

NCA BOARD OF DIRECTORS MINUTES
TELECONFERENCE MEETING MINUTES, July 25, August 17 & August 29, 2005
(Approved October 6, 2005)

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Roger Frey, President, called the meeting to order at 8:40 p.m.

The following directors were present: Jan S. Boggio (JSB), Jacqueline K. Brellochs (JKB), Mary Lou Cuddy (MLC), Aura Dean (AD), Jack Dean (JD), Roger Frey (RF), Kevin Gallagher, (KG), Sandee Lovett (SL), Kathy McIver (KM), Mary L. Price (MLP), Mary Lou Roberts (MLR), and Debra Wigal (DW). Mary W. Price (MWP), AKC delegate, and Tom Broderick (TB) *ex-officio ex-officio* were present.

Approval of Minutes

There was a brief discussion about the approval of the June 29 and July 6, 2005 teleconference minutes. It was decided to approve these minutes at the next teleconference as these minutes were received by the Board only a few days prior to this teleconference.

Report of the President

Roger Frey, President, reported that he would have no report at this time.

Report of the 1st Vice-President

Sandee Lovett, 1st Vice-President, reported that the Newfoundland Club of America's Charitable Trust Management Board (TMB) held a meeting on July 21, 2005. The TMB reviewed documents on committee procedures and publicity and a chart of committee interactions that had been prepared. The TMB reports that it is moving along and they hope to have the final product to the NCA Board by October 1, 2005 for the Board's consideration at the November 4-6, 2005 face-to-face meeting.

Report of the 2nd Vice-President

Mary Lou Roberts, 2nd Vice-President, questioned if the TMB should be considered a committee as far as in sending them the Board's agenda and other items that are sent to committees. It was the consensus of the Board that the 2nd Vice-President should add the TMB to her mailing and that Clyde Dunphy, acting TMB Chair, should receive these mailings.

Report of the 2nd Vice-President: *Breeders List*

Mary Lou Roberts reported that Candace McMahon, ***Breeders List*** Chair, has, as instructed by the Board previously, reported back to the Board that she does not think the old files of

Breeders List materials is of any historical value and that any files older than three years could be removed.

There was discussion about Breeders List Committee, whether it is considered an open committee or a Board-appointed committee, and if more members needed to be added to the committee.

Executive Session

At 8:49 p.m., Jan Boggio moved and Kevin Gallagher seconded to go into executive session. The motion passed unanimously.

At 9:17 p.m., Aura Dean moved and Kathy McIver seconded to come out of executive session. The motion passed unanimously.

While in executive session, the Board directed Candace McMahon, **Breeders List** Chair, to prepare a report by September 1, 2005, with recommendations from the **Breeders List** Committee concerning the size and function of the committee along with a new job description.

While in executive session, the Board directed the Steering Committee to consider adding new members to the Steering Committee and to make a recommendation to the Board.

While in executive session, the Board approved the membership applicant list dated July 10, 2005.

Report of the 2nd Vice-President: Research Advisory Committee

Mary Lou Roberts reported that Cherrie Brown, Research Advisory Chair, has requested that, if possible, she be sent also to the AKC Parent Club Health Conference in St. Louis, Missouri on October 21-23, 2005. AKC invites only 2 parent club members to this conference. Sharon Gwaltney-Brant, Research Advisory Committee and Cathy Sands, Health and Longevity Committee, had previously been designated to attend this meeting.

Report of the 2nd Vice-President: Internet Committee

The Board discussed the question of putting members' personal information (i.e. phone numbers or address) on the NCA website. The current **Policy Manual** does not address the question. Mary Lou Roberts reported that the Internet Committee will have some answers and recommendations for the Board by the next teleconference.

There was discussion about posting the teleconference recordings on the NCA website. There are technical problems and executive session concerns that need to be addressed before the recordings can be posted. It was decided to invite Internet Chair Marylou

Zimmerman and committee member Todd Bennett to the next teleconference to discuss these concerns.

