



**AHRMA Board Meeting**  
**July 23, 2018 (Second 2018 Board Meeting)**  
**Soda Springs, CA**

*\*Confidential items marked with an asterisk*

The meeting was called to order at 8:16am by AHRMA's Chairman of the Board, Luke Conner.

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, Pat Riley, Beno Rodi and Kelly Shane.

**Open Session**

The meeting began in open session, with Shane asking why an unidentified woman was positioned in the center of the meeting tables. It was explained that Larrabure had hired – and personally paid for – her to produce an audio recording of the full open session of the meeting, which could later be used as a podcast.

Shane said he was not in favor of any one Board member taking it upon himself to decide to record a meeting. He applauded Larrabure's initiative to do so, and was generally in favor of such an action, but was not in favor of any spur-of-the-moment actions of any sort, due to the possibility of unintended negative consequences. Kowitz agreed "it shouldn't be sprung on us."

Conner knew about the plan to record, and took responsibility for not disseminating the information to the Board prior to the meeting, as he was recovering from injury.

Discussion ensued, covering items such as who would own the recording, if it would be released to the general public or only to AHRMA member (or not at all), if it would be edited before release, the possibility of members taking sound bites out of context, and more.

Anderson felt that personal interaction with members had always worked well to explain Board decisions and policies, but noted that a recorded version could be a much different situation. Guidi reported that he had not encountered any problems with the podcast work he did, and Conner added that in his business, podcasts had "tremendously" helped people to understand what happens in meetings.

Rodi made a motion to record the meeting, *then* have the Trustees review the recording and decide if/what to do with it. Anderson seconded.

Shane said that, according to Robert's Rules of Order, items that are not on the meeting agenda should not be subject to vote. Conner, "As Chairman, I can make the decision to go forward with this", and called for a vote. The vote was 10 For, 2 Against (Riley, Shane).

### **Approval of Lancaster, CA minutes**

The first item on the agenda was to approve the minutes of the first 2018 Board of Trustees meeting, held April 30, 2018, in Lancaster, CA. Riley asked for one change in the minutes; member Tyrus Wilson was referred to as a fire chief, when instead he had served as a fire engineer. Guidi made a motion to make that change, and approve the minutes; Larrabure seconded. The vote to formally approve the minutes was 12-0 in favor.

### **Treasurer's and Executive Director's Reports**

Lamberth reviewed the RBC investment accounts. As of June 30, the balance in the Investment Accounts was \$133,313.12 and the Benevolent Fund account stood at \$121,353.48. Lamberth reported that \$6k would be added to the accounts during the week following the meeting, and that \$8k had been deposited to the Benevolent Fund account, with \$1k being paid out.

Lamberth began the budget review by saying, "I've said for years, it only takes one bad roadrace to hurt us financially," then reported a \$30k loss for the April 20-22 event at Hallett Motor Racing Circuit in Oklahoma, caused by bad weather and low attendance. Lamberth noted that such an event is unusual and that the last such event was when the NOLA event was impacted by a hurricane. The positive financial results from the remaining roadrace events normally more than cover for such an occurrence. The Hallett loss contributed to overall operations running behind budget.

AHRMA membership stood at 3329 on July 20; Lamberth said he'd prefer that number to be 3500, and that the staff reaches out to members at least five times following the expiration of their membership.

It was reported that advertising revenue was a little behind budget, but Lamberth expected that to catch-up by year's end.

Discussion covered the effects of 2017 Barber Vintage Festival race-entry credits on the '18 budget, how the front gate monies are handled in the event of a rain-out, and how the motocross pre-entries and event fees are structured.

Compared to budget, increased expenses included higher insurance premiums, the purchase of shirts for workers, and higher costs of roadrace awards. Lamberth concluded, "I'm not happy with the bottom line." Lamberth also noted that AHRMA's cash position and cash flow is strong and that AHRMA is not having any issues of collecting advertising invoices.

Event attendance was reviewed. Kowitz asked if overall motocross entries were down, Lamberth confirmed "yes". It was noted that Dirt Track Coordinator David Aldana was working hard and attendance was on an uptick.

The meeting went into recess at 9:13am.

The meeting reconvened at 9:33am in open session.

Lamberth reported that there was \$86k in the operating account, that AHRMA had no cash problems, and that operations were running smoothly.

### **Member Open Comment Session**

The member comment session began with Southwest Regional Coordinator Luke Sayer informing the Board of a “liability insurance crisis for small promoters”. For years, up to May, 2018, it was a simple and relatively inexpensive process for individuals acting as race promoters to get insurance. The process had become much more complicated and expensive, he reported; Sayer gave the example that insurance for the two-day trials/vintage MX event in Steamboat Springs, CO had jumped from \$500 to \$2500 between 2017 and 2018. He was very concerned that smaller events would cease to exist, and asked the Board for its help. National Off-Road Coordinator Guidi said other regional coordinators had reported similar problems, and that he would be contacting other companies that offer motorcycle event insurance.

