



Newfoundland Club of America, Inc.
Board of Directors
Face-to-Face Meeting
Holiday Inn & Suites - Chicago-O'Hare/Rosemont
Rosemont, Illinois
November 4-6, 2011

Agenda

- 1. Reading of the minutes of last meeting**
 - Approval of the minutes of September 15, 2011
 - Approval of the minutes of October 20, 2011
- 2. President's Report (Pat Randall)**
- 3. 1st Vice-President's Report (Roger Frey)**
- 4. 2nd Vice-President's Report (Pam Saunders)**
 - Discussion of the Life Stages project.
 - Member's inquiry regarding response to previous inquiry on committee policies
- 5. Recording Secretary's Report (Mary Lou Cuddy)**
 - Review of To-Do List items
- 6. Corresponding Secretary's Report (Lynne Anderson-Powell)**
- 7. Treasurer's Report (Mary L. Price)**
- 8. AKC Delegate's Report (Mary W. Price)**
 - Delegate Eligibility article
- 9. Committee Reports**
 - Judges Education Committee
 - Temperament article
 - Juniors Committee
 - Update
 - Request for a Juniors Fund
 - *ad hoc* NCA Governing Documents Review Committee
 - Update

- Publicity Committee
- Working Dog Committee
 - Update on WRDX comment period
- *NCA Policy Manual*

10. Executive Session

- Approval of NCA Applicants
- Nominating Committee
 - Appointments
- Performance and Companion Events Committee
 - Appointments
- Working Dog Committee
 - Removal of committee
- Awards Committee
 - Nominations
- Steering Committee
 - Committee Chair appointment
- AKC Breed Column Committee
 - Committee Chair resignation
 - Committee Appointments
- Publicity Committee
 - Staff committee
- Membership Committee
 - Non-renewal letter

11. Unfinished Business

- Discussion Item: To review the practice and procedure for the taping of Board meetings for posting. (from 7/21/11)
- *ad hoc* Governing Documents Review Committee
- Discussion Item: Development of a response to complaints made against NCA members by non-members. (Steve Britton)
- Discussion Item: Online *Breeders List* forum. Need to determine ownership and responsibility for the list? (from 9/15/11)
- Discussion Item: On Facebook during a discussion of puppy behavior it was suggested that the NCA start a page devoted to new puppy owners. This might be a very good fit for Newf Ambassador Committee, and would not be geographically restricted, would just need a couple of committee members/mentors willing to monitor the page and give advice when people post questions (How much should my puppy weigh, how old before going to class, how to teach going up a ramp into the car, etc.) (Pam Saunders) (from 9/15/11)

- Discussion Item: *Annual of Titlists* and Register of Merit dogs. (from 9/15/11)
- Discussion Item: Rotation of National Specialties (Pam Rubio)
- Discussion Item: Acknowledge Brian Hodges' help with the Dogfish contract (from 10/20/11)

12. New Business

- Motion: That NCA Board teleconferences be concluded, either by recess or adjournment, by midnight Eastern Time. (Donna Thibault and John Cornell) (from 9/15/11)
- Motion: That we appoint a small ad hoc committee to evaluate the currently available web, and video conferencing software to determine whether any can meet our needs at lower prices. There are at least 30 vendors offering a variety of services at a variety of prices. Nearly all have 30 day trials. Many of the vendors offer very inexpensive audio conferencing, both over the web and via regular phone lines. (Pat Randall) (from 9/15/11)
- Report: 2011 National Specialty Financial Report
- Motion: Move that the Working Dog Committee provide working judges with periodic written explanations/interpretations of rules where questions have arisen. (Maredith Reggie)
 - Rationale: The integrity of the NCA working events depends on consistent interpretation of the rules. This would enhance the consistency of judges decisions in these events.
- Motion: Move the Working Dog Committee, for ease of use, include page numbers on the test regulations that appear on the *NCA Website*. (Maredith Reggie)
- Motion: Move that the Working Dog Committee clarify the wording in the working regulations regarding alternate entrants receiving refunds for entry fees. (Maredith Reggie)
- Discussion Item: Some of our current committee policies have had unintended consequences. These policies should be reviewed to make committee appointments and relationships more practical for our purposes. (Maredith Reggie)

- Discussion Item: With the addition of a Monday Regional Specialty occurring in conjunction with the 2012 NCA National Specialty, will the Board need to move their spring Face-to-Face Meeting time to Saturday evening and Sunday (rather than the customary Sunday evening and Monday)? If so, should the Board renew a motion regarding partial reimbursement for expenses to its directors for attending the spring Face-to-Face Meeting? (Steve Britton)
 Rational: Some board members are anticipating additional lodging, meals, travel and other expenses from \$500 - \$1500 in the event of the meeting being moved to an earlier time.

13. Adjournment

14. FYI

- Board/Committee Item List
- Board Directory

Committee Reports

Judge's Education Committee: Temperament Article

The definition of temperament: "A person's or animal's nature, especially as it permanently affects their behavior."

The first sentence of the Newfoundland standard states "The Newfoundland is a sweet-dispositioned dog that never acts dull or ill-tempered." In the first paragraph it goes on to say, "A good specimen of the breed has dignity and proud head carriage." Temperament is again referred to under the section of the Head; "Expression is soft and reflects the characteristics of the breed: benevolence, intelligence, and dignity. The last section of the standard entitled, Temperament, states, "Sweetness of temperament is the hallmark of the breed; this is the most important single characteristic of the breed."

