

ENYDCTA_
February 7, 2023
7:30 PM
Board Minutes

Attending Board Members: Joy Black, Jennifer Saunders, Josh Powell, Jeff Lindberg, Margie Hutchinson, Laura Stulberger

Members Attending: Dana Stanton, Kris Chariton, Rita Moore

Joy introduced Kris Chariton who is volunteering to work on social media for the club.

Dana Stanton raised a concern about last month's meeting minutes, asked that the minutes reflect that the board did not vote to make changes happen, but rather the board voted on proposed changes that could be brought to the membership for ratification. January's minutes will be corrected.

Joy introduced the following people:

- Grant Writer: Allison King
- Assistant for the Piaffe Flier: Meredith Vandermittin
- Jr Coordinator: Barb Martinez
- Sponsorship Coordinator: Kate Earnst.

Treasures Report:

- The remainder of the Dressage Foundation grand for the Linda Zang clinic was received \$182.00
- Received a \$50.00 donation towards the dressage arena
- There were few expenses this month, the written report will be included in the final board meeting minutes.

A motion was made to accept the report and it was carried.

Dana Stanton's Report on Club Changes:

There was a concern that the virtual annual meeting was not compliant with the NYS law for non-profits. The requirements specified that all eligible members be provided notice of the meeting and 10% of members must be present. Because this did not happen, the law requires that the annual meeting be adjourned. It was decided that there was no annual meeting. This could trigger the NYS Attorney General's office to investigate.

Dana's advice was to make a concerted effort to engage membership and to combine the Awards Banquet and the Annual meeting. She advised to having a compelling guest speaker to speak and the annual meeting.

There is no redline rule about this missed meeting, rather next year the board should think about combining the annual meeting with the ENDYTA Awards Banquet.

Proposed Changes to the ENDYCTA ByLaws

1. Violation of the club's ByLaws are in fact violation of NYS law. So changes in bylaws must be done at the annual meeting, during a "voting" year.
2. The changes must be approved by the voting membership
3. The membership must be provided a redline copy of the proposed changes.
4. 10% of the membership must be present for a vote to amend the bylaws.
5. The current bylaws spell out the how many board-members will be on the board.
6. Members can vote by proxy

Dana offered her advice that having board members vote in other board members and remove this from the membership could result in a less than democratic process. Even though NEDA operates in this fashion, she believes that ENDYTA is too much a grassroots organization and should not be compared to NEDA.

It is fine to expand the officers on the board, NYS requires there be at least 3 officers: President, Treasurer and Secretary.

The board can implement policies without membership approval as long as they do not contradict the bylaws. For example, the board could implement a policy that board members start as Member at Large and then become officers.

A motion was made to move forward with some of the changes that were discussed as policies and not pursue them as by laws.

It was decided to continue to this discussion of policy making as "old business" moving forward.

The position of Member Emeritus would be provided a free membership for 1 year.

There was a discussion of having alternating voting in of board members, this would have to change the By Laws from voting in every 2 years to voting in board members every year. Discussion was tabled.

Annual Banquet is going to be January 13, 2024. The Silent Auction will be in the Fall. Joy is looking for a coordinator for this.

Scholarship and Awards deadline will be moved to November 1st.

Joy raised the idea of a mission statement as well as polling the members as to what direction the club is moving towards in terms of clinics and other services and educational opportunities.

There was positive feedback on Carol Vischers and Dr. Hamilton's presentation – and a lot of positive feedback from Dover's hosting with Dr. Vischer's presentation.

The meeting was adjourned.