

IV. **Old Bussiness (Voting).**

Sally Rivera- Proposed changes to BoD policy manual.

Add a preface;

Preface

What Every Board Member Should Know

The Board of Directors (BOD) is the primary governing body of the California Gymkhana Association (CGA). The BOD's governance responsibilities include defining and upholding the mission and purpose of the organization, designating parameters and policies within which the General Manager and the Board of Governors (BOG) can function, ensuring financial viability through oversight and future resource development, maintaining accountability, ensuring a healthy management function, and protecting the strength and continuity of the board through planning and activities.

Each Board of Director has three fundamental legal duties:

1. Duty of Care: Act in good faith consistent with what the board or individual board member truly believes is in the best interest of the organization.
2. Duty of Loyalty: Do what is in the best interest of the organization.
3. Duty of Obedience: Honor and act consistently with the requirements of applicable laws and the organization's mission, bylaws, policies, and other standards of appropriate behavior.

This document is intended to identify the CGA policies approved by the BOD. The Board of Directors meets at least 3 times yearly. Below is a list of entities within CGA, and how they relate to the BOD:

The Board of Governors (BOG) carries out the policies and directives approved by the BOD. The BOG handles the day to day financial activity decisions of the CGA, investigates formal member complaints for possible policy violations, and reports back to the BOD of all activities. The BOG meets at least 3 times yearly.

The Master Judge Advisory Committee (MAC) is a sub-committee made up of all Master Judges. The MAC's purpose is to interpret existing unclear show rules until they can be voted on by all carded judges at the annual membership meeting. The MAC meets at least 3 times yearly. The MAC Chairperson provides a report to the BOD of all activities.

District delegates are appointed by each district to represent their district at all BOD meetings. District delegates may vote on general membership issues and Board of Governors appointments to fill vacant BOG terms at BOD meetings. It is the responsibility of the delegates to take BOD meeting activities back to their districts.

The General Manager is the only paid position in CGA. The General Manager is a contract position and runs the day to day activities of State Office. The General Manager has the same voting rights in the BOD as the district delegates, may be a CGA member, and may hold no other position in CGA. The General Manager sets up all BOD and BOG meetings, attends each meeting and takes minutes for distribution back to the BOD.

The Rules Committee is made up of all carded judges, and meets annually to vote on rules changes. Rules may be interpreted by the MAC throughout the year, and then voted on at the annual Rules Committee meeting. The MAC cannot carry over rule interpretations following the Rules Committee meeting, and must start over with new rule interpretations as needed until the next Rules Committee meeting.

The By-Laws Committee meets at the annual membership meeting, but only if there is a request for a by-laws change. The By-Laws Committee consists of all general members of voting age (12 and over).

The General Membership meeting is held annually. The general membership votes on all approved Rules Committee and By-Laws Committee changes, as well as Information Manual changes. The general membership may also request BOD Policy Manual changes. Vote taken. **PASSED**

Add 1.3

1.3 Adoption/Amendment of the CGA Procedure Manual

New procedures are added to the Procedure Manual based on new policies or interpretation of existing policies. Any Board of Governors member may submit a change to the Procedures manual for vote by the Board of Governors. Approved changes will then come before the Board of Directors for approval, at which time any Board of Directors member may submit amendments or modifications for BOD approval. All procedures amendments are approved by a 2/3rd vote of the elected and appointed Board of Directors present.

Tiffany Martin move to **STRIKE**, Dianna Malley **SECOND**, vote taken, **1.3 FAILED**

Changes to 1.3.3 (1.4.3 in proposed manual)

Original paragraph

1.3.3 Purpose - The primary responsibility of the Board of Directors is the formulation and evaluation of Policy. Routine matters concerning the operational aspects of CGA are to be delegated to the Board of Governors and the General Manager. If a Director is approached by a member with a problem, in most cases the Director should refer the member to the General Manager for resolution.