Because sweetness of temperament is the hallmark of the breed and the most important single characteristic of the breed, judges must pay particular attention to temperament when evaluating the Newfoundland. **The tail carriage of the Newfoundland will tell you a lot about how the dog is feeling. When the dog is standing relaxed, its tail hangs straight or with a slight curve at the end. When the dog is in motion or excited, its tail is carried out. A dog whose tail is tucked under its body tells you a lot about how the dog is feeling.**

According to AKC rules "A dog that in the opinion of the judge menaces or threatens or exhibits any sign that it may not be safely approached by the judge or examined by the judge in the normal manner shall be excused from the ring." The rules also go on to say, "A dog that in the opinion of the judge attacks any person in the ring shall be disqualified." I think that we can all agree that aggression is to be guarded against at all cost and we believe that we should be able to count on judges to follow these rules to the letter. A Newfoundland should never show aggression toward a human but it should not show

aggression to other dogs either. No matter how much the dog exudes breed type, exemplary temperament is paramount.

That being said, just excusing a dog that menaces or disqualifying a dog that attacks, doesn't qualify as evaluating the correct ideal temperament in the Newfoundland. Shyness and/or spookiness should be penalized as well. Either behavior would not be typical of a Newfoundland. But rather than just fault judging we would like judges to reward ideal temperament as well.

It is not uncommon to have over 100 specials lined up for best of breed at the Newfoundland Club of America's national specialties. Approximately 2/3rds of that 100 total are males – intact males who have no problem standing nose to tail with every other male there. This may not be possible in other breeds but is it not only possible but expected in the Newfoundland. It also applies to females. You can well imagine that at a national specialty where 500 Newfoundlands on average are in attendance, there is bound to be a girl or two in season. Should this cause dissention among the boys or grumpy behavior from the girls? Not in the Newfoundland!

While no judge wants to be on the receiving end of an aggressive dog the size of a Newfoundland, it is clear what is required of you by the American Kennel club. We also ask that you not reward aggression in the Newfoundland towards other dogs, be they other Newfoundlands or other breeds that may be ringside. We also ask that shyness and fearfulness not be rewarded. It is our duty to uphold that single most important characteristic – sweet temperament. As judges you decide who gets the win. Please ensure that the nod given to the dog that most closely matches the physical aspects of the breed standard also epitomizes the sterling temperament we strive so hard to maintain.

Judges Education Committee
Newfoundland Club of America

Juniors Committee:

Cissy Sullivan will be joining us on Saturday to give us an update on her Juniors committee and to make a request for a Juniors Fund.

Working Dog Committee:

WRDX update - The WDC would like to inform the board that they received a lot of comments on the WRDX proposal and have decided to basically stay with the test as is, but will add some clarifications and some minor changes for safety issues. The wording is being worked out in our monthly teleconferences and will be sent to the board in the next few months.

Policy Manual:

BOARD OF DIRECTORS MEETINGS *

1. *Agendas*

- a) Board agendas, approved Board minutes and Bulletin Boards to be emailed to all committee chairs.
- b) NCA Board meeting agendas, including rationales, to be posted on the NCA website 48 hours after receipt of said agenda by all the Board members
- c) All unfinished business shall be listed in the minutes and the agenda of each meeting
- d) Items to be submitted to the entire Board, either as an informational item or with an agenda item, should be sent to the Recording Secretary for distribution, preferably in an electronic format. Two exceptions to this policy are items that are very time sensitive and would not reach the Board in the normal agenda packet and would normally be acted upon at the next Board meeting, or items that, because of their bulk or weight, would be more economically distributed by mailing to the individual members.

1. *Annual Meeting*

- a) Annual meeting to take place at National Specialty as per new By-Laws.

2. *Bulletin Board*

- a) Board agendas, approved Board minutes and Bulletin Boards to be emailed to all committee chairs.
- b) The Bulletin Board will be posted after each meeting session, whether it is recessed or adjourned.
- c) Bulletin Board report each motion in its entirety and how the Board voted, with the disclaimer that this is an unofficial report

3. *Communication*

- a) Board agendas, approved Board minutes and Bulletin Boards to be emailed to all committee chairs.
- b) Board discussions should try to adhere to the following guidelines in Roberts Rules of Order listed under "Decorum in Debate" (pp 379-381):
 1. Confining remarks to the merits of the pending question.
 2. Refraining from attacking a member's motives.
 3. Addressing all remarks through the Chair.
 4. Avoiding the use of members' names.
 5. Refraining from speaking adversely on a prior action not pending.
 6. Refraining from speaking against one's own motion. (This does not mean one cannot vote against it.)
- c) Require in all dealings and communications with the attorney hired by the Board that all requests to the attorney be in writing and all such reports, letters, or communications from and to the attorney be sent to the entire NCA Board within five business days. Further that any telephone conferences be summarized and reported to the Board within five business days. This directive will include both committee and Board members
- d) The Board encourages and approves the free communication of members to one another and for members of the Board to communicate with the membership. The

- e) When the Board directs any Board member to perform an action, the same standard of communication that applies to committees will apply to all Board members. They will report back when the action has been completed or give reasons why the requested action was not performed

4. *Documents*

- a) All letters of complaint or recommendation received by a Board member are to be sent to the Recording Secretary and, if appropriate, to the respective committee chair, within one week of receipt.
- b) All official documents of the NCA to be identified as such to prevent confusion

6. *Email*

- a) Email meetings are not allowed according to State of Connecticut statutes.
- b) When sending an e-mail as an NCA official letter or document, it must be marked "NCA Official" in the subject line. The sender of the email should send it to the Recording Secretary for distribution to the entire Board. If the Recording Secretary does not get confirmation within 48 hours of the distribution, the Recording Secretary will call anyone not responding. All responses are to be sent back to the Recording Secretary per instructions. If email is not marked in this manner, it is deemed as personal or FYI. Please be aware of any personal attachments on emails and use discretion
- c) E-mail that is to be considered Official Business should be labeled as such. Any e-mail considered confidential should be so labeled. No e-mail should be forwarded on unless the original person sending the e-mail has given their written permission.

