



AHRMA Board Meeting
April 30, 2018 (First 2018 Board Meeting)
Lancaster, CA

The meeting was called to order at 8:00am by AHRMA's Chairman of the Board, Carl Anderson.

In attendance were Executive Director Dave Lamberth, Communications Directors Matt Hilgenberg and Ginger Hilgenberg, and Trustees Carl Anderson, Kevin Burns, Luke Conner, Fred Guidi, Arthur Kowitz, Brian Larrabure, Louis LeBlanc, Debbie Poole, Rob Poole, Beno Rodi and Kelly Shane. Pat Riley was not in attendance.

Open Session

The meeting began in open session, with Anderson seating Eastern Trustee Kowitz and Western Trustee Larrabure, who were newly-elected to three-year terms in January. LeBlanc (Eastern Region) and D. Poole (Western Region) were re-elected in January.

The Trustees and AHRMA staff introduced themselves to the members in attendance.

The first item on the agenda was a discussion of the 2018 Trustee election. Secretary R. Poole informed the Board that in January, member Stephen Hipp told Shane that Alberto Gonzales had telephoned to volunteer to vote on Hipp's behalf. This was of great concern to Hipp, and raised a question as to the extensiveness of this behavior. After a record number of ballots were received by the accounting firm Allred Jackson P.C. – which gathers ballots, verifies membership status and tabulates the Trustee election results – AHRMA's Executive Committee directed Allred Jackson to contact voting members in an effort to confirm the 2018 Trustee election results. Allred Jackson telephoned members, and applied a series of nine procedures to confirm that each member had voted and that the ballot received aligned with that member's intentions. After communicating with 162 respondents, Allred Jackson reported their results which was based on a 95% confidence level. See the report from Allred Jackson, which is attached to these minutes.

AHRMA's bylaws state that it is the Secretary's duty to conduct elections; when Allred Jackson was done with the ballots, R. Poole took possession against the Chairman's recommendations and inspected ballots that had been shipped to him from the AHRMA Executive Director. He reported that 73 ballots "caused him concern", including 19 with consecutive membership numbers and "a number" that had candidates marked with perfect "X" marks or left-handed check marks. R. Poole noted that the state of Ohio (the location of AHRMA's registered office) does not allow proxy voting *unless* it's written-in to an organization's bylaws. DL commented that the report provided by Allred Jackson showed 221 members were surveyed and that 163 responded to Allred Jackson. Please see the attached report from Allred Jackson that provides the details of the process followed.

Burns asked, "Please show me where proxy voting is not allowed," and noted that Allred Jackson found no statistical value to warrant R. Poole's ballot review.

Conner said, “I have several family members and employees (who are AHRMA members) – we sat at a table, all voted and mailed the ballots in one envelope. Those are secret ballots – I don’t want anyone knowing who I voted for, and I think that’s a bigger problem than anything that happened in the election.”

Kowitz suggested a Frequently Asked Questions (FAQ) informational document be posted on AHRMA’s websites to help members with election questions. He asked, “Can Associate Members vote? I’ve been told yes, no, and yes, if the Board allows. This should be included in the FAQ.”

D. Poole said that on the membership applications published in the 1990 and 1991 rulebooks, Enthusiast Memberships were offered, but it expressly stated that no voting privileges were included. Since 1992, the “no voting privileges” verbiage has not been included in the non-racing member description.

Burns felt that the Board had disenfranchised one-twelfth of the membership with the 2017 elimination of proxy votes for Trustee meetings, and “If we do the same thing with the election (not allow a person to give another member his/her permission to vote on their behalf), we risk disenfranchising more.” He agreed that sending ballots with a specific identification number – separately from *Vintage Views* – could help the election process, and expressed his support of electronic voting.

Shane said his impression was that members wondered how certain candidates could go from low vote counts to very high vote counts in two consecutive elections. Accurate or not, he felt it has given members the feeling that “something’s fishy”. Burns responded: “We pushed hard to get people to vote, and now we don’t believe that they did?” He continued, “It was a good election; I sympathize with those who feel something was wrong. People did the work, members are telling us that they want something to change – we should listen to them.”

Kowitz reasoned that the postcards and other work by Trustee candidates could explain the increase in voter turnout, as no one had campaigned in this fashion in quite some time. He also expressed that incumbent Trustees will always have an advantage at election time, since they have access to the AHRMA membership list that other candidates do not. Anderson reminded him that the National Office will distribute information to the full membership on behalf of any Trustee candidate. Kowitz commented that this costs the candidate roughly \$650 and there is no way to personally contact members via email addresses or phone numbers. Incumbents still have an upper hand.