Time: 9:25 p.m.

Report of the 2nd Vice-President: Publicity Committee

The Board discussed the letter from Kathy Griffin, Publicity Committee Chair, requesting that the NCA President send a letter to AKC confirming her appointment. Aura Dean, Corresponding Secretary, had previously mailed such a letter to the AKC but AKC did not share it with their other departments and the appropriate *AKC Gazette* personnel. There was a question if the other changes in committees were sent to the AKC. The Corresponding Secretary replied that she had given all the pertinent information to the AKC in a timely manner and reiterated that the information was not passed along by the AKC to the appropriate departments and to the *AKC Gazette* personnel.

Report of the Recording Secretary

Mary Lou Cuddy, Recording Secretary, reported that she had prepared and distributed the June 29 and July 6, 2005 minutes and the July 25, 2005 agenda. She forwarded email received at the board@newfdogclub.org address to the Board and to appropriate committees.

She requested the Board's permission to destroy the 2005 election ballots as no members have requested to view them.

Kathy McIver moved and Sandee Lovett seconded to give the Recording Secretary permission to destroy the 2005 election ballots as no members have requested to view them.

The motion passed unanimously.

Report of the Corresponding Secretary

Aura Dean, Corresponding Secretary, reported that four letters from the AKC had been referred to Robin Seaman, Specialty Show Chair. Aura reiterated that the appropriate letters informing the AKC of the new NCA officers and committee chairs had been sent to AKC in a timely manner. She responded or forwarded to the appropriate committees the mail received at the secretary@newfdogclub.org.

Aura reminded the Board that the form needed to be filled out for the "Meet the Breeds" exhibition at the 2006 AKC/Eukanuba National Championship Show. Kathy McIver, Regional Club Liaison, reported that the Newfoundland Club of Florida had accepted the NCA's invitation to host the Newfoundland booth. The form will be completed and sent.

The Board considered whether to discuss the placing of an ad in the AKC/Eukanuba National Championship Show catalog or to leave the item tabled. Kathy McIver reported that she had requested several catalogs from the last year's show and they will be forwarded to Board members when received. The consensus of the Board was to leave the item tabled until the next teleconference.

Report of the Treasurer

Mary L. Price, Treasurer, reported the following.

NCA Operations

Checking Account	1,099.84	
Savings Account	66,248.78	
CDs	<u>197,872.06</u>	
	265,220.68	265,220.68

"Distinguished Member" Restoration

CD	<u>1,179.31</u>	
	1,179.31	1,179.31

Uniform Trophy Fund

Money Market Account	<u>11,499.78</u>	
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\$277,899.77

She reported that, to date, she has processed 111 credit cards in the amount of \$10,737.00 and 666 checks in the amount of \$ 55,154.00 for Dues renewals which represents 53% of the households, and compares to 58% renewed at this point in time last year. The donations to Rescue and Health Challenge are similar to donations received last year. A Board member said that that translates into being 84 households behind last year.

Report of the AKC Delegate

Mary W. Price, AKC Delegate, reported on the minutes of the July, 2005 AKC Board of Directors meeting. She reported that there were no references to consideration and/or discussion of the Pet Animal Welfare Statute of 2005 (PAWS) sponsored by Pennsylvania Senator Rick Santorum or to the AKC Strategic Planning Committee. The Strategic Planning Committee vote is expected to be held at the August, 2005 and Mary had received no further information on that committee.

Mary reminded the Board that she had sent each Board member the August 2005 AKC President's Report from Ron Menaker concerning the PAWS bill. She encouraged Board members to check the AKC's website for information.

Mary reported that she will be attending the September 13, 2005 Delegates' meeting in New York City. There will be an election to fill the vacancies on the Standing Committees but she has not yet received a slate or candidates or an agenda for this meeting.