7. *Executive Session*

- a) General Membership recommends to the Board of Directors that use of Executive Session at Board of Directors meetings be restricted to voting on applicants lists for membership, making committee appointments, formal grievances, contract negotiation and litigation

8. *Meetings*

- a) Board meetings to be recorded using the technology available through AccuConference and these recording will be made available to the membership starting with the next teleconference meeting
- b) Per Connecticut state statutes, once a quorum has been established a quorum will hold.
- c) The Board of Directors will hold monthly teleconference meetings.
- d) Board approved the concept of a set schedule of meeting dates.
- e) At each National face-to-face meeting one NCA Board member will be appointed to research the lowest cost location and meeting sites for the NCA Board for its fall face-to-face meeting
- f) Board members will share rooms to the extent possible in order to save money at Board Fall face-to-face meetings.
- g) Two (2) face-to-face Board meetings per year will be held. One (1) will be at the time of the Club's annual meeting; the preferred season for the second meeting is fall

9. Minutes

- a) Board agendas, approved Board minutes and Bulletin Boards to be emailed to all committee chairs.
- b) All unfinished business shall be listed in the minutes and the agenda of each meeting
- c) At the beginning of the minutes, include a listing of the topics contained so that members have a brief synopsis of what was accomplished, and have that summary linked on the web site minutes so members can just click on that heading and go directly to that portion of the minutes
- d) Policy on Approval of NCA Board Minutes:
 1. It is acknowledged that the members would be far better served if Board minutes were approved by email rather than waste time at a teleconference.
 2. After the Recording Secretary writes the minutes, he will send them by email to Board members. The email will contain a MS Word file in rtf format and an Adobe PDF file. The email will bear the subject line NCA Official Initial draft of minutes of _____
 3. All Board members will carefully review them and make any changes deemed necessary. Board members have seven (7) days to respond with any suggested changes to the email. The preferred method shall be using MS Word with the track changes feature turned on and making the corrections on that document. If that is not possible, a separate email with suggested changes may be sent.
 4. After all of the changes are received back, the Secretary will make modifications to the minutes taking into consideration the suggestions of the Board members.
 5. The Recording Secretary will then email out the corrected minutes and all Board members have seven (7) days to respond with any further suggested changes or comments on the changes. The email will bear the subject line NCA Official second draft of minutes of _____. If a Board member disagrees with any of the changes, the Board member is to email the entire Board with the concerns.
 6. At that point in time, a final draft of the minutes will be prepared and sent to the Board members who will vote on approving them or not approving them. The email will bear the subject line NCA Official FINAL draft of minutes of _____ for Board approval.
 7. If the approval is less than unanimous, then the secretary will inform all Board members who may make comments to be recorded with their vote.
 8. Final approval of all minutes will be at a teleconference or at a face-to-face meeting.
- e) Minutes of the NCA Board will be tape recorded and transcribed but not distributed to persons other than Board members without specific approval of the Board. The original tapes will be held until the minutes are approved. Executive session will not be tape recorded. Board members may request the tape or copy of the transcript.
- f) Board of Director minutes be placed on the NCA website as soon as they are approved.

- g) Minutes to include rationale for motion, the motion, pro and con discussion without names, vote with names and when not unanimous a roll call for each member to state the reason for his or her vote.
- h) Final approval of all minutes done only at a face-to-face meeting or a teleconference call.
- i) Board accepts recommendation of General Membership. Minutes of meetings to contain a summary of the discussion prior to the vote on any motion, excluding names.
- j) General Membership recommends to the BOD that minutes of the Board of Directors meetings provide a summary of both sides of its discussions on all motions.
- k) Board of Directors minutes will reflect only the voting record. No dissenting rationales be recorded in the minutes. Voting record on every motion be listed by name of those voting in the affirmative, negative, abstaining and absent.

10. Motions

- a) Whenever possible when speaking to a motion, Board members will state if they are speaking in favor of or against a motion.
- b) That a Board member would be allowed to speak to each motion twice, unless the Board decided a particular motion warrants more discussion.
- c) A motion or a rationale must not use language that reflects on a member's conduct or character or is discourteous or unnecessarily harsh.
- d) Anything stated in rationale [of votes] must have been stated in discussion
- e) Minutes to include rationale for motion, the motion, pro and con discussion without names, vote with names and when not unanimous a roll call for each member to state the reason for his or her vote.
- f) Motion carried that "since all members of the Board are elected by the membership at large, said members are entitled to vote on any issue that comes before the Board".

11. Teleconferences

- a) The Board will set a fixed time for teleconferences. This Board selects the third Thursday of each month. Each new Board shall, at the Annual meeting of the Board, set a meeting date for the next year
- b) Per Connecticut statutes, as member participating via telecommunications is considered to be present and therefore can vote
- c) NCA use the least expensive teleconference provider available to reduce high teleconference costs, assuming acceptable quality
- d) Board meetings, Committee members, in addition to chair, be allowed to listen and participate in teleconference calls when their committee is under discussion
- e) Committee chairs be invited to participate in teleconference calls when their committee is under discussion
- f) The Board of Directors will hold monthly teleconferences to increase communication

12. Voting

- Reinstate Board members' voting rationales, such rationales to be limited to 50 words. The rationale must be stated during the discussion and cannot be edited later for content
- Approved request by Board member to call in on speaker phone to participate. By-laws preclude voting.

- Movers and seconders of motions at Board and Annual Meetings will be named in the meeting minutes
- Vote tally for each Board candidate will not be published; results may be obtained from the Recording Secretary

History

9/16/10: Board agendas, approved Board minutes and Bulletin Boards to be emailed to all committee chairs.

