

**OHIO VALLEY KARTING ASSOCIATION
BOARD MEETING MINUTES
TUESDAY, FEBRUARY 3, 2015**

CALL TO ORDER: Outgoing President Ted Cradlebaugh called the meeting to order at 7:00 p.m. and asked that cell phones be placed on silent or vibrate. He turned the meeting over to incoming President Josh Wagar and Vice-President Ken Kuethe and thanked Randy Landes for having served as Vice President. Wagar thanked Cradlebaugh and Landes both of whom received a round of applause. Wagar extended thanks to everyone for coming and noted the entire Board of Directors is in attendance this evening.

SECRETARY'S REPORT: Lynda Coombs made a motion to accept the January 6, 2015 board meeting minutes and January 17, 2015 annual general membership meeting minutes as published. The motion was seconded by Jean Stafford and passed unanimously. Coombs read a thank note you from Higher Heights Church of God for OVKA's monetary and food donation from the Charity Race.

TREASURER'S REPORT: On behalf of Treasurer Jason Gregg, Josh Wagar provided bank balances. Reconciliation with G & J Kartway needs to be done. Gary Gregg explained he recently received the totals from New Castle and with their gate fee being \$10.00, we don't owe them as much.

COMMITTEE REPORTS

SHOWS & PROMOTIONS: Mike Brown reported everything is ready for the DARF Race Cars and Future Stars Show in Piqua on March 13th through 15th. Josh Wagar discussed a no-cost opportunity at Full Throttle Indoor Karting for the Great Lakes Expo on Saturday, February 28, 2015 from noon until 6:00 p.m. He will display the OVKA booth and Aaron Banfield's karts. Ken Kuethe will assist. Ray McKibben will coordinate the DARF Toys for Kids Race Car Show at Lang Chevrolet on Saturday, March 7, 2015. Lynda Coombs discussed transfer of the show booth between show coordinators which McKibben offered to help with. Coombs reported there was a good turnout at the Indy Circle Track Show. She said there were several people interested in booth space at the OVKA Swap Meet and others who said they would be attending. Coombs also stated there was increased interest from previous years from people who are looking for a place to race karts. She reported a writer from Cincy Motorsports Magazine, Kurt Niemeyer, would be coming to the Swap Meet to write an article about OVKA and G & J Kartway. Wagar discussed an email that was sent regarding a promotional opportunity to have an ad in the Rollin' on the River Car Show brochure and booth space at the event on Sunday, July 26, 2015 in Saylor Park, Ohio. Brian Schroeder explained his father and another gentleman put on this event, which includes 500 to 600 cars. He said 4,000 direct mail flyers are sent out and our booth space with electric would be free. Lee McCready stated the \$100 advertisement spots are too small. Gary Gregg suggested going with the \$500 ad to which Ted Cradlebaugh agreed. Josh Wagar made a motion to appropriate \$500 to advertise in the Rollin' on the River Car Show flyers and in their mailing. The motion was seconded by Ted Cradlebaugh and passed unanimously.

TRACK IMPROVEMENT COMMITTEE: Ted Cradlebaugh explained we are waiting for the weather to improve to have the track sealing done and funds have already been approved. Ray McKibben reported he, Brent Warren and the Warren boys have been working on building a PA rack that will be installed on the wall in the tower and it will swing out. McKibben said Warren did a great job with the design of the rack. Warren explained the maximum weight limit he found for purchase was 150# so he decided to build one. McKibben thanked Gary Gregg for covering the cost of the rack and said

two people have offered to powder coat it. Josh Wagar reported Rick Coombs provided an estimate to make some changes to the pit area. Coombs said he staked out a twelve-foot wide road. Gregg asked if Coombs included blacktop to which Coombs responded no and Gregg is to provide the gravel. McKibben discussed the cost of asphalt with the current fuel prices being low and Wagar asked if we need an asphalt road. Gregg responded that is what he is planning on and he will be paying for all of it. Don Boles inquired about running drainage tile to which Coombs said he ran it years ago. Mike Brown noted it drains out pretty quick. Dawn Schroeder asked why the road is going that direction instead of parallel to which Coombs responded that is another idea but we would lose some pit spots and he laid out what was asked of him. Gregg said it might be necessary to get someone to do the blacktopping. McKibben discussed straightening out a portion of the road that runs to the back exit and said it would lengthen spots. Gregg drew a diagram to show the changes. Wagar said he would let Coombs and Gregg address the changes and discuss at a later date if Gregg wants the club to share in the expense.

