

**AMERICAN ROSE SOCIETY
BOARD OF DIRECTORS MEETING
THURSDAY, APRIL 4, 2019
AMERICA'S ROSE GARDEN – KLIMA HALL
SHREVEPORT, LOUISIANA**

RECAP OF BOARD ACTIONS

At its April 4, 2019 meeting held in Shreveport, Louisiana, the American Rose Society Board of Directors took the following actions:

- President Bob Martin reported to the Board of the American Rose Society on his activities since the San Diego, CA meeting in October 2018:
 - **1. Rose Rosette Disease Research Support**
 - On March 28, 2018 President Martin submitted a letter on behalf of the American Rose Society letter in support of the renewal of the Specialty Crop Research Initiative proposal to the USDA entitled, "Combatting Rose Rosette Disease: Short term and long-term approaches". In that letter he estimated the ARS proposed in-kind contribution of \$177,999 for the SCRI project, which is a dramatic increase from the proposed in-kind contribution of \$35,454 set forth in the prior ARS support letter dated November 26, 2018. That increase is primarily attributable to two factors. (a) as suggested by Dr. Byrne, President Martin added America's Rose Garden as a demonstration/validation site where the Combating Rose Rosette Disease Team will work with the American Rose Society to develop Best Management Practices to manage the disease on our property; and (b) President Martin proposed a plan to make use of the American Rose Society's network of more than 1,200 Consulting Rosarians to solicit participation in the Rose Rosette Disease Monitoring Network by monitoring their personal garden and gardens in their area on a regular basis for symptoms of RRD. President Martin will continue to work with national co-chairs of Consulting Rosarians, Dave & Gerry Mahoney of Glendale, Arizona, to develop an announcement of the program, following which it is planned to prepare and send an email to more than 1,200 Consulting Rosarians to solicit their participation in the important project.
 - **2. Society of the Honor Guard of the Tomb of the Unknown Soldier**
 - At 11:00 A.M. on November 11, 2021 the people of the United States will mark the passage of 100 years since the interment of an unidentifiable member of the American Expeditionary Forces of World War I in Arlington National Cemetery. This iconic place of interment has come to be known as the Tomb of the Unknown Soldier. it is regarded as America's most sacred shrine. As intended, it is dedicated to all that have served and sacrificed for America in times of war or armed conflict from the American Revolution to the present and to those yet to come. President Martin has been working with the President of the Society of the Honor Guard, Tomb of the Unknown Soldier and Centennial Committee Chairman with respect to the support of the American Rose Society to this commemoration, including the introduction of a white rose to commemorate the Centennial to be named 'Honor Guard'.
 - **3. Presidential Communications**
 - Since the last meeting President Martin has undertaken various communications as President including, (a) the delivery of President's Messages for ARS Publications; (b) authoring the Annual Fund Letter mailed January 21, 2019; and (c) preparing the Agenda for the Board Planning Session and working with those involved on content.
 - **4. ARS Endowment Trusts**
 - President Martin attended all four Trust meetings on January 28 and 29; was elected chair of the MET; has been working with the Executive Director to identify a candidate for Caddo Parish Trustee for the MET to replace Malcolm Murchison, who has asked to retire; and has cooperated with Bruce Monroe, chair of the Research Trust in amending the Research Trust to simplify grant making, which is discussed later on this agenda.
 - **5. Prizes & Awards**
 - To carry out his objective to continue to encourage recognition of service to the American Rose Society by making sure awards are awarded, President Martin has had several conferences with John Mattia, Chair of Prizes & Awards to discuss the awards policy and to emphasize that the Gold Honor Medal and the

Klima Medal shall be awarded each year. President Martin has asked the Prizes & Awards Committee to review the Gold Medal standards, especially the rule that read literally prevents suggestions being made as to candidates. Regional Directors are reminded of the Awards Policy and should communicate with their appointed representatives on the Prizes & Awards Committee to make sure they are participating and if necessary to suggest candidates for consideration. President Martin met with Suzanne Horn, Chair of the Horticultural Exhibitors Committee to discuss the awards policy and procedures to assure that the Hedrick Award is to be awarded each year. President Martin urged all District Directors to be mindful of the changes in the Silver Honor Medal and to assure its award in their Districts. The certificates for Presidential Citations have been redesigned and Directors as well as District and Local Society Officers are encouraged to advise President Martin of significant society anniversaries and individual accomplishments worthy of recognition.