9/16/10: Posting of Board agendas on the NCA Website be extended indefinitely

3/19/09: Board meetings to be recorded using the technology available through AccuConference and these recording will be made available to the membership starting with the next teleconference meeting.

10/31/08: Per Connecticut state statutes, once a quorum has been established a quorum will hold.

4/30-5/2/07: Reinstate Board members' voting rationales, such rationales to be limited to 50 words. The rationale must be stated during the discussion and cannot be edited later for content

11/3-5/06: All unfinished business shall be listed in the minutes and the agenda of each meeting.

6/21/06: The Board will set a fixed time for teleconferences. This Board selects the third Thursday of each month. Each new Board shall, at the Annual meeting of the Board, set a meeting date for the next year.

4/19/06: Board meetings will no longer be recorded.

3/27-28/06: At any face-to-face meeting of the Board of Directors, the Recording Secretary is charged with the responsibility of providing to any absent Board member a copy of any and all additional information distributed to those present at the meeting. This information should be provided within 10 days of the date of the completion of the meeting

10/6/05: At the beginning of the minutes, include a listing of the topics contained so that members have a brief synopsis of what was accomplished, and have that summary linked on the web site minutes so members can just click on that heading and go directly to that portion of the minutes.

8/29/05: Board discussions should try to adhere to the following guidelines in Roberts Rules of Order listed under "Decorum in Debate" (pp 379-381):

- Confining remarks to the merits of the pending question.
- Refraining from attacking a member's motives.
- Addressing all remarks through the Chair.
- Avoiding the use of members' names.
- Refraining from speaking adversely on a prior action not pending.
- Refraining from speaking against one's own motion. (This does not mean one cannot vote against it.)

7/25/05: Require in all dealings and communications with the attorney hired by the Board that all requests to the attorney be in writing and all such reports, letters, or communications from and to the attorney be sent to the entire NCA Board within five business days. Further that any telephone conferences be summarized and reported to the Board within five business days. This directive will include both committee and Board members.

4/25-26/05: The email meeting policy previously in effect is revoked.

4/25-26/05: The Board encourages and approves the free communication of members to one another and for members of the Board to communicate with the membership. The Board will encourage such communications and not discourage such communications.

4/25-26/05: Two different Boards have considered the situation where a Board member could not attend a face-to-face meeting and each time the absent member was allowed to participate by telecommunications but they were not allowed to vote. An interpretation from the parliamentarian that had been hired for the Annual Membership meeting was that remote members are allowed to vote and recommended that a standing rule of order be enacted for this meeting. The parliamentarian stated that it would take a 2/3 majority vote to pass a special ruled of order to prevent a Board member from voting, because as per Connecticut statutes, as member participating via telecommunications is considered to be present and therefore can vote. This would establish a precedent from the previous way of doing business. Policy on this issue should be set but should not be decided on personal issues. The membership can make the decision as they are able to vote out Board members who do not attend face-to-face meetings on a regular basis.

V36.2 1/27/05: Adopt as policy the following procedures which were followed at the October 2004 face-to-face meeting.

These procedures are:

- 1) That a Board member would be allowed to speak to each motion twice, unless the Board decided a particular motion warrants more discussion.
- 2) In an effort to provide the membership with more informative minutes and to assist the Recording Secretary in organizing discussion points, that whenever possible when speaking to a motion Board members will state if they are speaking in favor of or against a motion.
- 3) That the minutes from this meeting will not include the individual Board member's voting rationale.

V36.1 10/31/04: When the Board directs any Board member to perform an action, the same standard of communication that applies to committees will apply to all Board members. They will report back when the action has been completed or give reasons why the requested action was not performed.

V36.1 10/31/04: A motion or a rationale must not use language that reflects on a member's conduct or character or is discourteous or unnecessarily harsh. (From RONR (10th ed.), p 333, l. 5-8)

V36.1 10/31/04: The Bulletin Board will be posted after each meeting session, whether it is recessed or adjourned.

V36.1 10/31/04: Have the Bulletin Board report each motion in its entirety and how the Board voted, with the disclaimer that this is an unofficial report

V36.1 10/30/04: have the NCA use the least expensive teleconference provider available to reduce high teleconference costs, assuming acceptable quality.

V36.1 10/29/04: Approve the following as outlined in the President's Report. 1) That a Board member would be allowed to speak to each motion twice, unless the Board decided a particular motion warrants more discussion. 2) In an effort to provide the membership with more informative minutes and to assist the Recording Secretary in organizing discussion points that, whenever possible when speaking to a motion, Board members will state if they are speaking in favor of or against a motion. 3) That the minutes from this meeting will not include the individual Board member's voting rationale. 4) That if these suggestions are adopted, that the Board would,

after this meeting, review their efficiency and make recommendations for future meetings.

V35.4 8/23/04: NCA Board meeting agendas, including rationales, not be posted on the NCA website until 48 hours after receipt of said agenda by all the Board members.

V35.4 8/19/04: Email meetings are not allowed according to State of Connecticut statutes.

V35.4 8/19/04: Board approved the concept of a set schedule of meeting dates.

V35.4 8/11/04: Any email matters for consideration at a teleconference must be received at least 48 hours before the start of the teleconference, barring emergencies.

V35.4 6/30/04 Anything stated in rationale [of votes] must have been stated in discussion.

i. V35.2 11/21/03 *Procedures for email meetings*:

Set a date for items due in for the agenda, agenda items then due 14 days later.

If a motion comes in without a second, then the recording secretary shall automatically second it.

Seven days later the Recording Secretary will send out the agenda items consisting of motions and discussion items. A response is due back to the Recording Secretary in seven days.