Proposed change

1.4.3 Purpose - The primary responsibility of the Board of Directors is the formulation and evaluation of Policy, **oversight of BOG, and disciplinary appeals hearings if needed**. Routine matters concerning the operational aspects of CGA **are generally** delegated to the Board of Governors and the General Manager. If a Director is approached by a member with a problem, in most cases the Director should **advise** the member to **submit their concerns in a letter format to the CGA State office**.

Nathan Rowles move to **STRIKE** changes, Tiffany Martin **SECOND**, Phyllis Odom move to **AMEND**, keeping "advise" "submit their concerns in a letter format to the CGA state office", Dale Hohlbauch **SECOND**, vote taken, amended changes **PASSED**

New policy will read

1.3.3 Purpose - The primary responsibility of the Board of Directors is the formulation and evaluation of Policy. Routine matters concerning the operational aspects of CGA are delegated to the Board of Governors and the General Manager. If a Director is approached by a member with a problem, in most cases the Director should advise the member to submit their concerns in a letter format to the CGA State office.

Changes to 2.1

Original paragraph

The Administrative Body of the California Gymkhana Association consists of the Board of Governors, who are elected by the Board of Directors and District Delegates, and the General Manager, who is hired by the Board of Governors and approved by the Board of Directors

Proposed change

The Administrative Body of the California Gymkhana Association consists of the Board of Governors, who are elected by the Board of Directors, District Delegates, and the General Manager. ~~who is hired by the Board of Governors and approved by the Board of Directors.~~ **The General Manager is recommended by the Board of Governors and approved for hire by the Board of Directors.**

Tiffany Martin **MOTION** to approve with a word change of "hire" to "contract", **SECOND** by Danna Heckkorn, vote taken, 2.1 **PASSED**

New policy will read

The Administrative Body of the California Gymkhana Association consists of the Board of Governors, who are elected by the Board of Directors, District Delegates, and the General Manager. The General Manager is recommended by the Board of Governors and approved for contract by the Board of Directors.

Changes to 2.3.3

Original paragraph

2.3.3 Secretary - The Secretary shall give notice of all meetings and shall keep the minutes of all meetings, assist the General Manager and Parliamentarian in being custodian of all official records of the organization, prepare agendas with the President, and keep a current roster of members of the Board of Directors.

Proposed change

2.3.3 Secretary - The Secretary shall give notice of all Board of Directors meetings and shall keep the minutes of all meetings, assist the General Manager and Parliamentarian in **ensuring all policy changes are properly entered into the official documents** of the organization, prepare agendas with the President, and keep a current roster of members of the Board of Directors and their contact information.

Tiffany Martin **MOTION** to accept addition, **SECOND** by Margo Abatti, vote taken, 2.3.3 **PASSED**

New policy will read

2.3.3 Secretary - The Secretary shall give notice of all Board of Directors meetings and shall keep the minutes of all meetings, assist the General Manager and Parliamentarian in ensuring all policy changes are properly entered into the official documents of the organization, prepare agendas with the President, and keep a current roster of members of the Board of Directors and their contact information.

Changes to 2.3.4

Original paragraph

2.3.4 Treasurer - The Treasurer shall report in detail to the Board of Directors and Board of Governors all sums received and expended, all outstanding obligations, and such other matters as may be deemed proper at each Board of Directors meeting and prior to each Board of Governors meeting. Additionally, the Treasurer shall require full statements of project financial status, oversee all the financial records of CGA, be responsible for the accuracy thereof, and assist the General Manager in maintaining a list with the location of CGA assets.

