

Minutes of the National Board of Directors Annual Meeting
Mustang Club of America
Dallas, TX
April 30, 2016

The President called the meeting to order at 9:09 AM and welcomed the Members of the Board of Directors, Regional Directors and guests. National Secretary Sandra Boleware took roll and announced a quorum was met with the following MCA Officers and Board members in attendance:

Zafera Aarons	Jim Keenan
Donna Arends	George Magro
Suzanne Beels	Jeff Mays
Sandra Boleware	Frank Morales
Don Blackstock	Steve Prewitt
Lynda Blackstock	Maryann Rago
Patricia Brown	John Rago
Rodney Brown	Laurie Slawson
Mike Epperson	Eric Tucker
Tim Hahn	James Weber
Ed Hockaday	Randy Weldon

The following Board Members were not in attendance:

Ron Bramlett, Austin Craig, Tim Stieve, John Dettori, Chris Waddle, George Valeri, Norton Foskett

The following Regional Directors were among those in attendance: Ralph Perkins (North Texas Mustang Club), Bob Winland (Mustang Club of Houston), Mike Williams (Carolina Regional Mustang Club), Todd Quick (Wild Horse Mustang Club), Dennis Quattlebaum (Lubbock Mustang Club)

The Minutes from the January meeting were approved as submitted.

Executive Committee Report

The Chair announced that Board member Jim Silverman submitted his resignation with his term expiring in December 2016. The next runner up from the September 2015 election was Michael Anchor and he was placed in nomination to fulfill the remainder of the term. Mr. Mays presented the committees motion, after quick discussion the new member was *approved and welcomed*.

Mr. Mays reminded all present that the tiered membership registration was fully up and running and people are beginning to sign up on the different levels.

The President spoke about MCA's ability to do its own printing of mailing labels and sending out notices to members for upcoming renewals and other tasks nullifying the need for outside sourcing. After discussion, the decision and motion was made to provide a 60 day notice terminating the services to our fulfillment group currently providing the service. The Executive and Admin Committees will provide the notice. *The motion was seconded and passed.*

Finance Committee Report:

MCA Treasurer Lynda Blackstock briefed the Board on the 2016 final Budget, Profit and Loss and Financial Reports. We closed out the first quarter with 1.03 million in total liabilities and equity.

Committee Reports

Procedures/By-laws:

Jim Keenan presented for the committee. The Committee had two bylaws changes previously sent out to all National and Regional Directors for information and proxy voting. and the chair opened up the floor for discussion.

1. Change the Active Members Class of Article 1X Section 1, to add in the following three tiered membership classes.

1) STANDARD MEMBERSHIP

Standard Membership is the original MCA membership, but with the added benefit that standard members may access the digital Mustang Times in addition to receiving a hardcopy Mustang Times via mail. The price of a Standard Membership remains higher for members living outside the United States due to the added postage cost of mailing.

2) DIGITAL MEMBERSHIP

Digital Members have all the benefits of the Standard Membership EXCEPT, instead of a hard- copy mailed subscription to the Mustang Times, Digital Members will access the Mustang Times Digital Edition via a website link. The price of a Digital Membership is the same for all members, regardless of where they live in the world.

3) ASSOCIATE MEMBERSHIP

Associate Membership is the lowest priced level of MCA membership. Associate members have access to MCA vendor benefits, including the Ford X-Plan and have

member access to the MCA website. Associate members may enter MCA National and Grand National Shows and events. Associate members do not have access to the digital or hardcopy issues of the Mustang Times and may not vote or hold MCA Regional or National Office. The price of an Associate Membership is the same for all members, regardless of where they live in the world.

The Bylaws will now read

A. There shall be the following classes of membership:

1. Annual Members: Active members interested in promoting the purpose of this club and current in payment of dues. Active members are entitled to attend MCA events and will have club privileges dependent on membership type chosen and with full details and pricing as advertised.

A. Standard Membership: Full MCA membership shall include the club's periodical in printed form with a link provided for access to a digital copy.

B. Digital Membership: All of the same benefits as a standard membership without a printed copy of the club periodical.

C. Associate Membership: All of the same benefits as a standard membership without access to the club periodicals and may not vote or hold any Regional or National office within MCA.

Change #2 Auditing books upon change of MCA Treasurers

Take the current MCA bylaws section on the Treasurer duties, remove the underlined sentence and replace it with the sentence in brackets.

ARTICLE VIII - A Duties of Elected Officers

Section 4. Treasurer:

The Treasurer shall keep a correct accounting of the Club's business transactions. The Treasurer or designee shall deposit all monies and other assets in Corporation depository as may be designated by the Board of Directors; disburse the funds of the Corporation as may be ordered by the Board of Directors; and shall render to the President and Board of Directors an accounting of the Corporation's assets and liabilities when they request such information. The information shall include a copy of an annual audited financial report provided to the National Club by a certified public accountant. (At any time there is a permanent change in the Treasurer's office holder, an audited financial report dated back to the most recent report will be performed.) No obligation, debt, or other

liabilities shall be incurred by the Treasurer without specific approval of the Board of Directors.

