

**AHRMA BOARD OF TRUSTEES MINUTES
ANNUAL GENERAL MEETING
MARCH 9, 2005
DELAND, FLORIDA**

Note: Unless indicated otherwise, all votes were unanimous.

Trustees present: Tom Bentley, Robert Borg (holding Matt Hilgenberg's proxy), Craig Breckon, John Goodpaster, Matt Hilgenberg, Dave Janiec, Fred Mork, Rusty Lowry, Dick Mann, Beno Rodi, Jeff Smith and Ron Winget. Also present: David Lamberth and Matt Benson.

Janiec called the meeting to order at 8 a.m.

RECOGNITION OF NEW TRUSTEE

Tom Bentley was welcomed to the board. Bentley said he has been an AHRMA member for five years but had known about AHRMA since about 1995. Over last three years he has gotten more involved in the organizational end, working as tech inspector at motocross events in the west. He said he is honored to be a part of the board and feels very protective of the organization.

Janiec said a trustee information packet has been developed for new board members. A shortened version will be drafted, publicized and given to potential trustee candidates on request.

Board members received the "Guidebook for Directors of Nonprofit Corporations," published by the American Bar Association. The book describes a trustee's responsibilities, obligations and how a nonprofit organization functions.

APPROVAL OF SAN FRANCISCO MINUTES

Page 6, item 3 – BSA B50 vintage MX proposal. The narrative should state that there are always machines that are perceived to be less competitive. A motion was approved to insert the word "perceived."

Page 6, item 9 – vintage MX class structure moratorium. The votes should have been shown as follows: Yes (for moratorium) – Borg, Mann, Mork, Rodi, Sawazhki, Smith. No – Breckon, Goodpaster, Hilgenberg, Janiec, Lowry, Winget.

The minutes were approved as amended.

OPEN SESSION

The board went into open session at 9 a.m. with about 15 members and guests present. Also present were Dirt Track Coordinator Donnie Warf and Roadrace Director Cindy Cowell.

Mark Mederski gave a presentation on the upcoming Motocross America exhibit at the Motorcycle Hall of Fame Museum. There will be a dedication at the museum the Thursday prior to Vintage Motorcycle Days, with a reception and various legends present. Also planned are laps by racing legends on the Mid-Ohio motocross track just before racing begins. Mederski would like help securing machines from members for the legends to use in the parade. The board responded enthusiastically to the proposal, but cautioned that it will be necessary for Mid-Ohio to be more flexible in its time limitations. The museum was asked to help with the issues of time and volunteers. Winget and Smith offered to work as AHRMA liaisons with the museum.

Warf praised the AMA for its help in solving issues leading up to the Bike Week dirt track events. He also said that Hourglass Racing has expressed an interest in building an AHRMA-legal Harley-Davidson XR750 for Jay Springsteen to ride at selected events. Warf proposed that AHRMA either allow Springsteen to ride in the Seventies Twins support class or set up an exhibition class. Lowry said this would be a draw, but he is concerned about maintaining AHRMA's amateur philosophy. Smith described this as an excellent opportunity for AHRMA. He suggested drafting special rules that would allow Springsteen and other legends to race in an exhibition class. A motion was made for the Dirt Track Rules & Eligibility Committee to take a closer look at the proposal and see how to make it happen as an exhibition class. The motion was approved, with Lowry opposed.

Janiec thanked Warf for what he does and for making the three Bike Week dirt tracks a set of quality events.

TREASURER'S REPORT

Smith reported that it was necessary to move funds from investments to cover operational shortages at the end of the year, the fifth year in a row that it has been necessary to do so. AHRMA has not replaced any of the reserve funds during the five years. This situation cannot continue. Policies have been put in place that if followed should mean that funds are replaced this year. He indicated he is not planning to run for trustee again at the end of his current term, and the board should give some thought to who will replace him as treasurer.

Lamberth summarized the financial statement for fiscal year 2004, explaining that the CPA gave the books a clean review. AHRMA broke \$1 million in revenue for FY2004, while expenses were \$1.1 million. The operating loss was \$18,000, a slight improvement over the FY2003 loss of \$19,000. Operational losses were more than offset by investment gains, and AHRMA remains in good financial standing. The market has been good to AHRMA's investments over the past two years.

