

**MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS
OCTOBER 2017 MEETING: October 16TH, 2017**

The regular October meeting of the Board of Directors (the “Board”) of Houston Dressage Society, Inc. (“HDS” or the “Company”) was held on Monday, October 16TH, 2017. The meeting was opened at 7:00 PM Central Time. The May meeting was called and held under the authority of the Texas General Non-Profit Corporation Law and the Bylaws of the Company. The October Board meeting was held in the home of Chris Renne.

The following HDS Board members, Recognized Show Committee (RSC) members and guests, if any, that were in attendance or participated via TC are listed below:

Leslie Cummings (RSC) via TC
Kristin Cyprus Awards Chair via TC
Bit Fingerhut Treasurer
Vince Flores IT/Historian
Angel Gunn Vice President
Lacey Halstead via TC
Devon O'Leary Special Events Chairs via TC
Karen Peacock via TC
Chris Renne President and meeting facilitator
Leslie Rohrer Recognized Shows Chair via TC
Charles Saltzer Secretary

An Agenda outlining topics to be reviewed and considered during the October meeting was previously furnished via email to each member of the Board and the members of the Recognized Show Committee.

Chris opened the meeting noting the Board members and the one RSC member, listed above, in attendance via TC. There were no guests. Lacking a quorum of current Board members as the beginning of the October Board meeting, Chris tabled a discussion of the September minutes and Chris advised the Board she planned to proceed to the October Agenda to cover and discuss topics in the order listed in the Agenda. Chris concluded her opening remarks and proceeded to the previously distributed October Meeting Agenda.

BOARD REPORTS *(per October meeting agenda)*

Karen Peacock, HDS Membership Chair, advised the Board that HDS ended the 2017 Recognized Show Competition Year and HDS' Fiscal Year with 343 members. HDS finished the 2016 Recognized Show Competition Year and HDS' Fiscal Year '16 with 400 members. At this point, Chris and the Board discussed what option HDS has to increase HDS membership. The previously discussed, advising current members & old members that HDS would not raise membership for '18, was discarded in favor of HDS dropping the HDS membership fee from \$55.00 to \$50.00 for 2018 during a one (1) month period. Board support was immediate. Support included HDS thanking 2018 members with HDS Sun Glasses that would be given to 2018 members during Shows & other HDS functions attended

by members. The Board suggested the plan be presented to members and prior members as an "Early Bird Special" which will run until 12/31/'17. The reduced HDS membership fee will be advertised via HDS' website and Social Media outlets. Based on the Board's discussion and a clearly defined plan to increase 2018 HDS membership, a motion was made and seconded to adopt the Board's clearly defined one month only plan to increase 2018 HDS membership by reducing 2018 HDS membership to \$50.00/member and as a thank you to 2018 members provide HDS Sun Glasses that will be given to 2018 members during Shows & other HDS functions attended by members. There were no opposing votes and there were no abstentions.

Chris inquired if there were any Board questions regarding HDS Membership. With no Board questions, Chris directed the meeting back to the October Agenda.

Leslie Rohrer, on behalf of the Recognized Show Committee (RSC), summarized the 2017 Region 9 Championships and Open Shows as follows:

- 2017 entries were down ten (10) from '16. With Harvey, entries beat expectations.
- Show revenue down from '16, Harvey effect: Sponsorship up, entry revenue down
- Volunteers, too many novices that did not have any Intro training prior to tasking. Starting in '18 Gillian Gourlay will man HDS' Volunteer Table and Chris Renne will accept Volunteer requests, but assign specific tasks based on experience volunteering.
- On the plus side, the Judges were Happy with the Show, the Scribes and the Riders.
- Again, a plus, the Competitors were Happy.
- The Board and the RSC thank Karen Peacock and her Volunteer Scorers'.
- HDS thanks it Sponsors and Advertisers.