Committee Referrals

Mary Lou Roberts moved and Kathy McIver seconded to refer the following agenda items to the appropriate committees with the reports due back by October 1, 2005:

- #5 - refer to General Education Committee
- #7 - refer to Rescue Prevention Committee
- #8 - refer to Breeders Education Committee
- #11 - refer to Finance Committee
- #16 - refer to Rescue Prevention Committee
- #21 - refer to Internet Committee
- #25 - refer to Awards Committee
- #29 - refer to Health and Longevity Committee
- #31 - refer to General Education Committee
- #49 - refer to Specialty Show Committee

Summary of discussion: The Board should set time frames for the various committees to respond to these items. It was suggested that the committees have their reports to the Board by October 1, 2005 for consideration at the fall face-to-face meeting. There was discussion as to whether certain agenda items should be included in the motion. A motion concerning OFA fee reductions was removed by a friendly amendment pending further information. A motion concerning the formulation of a policy for reimbursement of regional clubs hosting national specialties remained in the motion after discussion.

The motion passed. 11 Yes (JSB, JKB, MLC, AD, RF, KG, SL, KM, MLP, MLR, DW); 1 No (JD)

Breeders Education Committee

Kathy McIver, Breeders Education Chair, reported that the committee was working on an article for ***Newf Tide***. The article is a summary of replies from five contemporary breeders of ROM's to three questions about mentoring, breeding out faults and recognizing when their breeding program had achieved a major turning point.

Regional Club Liaison

Kathy McIver, Regional Club Liaison, reported that 80 "Distinguished Member" posters were sold at the National. Several have been sold since. She has contacted the regional clubs about the availability and the reduced price to the clubs of the poster.

Kathy asked the Board to consider returning the regional clubs columns to **Newf Tide**. She was asked to submit a formal proposal to the **Newf Tide** Policy Committee.

Judges Education Committee

Kathy McIver reported on a meeting where the Judges Education slide show was discussed. She informed the Board that the defective slides have been replaced with copies of the original slides. The committee will be meeting soon to discuss changing the slide show to a Powerpoint presentation.

The Board addressed several time-sensitive agenda items.

Election Policies

Jack Dean moved and Jan Boggio seconded that when the Recording Secretary is or may be a candidate in the next election, the Board will designate another Board member who is not running for re-election that year to receive the candidates' statements and to prepare the election pamphlet.

Summary of discussion: This motion needs to be addressed now as the **Newf Tide** deadline is coming up and this would need to be included in this issue. This motion would remove the possibility that the Recording Secretary would have an opportunity to tailor his/her statements in regards to others' statements. There was a suggestion that the Board member could collect the statements and then forward them to the Recording Secretary. It was decided that it would be better to have the appointed Board member assemble the election pamphlet.

Kevin Gallagher moved and Kathy McIver seconded to call the question.

The motion to call the question passed unanimously.

The motion to designate another Board member to receive the candidates' statements and to prepare the election pamphlet passed. 11 Yes (JSB, JKB, MLC, AD, JD, KG, SL, KM, MLP, MLR, DW); 1 No (RF)

Jack Dean moved and Aura Dean seconded to request anyone running for the NCA Board of Directors to answer the following question, "Within the last five years have you been suspended or disciplined by the AKC or the NCA and if so, what was the discipline, including length of suspension, and what was the charge giving the specific details of what they said you did to warrant such a charge." The respondent has 100 words or less to answer this question. It is not meant to be an opportunity for them to deny guilt. That they can do in their

statement. If they do not answer the question, then a note will be made in the election packet that they chose not to respond.

Summary of discussion: The question would appear in the candidates' statements. It would be included on the **Newf Tide** insert along with the two questions that are standing rules. This would be a third question. The candidates must be requested to answer the question, they cannot be required to answer it. It was asked if the Nominating Committee should ask members they are considering this question. The Nominating Committee is not required to ask questions according to current policy. The question needs to be asked of all candidates and not just people under consideration by the Nominating Committee.

Mary Lou Roberts moved and Jack Dean seconded to call the question.

The motion to call the question passed unanimously.