- **6. The American Rose Magazine**
 - President Martin has stated that a primary goal of his administration is to significantly improve the educational content of the *American Rose* magazine. To that end, President Martin met with Beth Smiley to review priorities for the *American Rose* magazine, and also provided written analysis and guidelines to Beth Smiley and Elena Williams, Chair of the Editorial Advisory Committee with regard to the content of the *American Rose*, as well as its formatting and presentation, all to focus on content and making it more readable. An excellent example of the changes pursued is the January/February Issue of the *American Rose*.
- **7. Roses in Review**
 - Roses in Review will be not be tied to the crippled Modern Roses database but will be hosted through Google Forms. Don Swanson, Chair of the Roses in Review Committee, has prepared a list of roses to be reviewed that has been circulated to the RIR Coordinators for further review. Roses will be rated using whole numbers 6-10, with 6 to be below average, 7 as average, 8 as good, 9 as excellent and 10 as outstanding. The hope is to get more accurate ratings of roses and more space between the ratings. All Directors are urged to promote participation in Roses in Review, especially by Consulting Rosarians who are “expected” to participate.
- **8. Modern Roses website**
 - President Martin continues as Chair of the Ad Hoc Committee on Registration with Bruce Monroe, past chair of the Classification Committee and now National Chair of Horticultural Judges; and Andy Vanable, Chair of the Registration and Classification Committee. They have continued to work the problem with the Modern Roses database and website. On December 7, 2018, Jon Corken and President Martin met in Shreveport with Praeses, a Shreveport-based technology company to review the Modern Roses database. On January 31, 2019 President Martin spent an entire morning in a Zoom session with the team at Praeses in which he gave them a view of his desktop as he walked through various tasks on Modern Roses. Based on the issues discussed in the call, Praeses agreed to assemble an action list of things to be done and to provide an estimate of what would be involved in doing them. At one point in that meeting they described the database as all fouled up. President Martin suggested it was FUBAR and they agreed. Following the meeting Praeses submitted an estimate of hours to complete the needed works of between 1,512 and 1, 993 with a most likely estimate of 1,833 hours. The time to complete the project was estimated as between 28-37 weeks. At a discounted nonprofit rate of \$142/hour the mid-level estimate would cost \$260,000. Seeking a different approach, and at the suggestion of Andy Vanable, they considered a plan to identify database registrations for other American plant societies, including the excellent cultivar database of the American Hemerocallis (Daylily) Society at daylilydatabase.org. Most recently ARS received a proposal from the firm that developed the database for the American Daylily Society to develop a new comparable database. The price quoted is very reasonable at about \$2,200, which is perhaps too good to be true. The proposal contemplates migrating the data from the Modern Rose database to a new database. President Martin will be reviewing the proposal with ARS staff to determine a course of action.
- **9. Rose classification issues**
 - President Martin will propose to the Heritage & Preservation Committee for their recommendation to the Registration and Classification Committee two proposals. The first is that the American Rose Society

approved family tree for the Genus Rosa be amended as follows: (a) The class Hybrid Eglanteria (HEg) be replaced by the class Eglanteria (Eg); (b) The class Hybrid Gallica (HGal) be replaced by the class Gallica (Gal); and (c) the class Hybrid Kordesii (HKor) be replaced by the class Kordesii (Kor). The second is that the American Rose Society approved family tree for the Genus Rosa be amended by restoring the class Rambler (R) to the section Modern Roses. President Martin is also readying a proposal to subdivide the Modern Shrub classification: (a) to establish a class for Ground Cover (Gc) as currently recognized in the Combined Rose List; and (b) to hopefully establish a classification to encompass David Austin Roses (Aus). President Martin is also working on proposal to classify a rose specifically as a single as currently recognized in the Combined Rose List. He will also be submitting to the Registration and Classification Committee a proposal to recognize the color class "green" (g) as recently adopted by the Registration Committee of the WFRS.

○ **10. Rose Shows and Disqualification**

- President Martin stated his objective continues to be to encourage the conduct of ARS judged rose shows by promoting articles on exhibiting, and by removing barriers to entry. President Martin is particularly concerned with the rules on disqualification of entries that fall disproportionately on the newest exhibitors and can have a chilling effect on their decision to enter a rose in a rose show. In March, President Martin met with Suzanne Horn, Chair of the Horticultural Exhibitors' Committee to discuss a proposal to revise the judging guidelines to remove conditions for disqualification that President Martin plans to prepare and submit to that Committee for a recommendation. Following approval of the Horticultural Exhibitors' Committee, the proposal would be submitted to the Horticultural Judges Committee for consideration, prior to its submission to the Board.