Proposed changes

2.3.4 Treasurer - The Treasurer shall report in detail to the Board of Directors and Board of Governors all sums received and expended, all outstanding obligations, **financial concerns (if any)**, and such other matters as may be deemed proper at each Board of Directors meeting and prior to each Board of Governors meeting. The Treasurer shall require and receive full statements of projects financial status (including profit & loss statements) from the General Manager, oversee all the financial records of CGA, be responsible for the accuracy thereof, and assist the General Manager in maintaining a list with the location of CGA assets. **The treasurer shall receive a complete itemized check register showing all check numbers, income/expense account documents with the amount of deposits or expenses, as well as copies of all bank statements. The Treasurer shall serve as a check and balance for the finances of the organization.**

Margo Abatti **MOTION** to accept changes, **SECOND** by Dale Hohlbauch, vote taken, 2.3.4 **PASSED**

New policy will read

2.3.4 Treasurer - The Treasurer shall report in detail to the Board of Directors and Board of Governors all sums received and expended, all outstanding obligations, financial concerns (if any), and such other matters as may be deemed proper at each Board of Directors meeting and prior to each Board of Governors meeting. The Treasurer shall require and receive full statements of projects financial status (including profit & loss statements) from the General Manager, oversee all the financial records of CGA, be responsible for the accuracy thereof, and assist the General Manager in maintaining a list with the location of CGA assets. The treasurer shall receive a complete itemized check register showing all check numbers, income/expense account documents with the amount of deposits or expenses, as well as copies of all bank statements. The Treasurer shall serve as a check and balance for the finances of the organization.

Changes to 2.3.5

Original paragraph

2.3.5 Director at Large (8 elected, 4 appointed) - Directors at Large shall assist as required to meet the objectives of the CGA. They assist in the identification of potential CGA problems and present recommendations for their resolution. They provide encouragement to project chairpersons and assist with the development and staffing of committees with competent personnel. They approve all presidential appointments. They shall serve as a check and balance function for the organization, approve all policy changes, serve as the final step in conflict resolution, and shall act as the hearing body for appeals to disciplinary proceedings.

Proposed changes

2.3.5 Director at Large (8 elected, 4 appointed) - Directors at Large shall assist as required to meet the objectives of the CGA. They assist in the identification of potential CGA problems and present recommendations for their resolution. They provide encouragement to project chairpersons and **participate in** ~~assist with~~ the development and staffing of committees with competent personnel. They approve all presidential appointments. They shall serve as a check and balance function for the organization, approve all policy changes, serve as the final step in conflict resolution, and shall act as the hearing body for **all** appeals to disciplinary proceedings.

Mark Brummitt **MOTION** to accept changes after deletion of the word "all", **SECOND** by Danna Herchkorn, vote taken, 2.3.5 **PASSED**

New policy will read

2.3.5 Director at Large (8 elected, 4 appointed) - Directors at Large shall assist as required to meet the objectives of the CGA. They assist in the identification of potential CGA problems and present recommendations for their resolution. They provide encouragement to project chairpersons and participate in the development and staffing of committees with competent personnel. They approve all presidential appointments. They shall serve as a check and balance function for the organization, approve

all policy changes, serve as the final step in conflict resolution, and shall act as the hearing body for appeals to disciplinary proceedings.

Changes to 2.3.8

Original paragraph

2.3.8 Member of the Board of Governors (4 are elected, the President serves as the 5th member of the Board of Governors) - The Board of Governors has full control and management responsibility of the organization. They may hire an employee and/or contract services as required to accomplish the daily operation of the organization. They monitor CGA office operations to ensure that CGA policies are being properly implemented. The Board of Governors shall publish a summary of their activities and recommendations to the Board of Directors within thirty (30) days following each Board of Governors meeting.

Proposed changes

2.3.8 Member of the Board of Governors (four are elected, the President serves as the 5th member of the Board of Governors) - The Board of Governors has the routine day to day full control and management responsibility of the organization. They may recommend to the Board of Directors the hiring of hire an employee and/or contract services as required to accomplish the daily operation of the organization. They monitor CGA office operations to ensure that CGA policies are being properly implemented. The Board of Governors shall publish minutes summarizing all a summary of their activities, actions and recommendations to the Board of Directors within thirty (30) days following each Board of Governors meeting.