LeBlanc closed the discussion by saying he strongly disagreed with R. Poole’s ballot-review findings and conclusions.

Election of Officers

The election of Officers began with the position of Chairman. Guidi nominated Anderson and R. Poole seconded. Burns nominated Conner, and LeBlanc seconded. A secret-ballot vote was conducted; Lamberth counted the ballots and announced that Conner was elected as Chairman.

Conner nominated LeBlanc for Treasurer, and Burns seconded. D. Poole nominated Shane, and R. Poole seconded. A secret-ballot vote was conducted; Lamberth counted the ballots and announced that LeBlanc was elected as Treasurer.

Rodi nominated Anderson for the position of Secretary, and LeBlanc seconded. D. Poole nominated R. Poole, and Shane seconded. A secret-ballot vote was conducted; Lamberth counted the ballots and announced that Anderson was elected as Secretary.

Open Session

Conner assumed the role of Chairman to lead of meeting, and reviewed the “Three simple standards for Trustees:” Duty of Loyalty, Duty of Care and Duty of Obedience. He concluded by saying that AHRMA must stick to its mission, and that mission cannot be changed.

Approval of Birmingham, AL minutes

Burns moved to approve the minutes of the third 2017 Board of Trustees meeting, held October 9, 2017, at the Barber Vintage Motorsports Museum, as written, and Kowitz seconded. The final vote to formally approve those minutes was 11-0 in favor.

Member Open Comment Session

The member comment session began at 9:00am; in attendance were Chuck Bullwinkle, Murrae Haynes, Jeff Herndon, Terri Herndon, Dick Mann, Kay Mann, Luke Sayer and Tyrus Wilson.

Haynes was a candidate in the 2018 Trustee election, and said he spent more than 16 hours campaigning for votes. Feedback he received included the feeling that timing for the election is poor, as November and December holidays are a distraction for many. He conveyed that his experience with Motorcycle Safety Foundation electronic voting was favorable.

Wilson asked if the criteria used by Allred Jackson to disqualify ballots were well known. Lamberth replied that it is published on the ballot, website and other places. Disqualified ballots from the 2018 Trustee election included: Didn't include membership number (28 ballots); no address (19); more than two votes placed (a member is allowed to only vote for two candidates) (9); no votes placed (4); 2017 ballot submitted (1). Burns added that Allred Jackson follows-up if there are duplicate ballots. In the 2018 election, one duplicate ballot was received. The sender sent a blank ballot, realized the error, and sent a properly-filled-out ballot the second time. Burns commented that he'd like to see the election moved to September.

Sayer thought the election goings-on had been a distraction to AHRMA activities, and that voting methodology should be examined and any loopholes be closed.

Bullwinkle prefaced his comments by saying he'd been in the motorcycle business his entire life, and worked as an AHRMA race promoter for 13 years. He felt that all Trustees would be well served by hosting events to understand how the processes work, and they should attend events of all disciplines. He stressed that AHRMA's mission is to preserve a certain era as if in a time capsule, and that getting kids involved at an early age by participating/checking sections/riding observed trials was vital in growing the organization. Bullwinkle also shared a story about a visit with representatives of the Tesla (electric automobile) company. He asked when they might produce an electric motorcycle, and reported that they said “never”,

primarily due to battery containment issues. They felt their automotive batteries were well contained, but such protection could not be applied to a motorcycle. Bullwinkle was concerned that a single eBike accident that resulted in a runaway battery fire could spell the end of the organization, due to racetrack damage, liability and other hazardous circumstances.

Former fire engineer Wilson followed-up Bullwinkle's comments with a summary of a Tesla auto incident where the company's state-of-the-art battery containment system failed, resulting in a fatality of the vehicle's occupant. He reported that the batteries combusted three times, including one time after the fire department had left the accident scene. Wilson's main concern for AHRMA was addressing battery fires that turn into metal fires.

Burns explained that lithium-ion and lithium-iron batteries are used to power motorcycles, and in the instance of fire, those types batteries are extinguishable with "copious amounts of water, and do not require a Type D extinguisher." Burns said that extinguishing battery fires is the responsibility of the racetracks, and that Roadrace Director Cindy Cowell confirms that each facility rented by AHRMA roadracing is equipped to suppress battery fires. A Type D extinguisher is on-hand at all roadrace events.