RULEBOOK COMMITTEE: Josh Wagar reported the 2015 rulebooks are now available and Gary Osterholt has updated the website. Wagar encouraged everybody to read the rulebook and if there are any issues, bring them up for next year. The 206 and Clone rules will be updated.

BANQUET COMMITTEE: Rick Coombs reported positive observations from the banquet, which included how well the staff worked with us to make sure everything was in place and address matters that came up. He also noted there were comments about the delicious food and said the chicken nuggets were a big hit with both children and adults. Coombs explained some attendees experienced cold food, which was brought to the attention of the staff and was addressed. There were a few people who asked for a different vegetable next year and cookies for the children. Due to the concerns with the food, a generous compensation package has been offered for next year if the board decides to return. Josh Wagar responded we absolutely should return there. Gary Gregg and Pat Slattery expressed their satisfaction with the facility. Wagar made a motion we go back to the Cincinnati Marriott Northeast next year and have Rick Coombs handle contract negotiations and deposit if required. The motion was seconded by Ken Kuethe and passed with twelve in favor and one abstained (Coombs). Coombs provided a banquet expense report, noted OVKA subsidized each meal \$3.00, and covered the soda. Gregg said Coombs did a good job. Rick Coombs thanked all of the people who helped with the banquet and Lynda Coombs for the many hours she put in for the event. Dan Fiehrer said it would be nice for the kids to have a place to hang out after the banquet. Lynda Coombs explained the hotel atrium area can be used as long as people are not out of control. Kuethe pointed out it is a Marriott. Fiehrer stated the dance seemed to end early. Lynda Coombs responded the disc jockey was scheduled until 11:00 p.m. and could be scheduled longer next year if that is decided. Ray McKibben suggested pulling the room divider as was done for the annual meeting so the kids could hang out there. Marina Walters reported that at 1:00 a.m., hotel staff told the kids they needed to go to bed. Fiehrer said the pool was great. Wagar said if anyone has suggestions and if Marina and the cooler generation have some ideas, we would be willing to look at them. Wagar thanked Rick and Lynda Coombs and Orie Cohen said they did an awesome job.

SWAP MEET: Doug Benson reported everything is in place for the Swap Meet this coming Saturday and the weather should be good. He said he has been receiving a lot of calls the past few days, more than usual. Benson explained Ted and Heather Cradlebaugh are handling workers. Pat Slattery stated one of his vendors from California, Kartmasters, will be coming. Mike Brown reported four people are signed up for tech seminars that he will be providing which are Race Official, 2-Cycle Tech and 4-Cycle Tech. Benson explained he has been doing a lot of advertising through Facebook and he has posted the flyer on the some vendors Facebook pages. He discussed boosting posts on Facebook and explained pricing options. Pat Slattery asked if it can be done demographically to

which Benson responded it's more by interest. Luke Roberts discussed how he has boosted a lot and said if you put in \$500 per year, you will probably get over a million clicks per year. He noted this is a different type of marketing. Don Boles asked if we want to do this all year or only at certain times. Benson suggested doing it for the club. Josh Wagar explained Benson is the administrator of our Facebook page and suggested boosting one more time before the Swap Meet and toward the start of the season. He further stated we can figure out other times. Luke Roberts explained you only pay for what is clicked and you set a budget, such as 15 cents, 30 cents or \$1.00. He noted Google ads are much more complicated. Ray McKibben responded we have done Google ads, which worked but Facebook has definitely taken over. He suggested having a yearly budget for this. Wagar said he will work out details with Benson and asked for Roberts help. He explained if huge funding is needed, he will come back to the board. Gary Gregg asked if you can choose the area to which Roberts responded yes, such as Ohio and five surrounding states and people interested in kart racing. Gregg asked if we have all of the workers lined up and Mike Brown asked who they are to which Ted Cradlebaugh said yes and read a list of names. Cradlebaugh explained workers are not lined up for the doors but some workers will be roaming. Gregg suggested putting up crepe paper to tie off the doors. Cradlebaugh said that could be an issue with fire regulations. Gregg recommended having a sign that armbands be worn on the outside of jackets. Benson discussed some of the vendors not liking to pay a gate fee to get in. Wagar asked about adjusting the price of the booth and provide two gate entries. Benson said he does not think it is that big of an issue. Brown reported how he staffed one of the doors last year and discussed the importance of doing so this year. Benson explained setup will be Friday from 3:00 to 8:00 p.m. and Saturday at 7:00 a.m.