Jeanne Dudak **MOTION** to accept changes after amending the following, take out "all" "a summary of their activities" to "Their", and changing "board of directors" to "General Membership", **SECOND** by Bev Hampton, vote taken, 2.3.8 **PASSED**

New policy will read

2.3.8 Member of the Board of Governors (four are elected, the President serves as the 5th member of the Board of Governors) - The Board of Governors has the routine day to day control and management responsibility of the organization. They may recommend to the Board of Directors the hiring of an employee and/or contract services as required to accomplish the daily operation of the organization. They monitor CGA office operations to ensure that CGA policies are being properly implemented. The Board of Governors shall publish minutes summarizing all of their actions and recommendations to the general membership within thirty (30) days following each Board of Governors meeting.

Addition of 2.4 Board of Director Voting

2.4 Board of Director Voting

All Board of Director voting with regards to people or positions shall be by private written ballot. At least three non-partisan members shall count the ballots.

Dianna Malley move to **STRIKE** paragraph, **SECOND** by Andrea Garcia, vote taken, 2.4 **FAILED**

Changes to 2.4.10 (2.45.10 in proposed manual)

Original paragraph

2.4.10 – No member shall be qualified to run for the Board of Governors, Board of Directors, or be in a President’s appointed position if they have had disciplinary action resulting in suspension by any one of the three committees, Board of Governors, Board of Directors or Master Judges Committee or have resigned without legitimate excuse, in the five years previous to the election date of any given year.

Proposed changes

2.45.10 – No member shall be qualified to run for the Board of Governors, Board of Directors, or be in a President’s appointed position if they have had disciplinary action resulting in suspension by any one of the three following committees: Board of Governors, Board of Directors or Master Judges Advisory Committee in the past two years, or have resigned without legitimate excuse in the two five years previous to the election date of any given year.

Jeannette Stewart move to **STRIKE** changes, **SECOND** by Cherie Hohlbauch, vote taken, changes on 2.45.10 **FAILED** (paragraph stays as 2.4.10)

Addition of 2.5.11

2.5.11 – No more than two persons at a time sharing the same familial ties may serve on the Board of Directors, Board of Governors or MAC Chairperson. No person with an existing familial tie on the Board of Governors may also serve on the Board of Governors

Nathan Rowles move to **STRIKE** paragraph, **SECOND** by Danna Herchkorn, vote taken, 2.5.11 **FAILED**

Addition of 2.5.12

2.5.12 – No person with a familial tie to the General Manager may serve on the Board of Governors, as this would create a conflict of interest

Jeannette Stewart move to **STRIKE** paragraph, **SECOND** by Bob Cranor, vote taken, 2.5.12 **FAILED**

Changes to 2.4.11 (2.5.13 in proposed manual)

Original paragraph

2.4.11 Elections – Elections will be held annually as prescribed in the CGA Procedure Manual, maintained by the Board of Governors.

Proposed changes

2.5.13 Elections - Elections will be held annually as prescribed in the CGA Procedure Manual ~~which is maintained by the Board of Governors.~~ **Changes shall not be made to the election process unless approved by the Board of Directors.**

Tiffany Martin **MOTION** to leave in strike out sentence and add “changes shall...board of directors”, **SECOND** by Danna Herchkorn, vote taken, **PASSED** (paragraph will be 2.4.11)

New policy will read

2.4.11 Elections - Elections will be held annually as prescribed in the CGA Procedure Manual which is maintained by the Board of Governors. Changes shall not be made to the election process unless approved by the Board of Directors

Changes to 2.6 (2.67 in proposed manual)

Original paragraph

2.6 Removal of Officers or Directors

2.6.1 Reason for Removal - Any officer or director may be removed from office because of failure to fulfill the duties of said office or for conduct detrimental to the best interests of the organization. Removal from office shall be in accordance with the Procedure Manual.