Lowry observed that AHRMA has consistently lost money on merchandise. Lamberth said that in 2003 there was huge loss due to the inclement weather during Bike Week. Some of the loss is associated with giving shirts to workers.

A motion to approve the financial statement was approved. A summary will be published in the next issue of Vintage Views.

EXECUTIVE DIRECTOR'S REPORT

Lamberth reported that for the period of December 2004 to February 2005 revenues have been up \$27,848 over what was budgeted for the period. Revenue over expenses for the period was \$81,027, or \$33,688 over budget. Although pleased with the finances so far in the current fiscal year, he is concerned over how the spike in fuel prices will impact entries. Lowry asked to have Bike Week numbers plugged into the report and resent to trustees.

Bike Week attendance was up except for the vintage motocross (though fewer no-shows than normal) and the trial. Florida trials entries should increase once word gets out about the quality of this year's event. Overall, it was a successful Bike Week, with very few injuries and very smooth running from an operations point of view.

OPEN COMMENTS

Manufacturer's rep John Basore discussed his contingency program for Aermacchi roadracers, which has helped increase entries of these machines, as well as his standing offer for AHRMA to share his booth space at the Indianapolis dealer show. He wants to get more manufacturer involvement with AHRMA road racing and intends to outline in a memo what he could offer for next season.

Tim Lile said he has explored contingency issues with manufacturers. He suggested that AHRMA consider a program with the Honda Dream 50R retro-racer. The machine is very similar to the CR110, which is eligible for 200 GP, although it does have a disc front brake. Concerns were expressed about the potential disparity in speeds between the 50cc Dream and other 200 GP motorcycles, as well as questions about where the Honda would fit after contingency funds dry up. Janiec suggested that the Roadrace Rules & Eligibility Committee take up the question, with Will Harding and Lile sitting in. Lile also reported that Triumph is thrilled with the Thruxton Cup Challenge program and how it has been handled with AHRMA.

Marvin Long asked how the Harley-Davidson XR750 is defined for the Seventies Twins class. There are so many configurations. Lowry indicated the Dirt Track R&E Committee will publish specs over the next month or so.

Reviewing Daytona, Janiec said AHRMA got "handed the short end of the stick" by the track on arrival Sunday and Monday. AHRMA's roadrace crew did a great job of making the event come off. The riders too did a great job of working within the constraints imposed on them. Discussion centered on getting riders into the pits, onto and off the track, and lack of spectator access to the pits. Smith emphasized meeting with speedway officials in November or December to discuss logistics, etc., but it was noted that the speedway put AHRMA off at that point due to the construction that was occurring.

Janiec also thanked Larry Nordman for his help in securing the DeLand field and helping organize the very successful registration and tech day. The consensus was that AHRMA should return to the DeLand site in 2006. Riders liked the space and relaxed attitude.

Will Harding said AHRMA must be diligent in pursuing sponsorships. There seemed to be an opportunity to get Battery Tender involved in AHRMA's Daytona events, and he was disappointed that it didn't work.

Janiec reported that a set of answers had been developed to a series of 23 questions compiled on the unofficial AHRMA Internet forum. The board has never dealt with compiled questions like this before, but would do so just this one time and publish the answers. Trustees are accessible to members in many ways, including the Town Hall meetings, which emphasize communication. Janiec said he would like to initiate a monthly column in Vintage Views where trustees can address various matters. Winget said he was offended by the compiled-questions approach, which will just generate more of the same. Pat Conroy called it a huge drain on time and resources, and he suggested that members who have complaints attend a meeting or talk personally to an official. Janiec emphasized that trustees as a board act as a single entity, but members are free to approach trustees individually.

The open session ended at 11:10.

ROADRACE MATTERS

Reporting on several roadrace issues, Cindy Cowell said she thinks the Daytona staff did not have a clue of how things would be handled until AHRMA showed up. Repeated attempts were made to work with them in

advance.

She shared some of the results of a rider survey conducted at Kershaw and Daytona. Among them:

- Roebing Road is preferred over Kershaw.
- 90% said they had not read the roadrace task force report.
- When asked if they are getting their money's worth with AHRMA, almost all said yes.
- AHRMA is moving in the right direction, but needs to do more advertising, promotion and sponsorship.