If a motion is not approved unanimously on the first round, then there will be discussion followed by a second round. Each member must respond to each motion and discussion item.

Five days later the results will be sent out to the Board members who must return their vote in five days.

Specific procedures:

A non-unanimous motion may be sent back to the Board for further discussion and possible voting or may be tabled by the President to be discussed at the next teleconference. Responses have to be emailed back. There will not be executive sessions except for new membership applications.

The Recording Secretary will send out the minutes using the emailed responses that were received.

Policy on Approval of NCA Board Minutes:

9. It is acknowledged that the members would be far better served if Board minutes were approved by email rather than waste time at a teleconference.
10. After the Recording Secretary writes the minutes, he will send them by email to Board members. The email will contain a MS Word file in rtf format and an Adobe PDF file. The email will bear the subject line NCA Official Initial draft of minutes of ____
11. All Board members will carefully review them and make any changes deemed necessary. Board members have seven (7) days to respond with any suggested changes to the email. The preferred method shall be using MS Word with the track changes feature turned on and making the corrections on that document. If that is not possible, a separate email with suggested changes may be sent.
12. After all of the changes are received back, the Secretary will make modifications to the minutes taking into consideration the suggestions of the Board members.
13. The Recording Secretary will then email out the corrected minutes and all Board members have seven (7) days to respond with any further suggested changes or comments on the changes. The email will bear the subject line NCA_Official second draft of minutes of _____. If a Board member disagrees with any of the changes, the Board member is to email the entire Board with the concerns.

14. At that point in time, a final draft of the minutes will be prepared and sent to the Board members who will vote on approving them or not approving them. The email will bear the subject line NCA_Official FINAL draft of minutes of ____for Board approval.
15. If the approval is less than unanimous, then the secretary will inform all Board members who may make comments to be recorded with their vote.
16. Final approval of all minutes will be at a teleconference or at a face-to-face meeting.

Policy on Board Members not responding of official emails:

1. The NCA has a policy that Board members are to respond to emails marked official.
2. Unfortunately, a few Board members consistently do not respond even though they have received the emails and it takes two or three follow ups to finally get a response.
3. Such conduct is not acting in a responsible way and consumes considerable amounts of time chasing down the errant Board member.
4. The best deterrent is to let the membership know which Board members are not filling their obligation.
5. Therefore, if a Board member does not respond within the required time limits to an official communication, his lack of response shall be noted in the minutes together with his statement as to why he did not respond.

At each National face-to-face meeting one NCA Board member will be appointed to research the lowest cost location and meeting sites for the NCA Board for its fall face-to-face meeting.

- II. V35.1 9/10/03 Board members will share rooms to the extent possible in order to save money at Board Fall face-to-face meetings.

Items to be submitted to the entire Board, either as an informational item or with an agenda item, should be sent to the Recording Secretary for distribution, preferably in an electronic format. Two exceptions to this policy are items that are very time sensitive and would not reach the Board in the normal agenda packet and would normally be acted upon at the next Board meeting, or items that, because of their bulk or weight, would be more economically distributed by mailing to the individual members.

Recording Secretary to report to the Board the results of the Nominating Committee's slate for the election to the Board by its next meeting following August 1st.

- III. V34.4 5/27/03 Minutes of the NCA Board will be tape recorded and transcribed but not distributed to persons other than Board members without specific approval of the Board. The original tapes will be held until the minutes are approved. Executive session will not be tape recorded. Board members may request the tape or copy of the transcript.

Candidates for election may respond, in 300 words or less, to the following question: What do you think are the two biggest problems facing the NCA and/or facing the Newfoundland breed and how would you solve them?

- IV. V34.3 3/4/03 Trial period for taping and transcribing Board meetings extended through the face-to-face and the Annual Membership meeting and then re-evaluate the policy.

V34.1 11/2/02 Suspend current policy and tape next two teleconferences (except Executive Session), transcribe it and send to Board members.

Board agenda items include a brief description of the topic, the rationale for the proposed discussion and, if possible, the motion to be made.

Adopted *Roberts Rules of Order*, latest edition, as part of standing rules for all NCA Board meetings and the NCA Annual Meeting.

Board adopted a Special Rule of Order for NCA Annual Meetings that require prior written notification to the NCA membership of motions that were to be considered as directives binding on the Board to be included for discussion by the membership and to be included on the published agenda. Other motions not distributed prior to the meeting will fall under New Business at the Annual Meeting and will be considered only as recommendations to the Board.

V34.1 8/27/02 Investigate feasibility of using internet or phone lines to allow members to listen to teleconference Board meetings

Committee members, in addition to chair, be allowed to listen and participate in teleconference calls when their committee is under discussion.

V33.4 6/6/02 Direct Rescue Prevention Committee to develop ballot/poll to fulfill vote of membership. Committee chairs be invited to participate in teleconference calls when their committee is under discussion.

V33.3 4/25/02 (Annual Meeting) Motion passed by membership all dollars in the res have the Bulletin Board report each motion in its entirety and how the Board voted, with the disclaimer that this is an unofficial report.

cue funds be spent solely on rescue activity and no monies shall be spent for the purchase of Newfoundland dogs from auctions, brokers, individual retailers or wholesale sellers until such time as the membership at large is polled.

V33.3 4/25/02 (Annual Meeting) Candidates for election in 2002 in addition to 300 word biographical sketch answer the following questions:

1. What are the two most important issues NCA faces and how would you solve them?
2. What is your position on purchasing dogs at auction.

V33.4 6/6/02 Add information area on website for posting of open NCA Board items and positing of actions taken by the Board.

V33.3 4/23/02 Minutes to include rationale for motion, the motion, pro and con discussion without names, vote with names and when not unanimous a roll call for each member to state the reason for his or her vote.