SPONSORSHIP / PIT SPOTS: Lee McCready thanked everyone who has sent in their pit spot reservation or let him know they plan to. He reported thirty spots have been paid for and thirty-one are committed but not yet paid. He said that twenty-two spots are left. McCready has not heard from sponsors from last year or people who would like to become sponsors. He stated he thinks the new pit road is going to be a good thing.

NEW BUSINESS:

NEW BUSINESS ITEM AGENDA REQUESTS & SEVEN-DAY REQUIREMENT: Mike Brown, seconded by Jean Stafford, made a motion to move new business items one and two to the bottom of the agenda as we have more burning issues. The motion passed unanimously.

PRESIDENT'S VOTE: Gary Gregg said he would like to see us go back to Parliamentary Procedures where the President votes only in a tie. He discussed a disciplinary matter that happened a couple of years ago that he felt the President should have voted on a tie. Jean Stafford said no matter how many board members you have, if the President only votes in a tie, we will never have a tie then we can remove from the by-laws an abstention is a no vote. He further stated it becomes a zero instead of a no vote. Josh Wagar explained it was changed because becoming President resulted in losing your vote. He said he does not care one way or the other and it is completely up to the board what they want to do. Mike Brown said he does not think this is in the by-laws and we do have in the case of a tie, it is a dead motion. Wagar stated we do not have to vote on this tonight and should wait until next month so someone can rewrite the wording. Lynda Coombs read Article III, #7 from the by-laws, "A majority of all Board of Directors present is necessary for adoption of any resolution and for the election of a member to the Board of Directors. For clarity, a tie vote means that a motion fails." Wagar responded a failed motion would not change. Brown asked where in the eight pages of by-laws it says that the President has a vote to which Wagar responded it doesn't. Stafford offered to draft wording. Wagar, seconded by Stafford, motioned to table the matter to next month. The motion passed with eleven in favor and two opposed (Cradlebaugh and Slattery).