Proposed changes

2.67 Removal of Officers or Directors **or Governor**

2.6.1 Reason for Removal - Any **Officer, Director, or Governor** ~~officer or director~~ may be removed from office because of failure to fulfill the duties of said office, **having an unexcused absence from two consecutive meetings, or if they have performed any actions or conduct that may be deemed to be** ~~for~~ ~~conduct~~ detrimental to the best interests of the organization. Removal from office shall be in accordance with the Procedure Manual, **follow the violations due process and require 2/3 vote of the Board of Directors by written vote.**

Tiffany Martin **MOTION** to keep “officer, director, governor”, and “having an absence...deemed to be” and moved to **STRIKE** “follow the violations....by written vote”. **SECOND** by Mark Brummitt , vote taken, 2.6.1 **PASSED**

New policy to read

2.6 Removal of Officers, Directors or Governors

2.6.1 Reason for Removal - Any Officer, Director or Governor may be removed from office because of failure to fulfill the duties of said office, having an unexcused absence from two consecutive meetings, or if they have performed any actions or conduct that may be deemed to be detrimental to the best interests of the organization. Removal from office shall be in accordance with the Procedure Manual.

Addition of 2.7 (2.8 in proposed manual)

2.8 Viewpoints

All Board of Directors and Board of Governors shall respect and encourage diversity and varying viewpoints on issues of concern to promote healthy discussions and assist in the making of informed decisions. There shall be no retribution for opposing viewpoints.

Tiffany Martin **MOTION** to accept, **SECOND** by Danna Herchkorn, vote taken, **PASSED** (paragraph will be 2.7)

Changes to 3.2

Original paragraph

3.2 Honorary Members

Honorary Members are persons who have rendered distinguished service to this organization. Such persons may be elected honorary members by an affirmative vote of a two-thirds majority of the Board of Directors. An Honorary Member will have a lifetime membership with all the privileges of an active member.

Proposed changes

Honorary Members are persons who have rendered distinguished, **long term** service to this organization, **and have served on the Board of Directors or Board of Governors for at least 20 years total**. Such persons may be elected honorary members by an affirmative vote of a two-thirds majority of the Board of Directors. An Honorary Member will have a lifetime membership with all the privileges of an active member, **with the exception that honorary members may not hold office**.

Jeanette Stewart move to **STRIKE** "board of directors or board of governors" and "with the exception...hold office", **SECOND** by Mark Brummitt, keeping "long term" and "have served for at least 20 years", vote taken, 3.2 **PASSED**

New policy will read

Honorary Members are persons who have rendered distinguished, long term service to this organization for at least 20 years total. Such persons may be elected honorary members by an affirmative vote of a two-thirds majority of the Board of Directors. An Honorary Member will have a lifetime membership with all the privileges of an active member.

Changes to 4.1

Original paragraph

4.1 Incursion of Debt

No CGA member shall contract for, incur any debt, enter into any agreement, or otherwise obligate this organization except by authorization of the Board of Governors.

Proposed changes

No CGA member shall contract for, incur any debt, enter into any agreement, or otherwise obligate this organization except by authorization of the Board of Governors, **and approval from the Board of Directors**
Margo Abatti move to **STRIKE**, **SECOND** by Cherie Hohlbauch, vote taken, 4.1. **FAILED**

Changes to 4.4.1

Original paragraph

4.4.1 Debt - No indebtedness shall be created and no obligation shall be incurred which shall in any fiscal year exceed the sum appropriated in the budget for that year unless authorized by the Board of Governors. All chairpersons of proposed projects shall submit recommended budgets for approval by the Board of Governors Chairperson.

Proposed changes

4.4.1 Debt - No indebtedness shall be created and no obligation shall be incurred which shall in any fiscal year exceed the sum appropriated in the budget for that year unless authorized by the Board of Governors **and identified as such to the Board of Directors**. All chairpersons of proposed projects shall submit recommended budgets for approval by the Board of Governors Chairperson.