Cowell also pointed out that there are no rules regarding bumping in Vintage Superbike. The Lightweight and Middleweight riders are bumping up, but Heavyweight riders are upset that they have no opportunity to compete in a second class.

The board discussed whether to have just a jetting day at a runway rather than a separate Daytona warmup race. Cowell noted that it might be possible to rent Moroso for a race, but it would be double the price of Kershaw.

VOTE DISCLOSURE AND MINUTES

A number of issues were aired related to finalizing and publishing board minutes. Often there is a lag of several months until the board has a chance to meet and formally approve the minutes with any necessary corrections. The question was raised of whether the meeting summary should be published in Vintage Views before the minutes are formally approved. A motion was approved to set a 30-day period after the meeting for circulating the draft minutes, incorporating any corrections from trustees and then issuing a final set of minutes.

A motion was made that the summary of board meetings published in Vintage Views can indicate how individual trustees voted when votes are not unanimous. The motion also directed Benson to place the final minutes on the website, minus any asterisk (*) items and other matters that are confidential. The motion was approved, with Hilgenberg's proxy abstaining.

ELECTION OF OFFICERS

The following officers were nominated and elected:

- Chairman – Janiec
- Treasurer – Smith
- Secretary – Lowry

OTHER BUSINESS

Roadracing demographics. Janiec said that while membership overall is flat, roadracing is down in terms of both members and participation. AHRMA has lost 70-80 people per year. It may be time to look at bringing in the next generation of roadracing machines to attract new members.

In discussion, Lowry cautioned that the board should not turn its back on AHRMA's mandate to provide competition opportunities for historic motorcycles. AHRMA's modern classes add to the grids but not to the program. If another generation of machines is added, cuts in classes should come from the modern categories, not the vintage. Smith advised trying to formulate class rules that don't allow massive spending in order to win. Mann noted that the board has done a good job of defining the problem without identifying the solutions yet.

Pacific Northwest Region proposal. The board discussed a proposal from Dirk Williams to create an off-road Pacific Northwest Region. A motion was approved stating that the board views the proposal favorably and

wants to meet with the principals for an update at the Chehalis meeting in August.

Premier/Classic events. Mann requested that AHRMA formally recognize Premier/Classic events as its own non-points-paying, equal entity within the organization. There should be parity in scheduling with its own traditional dates that are to be protected.

Lowry expressed concern about further fragmenting AHRMA and the perception of Premier/Classic being an elitist group. Janiec said that if one of the concerns of Premier/Classic competitors is the appropriateness of AHRMA tracks, the board should work to ensure that national tracks are compatible with AHRMA motorcycles of all eras that are competing that day.

A motion was approved stating that AHRMA supports the Premier/Classic concept as non-points-paying and non-series events. However, Premier/Classic events are not to be scheduled at a separate location on the same date as a national or regional off-road event within the same region.

Promotions/sponsorships. Janiec said there is a need for someone within AHRMA who can seek out sponsorships and do event promotions. Lamberth was given the task of developing a description for a promotions person and present it to the Executive Committee. This could include rearranging the duties of existing staff. Benson noted that if a promotions person also was given the responsibility for managing advertising in AHRMA publications, Benson would have time to focus more on public relations.

Philosophy of rulemaking. Borg said he would like board to agree on a statement explaining AHRMA's philosophy of motocross rulemaking. This would be incorporated into a thorough article for Vintage Views and then posted permanently on website as part of the rules section. Lowry said he would like to see it cover all of AHRMA. The sense of the board was to develop the article, but to take the time to do it right.

VV column from board members. As the first of the trustee articles, Janiec will write an intro to the Kenyon questions, then present the board's responses. Trustees should give suggestions to Janiec on the topics they want to address or questions that members are asking at the various events.

Special awards. Smith said he was dismayed that the special awards were not properly presented at the off-road awards banquet. The Sportsman of the Year trophy wasn't even there. Janiec noted that there was a problem of continuity between one Awards Committee chairman and the next. Breckon said it is key that the roadrace and off-road sides work together on the various awards.

Benevolent Fund. Lamberth said he has been providing data to Bendelow on restructuring the fund, but there has been no definitive answer yet.

The meeting adjourned at 3 p.m.

Submitted by Matt Benson