○ **11. Consulting Rosarians**

- President Martin's objective continues to be to increase the number of Consulting Rosarians and encourage existing CRs to be available to consult. President Martin met with Dave & Gerry Mahoney, National CR Chairs, on several occasions to review objectives and plans. This has produced a number of proposals now on the agenda. They have also re-established the Cyber CR Program, which is a work in process. Working with Dave & Gerry Mahoney, they are planning on a remote live internet program on Chemical Safety to be conducted by President Martin, an example of which will be delivered at the Allen Owings Regional Horticulture Symposium on Saturday

○ **12. Youth Chairman**

- President Martin has appointed Sue Bennett, NCNH District Director and past President of California Garden Clubs as ARS Youth in Roses Chair. Due to a previous engagement she was not able to attend the board meeting. She is also now Executive Director of a non-profit Kids Growing Strong, and will also be Youth Chairman for the National Garden Clubs, Inc., starting in May. She is open to new ideas and to Encouraging Future Rosarians. Directors with projects directed toward youth in their districts or regions, or otherwise with an interest and ideas should contact Sue or President Martin to see how they can be integrated into future plans.

○ **13. Great Garden Restoration**

- President Martin provided detailed background on the Great Garden Restoration (GGR) Design Plan and its progress to date. He also reviewed his prior reappointment of Marilyn Wellan as the GGR Master Plan Coordinator, which appointment was approved by the Board at its meeting in San Diego in October 2018. At that meeting the Board also approved his reappointment of Dr. Allen Owings as chair of the American Rose Center (ARC) Committee, which Committee has established Committee Guidelines dating to 1990 by which it exercises oversight on horticultural issues and planning for the American Rose Center. President
- Martin then addressed certain issues raised by members of the GGR Task Force at a committee meeting in Shreveport on February 9, 2019. He also addressed an email by Paul Zimmerman circulated on March 14, 2019 to members of the ARS Board of Directors and ARC Committee Members concerning the design process. Subsequent to the exchange of emails, President Martin has been in contact with Paul Zimmerman to identify and narrow as appropriate areas of concern regarding his email to the Board. Following that discussion with Paul Zimmerman, President Martin was pleased to report that they now have resolved all of his issues and both Paul Zimmerman and J&P are satisfied with the project and the design.

- Having resolved with Paul Zimmerman and J&P the issues raised in his email, President Martin again reviewed the express purposes of the GGR Task Force, as well as the minutes of its meeting of February 9, 2019, and based upon that review determined that the GGR Task Force by arranging for delivery of the Jackson & Perkins Design and the broad outlines of the Master Plan as approved by the Board, has accomplished its limited purpose of formulating a plan. Consequently, as President, having the authority and responsibility under the Bylaws to appoint such committees as he may deem necessary or proper, including the authority to revoke the appointment of a committee, as well as the authority to determine that an ad hoc committee formed for a specific purpose is no longer necessary or proper, and in the exercise of that authority President Martin determined that the express purposes of the ad hoc GGR Task Force have been met and that the implementation of the Master Plan adopted by the Board shall hereafter be carried out by the ARC Committee and the GGR Master Plan Coordinator. Accordingly, President Martin thanked the members of the GGR Task Force for their service and dissolved the GGR Task Force effective immediately.
- Executive Director Jon Corkern updated the Board of the American Rose Society on the society activities since the San Diego, CA meeting in October 2018.
- Treasurer Jack Page reviewed for the Board the financial documents: Commentary & Financials – December 2018 and End of Year; Endowment Trusts; Accounts Payables; Accounts Receivables as well as the Great Garden Restoration Project. Also discussed was the 2019 Budget.
- The Board reviewed the Executive Director presentation and report, ARS Organization Chart, ARS Contact List, 2019 Publications Schedule, February 2019 Membership reports and February 2019 Development report. Awards were given to Regions and Districts for increases in Membership and Annual Fund donations.
- The Board of Directors adopted the minutes of the Board meetings held Thursday, October 25, 2018 in San Diego, CA.
- The Board ratified the Executive Committee meeting minutes from October 25, 2018 (San Diego CA) through February 13, 2019.

