

**MINUTES: Orinda Horsemen's Association
General Membership Meeting 3/25/2021**

So Far this Year... some of the things OHA has accomplished include:

- All insurance policies renewed
- List of Board priorities for the year
- New Associate Members – great additions
- Repair fences where problems were exposed by the Shaded Fuel Break burns
- New gate into the USR
- Division of back 40 and shelters built for those areas
- BABT grant
- Moving sheds from Rossmoor
- Improvements to website underway
- BC Annex
- Lower Pear Orchard diet area
- Organization of spring “dieting” group

Goal: publish a list of projects on the website so anyone who wants to work has something to do

Tanya has begun work on this

Needed: foundations for the Rossmoor sheds (see below, Paul has volunteered with Michael Bowen)

OHA Signs and t-shirts (Sally)

Sally developed a sign we can post at the pasture—not yet clear which emergency phone number will be on it

Idea is to use this image for a t-shirt and sweatshirt

Alliance Graphic in Berkeley has an on-line store, we can choose what style of shirt

For bulk orders, we need minimum order of 36 shirts (t-shirt, zippered sweatshirt, etc.)

Report of the Membership Recruitment Committee (Kate, Carla, Marina, Alix, Heather M.)

Recruitment Efforts Underway – has been meeting for several months now

Want to build up info for new members and improve communication

Carla has been leading the development of advertising

Have draft of an advertisement and list of places to advertise (BAEN, Horsin' Around, Nextdoor, ...)

if you have ideas as to where to advertise, please send to the committee

We have new email address for receiving applications and questions

Heather will send it out later to all

Also have set up a process for talking to new applicants, giving them a tour, etc

And in the future, possible ways to mentor young adults who want to work with horses, and other activities that would put our name out to a wider audience

Suzette has been in contact with “We Ride Too” Patricia Jackson on Facebook – recommend we reach out to her

Heather asked for contact info

Another idea – workshop with current members with several goals

appreciation of inclusion and diversity

improve environment – more welcoming to new members

Straw poll: who is interested in something like this?

Idea: find someone who would do this in exchange for horse time

can perhaps ask someone who did this for Safeway

Concern (Cheryl) – ask for some level of horse experience before an interview

Workshops and clinics on site – this will require EBMUD and insurance approval

Moraga Horsemen Association may cooperate with us

OHA should have a formal setup for people with no horse experience (Tanya)

Chris Ellsworth has given lessons but only to OHA members

Maybe OHA can have a formal mentorship program to introduce people to horses

Kerry had ideas for doing something like this (some time ago, but we should contact her)
TWAH is also good partner for trail building and outreach. Gary will talk with Michael Bowen more on this

Annual Grazing Plan and Capital Improvements

Every year, we present an AGP to EBMUD – includes capital improvements and rotation plan
We can get up to 50% of our lease payment back as credit for grazing rotations, capital improvements
\$2600 for rotation, \$1700 for capital improvements – this year's plan is sitting at EBMUD, OHA is waiting for approval

Proposed capital improvements:

1. Weed abatement – record your hours!
2. Boundary fence repairs – exposed by MOFD fuel abatement efforts (unusual, generally our own responsibility)
3. Repair of leaking water line in Red Barn saddling area

Foundation repair + fiddleneck + other weeds may take all our efforts – wait on others (Wakean suggestion)
Paul volunteers taking on foundation projects – work with anyone interested

Michael Bowen volunteers to help as he can

Weeding: Suzette's efforts to remove fiddleneck (*Amsinkia intermedia*) underlines importance of targeting weeds early

Yellow Star Thistle has been a success story – important to rally for weed control
Kusia – asked for info & pictures again about fiddleneck, especially the protected variety
Suzette – recently talked with vets – bad news that it can affect some animals in just weeks
Fiddleneck dry material is still toxic into the summer and fall.
Goal – really hit in the next few weeks
Endangered species usually appears later than the common variety
Areas to hit: Pond, Plateau and Middle Meadow