SCHEDULE: Jean Stafford said he is afraid we are getting away from the bulk of the membership when it comes to the schedule. He stated we're making it so OVKA people can stay up front. Josh Wagar asked if Stafford was saying we schedule around other series to which Stafford confirmed. Wagar responded we have attempted to schedule around other series like WKA and USPKS. Stafford asked how many of our people race USPKS to which Wagar said he does not know. Stafford asked why we are trying to schedule around these. Wagar explained we had a number of people request we do so. Wagar further stated unfortunately, WKA's schedule came out late and we listened to the people who didn't like the way our races had been scheduled. He said he plans to stick with the second schedule that he and Ted Cradlebaugh worked on. Wagar asked when making the schedule for next year, do we want to continue to schedule around these groups? Stafford responded there are four races in a row in September and you tell me that doesn't affect people with kids. Mike Brown said as a board member, he is strongly opposed to not being involved in making the schedule. He further stated we should make people take their drops and he does agree with scheduling around Nationals. He said the by-laws say the schedule doesn't have to come out until March 1st and he would like to know why we don't do what the by-laws say. Pat Slattery said he agrees we should schedule around some WKA but not both them and USPKS. Wagar explained we try to get the schedule out so it is available for shows. Gary Gregg noted the past President has always started the schedule and the incoming President can change it. Dan Fiehrer asked if there is that much demand for Saturday races, which he is going to miss. Wagar responded there have been emails asking for 50% Saturdays and 50% Sundays and the whole thing is a balance. Don Boles said scheduling four races in September is a little much with kids starting school. Slattery said he thinks 100% of the people can make Sunday races but he is not asking for it to be changed. Ori Cohen asked why the season isn't starting until April 25th. Wagar explained there is Easter but it could have been moved up one week on top of a Route 66 race. Todd Cradlebaugh said he means no disrespect but you said this is the schedule so are we going to debate and talk about it a couple more hours. Wagar responded he does not plan to change the schedule. Gregg said we need to put guidelines in writing that there be no more than three races in a row, not schedule on Manufacturer Cup weekends, not schedule the first two weekends of June due to graduations, not schedule on the Fourth of July, not schedule on Labor Day weekend and schedule around WKA but that's all. Gregg further stated at the annual general membership meeting were many people who seemed like they wanted Saturday night races. He suggested starting Saturday night races at 7:30 p.m. and run one heat and a feature. Brown said we could qualify during the second round of practice. Stafford stated we should do what is fiscally responsible for OVKA and not run four races in a row with eighty karts. Ray McKibben said he does not agree with the schedule with four races in a month regardless of the month but it is worse with kids going back to school. He discussed not scheduling more than three races in a month to take into account paychecks and credit cards. McKibben noted at the annual meeting an idea was to schedule back-to-back races. Ted Cradlebaugh responded there were a whole lot of suggestions. McKibben recommended taking away one September race. Shawn Bayliff explained he scheduled Motorsports Country Club of Cincinnati around the OVKA schedule and if it is changed, they are out money spent to set their schedule. He said he thinks we should talk about the 2016 schedule. Wagar stated he sees more damage by changing this schedule. Bayliff noted in the past OVKA did not worry about the WKA schedule. Wagar said there was a time OVKA ran eighteen races with four drops and Stafford said OVKA has run as many as twenty-two races. Brown stated to Bayliff that all he was doing was saying what the by-laws charge board members to do - be responsible to OVKA members under guidelines approved by a lawyer. Brown further stated if we violate the by-laws, why did we pay \$1,200 for the lawyer and members trust us to operate on their behalf. Brown discussed how races are contracted with New Castle and Circleville and that should be board approved. Ted Cradlebaugh asked what by-law we are breaking. Wagar said it is a handshake. Ken Kuethe asked if anyone has friends who play soccer with fifty games and they spend a little more than we do. McKibben responded we're vying for their time to which Kuethe

disagreed. Kuethe said he thinks we need to move on to the next thing, look at the by-laws and look to the membership. Wagar said by his reading of the by-laws, there is no violation. Ray Brown stated we have drops for people to use who go to Nationals and he doesn't feel we should schedule around anything. He said he feels every other weekend would be good to consider for the future and for this year, start the Saturday evening races later with qualifying and a feature and not change how we've scheduled. Ray Brown further stated he knows a handful of guys and a local kart shop who can't get here on Saturdays and there is all summer to debate the by-laws. Wagar responded he understands and he hears from a lot of people who like Saturday evening races. Gregg said we need to schedule earlier in April and run double races. Fiehrer stated he does like qualifying and a feature and suggested trying it for one or two races. Gregg reported some karters say it is a long day. Slattery responded it is twelve hours and last year he spoke with Ted Cradlebaugh about going to qualifying. Kuethe said we need to look at that. Doug Benson inquired if we did that at New Castle. Todd Cradlebaugh asked if people would like to show up and race only one race to which Dylan Cradlebaugh said no. Slattery suggested dropping one practice session.