Leslie transitioned to 2018 NAJYRC and FEI Festival of Champion bids. Leslie noted Kathy Jones wants to bid on these events. Leslie, on behalf of HDS, said "no" regarding bids by HDS. Leslie believes Kathy Jones will bid with GSWEC to hold these events. If bid is awarded to Kathy Jones and GSWEC, Leslie, on behalf of HDS, will offer to rent HDS' arenas to GSWEC which will require GSWEC picking up and returning the arenas to HDS' storage locker. HDS will encourage HDS members to serve as volunteers for the USDF/USEF events.

Here Chris Renne added that during the 2017 Region 9 Championships and Open Shows there were no JR/YR volunteers registered or volunteering. The Board expressed displeasure with a total lack of JR/YR volunteers during the Show(s).

Leslie next transitioned to HDS' 2018 Recognized Show Schedule:

- Schedule, same as '17, ending with the '18 Region 9 Championships and Open Shows
- SWDC Championships for '18 have not yet been awarded, see Sarah Jane Martin
- Board agreed not to hold the Southern Breeder Shows and Championship for '18. The Shows benefit 30-35 entries but at the expense of HDS' other 160-180 Show entries and the Southern Breeder Shows require additional experienced adult volunteers above and beyond those required for HDS' other 160-180 Show entries.

- USEF/USDF specifically looking for a 2018 site for the Dressage Festival of Champions and given the cost and extra work load involved HDS is not interested in bidding or considering a bid.

At this point Angel added she was made aware of Show management issues during the Region 9 Championships and Open Shows, specifically:

- Judges had problems following dark bay horses against GSWEC's black curtain background. GSWEC leaves the curtains up, black or other colors, and as such HDS pays no fee for the curtains. HDS has taken note and will work with GSWEC in the future toward having a more neutral color of curtains as a background to the arenas.
- Wheless Arena has issue with speeding trucks and truck with trailers outside the A entrance to the arena and outside the left long side of the arena during Tests riding in Wheless. HDS will work with GSEWC to install speed limit signage and signage noting Tests In Progress.
- In the future, HDS will try and not schedule Championships tests in this Arena.

Chris inquired if there were any Board questions regarding HDS' Recognized Shows or of the RSC. With no additional Board questions or input, Chris directed the meeting back to the October Agenda.

Jena Tavormina, HDS Schooling Show (SS) Chair, was not able to attend this HDS Board meeting. Leslie on behalf of Jena provided an update for the Board as follows:

- Harvey caused re-scheduling of SS's.
- HDS has secured Judges for the Schooling Show Championships and Open Show.
- Western Dressage will be offered for the 2ND time in the Schooling Show Championships.
- Prize List being completed, with two (2) arenas and possible three (3) with a one (1) day format.

Leslie next noted the scheduled HDS elections. Ballots will be mailed electronically to HDS members eligible to vote. The Ballot will be available via number of HDS electronic outlets and will not be detailed here. Existing Board members running for re-election and Open Board Chairs with a slate of Candidate will be available to all HDS members eligible to vote in the HDS election.

Chris inquired if there were any Board questions or comments regarding HDS' Schooling Show program for 2017. With no Board questions, Chris directed the meeting back to the last October Agenda.

Bit Fingerhut, HDS Treasurer, opened her remarks by stating she had issued the Board approved partial refunds to Laborious Day Show entries that were financially impacted by HDS' decision to cancel the Laborious Day Show(s) rather than place any participant at risk during what is now simply referred to as Harvey. The partial refund to Show entrants, a plan developed by Bit but made possible by the efforts of Bit and a number of Board members,

amounts to individual entry expenses paid to HDS minus \$60.00 that on an entry basis enabled HDS to break even financially after recouping the Laborious Day Show specific expenses HDS had incurred prior to the Harvey imposed cancellation.

Transitioning to the Region 9 Championships and HDS Open Shows Bit stated that at this point she did not have adequate Income and Expense dollar amounts to determine if HDS realized any Net Income from the Championships and Open Shows. Assuming all Income and Expense items are received in a timely manner Bit expects to have a Financial analysis of the 2017 Championships and HDS Open Shows for the next Board meeting.