Suzette will send pictures of both species, and she is glad to show actual plants
Important to pull NOW while the ground is soft – suggest goal for each person to pull 3 bags
When first emerging, easy to mistake tarweed for fiddleneck (Wakean)

Spring Grazing Rotation and Confinement Plan (Heather M., Erica)

Main herd now in the Middle Meadow. Next move will be to Forest Meadow (or FM+MM combined)
April 10 weekend – move to the Beer Can. Preference poll will be sent soon
Reminder that this year we are lengthening stays through the year – but this is a drought year
Adjustments have been made and will be needed
“Dieting” group will move to the Lower Pear in early April – date not yet set
Overall, this has worked well this year
it will be necessary to monitor size of this group—thanks to Lisa for managing!

Recording Work Hours – please fill the spreadsheet with your work hours! Do this at least twice a year
Proposed that OHA has two deadlines, March and September

Report of the Legal Committee (Michael Bowen, Elise, Kusia, Heather M.)

Standard advice is to keep a year's worth of budget as a reserve – in Michael's experience
Our Bylaws and Articles of Incorporation are very much out of date – must be updated
This would reduce our risk, and show that we are a competent organization
Updating rules would improve the atmosphere of OHA -- “position for future success”
“simple transparent administrative structure”
Several options have been presented for funding this
Not something we do just once – will be ongoing process
Review of bylaws and Articles of Incorporation can be done for about \$2000
other documents -- rules, release, etc – will require specialized attorneys
Barbara Rhomberg is only \$350/hour but she cannot do the specialized items

Amount of \$12,000 is only about 26 hours of attorney fees

Elise – OHA has had difficulty maintaining D&O insurance, and this would help

Bylaws and Articles – if not compliant, may threaten our nonprofit status

Kusia – if an organization knows that its legal forms are out of date, puts it in at additional risk if they do not address it

This is expensive since this has been ignored for so long – backlog of legal expenses

Dues increase is both for legal fees and to build up reserve

And one-time-assessment is part of proposal – so this isn't all an ongoing dues increase

Marina – OHA not comparable to other nonprofits – much more dangerous

Linnea – heavy lift is the assessment. Legal fees are a new expense since we have not been doing it

Harvey – OHA is 501-c7 (aka social club). One attorney suggested that this might not be appropriate

NOLO press is a good resource – attorney could review what OHA proposed

Articles of Incorporation – generally very brief

How do Rules interface with corporate status?

There is a certain amount of work OHA has to do before using an attorney

Heather - The Legal Affairs Cte and Board are committed to doing as much work as possible ourselves to reduce the amount of attorney time necessary

Discussion of Dues Increase Proposal

Cheryl: wants a more complete budget before raise dues

has not had time to review the budget

agrees in principle with dues increase

Heather shared current budget with \$12,000 in legal fees –

Two proposals: Dues \$820 + \$200 assessment VS. Dues \$912 + \$100 assessment

Comments:

Many horse nonprofit organizations – use their legal forms (Anna)

Legal forms maybe not do-it-yourself (Linnea)

Different questions: (1) legal consultation agreed on, (2) ongoing legal

Feedback – members seem to prefer higher one-time assessment vs. higher dues increase

Board responsible for dues, but (?) not for one time assessments – Heather will check

Adjourn

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Follow-up to meeting: The OHA Bylaws state:

Section 3. FEES. Fees shall be determined at least semiannually by the Board of Directors.

Section 5. POWERS. All corporate powers (subject to limitations contained in the Articles of Incorporation as amended) shall be exercised by the Board of Directors without limitation, and shall include the powers to:

1. Control the property used by this corporation and to establish policies of the corporation and enforce rules and regulation;

2. Appoint and remove all officers;

3. Fix fees and charges for use of facilities and to negotiate leases for pasture land to be used by the members of the corporation.

The Board has heard all comments and concerns, and will take this feedback into consideration when making a decision about the dues/assessment at the next Board meeting