The motion to ask candidates if they have ever been suspended or disciplined by the AKC failed. 5 Yes (JSB, AD, JD, KG, DW); 7 No (JKB, MLC, RF, SL, KM, MLP, MLR)

Jack Dean moved and Deb Wigal seconded to have the NCA list beside each candidate's name in the election packet the dates of their terms served on the Board.

Summary of discussion: Members should be able to easily ascertain how long a candidate may have served on the Board, either currently or in the past. It was asked if this information could not be contained within the candidates' statements.

The motion passed. 10 Yes (JSB, JKB, MLC, AD, JD, RF, KG, SL, MLP, DW); 2 No (KM, MLR)

It was the consensus of the Board that the candidates list the dates of terms served on the Board rather than the number of years.

Unfinished Business

NCA Charitable Trust Management Board (TMB)

The Board considered an agenda item concerning whether or not a clarification was needed on when reports from the TMB would be due and how and when they would be published in **Newf Tide**. Sandee Lovett reported that the TMB was already considering these deadlines. It was the consensus of the Board to refer this agenda item to the TMB.

Grievance Procedures

Mary Lou Roberts moved and Jacqueline Brellochs seconded to review the policies governing the procedures for handling grievances (see **Policy Manual**, Volume II, Page 19,

“Hearing Procedures: Disciplinary”) with the intent of making explicit the policies that apply to the jurisdictional phase of the proceedings.

Summary of discussion against the motion: A Board member stated that he believed that Board members could not be kept from voting in the jurisdictional stage even if a Board member was somehow involved in the grievance and that policy cannot be made that is contrary to Connecticut statutes. The Board cannot change Connecticut statutes. A question was asked as to what was meant by “review” and who would do this review. Legal opinions from the AKC and the attorney who has done the work for the **Constitution and By-Laws** Review Committee (CBL) should be sought.

Summary of discussion for the motion: Connecticut statutes were changed after the NCA was incorporated and after the current By-Laws were approved. It was asked how that would change how the NCA handles this procedure. A Board member who is involved in a grievance action should recuse themselves from voting in the jurisdictional stage. The policy from the hearing stage could also apply to the jurisdiction stage. A Connecticut lawyer, who is not under contract to the NCA, has given the opinion that the hearing stage is the policy that should be followed.

Jack Dean moved and Jan Boggio seconded to table the above motion and direct the President to send letters to the NCA attorney and the AKC for their opinions on this matter. The motion will be tabled until responses are received from both parties.

Summary of discussion: Michael Liosis, AKC Director of Club Relations, is not an attorney. He is not an expert on Connecticut statutes. Clarification is needed on the Connecticut statute changes. AKC guidelines need to be considered in this also. Perhaps a change in the state of incorporation needs to be considered. The current grievance policy was developed around 1995 or so. Jack Dean stated that he helped to develop and write the hearing procedure and he did not check the Connecticut statutes.

Kathy McIver moved and Kevin Gallagher seconded to call the question.

The motion to call the question passed. 9 Yes (JKB, MLC, RF, KG, SL, KM, MLP, MLR, DW); 3 No (JSB, AD, JD)

The motion to table the motion passed. 11 Yes (JSB, JKB, MLC, AD, JD, RF, KG, SL, KM, MLP, DW); 1 No (MLR)

Mary Lou Roberts moved and Jacqueline Brellochs seconded to authorize Mary Lou Roberts to forward the legal opinion she has received from a Connecticut attorney regarding our disciplinary hearing procedures to the **Constitution and By-Laws** Review Committee and the Board for consideration in the By-Laws revision process.

Summary of discussion: A Board member stated that the letter has not been released in its entirety. Mary Lou Roberts stated that she will have the attorney write a letter to be released to the CBL. A Board member insisted that this had already been discussed and the Board tabled it. Another Board member said that instead of having CBL spend time on this, the legal aspects needs to be established.

The motion passed. 6 Yes (JKB, MLC, RF, SL, MLP, MLR); 5 No (JSB, AD, JD, KM, DW); 1 Abstention (KG)

Jack Dean moved and Aura Dean seconded to 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.