Approved request by Board member to call in on speaker phone to participate. By-laws preclude voting.

Board of Director minutes be placed on the NCA website as soon as they are approved. Agenda as distributed to the Board, be placed on the website.

V33.1 11/30/01 The Board of Directors will hold monthly teleconferences to increase communication.

V33.1 11/30/01 E-mail: When sending an e-mail as an NCA official letter or document, it must be marked "NCA Official" in the subject line. The sender of the email should send it to the Recording Secretary for distribution to the entire Board. If the Recording Secretary does not get confirmation within 48 hours of the distribution, the Recording Secretary will call anyone not responding. All responses are to be sent back to the Recording Secretary per instructions. If email is not marked in this manner, it is deemed as personal or FYI. Please be aware of any personal attachments on emails and use discretion.

V33.1 11/30/01 Final approval of all minutes done only at a face-to-face meeting or a teleconference call.

V33.1 11/30/01 Board accepts recommendation of General Membership. Minutes of meetings to contain a summary of the discussion prior to the vote on any motion, excluding names.

V33.1 10/3/01 Hire a professional secretary for Board of Directors face-to-face meeting, fall 2001.

- V32.3 4/5/01 General Membership recommends to the BOD that minutes of the Board of Directors meetings provide a summary of both sides of its discussions on all motions.
General Membership recommends to the Board of Directors that use of Executive Session at Board of Directors meetings be restricted to voting on applicants lists for membership, making committee appointments, formal grievances, contract negotiation and litigation.
- V31.1 11/3/00 Board of Directors minutes will reflect only the voting record. No dissenting rationales be recorded in the minutes. Voting record on every motion be listed by name of those voting in the affirmative, negative, abstaining and absent.
- V31.3 5/2/00 E-mail: Any e-mail that is to be considered Official Business should be labeled as such. Any e-mail considered confidential should be so labeled. No e-mail should be forwarded on unless the original person sending the e-mail has given their written permission.
- V31.1 10/30/99 All letters of complaint or recommendation received by a Board member are to be sent to the Recording Secretary and, if appropriate, to the respective committee chair, within one week of receipt.
- V29.3 04/08/98 All official documents of the NCA to be identified as such to prevent confusion.
- V21.4 11/10/90 Movers and seconders of motions at Board and Annual Meetings will be named in the meeting minute.
- V21.3 07/90 - 08/90 (Mail Meeting) Board meetings will not be tape recorded.
- V18.4 11/07/87 Board will consider holding fall face-to-face Board meeting at various locations in cooperation with Regional Clubs who wish to act as hosts. Travel expenses based on Board geographical makeup would be a prime factor in selecting a venue.
- V18.2 05/22/87 Motion carried that "since all members of the Board are elected by the membership at large, said members are entitled to vote on any issue that comes before the Board".
- V18.2 05/22/87 Names of dissenting Board members to be printed with explanation (if desired by dissenter) in minutes.
- V17.2 04/03/86 Individual votes of Board members will not be published.
- V16.4 11/09/85 Board to hold second annual face-to-face meeting if deemed necessary. Transportation and lodging to this meeting to be paid by NCA in the most feasible and economical way.
- V16.4 09/30/85 to 10/22/85 (Mail Meeting) Approval of second face-to-face Board meeting for 1985 to be held in November. NCA to pay for 50% of transportation costs of members flying in and balance to be split among all members attending. Food and lodging will be split by attendees.
- V16.2 04/25/84 Agenda items for mail meeting should be presented as motions that require yes or no votes.
- V15.4 10/04/83 (Mail Meeting) Vote tally for each Board candidate will not be published; results may be obtained from the Recording Secretary.
- V14.4 10/04/83 (Mail Meeting) Two (2) face-to-face Board meetings per year will be held. One (1) will be at the time of the Club's annual meeting; the preferred season for the second meeting is fall.
- V12.3 Annual meeting to take place at National Specialty as per new By-Laws.
- V8.1 02/13/77 In order to limit phone expense, unless an answer must be received before ten (10) days, all correspondence should be through the mail. All phone calls should be recorded in a phone log for future reference as to the nature and reason of the calls.
- V6.3 06/27/75 President to call as many mail meetings as necessary so that there will be a total of six (6) Board meetings a year, meaning that there should be at least four (4) mail meetings, one (1) Annual and one (1) Specialty Meeting. This must be done until the By-Laws are amended.

COMMITTEE GUIDELINES AND POLICIES *

1. Certificates of Appreciation

- a) Certificates of appreciation will be presented to all outgoing committee chairs and committee members at the Annual Membership Meeting

2. Committee Appointments

- a) All committee applications should be directed to the second vice president.
- b) Committee membership is open to all NCA members in good standing;
- c) Only official NCA publications shall be use to inform the membership of committee vacancies. Included in said notice shall be information on the duties and responsibilities of the committee;
- d) All vacancy notices shall be published for at least 30 calendar days; NCA members interested in serving on a committee should contact either the Committee Liaison or the committee's chair;
- e) All volunteer applications received by either the Committee Liaison or the committee's chair will be presented to the Board in a timely manner;
- f) The Board will appoint committee members depending on the nature of the committee and the work to be accomplished; After initial Board review, but prior to appointment, committees will be asked for their applicant recommendations. Committees are reminded that their preferred candidate may not be the one appointed by the Board;
- g) Appointments to committees shall be based upon current and previous committee commitments, experience, background, and specific skills and/or knowledge deemed useful to the committee's charge.
- h) "For exclusive (limited membership) committees, it is the responsibility of the Board to appoint committee members. The Board may vote to accept recommendations from exclusive committees for people to fill vacancies thereon or may appoint anyone else who meets Board-approved criteria for membership on those committees."