Burns asked if AHRMA could purchase a policy that would cover the full racing season; Lamberth replied that it was only possible for AHRMA to buy insurance for events where AHRMA is the promoter, and that this was a change from previous years. Conner concluded by saying an existing committee would work on the insurance situation, which could be the single-most challenge facing future events.

Canadian member Gary Gronow shared how the Victoria Motorcycle Club works with smaller clubs to address their insurance issues.

Commenting on a 2019 rule proposal, Allen Wenzel asked the Board, “Why is AHRMA potentially moving toward professional (modern) two-stroke racing?” Guidi – author of the proposal – replied that it was not his intent for AHRMA to run pro events. He wanted to reach-out to a younger crowd of potential members, and felt that dual-disc-brake machines from the 1990s and later might attract them and ex-pro riders who could be featured as another attraction at certain races.

Gronow: “I understand the concepts presented here, but perhaps we should look within our ranks to increase our membership numbers. We all have extra bikes (that could be used) to get new people on the track.”

Referring to the ED report, Gronow said, “Knowing that one (road) race can lose \$30k causes concern. A *couple* of races...”

Fifteen-year member Janette Player said that based on her experience growing-up in the region, several of the famous MX tracks in the East are not suitable for vintage bikes, and suggested that instead of adding newer bikes to AHRMA, perhaps more-appropriate tracks should be located. Guidi: “We have good tracks.” Player: “Why is it different in the East than in the West?” Guidi: “As Off-Road Coordinator, I inherited an organization that was focused on vintage in the West and post vintage in the East.” Player: “In the East, what support would you need to grow the vintage portion of motocross?” Guidi: “I need some help with my job as coordinator to chase-down leads for facilities.” The discussion then turned to establishing a post vintage MX presence in the Northwest region.

Kay Mann referred back to the modern MX proposal, telling Guidi she thought the third era of motocross was a good idea, but care must be taken to not chase-away the current post vintage bikes, and reminded all the importance of having appropriate racetracks for every era.

Chuck Bullwinkle informed the Board of a sponsor program in the Northwest region where folks who no longer race their bikes loan the machines to others, keeping the bikes on track and the sport vibrant. “If people focus on 1987 bikes, they’ll replace their older bikes and we won’t see them anymore. We need to save the base (vintage-era) bikes.”

Three-year member Richard Bryant shared that he had never raced before being exposed to AHRMA. Someone loaned him a bike to ride on a safe track, and he was hooked; he felt more folks should grab even older people and expose them to what we do. His second point was concern over the “Members Only” Facebook page, “Is that page officially linked to AHRMA? I’ve been on there and have seen some hateful things.” The page moderator, Burns, said he polices those types of comments.

Tyrus Wilson suggested assembling a fleet of vintage bikes that could be loaned to potential new members for demo riders. Conner cautioned about the liability issues of loaning motorcycles.

In reference to regional post vintage MX, Ellen Voermans said, “We want post vintage in the Northwest – it helps bring people to the organization that will then see vintage bikes. All disciplines feed each other. (Historically, Northwest) post vintage doesn’t have the promoters or volunteers to sustain.”

With nearly 20 years of post vintage MX experience at all levels, Wenzel shared what he felt was the greatest challenge facing the discipline, “Half the riders want a vintage track and half want (something similar to) the Hangtown National track, so no matter what you do, half the riders are mad before practice starts.”

Conner thanked the members in attendance for their input, and concluded with, “We all need to listen and work together.”

The Member Open Comment Session ended and the meeting went into recess at 10:30am.

The meeting reconvened at 10:46am in open session, and the discussion and voting on 2019 rules proposals began.

During the process, a vote on establishing an AHRMA Hall of Fame was taken; it was 12-0 in favor.

The meeting went into recess at 11:58am.

The meeting reconvened at 12:09pm, and 2019 rules proposals work continued.

The rules proposals discussion ended at 2:38pm.

The meeting went into closed session at 2:45pm.

**\*Closed Session**

Closed session ended and the meeting went into recess at 3:30pm

The meeting reconvened at 3:36pm in open session.

### **New Business**

Larrabure asked about the status of a Roadrace Track Committee. Conner felt it would be okay for various people to talk to tracks about availability and dates, but that Roadrace Director Cindy Cowell should be the sole person making deals with facilities. Larrabure felt a “business person” should be involved in the negotiations with track personnel, as Cowell had “missed some cues” during talks with Road America earlier in the year.