**To read after revision.*

ARTICLE VIII - A Duties of Elected Officers

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Club Charter/Club Support:

Jim Keenan spoke for the committee and presented the Central Valley Mustang Club, Inc of Fresno, CA which applied for a charter of the MCA. *They were approved as submitted.*

Internet: Jeff Mays and Jim Keenan represented the committee touching on the launching of the tiered memberships and what is really needed if MCA is to progress forward with a new web site. Some ideas for the RFP were stated.

Lifetime Achievement/Hall of Fame Award:

Steve Prewitt represented the committee and discussed and brought up for a motion the newly updated Hall of Fame and Lifetime Achievement award writeups that were sent to Board members for review. *The motion carried.*

Mr. Prewitt also brought up a candidate for the Lifetime Achievement Award that the Board had previously reviewed and made a motion for acceptance; *Motion passed.*

Liaison Committee:

Chair Ed Hockaday reported that Heacock is giving the MCA a set sponsorship amount of \$15,000 instead of paying its usual \$1 per paid membership.

Red Bull is hosting a Wings for Life charity event to benefit veterans with spinal cord injuries and the MCA raised \$5136 for the Red Bull Wings for Life Charity by holding ride-alongs for participants.

Marketing Committee:

Chair Randy Weldon mentioned several returning sponsors from previous years and will work to add more large and small market based sponsors throughout the show season.

Membership/Special Events:

Suzanne Beels reported for the committee and reported that the current membership is 13,469 as of March 2016. She will be representing MCA at the Carlisle Ford Nationals, June 3-5 in Carlisle, Pennsylvania.

National Shows:

Laurie Slawson reported that MCA still has one National Show opening for 2017. She is also taking applications for 2018 and 2019. Currently the shows for 2017 are Pensacola, Florida, March 24-26, Tucson, Arizona, May 12-14, and the Grand National in Overland Park, Kansas, August 24-27.

The only confirmed show for the show year of 2018 is the Grand National in Merrimac, New Hampshire on August 31 through Sept 2, 2018.

Publishing:

Frank Morales represented the committee and gave a briefing on businesses that currently are doing advertising trade-outs for the Mustang Times. These advertisers trade advertising, offers, discounts and other services for advertising space in the Mustang Times.

Youth:

Suzanne Beels reported that she has been pursuing two different programs for safe driving events for youth. Tire Rack offers a program with some great components. Driving Skills for Life has another program that is sponsored by Ford, this program has actual built models, professional instructors, and other actual drivers education criteria. The Driving Skills for Life has a much more comprehensive driving interactive program, which offers online registration as well. Suzanne has asked if they could bring this program to our shows, they are looking at the dates to see if this is a possibility. Suzanne's club is looking at the safety course kit to use for their local poker run to test drive the program.

The Chair placed the at ease at 1207 for lunch

The Chair called the meeting back to order at 1240

New Business

Jim Keenan recommended with the new tiered membership system, we need to ensure all outstanding membership drives, offers and incentive plans are ended. Looking back through previous minutes has found programs started but never officially ended. He made the motion to terminate all outstanding membership plans for adults that dealt with joining, so the new tiered membership program would be the only program in operation, effective immediately. *The motion carried.*

Steve Prewitt reported on the upcoming Regional Directors Summit, the location of which is still to be determined. One of the biggest topics for this Summit will be

Motosho and the use and training of the program. Steve plans for a two-hour window, at least, demonstrating how Motosho works, and how it will be beneficial to local clubs for their regional shows. Patsy Brown asked that national shows be covered more in-depth at the Summit. Steve also suggested that regional clubs are educated on how to apply for a show and the pitfalls and advantages of having a show.

Jim Keenan made a motion to adjourn, Sandy Boleware seconded the motion, the motion passed unanimously.

RECONVENED FOR NEW BUSINESS

Steve Prewitt discussed the volunteer services of Tari Rupp, National Show Secretary. She has requested compensation for her services, as the tasks have taken more time as her duties have increased. She has requested 15.00 per hour, up to 10 hours a week. The maximum amount to payout per year would be \$7800. Jeff Mays has asked that the Administrative committee review a possible contract, and it will need to be brought to the board for approval. Steve Prewitt makes the motion to approve Tari's proposal effective today, contingent upon an appropriate contract from Administrative Committee, to be effective until December 31, 2017. *Motion passed.*

With no further business to discuss, the meeting adjourned at 1:54 PM.

The next meeting will be held Saturday July 9 in Dallas, TX.

Submitted by:
Sandra Boleware
National Secretary

Approved by:
Jeff Mays
MCA President