In closing Bit noted filing HDS' 2016 501 c(3) Tax returns prior to the 10/15/17 deadline.

Following Bit's remarks, Chris asked if there were any Board questions for HDS' Treasurer. With no Board questions, Chris directed the meeting back to the October Agenda.

Lacey Halstead, HDS Sponsorship/Advertising Chair, summarized for the Board the Region 9 Championships Sponsorship Income, totaling \$22,800.00 versus \$22,400.00 in 2016. A modest increase in Championships Sponsorship Income over 2016.

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

Here Chris changed the Agenda to permit HDS' Awards Chair, Kristin Cyprus to advise the Board that with her priority shifted to HDS' January 20, 2018 End of Year (EOY) Awards she will have EOY awards orders placed before 11/7/17 to allow adequate time to receive the Awards then have the Awards monogrammed and returned. Here Kristin initiated a discussion regarding prior expenditures/Award. At this point Bit made it clear Kristin's projected overall expenditure for the EOY awards is within historical expenditures for individual and cumulative EOY Awards. Adhering to HDS' historic norm, the Recognized and Schooling Show EOY Awards discussed and decided upon are not divulged in Board minutes.

In closing Kristin checked with Leslie to verify that HDS had the proper Award inventory for the upcoming Schooling Show Championships and Open Show. Leslie confirmed that HDS had an adequate number of High Point Sash's and Championship ribbons for the Schooling Show Championships. At this point Kristin advised the Board that Hodges is balking at continuing to offer HDS a bulk discount in-light of HDS' reduced ribbon purchases. Kristin further advised the Board that HDS' ribbon budget is planned and adequate to continue buying HDS' enhanced ribbons now given during recognized Shows which have gained nothing but praise from HDS Show entrants. Kristin has found another awards supplier, Riding Warehouse, which will fill any additional HDS Award needs at pricing that sustains HDS Awards budgeting.

Chris inquired if there were any Board questions regarding HDS' Awards or HDS' upcoming EOY Awards. With no Board questions, Chris directed the meeting back to the October Agenda.

Devon O'Leary, HDS Special Events Chair, advised the Board that the Championships Dinner had just over 200 dinners served by GSWEC. Devon noted the number included Sponsor guests but the vast majority were paid for dinners. With HDS arrangement with GSWEC as dinner caterer, even after accounting for guests, Officials and including the wine expenditure, HDS had a \$8.00/person Net Income or ~\$1,600.00 via the Championship Dinner. Devon noted the net income/person is the direct result of HDS' finding equine entertainment that cost wise only involved providing stalls that had already been paid for in full by HDS as part of the RSC's Championship contract with GSWEC. In closing Devon noted there was confusion regarding Sponsors and how many dinners any particular Sponsor was entitled to. Devon noted uncomfortable issues with Sponsors and dinners since currently it is difficult to accurately know how many dinner guests/Sponsor which results in questioning and possibly irritated guests and Sponsors. Devon suggested reviewing this aspect of the Sponsorship packages or provide an exact number of wrist bands to a Sponsor and thus transfer the issue to the Sponsor. At this point, Lacey agreed with Devon's comments and stated changes will be made to clarify exactly what benefits, including the number of dinner guests, stalls, parking and trailer spaces provided/Sponsor.

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

Elizabeth Crawford, HDS Junior/YR Chair, was not in attendance during this Board meeting and as such there will be no HDS Junior/YR Chair report.

Chris inquired if there were any Board questions regarding HDS' HDS Junior/YR program or comments. Here Chris noted her previous comment regarding the lack of HDS Junior/YR volunteers during any phase of the Region 9 Championships and Open Shows. With no Board questions, Chris directed the meeting back to the October Agenda.