Burns agreed that it could be to AHRMA’s benefit to have negotiators help Cowell when making deals. He indicated that several roadracing members had approached him with questions about what would be happening in the future in the West. He noted that Willow Springs International Raceway (CA) would be dropping-off the schedule sometime in the future after it is converted to a condo/garage-style private club. He opined that the newly-formed Media Committee could be key in new track deals, as promotion of the organization could attract a spectator crowd, which in turn would make AHRMA more attractive to racetracks.

Lamberth reminded the Board about the difficulty in getting dates at roadrace venues, “You talk to 10 tracks, and one may not have any dates or nine may not have dates.” Conner: “I want members to understand some of the challenges we face and (know) that we talk about it.”

Conner asked why Grattan was removed from the schedule after 2015. It was noted that the track surface and the facility infrastructure was inferior, and that there are always strong opinions about Grattan, both positive and negative.

Conner expressed the desire to have two cornerstone events each year, and to have the roadrace series awards ceremony at one of them. Lamberth said that roadrace venues capable of hosting a cornerstone event are few.

Kowitz remarked that many roadrace track discussions mentioned that things “cost too much. Track days (in many places) cost more than our race entry fees. Perhaps we need to raise entry fees to make some events happen. Entry fees are the least expensive part of racing.” Discussion included the possibility of tiered fees, based on track rental and associated costs, and the willingness of members to accept such a plan.

Shane noted that the meeting was nearing its end and that a number of topics – including the Trustee election process and an email sent by member Ed Milich regarding a supposed conflict of interest by Rob & Debbie Poole needed to be discussed. He suggested scheduling an additional in-person meeting sometime before October, in Denver, CO, with AHRMA counsel Ted Bendelow in attendance.

Shane also requested that meetings follow Robert’s Rules of Order, and that other Board activities return to more-traditional procedures. One example was the shuffling of several rules-and-eligibility and special committees that took place on May 24. At that meeting, the Executive Committee selected new committee chairs and members; Shane pointed-out the process described in the bylaws where the Board Chairman selects the committee chair and the Executive Director appoints the remaining committee members. Additionally, committees

have traditionally been formed/confirmed in October of each year, so that the information is published in the Handbook and is available and accurate for members' referral throughout the racing season. Shane wanted to see these types of actions back on course.

Larrabure suggested that in place of a August or September meeting, several two-hour Board workshops could be scheduled and conducted electronically via GoToMeeting. It was decided to pick a day, a time and the frequency of the meetings, and begin no later than the second week of August.

Trustee-election discussion was reopened. Lamberth discovered that electronic voting could be conducted for little cost, or for substantial cost, depending on many variables. Customized ballots through the mail would cost \$2-5k, with a postcard version (member address on one side, ballot on the other) would run ~\$2.5k.

Conner asked the purpose of the exercise. Shane said he was a proponent of personalized ballots to help make voting more secure, and to reduce user error when voting. Due to cost, he supported distributing ballots via *Vintage Views* and not making ballots available online. He noted that, according to the bylaws, Associate Members are not allowed to vote, and that the CPA firm would have to keep an eye on that fact during tabulation.

R. Poole suggested setting a November 30 deadline as the latest a person could join the association and still be eligible to vote. LeBlanc added that the voting process in place has worked for 27 years, and the topic of discussion should be that the most-recent election had been tampered with. Discussion took ensued about whether the word tampering was proper in this case, and it was agreed that it was not, as tampering implied destruction of or changing information on ballots. Conner opined that the sanctity of the secret ballot had been compromised, and that it should be ensured that a secret ballot was used in order to maintain AHRMA's 501(c)4 status, which prompted Shane's reply: "Show me where a 501(c)4 has to use a secret ballot?"

Kowitz noted that the election discussion covers six items, and the Board would be well-served to cover those items one at a time, and stay on topic during the discussion. Those items are: 1) Decide who is eligible to vote. 2) Pick a date for voting to close. 3) Decide if proxy votes will be accepted. 4) Ensure that all Trustee candidates have equal access to the membership list. 5) Address the appearance of impropriety by the Secretary. 6) Change CPA firms to eliminate any appearance of impropriety due to a long-running relationship.

Shane added an item 7) Institute an improved ballot.

Addressing the Milich email, Conner informed the Board that the EC had met with R. Poole earlier in the day and asked him to resign his post as Trustee. Poole declined, and Conner accepted that action. "We talked, we're going to fix it, and I don't want to hear another word about it," Conner said. Lamberth reiterated the fact that Bendelow had put in writing that there is no conflict of interest by the Pooles acting as both Trustees and event promoters.

Guidi made a motion to adjourn the meeting, and Anderson seconded. The vote was 12-0 in favor.

The meeting adjourned 5:03pm.