Margo Abatti move to **STRIKE**, **SECOND** by Cherie Hohlbauch, vote taken, 4.4.1 **FAILED**

Changes to 4.4.2

Original paragraph

4.4.2 Accounting - All fiscal reports must have a full itemization of the financial transactions of the organization. The General Manager and Treasurer shall present the current Actual versus Budget report at all meetings of the Board of Directors

Proposed changes

4.4.2 Accounting - All fiscal reports must have a full itemization of the financial transactions of the organization. **The report shall be distributed to the Board of Directors at least one week prior to each Board of Directors meeting. The Treasurer, in concert with the General Manager, shall review and discuss**

~~General Manager and Treasurer shall present~~ the current Actual versus Budget report at all meetings of the Board of Directors.

Tiffany Martin **MOTION** to accept, **SECOND** by Danna Herchkorn, vote taken, 4.4.2 **PASSED**

New policy will read

4.4.2 Accounting - All fiscal reports must have a full itemization of the financial transactions of the organization. The report shall be distributed to the Board of Directors at least one week prior to each Board of Directors meeting. The Treasurer, in concert with the General Manager, shall review and discuss the current Actual versus Budget report at all meetings of the Board of Directors.

Changes to 4.4.3

Original paragraph

4.4.3 Budget Creation - The Board of Governors and the Treasurer shall present a budget for the current fiscal year to the Board of Directors no later than the first Board of Director's meeting of that year.

Proposed changes

4.4.3 Budget Creation - The Board of Governors and the Treasurer shall present a budget for the current fiscal year to the Board of Directors **for approval** no later than the first Board of Director's meeting of that year.

Andrea Garcia move to **STRIKE**, **SECOND** by Tiffany Martin, vote taken, 4.4.3 **FAILED**

Changes to 4.7

Original paragraph

4.7 Employees

The Board of Governors may hire an employee and/or contract services as required to accomplish the daily operations of the organization. The contract value and duration, rates of salary, salary schedules and payroll periods will be prescribed by the Board of Governors and approved by the Board of Directors. All employees/subcontractors shall be directly responsible to the Board of Governors.

Proposed changes

The Board of Governors may hire an employee and/or contract services as required to accomplish the daily operations of the organization. The contract value ~~and duration~~, rates of salary, salary schedules and payroll periods will be recommended by the Board of Governors and **must meet with 2/3 approval** approved by the Board of Directors **before becoming effective. The contract duration and extensions combined may not exceed four years, and must go out for public bid at that time.**

All contracted services must be reported to the Board of Directors annually for review and approval, and are subject to adjustment by the Board of Directors to meet the needs of CGA. All employees/subcontractors shall be directly responsible to the Board of Governors.

Tiffany Martin **MOTION** to change the word "hire" to "recommend", **SECOND** by Danna Herchkorn, vote taken, **PASSED**. Jeannette Stewart move to **STRIKE** remaining changes, **SECOND** by Danna Herchkorn, vote taken, 4.7 **FAILED**

New policy will read

The Board of Governors may recommend an employee and/or contract services as required to accomplish the daily operations of the organization. The contract value and duration, rates of salary, salary schedules and payroll periods will be recommended by the Board of Governors and approved by the Board of Directors.

All employees/subcontractors shall be directly responsible to the Board of Governors.

Addition of 4.9

4.9 CGA Benefits

CGA provides complimentary entries and other benefits for specific key worker positions at State Show. An itemized list of benefits and amounts with worker positions will be identified as part of the State Show update to the Board of Directors.

CGA provides rooms and other benefits for Board of Governors' hearings and other meetings. An itemized list of exact benefits and amounts spent will be identified as part of the Treasurer's Report to the Board of Directors.