Bullwinkle asked the benefit to AHRMA of having electric racebikes at the track outweighed potential downsides, and Burns responded, "We've had this conversation before. Send a rule proposal if you'd like to see them removed."

T. Herndon told the Board that their shop's "test and tune" day in Marysville, CA, attracted 65 participants who were able to absorb the vintage-bike experience. She said 30 of those folks have become members who are searching for, buying and repairing old bikes. D. Poole felt that the "biggest battle we're facing" is that many kids don't want to go outside or work on mechanical things – it's a lifestyle shift from previous generations.

K. Mann asked the Board, "Roadracing includes modern classes, and it's been said that those riders move on to vintage bikes. Does that mean the Premier classes are growing?" D. Poole responded that roadracers face a tougher challenge than MX riders fielding a Premier bike, primarily due to expense.

Conner assured those in attendance that, "This Board is going to act as one – not roadrace vs. off-road – we're going to act as 'AHRMA' – a united front." He continued, saying the staff should, "find the right people, put them in the right place(s), and that's the key to success. Dirt track is a good example. (Dirt Track Director David) Aldana is doing a great job and the momentum is building."

J. Herndon thanked the Board for its work and passion, and asked that each Trustee keep the mission statement in mind. Conner followed-up with, "This Board is not moving AHRMA to being a modern racing bike organization. We are working to make it where we can keep racing vintage bikes."

The Member Open Comment Session ended and the meeting went into recess at 10:13am.

The meeting reconvened at 10:32am in open session.

Treasurer's and Executive Director's Reports

Lamberth presented the 2017 year-end Financial Statement Review. For FYE 11/30/2017, the increase in unrestricted net assets was \$82,530 (using for-profit terminology, this is a profit).

Lamberth advised that financial results for the fiscal year through March showed excess revenue over expense of \$20,882.86 as compared to a budgeted excess of expense over revenue of \$47,851.82, resulting in a negative variance of \$26,968.96. This was primarily due to expenses that were incurred during the period, but budgeted beyond the period. Cash flow was reported as strong and there were no issues with collecting accounts receivable.

The balance in the two RBC Investment accounts as of March 31, 2018 was \$251,525.56.

Event attendance was reviewed, with positive results.

The meeting went into lunch recess at 11:48am.

The meeting reconvened at 12:48pm in open session.

AHRMA membership stood at 3414 on April 28.

Other Business

Burns asked if the previous year's method of streamlining rules proposal voting would again be implemented, or if a Trustees-only online method might serve the task more satisfactorily. Facebook and Google Docs solutions were discussed.

Guidi asked that the Board consider an AHRMA Hall of Fame, to be established initially as an online presence while a physical location was established.

Conner expressed the desire for more post vintage MX and road racing in the Western Region, and said that Larrabure would soon be visiting/in contact with California racetracks Buttonwillow Raceway Park, Thunderhill Raceway Park and WeatherTech Raceway Laguna Seca.

Anderson stated that dirt-track racing is generally on the upswing in the US, from amateur to professional events. He asked that Lamberth to consult with Aldana regarding the possibility of AHRMA-promoted dirt-track events.

Trustee-election discussion was reopened. D. Poole presented a sample ballot with simplified the voting process and placed an identification number that matched each member with a specific ballot. As part of D. Poole's proposal, the ballots would be mailed by the ED to the members to vote and there is a cost related to it. Shane suggested that a write-in space be added, and Burns thought the i.d. number could be coordinated with electronic voting. Larrabure was pro-electronic voting, saying that a one-time user number could be implemented to establish a "click, vote, done" voting process. Anderson supported D. Poole's proposal.

Kowitz said he'd like the voting process moved one month earlier, and thought all Trustee candidates should have access to the membership list. R. Poole countered that he would not

support Trustee candidates having membership information access, and that he liked the vote-by-mail election process.

Conner said, “I don’t think the system is as flawed as some have made it out to be. The CPA said what we did was not flawed meaning the survey was not flawed.” He also felt that a membership list could be released to Trustee candidates who first signed a non-disclosure agreement.

LeBlanc: “(There is) nothing boldly wrong with the existing system. This only came up because somebody lost. The CPA fundamentally validated, supported what we did. We should applaud ourselves for getting so many people to come out to vote. This is a system that’s been in place for 25 years, and it’s been working.”