Chris Renne, HDS Education Chair, opened her remarks by addressing HDS' Volunteer issues that surfaced during the Championships. Chris noted that the number of arenas required to hold the Region 9 Championships in-turn required a higher number of Volunteers, many of which were new to volunteering and possibly horses in general. The apparent reduced number of HDS members, including Junior/YR's, as volunteers may be a function of the noted ~15% reduction in HDS membership. Chris clearly stated new volunteers need trained. HDS may need to develop a Volunteer Training Program and define "Who can Do What" in the sense of Who, as a volunteer, is qualified to be a Warm-up Steward, a Bit Checker and what is proper Radio protocol.

Chris transitioned to HDS' Schumacher FEI Training Series for 2018. Opening the Series as a topic, specific to the future of HDS' Series, for further discussion Chris suggested it may be time for the Series to be offered by private barns in the Region 9 area. in conjunction with

that thought, if the board resolves to pursue this option, does HDS continue to support the Series financially? Leslie added that at this point during the last Series for the first time HDS had ten (10) riders participating/session day during the Series. Here Chris noted HDS is currently providing \$4,000./Series in underwriting. Additional Board input noted the FEI Series is educational, but the Series involves only a limited number of upper Level riders, essentially all FEI riders, and the Series has a limited number of HDS member auditors. That lead to a discussion of what other Training HDS needs to offer to improve the riding skills of HDS members overall. Here it was noted the majority of HDS members ride in Training and First Level Tests with diminishing numbers of HDS member entrants through the other upper Level FEI Tests. Closing the discussion, it was noted at this point in 2017 HDS has the financial ability to continue to underwrite the FEI Series going forward. The question left for further discussion is the Series the best way to meet the needs of HDS' overall membership?

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 October Agenda.

Vince Flores, HDS Historian Chair, opened by advising the Board that effective 11/31/17 Vince will move to Boston and thus he will reluctantly resign as an HDS Board member. Vince noted that work on the FEI Passport Presentation is at the point where an Introduction and a step-by-step procedure are part of a Power Point presentation which will be handed off to Vince's ultimate successor. At this point Chris thanked Vince for his efforts and support during Harvey. Chris noted a direct result of Vince's work is HDS' Social Media sites and their collective ability to document HDS' Harvey efforts and as a result the California Dressage Community reached out and helped HDS members and the Greater Houston Equine Community. Now HDS is reaching out to the California Dressage Community that needs HDS' help in response to the fires north of San Francisco Bay and throughout the Napa Valley area where so many Barns and Wineries are located.

Following Vince's remark and a last "Thank You" Vince from the HDS Board, Chris inquired if there were any Board questions or comments. With no Board questions, Chris directed the meeting back to the October Agenda.

Malinda Edwards de Mata, HDS Publication Chair, was unable to attend this Board meeting.

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

Emily Conn, HDS' Volunteer Coordinator could not attend this Board meeting and as such, other than the above noted comments regarding HDS' need to train new inexperienced volunteers, there was no HDS Volunteer report.

Chris inquired if there were any Board questions or comments regarding HDS' Volunteering efforts during 2017. With no Board questions, Chris directed the meeting back to the last October Agenda items Unfinished Business and any New Business.

UNFINISHED BUSINESS (*per October meeting agenda*)

HDS' Election slate of candidates will be sent to HDS members eligible to vote via an email blast and the Election slate of candidates will be further announce and available on HDS' website, via Facebook, Instagram and other Social Media sites.

NEW BUSINESS (*per October meeting agenda*)

HDS' raffling of tickets for the Haras evening with Charlotte Dujardin did not garner enough ticket buyer to award all ten (10) pair of seats that HDS has to fill the two (2) tables donated to HDS. HDS had announced on the raffle and raffle details on HDS' website, via Facebook, Instagram and other Social Media sites. The raffle purchasers will have seats for the evening. HDS will designate the remaining seats as HDS' Harvey Table and will select specific HDS members that helped HDS members and the Greater Houston Equine Community during Harvey and afterwards. Total Board consensus regarding this solution.

With the listed HDS October Meeting Agenda items addressed, Chris requested and received a motion to close the October 2017 HDS Board. The meeting adjourned at 9:06 PM.

Secretary

Approved: _____ Chairman