yearly membership fees.
- Karen had previously noted HDS closed the 2016 Competition Year with three hundred ninety nine (399) members.

Chris inquired if there were any Board questions regarding HDS memberships or comments. With no Board questions, Chris directed the meeting back to the December Agenda.

Devon O'Leary, HDS Special Events Chair, advised the Board that HDS held a Competitors reception on Friday night, 12/09/'16, prior to the SSC and Open Show at GSWEC. HDS provided cheese and vegetable platters, cookies and drinks for between thirty and forty competitors, HDS' SSC Sponsor, Show Officials and guests. The reception was a low cost Show expense item in part because GSWEC provided services at no cost to HDS.

Devon next addressed meeting with GSWEC's Food Services and Catering Manager to plan HDS' 2017 Special Events and thus develop a 2017 Budget for Special Events. The discussion centered on HDS' Awards Banquet because the parameters applied to the Awards Banquet were carried through each of HDS' other dinner related Special Events. Specific to the HDS' upcoming Awards Banquet:

- HDS will purchase W&L from Spec's. HDS estimates 2 bottles-1 red & 1 white-of wine/table, 8 glasses/table, based on eight people/table.
- Cost/person will remain at \$35.00/person.
- GSWEC pricing has not changed from '16 going into '17.
- NO entertainment other than HDS Master of Ceremony, Chris Renne & PowerPoint.
- Center pieces will be baskets full of apples & bananas for the horses of the attendees.
- Announcing the Banquet, the Dinner application, the above Dinner details, will be advertised via HDS' communication venues, specifically email blasts, Facebook, President's Letter which will advise/link to an on-line application which will be updated for '17 date and other needed changes from '16.

Chris inquired if there were any Board Special Events questions or comments. With no Board questions, Chris directed the meeting back to the December Agenda.

Lacey Halstead, HDS Sponsorship/Advertising Chair, was unable to attend this board meeting. As such there is no Sponsorship/Advertising report.

Chris inquired if there were any Board questions regarding HDS' Sponsorship efforts. With no Board questions, Chris directed the meeting back to the December Agenda.

Elizabeth Crawford, HDS Junior/YR Chair, advised the Board that she had emailed the JR/YR to ask that they finalize their election process and determine the makeup of the JR/YR Board for '17/'18. In addition Elizabeth contacted the Region 9 JR/YR Coordinator, Kathy Jones, and advised her that WV Dressage, a new Dressage facility in Waller, Texas, has offered to host a '17 Region 9 Clinic for JR/YR's. Currently Ms. Jones is waiting for a Central Texas GMO to submit an application which appears contingent on a barn in that area offering their facility for the Region 9 Clinic. At this point, HDS appears to be the second option for a planned Region 9 JR/YR Clinic. The Region 9 Coordinator will pick the Clinician and has final say in where the Clinic is held. Tentatively the Region 9 Clinic will be held in April or May 2017. Given the above, HDS and WV Dressage have at best a 50% probability of hosting the Region 9 JR/YR Clinic. On behalf of HDS, Elizabeth will remain in contact with Ms. Jones to assess the likelihood of HDS offering the 2017 Clinic.

Chris inquired if there were any Board questions regarding HDS Junior/YR's or comments. With no additional Board questions or comments, Chris directed the meeting back to the December Agenda.

Chris Renne, as HDS Education Chair, advised the Board that she is working on finalizing consecutive dates for the next Schumacher FEI Training Series. For HDS' Education venue in '17 Chris commented on the following:

- Facility wise, the three (3) barns that have held the prior Series-TexOver Farms, Woodlands Equestrian Club and Freestyle Equestrian Center-are available for the next Series. HDS is pursuing an option to house Conrad in a member's home during the next Series and have a smaller evening dinner in the member's home.
- In conjunction with the Training Series for '17, HDS will again work to secure a Dressage Foundation Grant to cover any overages incurred in holding HDS' FEI Training Series.
- Robert Dover will be in Houston in February. He will be offering training sessions at All Xena's Horses LLC sponsored by Xena's Horses and Pati Pierucci. Does HDS want to possibly sponsor a related event, such as a luncheon, in conjunction with this privately offered event?
- Other ideas for HDS Education events in '17.

Completing her comments, Chris inquired if there were any Board questions regarding HDS' Education venue or comments. With no Board questions, Chris directed the meeting back to the December Agenda.

Kristin Cyprus, HDS Awards Chair, advised the Board that the determination of Champions and Reserve Champions for the upcoming Awards Banquet based on the highest and second highest average scores/Level is complete, but in pursuing completeness, enforcing HDS' volunteers hours requirements would eliminate 17 of approximately 50 Open awardees. Similar problems, thus elimination exist for Amateurs and JR/YR's. Based on a number of inquires, in '17 HDS needs to do a better job of recording Show volunteers hours and specifically who the hours apply towards since HDS permits volunteer hours being credited to a trainer, a friend, a JR/YR, etc.. In conjunction, HDS membership list is being edited to verify contact information and conduct an overall clean up such that the Board can contact members regarding such issues in the future. For this year's Awards Banquet there will be no eliminations of Champions and Reserve Champions based on incomplete and undesignated volunteer hours. Hours were worked, who the hours were to be applied to is irresolvable.

Other awards made at the Awards Banquet are as follows:

- Charlotte's Saddlery Sportsmanship Award, HDS has 2 nominees, Board selection.
- Volunteers that volunteered for greater than 30 hours during '16 Recognized Shows.
- HDS Apple Awards-3or 4/year, nominees selected by HDS President.