In further action, the Board:

- The Board approved the Convention Planning Committee request of revisions to the Convention Planning materials and forms. This information/forms are now on the website.
- The Board approved the recommendations of the Convention Planning Committee to approve the bid request from Pikes Peak Rose Society to hold the Spring 2020 ARS National Convention in Colorado Springs, CO in June 2020 and the North Central/Illinois-Indiana/Central Districts bid request for the Fall 2021 ARS National Convention in Milwaukee, WI in September 2021.
- The Board approved the President's appointment of America's Rose Garden Advisory Board; a committee to be made up of Shreveport community leaders who will work with GGR Master Plan Coordinator Marilyn Wellan and ARC Committee Chair Dr. Allen Owings. President Martin disbanded the GGR Task Force Ad Hoc Committee.
- The Board approved the Arrangements Judging Committee requests:
 - Decrease membership requirement to become a Rose Arrangement Judge to two years:
 - **Chapter 19**
Requirements to Become a Rose Arrangement Judge
 - It is required that judges be full or associate members of the American Rose Society for twenty-four months, including the twelve months immediately preceding becoming an Apprentice Rose Arrangement judge, and that they have passed the ARS Horticulture Judge examination.
 - Clarification of exhibition requirements for Apprentice Rose Arrangement Judges:
 - **Chapter 19**
Apprentice Rose Arrangement Judge
 - In addition to passing the arrangements and horticulture examinations and becoming an Apprentice Arrangement Judge, the candidate must present evidence of having exhibited at least three arrangements scoring 90 or more points in three different rose arrangement division classes in at least two different ARS shows. Evidence is to be either an entry tag indicating a first place (blue ribbon) award or an entry tag marked with the score of 909 or more points and bearing the signature(s) of one or more of the judges of the show.

- Adoption of Inactive Status as an option for Arrangement Judges (Addition to the end of Chapter 19):

INACTIVE STATUS

An Accredited Arrangement Judge who is temporarily unable to fulfill the requirements of an Accredited Arrangement Judge may be granted Inactive Status. Inactive Status can be granted by the National Chairman of Arrangement Judges on recommendation of the District Chairman of Arrangement Judges of the District in which the Accredited Arrangement Judge is a member. The National Chairman of Arrangement Judges will notify the ARS headquarters when an Accredited Arrangement Judge has been granted Inactive Status. An Accredited Arrangement Judge who has been granted inactive status will be listed as Inactive on the roster of Accredited Arrangement Judges maintained by the ARS headquarters.

An Inactive Judge will no longer be required to meet the requirements to maintain judging status except to continue American Rose Society membership. An Inactive Judge will be afforded all the privileges of an Accredited Arrangement Judge except the right to judge accredited ARS shows.

When an Inactive Judge is again able to fulfill the requirements of an Accredited Arrangement Judge, he or she can resume active status, *i.e.*, the right to judge accredited ARS shows, by attending an ARS Arrangement Judging School, seminar, or an equivalent activity. An Inactive Judge is not required to retake the ARS Arrangement Judging Exam to resume active status, but the National and District Chairmen of Arrangements shall determine the amount of reeducation required to resume active status in each case.

- The Board approved the Consulting Rosarian Committee requests:
 - Delegation of Authority to explore new CR Credits including writing articles:
Authority to develop innovative ideas for Continuing Education credits without approval for each item. This approval will allow us to offer a more diversified method of obtaining Continuing Education (CE) credits. Writing articles is one method. Articles would be limited to a maximum of two credits per four years per Consulting Rosarian. An approved credit would need to fit the CORE topics or alternate topics as suggested on page 2-3 of the Consulting Rosarian Manual. Other methods may be evaluated and adopted as suggested and approved by a majority of District Consulting Rosarian Chairs who are Consulting Rosarian Committee members. All methods would be subject to the guidance of the President of the American Rose Society.
 - Change of Wording from multiple terms to Continuing Education:
Change all references from CR credits, 4 credits, credits hours to Continuing Education (CE) credits. In some instances, CE's.
 - Change of ARS membership requirement:
Must be a regular or associate member of the American Rose Society for two consecutive years.
 - Delegation of Authority to District CR Chairs RE: Seminars:
District Consulting Rosarian Chairs will approve one (1) hour seminar credits (Continuing Education) on a wide range of subjects. They will track these credits as well.
 - Email requirement:
Add Consulting Rosarians, if possible, should have e-mail to CR qualifications.
- The Board approved the Strategic Planning Committee Guidelines (Charter) as presented.
- The Board approved the Research Trustees request to amend the Declaration of Trust as follows:
 - Elimination of Executive Committee Approval of Grants
Article 1.6 Distribution. "All grants shall be made pursuant to recommendations passed by a majority of the Trustees. Grants may not exceed 14% of the value of the Trust in any one calendar year, based on the value of the Trust at the beginning of the calendar year.
 - Change Limitation of Expenditures Based on Principal and Undistributed Net Income and Modification of Meeting Requirements
3.1 Powers. The Trustees shall have, in addition to all powers granted by law, the powers set forth in this ARTICLE THREE with respect to this Trust, exercisable in the Trustees' discretion. They shall be the sole and exclusive managers of the Trust. They shall have the right to insure ensure that income distributed to THE AMERICAN ROSE SOCIETY is being applied in conformity with the provisions of this declaration of trust and are authorized to withhold payment of income in order to enforce reasonable requests for access to information, or to set such terms and conditions of payment as may be necessary to insure compliance with the terms of this declaration.