Burns supported the idea of every Trustee candidate having access to a mailing list, and stressed that the vote should take place earlier in the year – before Thanksgiving – and that the voting period should be shorter, so the process does not get lost/forgotten during the holiday season. He said, “We in this country hold dear the secret ballot. A new CPA is needed; I feel that somehow information about the voting got out during the election.”

Conner: “Debbie is guilty by association (by virtue of being his wife) that Rob has seen the votes. I’m pissed-off that someone could’ve seen who I voted for – it’s a secret ballot.” Anderson replied, “We felt there was not a problem with examining the ballots, but that Carl strongly recommended that Rob return the ballots to D. Lamberth unopened and that Rob was doing this on his own.”

Conner: “This has been blown-up and we’ve created some problems with the membership. We should make some decisions, stick to them, and say to the membership with a united front that yes, there were mistakes, (but) we’ve corrected them.” It was also discussed that full members and associate members are allowed to vote and even though the bylaws state full members only, since 1992, there is precedent that associate members are allowed to vote.

Kowitz made a motion to accept D. Poole’s ballot and voting process proposal (with a write-in option) in lieu of a downloadable or *Vintage Views*-published ballot. Anderson seconded. After further discussion, the motion was withdrawn. Kowitz noted that a ballot i.d. number would help give the appearance of voting security.

Conner asked Lamberth to move forward with researching the possibility of electronic voting and the cost increase of using an individualized ballot system. Discussion also took place for Lamberth to research and provide cost estimates that would occur with the voting process provided by D. Poole. There could be a significant cost associated with mailing out the ballots.

The meeting went into recess at 2:33pm.

The meeting reconvened at 2:47pm in open session.

LeBlanc: “We spent most of the day speaking about things we didn’t need to be talking about. We’re spending time on the wrong things. We need to spend time on subjects that’ll improve the membership count and improve communication with each other.”

Burns: “Last year we talked about the Membership Office. That discussion brought me to the thought that the problem is more at the regional level. I would like to know more about how regions operate. I saw on Facebook that the South Central region doesn’t allow members from outside their region to earn season awards. (I’d like to see a) common protocol for regions reporting to AHRMA, how regions operate, (and an) A-Z formal plan for Weekend Memberships – who joined, where the information goes, how (the 13-month limit) can be policed.” Conner invited Burns to formalize those thoughts and submit a plan. Guidi warned that, “You have to be careful and not be too heavy-handed, or impose too much workload, or you’ll chase away the volunteers.” Burns mentioned compensation for off-road volunteer workers, to which Guidi responded that “things are in place”.

Anderson floated the idea of “post vintage” roadracing classes to address an era of machines that is currently between the existing vintage and modern classes.

Rodi said he believed that AHRMA could run an observed trial and motocross on the property of New Jersey Motorsports Park and help develop a cornerstone event at the Millville, NJ facility. Rodi also reported that he was working with Barber Motorsports Park staff on improvements to the AHRMA cross country and MX scheduled for October, 2018.

Conner announced a plan to pair graduates from the AHRMA Fast & Safe Roadracing School with experienced riders who could mentor the new members during their first weekend of racing.

Conner stressed that AHRMA officials need to be impartial. “They need to point-out issues, then an enforcer should be there to enforce the rules. We should train/educate Tech guys on Friday. We need to work on handling conflict – don’t use “let’s look at the rulebook” as the first response. We can do a better job.” Also, “The rulebook needs clean-up – the ‘shoulds’ (need to be replaced) and use of the word ‘legal’ must be addressed and the word ‘eligible’ used to describe equipment and riders.”

Conner said he’d like to see promotions for AHRMA events to be more consistent, and a media program be put in place to help promote events.

The idea of a “Charlie Mavros Ironman Award” that would go to the roadrace participant who scores the highest total number of points during a season was discussed.

Kowitz asked that a Google Calendar be developed for all AHRMA National and regional events. G. Hilgenberg said she would do so.

Kowitz mentioned that in the past, he had requested the Roadrace Director to work with Referees on certain issues and the chain of command would sometimes leave gaps and wondered how best to address the situation.

After attending several roadraces as a spectator, R. Poole said he’d like to see a list of rider names and vehicle numbers at all roadraces, to help engage spectators. It was mentioned that a great number of post-entries can make a reasonably-complete list impossible.

Kowitz said he had provided ideas to the Roadrace Director for promoting vintage roadrace classes, such as providing early track entry, special trophies, and more.

Burns made a motion to adjourn the meeting, and Guidi seconded. The vote was 11-0 in favor.

The meeting adjourned 4:05pm.

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