Next Kristin advised the Board that following the SSC and Open Show, HDS' existing ribbon inventory is down to approximately 15 old style Blue Ribbons and hundreds of all other colors. With HDS' new and small quantity ribbon supplier, Kristin recommended a back up order with Hodges, taking advantage of HDS' 10% discount, of strictly old style Blue Ribbons which match HDS' earlier style of rosette and ribbon. Kristin will order two (2) boxes of Blues which will provide HDS with 300 HDS branded Blue ribbons as a

contingency supply. Also in January Kristin will have access to HDS' storage facility and will inventory HDS' inventory of various glassware which has been offered along with HDS Blue ribbons. With a complete glassware inventory, a '17 Awards budget will be generated and required orders will be placed.

Finally Kristin addressed the various Breed Association Awards issues. Various is the operative word regarding the various Breed Awards and the various rules imposed by the various Breed Associations. Rules vary by the various Breed Associations thus requiring Show Secretaries to collect horse data and papers provided by entries as the basis to determine if an entree qualifies to win a Breed Association Award. HDS must obtain the Breed Association Award and then offer the Award in a Recognized Shows Prize List without knowing whether any entree will be interested in the Breed Award offered during a given Recognized Show. Then, the next Show, the whole process must be repeated. Kristin will evaluate new options.

Chris inquired if there were any Board questions regarding HDS Awards or comments. With no Board questions, Leslie directed the meeting back to the December Agenda.

Malinda Edwards de Mata, HDS Publication Chair, was unable to attend this board meeting. As such there is no HDS Publications report.

Chris inquired if there were any Board questions regarding HDS' Publications or comments. With no additional Board questions or input, Chris directed the meeting back to the December Agenda.

Leslie Rohrer, on behalf of the Recognized Show Committee, noted that Betty Waldo had resigned from HDS' RSC and Tracy Zaidenweber would reduce her time working with HDS' RSC. Leslie next advised the Board that HDS' application for the 2018 Region 9 Championships is being completed by the RSC and will be submitted prior to February 1, 2017.

Leslie announced that HDS will hold USDF's 2017 Southern Breeders' Championships during HDS' Laborious Day Show at GSWEC. The Championships will include Materiale Championship Classes for young horses enters by Southern Breeders. HDS is still researching and considering a Stakes Prize Class for Materiale classes that would be offered at HDS' Spring, Summer and Laborious Day Shows. If offered, this would introduce Stakes Prize classes as a possible inclusion in HDS Recognized Shows.

In closing Leslie noted that Carolyn Vandenberg has offered to donate TD services during a Recognized Show to a Region 9 GMO during '17. HDS would be pleased to utilize this offer. Also Leslie and RSC has a verbal commitment from Shoofly Farms to Sponsor HDS' 2017 April CDI. Finally Paladin Dressage has provided a verbal commitment to Sponsor HDS' 2017 Schooling Show Championships.

Chris inquired if there were any Board questions regarding HDS' Recognized Show Committee or comments. With no additional Board questions or input, Chris directed the meeting back to the December Agenda.

Emily Conn, HDS' Volunteer Coordinator reiterated her plans to build on the core of HDS volunteers that Tracy Zaidenweber developed. Hoping to use social networking to maintain and expand HDS' volunteer numbers Emily envisions:

- Gold, Silver and Bronze volunteers based on hours volunteered linked to specific rewards such as collared monogrammed HDS shirts, light weight short sleeved monogrammed HDS vests, etc.
- Pricing these items and the numbers of each item that would be rewarded/year will determine the viability of such a program.
- HDS' Volunteer Bucks will be continued and possibly expanded to include actual stalls and possibly stall shavings.

Specific to the last bullet point, Emily recommended linking 20 hours of volunteering at HDS Recognized Shows to \$80. of HDS Bucks equaling a Stall fee at a Recognized Show. Based on Emily's expanding of an HDS policy, a motion was made and seconded to specifically link 20 hours of volunteering at HDS Recognized Shows to \$80. of HDS Bucks and as such a volunteer can use the \$80. of HDS Bucks to secure a stall at a Recognized Show. There were no opposing votes and there were no abstentions. There were no opposing votes and there were no abstentions. The Board voted to accept the linkage and other possible combinations of volunteer earned HDS Bucks and rewards.

Closing this portion of the Board meeting, Chris inquired if there were any Board questions regarding HDS volunteering. With no Board questions, Chris directed the meeting back to the December Agenda.

UNFINISHED BUSINESS (*per December meeting agenda*)

Vince discussed advancing HDS mission via social media. The Board remains open to additional ideas and plans.

NEW BUSINESS (*per December meeting Agenda*)

HDS' FormStack usage and MailChimp email blast applications were a function of Flo Edelman's professional IT experience. The same can be said regarding updating HDS' Business Facebook page. Until Vince can gain familiarity and experience with the functionality of the software packages involved, HDS must secure Flo's input via a minimal per month retainer. Chris advised the Board that Flo agreed to continue for a retainer of \$300.00/month. Based on Chris' recommendation to fund the proposed retainer on a month by month basis as long as needed, a motion was made and seconded to authorize an HDS expenditure of \$300.00/month as long as Vince deems necessary to complete a transition where Vince can utilize existing HDS purchased software to further HDS' IT needs. There were no opposing votes and there were no abstentions. The Board voted to approve a retainer of \$300.00/month on a month by month basis as long as needed.

With the listed December HDS meeting Agenda addressed, the December 2016 HDS Board meeting adjourned at 9:00 PM.

Approved: _____
Chairman

Secretary