The acts of the Trustees shall be by a majority vote at a noticed meeting held in person or by conference telephone call. The acts of the Trustees shall be by a majority vote at a noticed meeting held in person, or by means of conference telephone or similar communications equipment, whereby all directors participating in the meeting can hear each other at the same time. Any action required or permitted to be taken at any meeting may be taken without a meeting if all Trustees consent thereto in writing, by email or other electronic transmission and the writing or writings or electronic transmission or transmissions are thereafter ratified and filed with the minutes of proceedings of the Trustees. A record of all meetings shall be permanently retained and available for inspection by any member of THE AMERICAN ROSE SOCIETY.

- Delete Article 4.3; renumber all articles thereafter in Article 4.

~~**4.3 Determination of Principal and Income.** Except as provided for herein, the determination of what is principal and what is income of the Trust Estate available for distribution hereunder and the apportionment and allocation of receipts and expenses between these accounts, shall be governed by the provisions of the Revised Uniform Principal and Income Act from time to time existing, whether or not such Act has been adopted in the jurisdiction where the situs and administration of the Trust Estate is located. Any matter not provided for in the Revised Uniform Principal and Income Act shall be determined by the Trustees in the Trustees' sole discretion, who may prospectively set aside a portion of net income, not exceeding the then current national rate of inflation reflected in the consumer price index, to provide for a hedge against deterioration of income. That sum may be added to principal for purposes of determining what is principal and what is income for purposes of fixing distributions from the Trust to THE AMERICAN ROSE SOCIETY.~~

- The Board approved the Garden Design as submitted by Jackson & Perkins:
 - *RESOLUTION:*
The American Rose Society Board of Directors hereby resolve to accept, adopt and approve the 'Clock Circle' concept layout and them 'America's Rose Garden' as a basis of planning for the construction of a rose garden located at the American Rose Center.
We further resolve that the American Rose Society hereby expresses its sincere appreciation to Paul Zimmerman and Richard Beales and Jackson and Perkins design department for this wonderful planning document which was presented at our ARS previous Board meeting, and their enthusiastic support of this project.
- The 2019 Fall Finance Committee (Oct 2), Executive Committee (Oct 3), Board of Directors Meeting (Oct 3) and Members Meeting, will be held in conjunction with the Fall 2019 National Miniature Conference & Rose Show in Franklin, TN, October 4-6, 2019. The Franklin Marriott Cool Springs is the headquarter hotel; phone: (615) 261-6100; rates are \$139 per night; cut off for reservations is September 3.
- The Board held a Planning Session on Friday, April 5th and discussed:
 - Status report on Great Garden Restoration Project (Marilyn Wellan)
 - Instructions on Presentation by Directors on GGR Fundraising (Dr. Jim Hering)
 - Presentation of Groundbreaking Commemorative Display (Bob Martin & David Dale)
 - Groundbreaking for McFarland Plaza and Lion's Club Legacy Gardens and tour was held
 - Membership Tools for Districts and Local Societies (Chris VanCleave/Jon Corkern)
 - Tools to support ARS Annual Fund (Lucy Medvec)
 - Long Term/Strategic Planning Objectives (Diane Sommers)
 - Round Table Discussions
 - Presidential Summary and Call to Action