3. Committee Assignments / Proposals

- a) All committee proposals/input will be addressed by the Board and responded to—even if not fully resolved—within 60 days of their submission by the committee.
- b) Committee assignments were traditionally made by the new Board on Sunday mornings after the National Specialty was over or after the Annual Meeting.

From 1997 committee assignments have been done by the outgoing Board.

Board decided it would take a straw vote in executive session and the new Board would, in good faith, take that vote into consideration during their meeting Thursday after the Annual Membership meeting.

4. Committee Documents

- a) Each committee chair should have an electronic file of all documents pertaining to the work of their committee;
- b) There should be a separate "official/locked" copy in editable format (Word is the most universal) stored elsewhere, possibly with whoever is charged with providing printed copies of each document.
- c) Forward to the Board, via the 2nd Vice President, copies of all contracts binding the NCA and create a current and historical file of these contracts to be held by the President and the Treasurer
- d) Board must approve any changes to policy or official publications

5. Committee Account Numbers / Passwords

- a) Any account number and/or secure password information owned/managed by the NCA (e.g., web sites, databases, password-protected CDs, etc.) be held by the NCA President, the NCA Treasurer, and the chair of the committee.

6. Committee Expenses

- a) Reimbursement for committee expenses will be contingent upon the Chair submitting a budget.
- b) Committee Chair is required to approve invoices for expenditures for his/her committee before forwarding bills to Treasurer for payment
- c) Committee Chairs to submit year-end financial reports to Recording Secretary with annual reports.
- d) Committee expenditures beyond adopted budgets must be approved by Board before being allocated.
- e) Cost of duplicating and collating materials for Board review to be borne by committees submitting documents.

7. Committee Reports

- a) Committee reports are due to the 2nd Vice- President at the same time as the Board's agenda items. Deadlines will be announced as soon as they are set.
- b) Annual committee reports will be printed in *Newf Tide*.

8. Communication:

- a) The Newfoundland Club of America (NCA) has an extensive network of committees who work for the benefit of the Newfoundland dog, the NCA and its members. As such, maintaining a strong and clear line of communications in the organizational committee structure is imperative for the operational effectiveness of the NCA.
- b) NCA Committees are directly accountable to the NCA Board of Directors and may only receive their work assignments from either the NCA Board itself or the NCA 2nd Vice President who, on behalf of the Board, serves as the Liaison between committees. Neither individual Directors, unless acting at the direction of the Board, nor other NCA committees, may assign work to a committee. The position of a NCA committee on a relevant committee matter may only be presented by the respective committee chair (or other committee designee) and not by any individual committee member.
- c) Although formal avenues of committee communications are required for operating efficiency and consistency, this should not preclude a collegial relationship between committees or between Board members and committees.
- d) NCA committees are answerable to the Board of Directors, and only to the Board. Neither individual board members acting on their own nor other committees may assign work to committees. Board members have no special privileges with committees except when acting as a Board or at the direction of the Board. However, formal avenues of communication should not preclude a collegial relationship between committees or Board members and committees. Further, the Board may in specific instances or as a matter of policy approve specific collaborative work between committees. In any event it should be remembered that no committee member, including the chair, may speak for the committee as a whole and no such communication should be taken as having come from the entire committee

- e) Approval to set up an electronic mail distribution list to facilitate communicating NCA business to committees
- f) All NCA committee discussions have to be conducted in such a way that all committee correspondence is available to all committee members
- g) The Board must approve all surveys before they are sent out.
- h) An article will be written and published annually in *Newf Tide* dealing with the committee structure of the NCA so that the membership might be enabled to participate in the process as fully as each wishes.

9. Miscellaneous

- a) Committee chairperson(s) will receive a tentative National Specialty schedule nine months prior to the specialty show for review for possible conflicts and any conflicts be resolve by the NCA President, the Specialty Show Coordinator and the Specialty Show Chair.

10. Outside Reports

- a) All committees receiving reports from outside sources such as OFA, AKC, etc., are required to provide the NCA Corresponding Secretary and the NCA Webmaster a copy of the report within 15 days of its receipt. The Corresponding Secretary will maintain hard copies of all reports. The webmaster will be requested to enter all appropriate reports into the WIKI document center.

11. Teleconferences

- a) All committees are required to hold teleconference meetings of their committees at least quarterly. There must be a quorum of said committee. All committee actions must result from a teleconference or face-to-face meeting with a quorum of said committee
- b) Committee teleconferences must first receive express permission of the President.

3/18/10 NEED FIX OR REMOVE – WAS THIS POLICY EVER RE-VISITED?

Kathy McIver moved and Pat Randall seconded that all committee submissions, along with the agenda, will be made available to members instead of being distributed only to the Board as is currently done. This policy will apply to the next six agendas and will be re-evaluated at that time. The motion passed unanimously

History

2/17/11: The Newfoundland Club of America (NCA) has an extensive network of committees who work for the benefit of the Newfoundland dog, the NCA and its members. As such, maintaining a strong and clear line of communications in the organizational committee structure is imperative for the operational effectiveness of the NCA.

NCA Committees are directly accountable to the NCA Board of Directors and may only receive their work assignments from either the NCA Board itself or the NCA 2nd Vice President who, on behalf of the Board, serves as the Liaison between committees. Neither individual Directors, unless acting at the direction of the Board, nor other NCA committees, may assign work to a committee. The position of a NCA committee on a relevant committee matter may only be presented by the respective committee chair (or other committee designee) and not by any individual committee

member.

Although formal avenues of committee communications are required for operating efficiency and consistency, this should not preclude a collegial relationship between committees or between Board members and committees.