CRITICAL STATEMENTS MADE BY MEMBERS: Jean Stafford said he is curious when he reads in the OVKA rulebook that, "It shall be the duty of every member to conduct themselves at all times in a manner that shall not be publically prejudicial to the Association, nor bring unnecessary criticism on the board or any other member of the organization" what is going to be done and asked what "shall" means. He said while what has happened is in the past, he is concerned about future episodes regarding social media and emails. Don Boles said the government can't do anything about emails and Ted Cradlebaugh responded we can. Josh Wagar said he supports freedom of speech and he didn't see any personal attacks on Facebook. He stated he has a problem with who are on emails. Mike Brown said the board received multiple emails from parents who took offense at comments at the banquet and on social media. He said they did what the board says to do, use one click, and they were voicing their opinions. Brown said he cautions the board what you ask for as you might get it and you sit here and downplay it. Wagar responded he didn't downplay it but stated his opinion and to be careful who you take shots at when you email. He further stated not everybody needs to reply to every email and to let himself and Ken Kuethe respond. Wagar explained he and Kuethe had long conversations with Ron Gordon and seven emails to him are counterproductive. Brown responded then take your one-click down to which Wagar said that is not what he said. Stafford disagreed. Brown said he doesn't put smoking mirrors in front of members and he responds with honesty. Ray McKibben reported he keeps his responses short and people have the choice to email just the President and Vice-President. McKibben further stated board members should be respectful to board members and the organization. Wagar expressed concern about seven board members emailing seven different opinions, which can result in people not having any idea what's going to happen and they still don't have an answer. He stated he applauds people for emailing the board and there are times he has reached out to them for further clarification. Boles said when a member comes to any of us they deserve an answer but it needs to be the right answer. Wagar said that is what he is trying to get at. Brent Warren stated perhaps the one-click should be the way for issues to be told then discuss them at the meeting and get back with them. Pat Slattery asked for some guidance about responses and suggested the emails go to Wagar and Kuethe then if they need to get with the board, they can do so. Brown responded he would love to not have his inbox filled up. He further stated there are four people who are extremely upset. Kuethe said tell them to contact him and he has already talked with Ron Gordon who was not upset. Shawn Bayliff suggested dividing the membership so board members have ten members who contact them. Slattery recommended having a couple of board members assigned per class. Kuethe said that is a good idea as you'll have people go to someone they know. Kuethe asked Stafford what he thinks should happen regarding "shall". Stafford responded he personally thinks they should be placed on a probationary period. Wagar noted it is like any other disciplinary action that requires a motion, a second and a vote. Stafford

responded then take it out of the rulebook and he does not care what you do. McKibben discussed how he could say something that gets taken out of context. Brown stated it is what was said in the February 2011 board meeting. Cradlebaugh said he has sent letters out in the past to which Brown acknowledged.

AWARDS: Josh Wagar said over the last couple of years in the Sportsman Novice class, people have donated money so the drivers received trophies at every race similar to Kid Karts. He explained there have been some complaints and asked if this should continue. Wagar said he sees both sides of it; one being once the driver is out of Kid Karts and the other being if somebody is willing to donate. Ken Kuethe reported he got a lot of information from Ron Gordon about this and doesn't see an issue with it. He said he does not see why we would make a change and this isn't any different from parents sponsoring. Kuethe further stated Gordon makes it known he works hard to get sponsors. Mike Brown explained the trophies are from outside the class from people who buy them and there is no cost to OVKA. He said OVKA gets 100% turnaround in advertising when the kids take them to school. Brown stated people might be getting confused with the Yamaha Rookie Sportsman class. Kuethe said he told Gordon while the kids love it, he couldn't disagree more with trophies for the Novice class. Brown explained parents get tired of trophies and they are asked if they want T-shirts or medallions. If the parent says T-shirts, he asks if they are going to sponsor and he thinks the parents should work with the director of this class. Brown explained the racers who run Kid Karts can run Sportsman Novice simultaneously. Ted Cradlebaugh noted the Sportsman Novice age is seven to twelve-years-old and Brown responded they are not going to stay in there. Brown said the rulebook refers to awards at the banquet and they don't get a jacket or eagle and asked why we are wanting to shoot ourselves in the foot. Gary Gregg stated OVKA buys the Kid Kart trophies to which Brown said he knows. Pat Slattery said whatever our rulebook states is what we should stick with. Kuethe asked what do our rules state about sponsors. Slattery said sponsors are fine. He discussed the Yamaha Rookie Sportsman matter where the class did not have the numbers and said they should try to get buddies to race in the class. McKibben stated we should not make a last-minute exception. Wagar responded we are talking apples and oranges. Brown motioned to leave it alone and Don Boles responded a motion is not needed to have it stay as is. Brown said he wants to make it official. Wagar explained the rulebook does not say one way or the other. Dylan Cradlebaugh said he wants trophies next season. Brown said he wants all board members to say leave it alone. Gregg responded outside sponsors can provide trophies. Ted Cradlebaugh responded that is where Gregg is wrong and they shouldn't give a trophy and jacket to which Brown said he doesn't know why. Wagar asked that the matter be discussed closer to the banquet. Brown made a motion to table new business item one, New Business Item Agenda Requests, and item two, Seven-Day Requirement, until next month. The motion was seconded by Kuethe and passed unanimously. Todd Cradlebaugh said you guys table stuff; you're on the losing side.