Tiffany Martin **MOTION** to accept, **SECOND** by Cherie Hohlbauch, vote taken, 4.9 **PASSED**

Changes to 5.1

Original paragraph

5.1 Member Responsibility

No member, district or club shall refuse any reasonable request to assist the association, its officers, committees, judges, or show management in the proper conduct of the shows or affairs of the association.

Proposed changes

No member, district or club shall refuse any reasonable request to assist the association, its officers, committees, judges, or show management in the proper conduct of the shows or affairs of the association.

Such request will not be deemed reasonable if a medical or physical condition or ailment, or other engagement or family responsibility prohibits the member from carrying out the request.

Danna Herchkorn **MOTION** to accept, **SECOND** by Jeanne Dudak, vote taken, 5.1 **PASSED**

New policy will read

No member, district or club shall refuse any reasonable request to assist the association, its officers, committees, judges, or show management in the proper conduct of the shows or affairs of the association. Such request will not be deemed reasonable if a medical or physical condition or ailment, or other engagement or family responsibility prohibits the member from carrying out the request.

Changes to 5.2

Original paragraph

5.2 Violations

Any CGA member may be disciplined, fined, suspended or expelled from the association and any CGA member may be denied any or all of the privileges of the association whenever it shall have been established by satisfactory evidence to the Board of Governors that such CGA member performed any one or more of the violations described in the following listing of violations. Failure to understand these violations shall not be accepted as an excuse.

Proposed changes

Any CGA member may be disciplined, fined, suspended or expelled from the association and any CGA member may be denied any or all of the privileges of the association whenever it shall have been established by **Conclusive** ~~satisfactory~~ evidence to the Board of Governors that such CGA member performed any one or more of the violations described in the following listing of violations. Failure to understand these violations shall not be accepted as an excuse.

Jeannette Stewart move to **STRIKE** , **SECOND** by Sonja Peery, vote taken, 5.2 **FAILED**

Changes to 5.2.5

Original paragraph

5.2.5 Causing a Disturbance - Willfully causing trouble inside or outside the ranks of the CGA by constant complaining, willfully causing disturbances or unnecessarily aggravating CGA directors, judges, horse show managers, secretaries, or members. Accusing or making derogatory statements relative to the performance of judges, secretaries, or officers that is detrimental to the CGA or the person involved.

Proposed changes

5.2.5 Causing a Disturbance - Willfully causing trouble inside or outside the ranks of the CGA by constant **and on-going** complaining; willfully causing disturbances or unnecessarily aggravating CGA directors, judges, horse show managers, secretaries, or members; accusing or making derogatory statements relative to the performance of judges, secretaries, or officers that is detrimental to the CGA or the person involved.

Cherie Hohlbauch **MOTION**, **SECOND** by Tiffany Martin, vote taken, 5.2.5 **PASSED**

New policy will read

5.2.5 Causing a Disturbance - Willfully causing trouble inside or outside the ranks of the CGA by constant and on-going complaining; willfully causing disturbances or unnecessarily aggravating CGA directors, judges, horse show managers, secretaries, or members; accusing or making derogatory statements relative to the performance of judges, secretaries, or officers that is detrimental to the CGA or the person involved.

Changes to 5.2.10

Original paragraph

5.2.10 Illegal Acts - CGA has the right if deemed warranted, to request any Board Member or other person acting in an official capacity to provide background information of any criminal history. Such history may be sufficient grounds to refuse or suspend membership in CGA.

Proposed changes

5.2.10 Illegal Acts - CGA has the right if deemed warranted, to request any Board Member or other person acting in an official capacity to provide background information of any criminal history. Such history may be sufficient grounds to refuse or suspend membership in CGA **if the criminal history resulted in a felony conviction detrimental to the integrity of the member's position and is reasonably determined to be harmful to furthering the mission of the organization.**

Tiffany Martin **MOTION** to accept after changing, "a felony" to "any", **SECOND** by Sonja Peery, vote taken, 5.2.10 **PASSED**

New policy will read

5.2.10 Illegal Acts - CGA has the right if deemed warranted, to request any Board Member or other person acting in an official capacity to provide background information of any criminal history. Such history may be sufficient grounds to refuse or suspend membership in CGA if the criminal history resulted in any conviction detrimental to the integrity of the member's position and is reasonably determined to be harmful to furthering the mission of the organization.