11-2-11: Appointment to a Committee - Committee membership is open to all NCA members in good standing; Only official NCA publications shall be used to inform the membership of committee vacancies. Included in said notice shall be information on the duties and responsibilities of the committee; All vacancy notices shall be published for at least 30 calendar days; NCA members interested in serving on a committee should contact either the Committee Liaison or the committee's chair; All volunteer applications received by either the Committee Liaison or the committee's chair will be presented to the Board in a timely manner; The Board will appoint committee members depending on the nature of the committee and the work to be accomplished; After initial Board review, but prior to appointment, committees will be asked for their applicant recommendations. Committees are reminded that their preferred candidate may not be the one appointed by the Board; Appointments to committees shall be based upon current and previous committee commitments, experience, background, and specific skills and/or knowledge deemed useful to the committee's charge.

8/19/10: "NCA committees are answerable to the Board of Directors, and only to the Board. Neither individual board members acting on their own nor other committees may assign work to committees. Board members have no special privileges with committees except when acting as a Board or at the direction of the Board. However, formal avenues of communication should not preclude a collegial relationship between committees or Board members and committees. Further, the Board may in specific instances or as a matter of policy approve specific collaborative work between committees. In any event it should be remembered that no committee member, including the chair, may speak for the committee as a whole and no such communication should be taken as having come from the entire committee

5/20/10: Approval to set up an electronic mail distribution list to facilitate communicating NCA business to committees

3/19/09: All NCA committee discussions have to be conducted in such a way that all committee correspondence is available to all committee members.

3/19/09: Certificates of appreciation will be presented to all outgoing committee chairs and committee members at the Annual Membership Meeting

4/28/08: Committee reports are due to the 2nd Vice- President at the same time as the Board's agenda items. Deadlines will be announced as soon as they are set

4/30-5/1/07: Committee chairperson(s) will receive a tentative National Specialty schedule nine months prior to the specialty show for review for possible conflicts and any conflicts be resolved by the NCA President, the Specialty Show Coordinator and the Specialty Show Chair.

4/30-5/1/07: All committees are required to hold teleconference meetings of their committees at least quarterly. There must be a quorum of said committee. All committee actions must result from a teleconference or face-to-face meeting with a quorum of said committee.

3/15/07: All committees receiving reports from outside sources such as OFA, AKC, etc., are required to provide the NCA Corresponding Secretary and the NCA Webmaster

a copy of the report within 15 days of its receipt. The Corresponding Secretary will maintain hard copies of all reports. The webmaster will be requested to enter all appropriate reports into the WIKI document center.

11/3-5/06: The Board accepted the Internet Committee's proposal as follows: 1) Each committee chair should have an electronic file of all documents pertaining to the work of their committee; 2) There should be a separate "official/locked" copy in editable format (Word is the most universal) stored elsewhere, possibly with whoever is charged with providing printed copies of each document.

9/21/06: All committees are reminded that the Board must approve all surveys before they are sent out.

3/27-28/06: Any account number and/or secure password information owned/managed by the NCA (e.g., web sites, databases, password-protected CDs, etc.) be held by the NCA President, the NCA Treasurer, and the chair of the committee.

7/25/05: Forward to the Board, via the 2nd Vice President, copies of all contracts binding the NCA and create a current and historical file of these contracts to be held by the President and the Treasurer.

5/25/05: All committee proposals/input will be addressed by the Board and responded to—even if not fully resolved—within 60 days of their submission by the committee.

5/25/05: Rescind the policy that no committee may hold a conference call without express permission of the President.

V. V35.2 2/19/04: All committee applications should be directed to the second vice president.

VI. V35.2 11/21/03: Committee teleconferences must first receive express permission of the President.

V28.4 08/04/97 (Teleconference): Recording Secretary to review committee guidelines for (any) necessary modifications. Committees to be reminded that the Board must approve any changes to policy or official publications. (Approved modifications subsequently included in guidelines in Volume II of the NCA Policies and Procedures.)

V26.1 09/94 (Mail Meeting): NCA Committee Guidelines and Policies I. Membership 3. is amended to read:

3. "For exclusive (limited membership) committees, it is the responsibility of the Board to appoint committee members. The Board may vote to accept recommendations from exclusive committees for people to fill vacancies thereon or may appoint anyone else who meets Board-approved criteria for membership on those committees."

"The Board directs chair (persons) of NCA Exclusive/Board Appointed committees to revise their (committee) job descriptions to incorporate this

V22.4 11/09/91: Because the committee structure, which exists to facilitate membership participation and involvement may not be well understood by everyone, an article will be written and published annually in *Newf Tide* dealing with the committee structure of the NCA so that the membership might be enabled to participate in the process as fully as each wishes.

V21.4 11/10/90: Reimbursement for committee expenses will be contingent upon the Chair submitting a budget.

V19.4 11/12/88: Ad hoc committee will update job descriptions of Officers and Committee Chairs.

V18.4 11/07/87: Standardized job descriptions for Officers and Committee Chairs are to be compiled.

V15.2 05/24/84: Procedure approved requiring each Committee Chair to approve invoices for expenditures for his/her committee before forwarding bills to Treasurer for payment.

V14.3 05/27/83: Committee Chairs to submit year-end financial reports to Recording Secretary with annual reports.

V14.3 05/27/83: Committee expenditures beyond adopted budgets must be approved by Board before being allocated.

V13.1 11/05/81: Cost of duplicating and collating materials for Board review to be borne by committees submitting documents.

V11.2 04/03/80: Annual committee reports will be printed in *Newf Tide*.

V8.1 02/13/77: In order to limit phone expense, unless an answer must be received before ten (10) days, all correspondence should be through the mail. All phone calls should be recorded in a phone log for future reference as to the nature and reason of the calls.