OLD BUSINESS: None.

OPEN DISCUSSION: Gary Gregg said with the upcoming tech seminars, he would like to send someone as backup to Mike and Suzi Brown and suggested covering the fees and require the person work for OVKA for free for one year. Gregg suggested Ron Gordon, John Horn or Jean Stafford. Brown responded Gordon and Horn are not interested and Stafford is already signed up. Brown stated the board hasn't paid his in six years to which Todd Cradlebaugh responded that is because Brown uses it for other clubs. Gregg asked if Jeff Roberts might be interested to which Josh Wagar responded our Clones are not WKA classes. Ted Cradlebaugh said we don't have to have certified tech people to send parts to which Brown responded to send parts to WKA you do.

REQUEST TO MOVE UP: Ronnie Creighton requested his grandson, Alec Fields, who will be eleven-years-old in May, be permitted to move up to the Yamaha Junior Novice class due to being eighty pounds over for the younger class. Josh Wagar explained five OVKA board members need to approve this in order for it to be sent to WKA to request their approval. Mike Brown, Ted Cradlebaugh, Ken Kuethe, Randy Landes, Ray McKibben and Josh Wagar approved allowing this request. Lynda Coombs will submit the request to WKA.

GOLD CUP: Mike Brown reported G & J Kartway has graciously scheduled a Gold Cup event in July.

ADJOURNMENT TO EXECUTIVE SESSION: Mike Brown, seconded by Ray McKibben, made a motion to adjourn to executive session at 10:21 p.m. The motion passed unanimously.

EXECUTIVE SESSION: Doug Benson discussed some Swap Meet vendor concerns. Having been nominated last month, Jeff Calvert and Brent Warren were voted to the OVKA Board of Directors.

ADJOURNMENT: Mike Brown, seconded by Josh Wagar, motioned to adjourn the executive session at 10:49 p.m. The motion passed unanimously.

UPCOMING MEETINGS / EVENTS:

- OVKA 2015 Swap Meet – Saturday, February 7, 2015, Hara Arena, 1001 Shiloh Springs Road, Dayton, OH
- Great Lakes Expo – Noon – 6:00 p.m., Saturday, February 28, 2015, Full Throttle Indoor Karting, Springdale, OH.
- OVKA Monthly Board Meeting – 7:00 p.m., Tuesday, March 3, 2015, Hampton Inn, 2880 Towne Boulevard, Middletown, OH, 45044 (west side of Interstate-75)
- DARF Toys for Kids Race Car Show – Saturday, March 7, 2015, Lang Chevrolet, Beavercreek, OH.
- DARF Race Cars and Future Stars Show – Friday through Sunday, March 13-15, 2015, Centre City Mall, Piqua, OH.
- Rollin' on the River Car Show – Sunday, July 26, 2015, Sayler Park, Ohio.

SUMMARY OF COMMITMENTS:

- Mike Brown – Coordinate the DARF Race Cars & Future Stars Show.
- Lynda Coombs – Submit request to move up to WKA.
- Ken Kuethe – Assist with Great Lakes Expo.
- Ray McKibben – Assist with transfer of show booth between show coordinators, coordinate DARF Toys for Kids Race Car Show.
- Jean Stafford – Draft by-law wording regarding the President's vote.
- Josh Wagar – Coordinate Great Lakes Expo.

BOARD MEMBERS PRESENT: D. Boles, M. Brown, R. Coombs, T. Cradlebaugh, G. Gregg, K. Kuethe, R. Landes, L. McCready, R. McKibben, J. Roberts, P. Slattery, J. Stafford and J. Wagar.

MEMBERS / VISITORS PRESENT: S. Bayliff, D. Benson, M. Birchwell, R. Brown, J. Calvert, O. Cohen, M. Cook, L. Coombs, D. Cradlebaugh, H. Cradlebaugh, T.T. Cradlebaugh, R. Creighton, D. Fiehrer, G. Lutz, M. McIntosh, R. Mueller, L. Roberts, B. Schroeder, D. Schroeder, B. Warren and B. Williams.

Respectfully submitted by Lynda Coombs, OVKA Secretary, 2/18/15.