Changes to 5.2.11

Original paragraph

5.2.11 Other Conduct - Any conduct deemed detrimental to the best interests of the organization by a majority of the Board of Governors or a majority of the Board of Directors.

Proposed changes

5.2.11 Other Conduct - Any conduct deemed detrimental to the best interests of the organization by a majority of the Board of Governors ~~or~~ **and** a majority of the Board of Directors.

Danna Herchkorn move to **STRIKE**, **SECOND** by Sonja Peery, vote taken, 5.2.11 **FAILED**

Changes to 5.3

Original paragraph

5.3 Disciplinary Procedures

The Board of Governors shall hear the complaint and take action according to the Board of Governors' Procedure Manual.

Proposed changes

The Board of Governors shall hear the complaint and take action according to the Board of Governors' Procedure Manual. **Mediation must be attempted as the first step in complaint resolution. If mediation cannot resolve the complaint, a hearing shall be held. If the complaint can wait, it shall be heard by the BOG before/after a regularly scheduled Board of Directors meeting to conserve CGA monies. The BOG must hear all evidence, including witnesses, as presented by the complainant and the defendant. The complaint must be proven by conclusive evidence before any disciplinary action shall be taken. Only specific charges appearing in the letter of complaint and the letter of hearing may be judged. Any BOG member failing to show utmost objectivity or displaying strong personal feelings towards the complainant or defendant prior to the hearing must be recused and not present for the hearing or judgement.**

The member has 30 days to appeal the Board of Governors' decision, if an appeal is desired. When an appeal is filed, the BOG ruling will be stayed until the Board of Directors can hear the case and make a final judgement, unless it is determined that a stay will be harmful to the health of the organization.

All evidence presented by both sides will be heard by the Board of Directors at the next public Board of Directors meeting. The Board of Directors' may uphold the ruling with a majority vote if the case can be proven by conclusive evidence, lessen the ruling, or overturn the ruling and remove the violation from the records. Regardless of the BOD decision, no further appeal is available. Defendants will receive full appeal fee reimbursement if the case is overturned, and ½ appeal fee reimbursement if the punishment is lessened.

Jeannette Stewart move to **STRIKE**, **SECOND** by Andrea Garcia, vote taken, 5.3 **FAILED**

V. **New Business (Voting)**

- A. Phyllis Odom- Section 6. District Affiliation Section 6.1 District Relationship to CGA CGA districts are independent entities, and are not governed by CGA. CGA sanctions districts to run CGA shows, and while such shows are being run, the district must run according to CGA rules and regulations. Other than when

shows are being run, CGA has no authority or interest in the district's finances, membership, governing board, rules or any other activity.

6.1 District Relationship to CGA 7.1 Show District Relationship to CGA

CGA districts are independent entities, however they are governed by CGA. CGA sanctions districts to run CGA shows, the district must run according to CGA Rules, Regulations, Board of Directors Policy Manual and Board of Governors Procedure Manual

Added to Board of Directors manual 6.1, which was tabled until March BoD meeting

VI. **District Reports-All Districts**

Delegates stood and reported on their districts.

VII. **Other Issues, Concerns, & Comments (Non-Voting)**

Lea deMontigny has concerns over auditing of D8. Phyllis will be doing audits in her "down time".

VIII. **Next Meeting Date & Agenda Items**

March 3, 2018-Fresno Doubletree Hotel

IX. **Adjournment**

MOTION by Margo Abatti, **SECOND** by Dianna Malley

Respectfully submitted by:

Cherie Hohlbauch

CGA Secretary