Summary of discussion: This procedure will improve communications which is needed.

The motion passed unanimously.

NCA Contracts

Mary Lou Roberts moved and Sandee Lovett seconded to direct the chair of the **Newf Tide** Policy Committee to forward copies of the **Newf Tide** printer and editor contracts to the Board. In addition, copies of all other contracts binding the NCA (e.g., web site host) should be requested for distribution to all Board members.

Summary of discussion: The reasons for this procedure are self-explanatory as all Board members should be aware of the contents and obligations of the Club's contracts. Requests for this information by a Board member had been sent to the committee over 6 months ago with no response.

Jack Dean made a motion to refer this matter to the **Newf Tide** Policy Committee. There was no second.

The motion passed. 8 Yes (JKB, MLC, RF, KG, SL, KM, MLP, MLR); 2 No (AD, JD); 2 Abstentions (JSB, DW)

Mary Lou Roberts moved and Kathy McIver seconded to immediately direct all committee chairs to forward to the Board, via the 2nd Vice President, copies of all contracts binding the NCA and to create a current and historical file of these contracts to be held by the President and the Treasurer.

Summary of discussion: There was discussion over what constituted a contract. It was agreed that the Internet provider, any items contracted for use for Newf Novelties and any other contracts should also be included. It is important that the Board be aware of the obligations and potential liabilities of any agreements entered into on behalf of the NCA.

The motion passed. 9 Yes (JKB, MLC, RF, KG, SL, KM, MLP, MLR, DW); 3 Abstentions (JSB, AD, JD)

Executive Session Recusal

Jacqueline Brellochs moved and Mary Lou Roberts seconded that when a Board member or his/her spouse is being considered for a Board or committee assignment, that Board member will be recused during discussion (i.e. temporarily leave the room or the teleconference). At the conclusion of discussion, said Board member will return for the voting.

Summary of discussion: This motion would enable Board members to be able to speak more freely and more openly. It would give the same executive session consideration to Board members as is given to the general members. Currently, it can be awkward if a Board member's spouse is being considered for a committee assignment for other Board members to speak freely. One Board member felt that Board members should just stand up and say what they need to say. It was stated that other NCA members who do not have spouses on the Board have no opportunity to respond or be represented.

The motion failed. 5 Yes (JKB, MLC, SL, MLP, MLR); 5 No (JSB, AD, JD, KM, DW); 2 Abstentions (RF, KG)

Board Recesses

The Board discussed the date and time for the next meeting.

Kevin Gallagher announced that he, Ken Price, Summer Poris and Laura Gallagher have decided as Newfoundland Club of Northern California's (NCNC) National Specialty Show Committee that to request NCNC to write a check to the NCA for additional monies collected at the 2005 National Specialty and to submit an invoice for the extra charges incurred when the minimum hotel room/night guarantee was not met.

Kathy McIver moved and Kevin Gallagher seconded to recess the meeting until Wednesday, August 17, 2005 at 8:30 p.m. Eastern time.

The motion passed unanimously.

NCA Teleconference Meeting Reconvenes on August 17, 2005

Roger Frey, President, called the meeting to order at 8:35 p.m.

The following directors were present: Jan S. Boggio (JSB), Jacqueline K. Brellochs (JKB), Mary Lou Cuddy (MLC), Aura Dean (AD), Jack Dean (JD), Roger Frey (RF), Kevin Gallagher, (KG), Sandee Lovett (SL), Kathy McIver (KM), Mary L. Price (MLP), Mary Lou Roberts (MLR), and Debra Wigal (DW). Mary W. Price (MWP), AKC delegate, and Tom Broderick (TB) *ex-officio ex-officio* were present.

Approval of Minutes

The Board considered the minutes of June 29 and July 6, 2005.

Mary Lou Roberts moved and Sandee Lovett seconded to accept the minutes as presented.

Summary of discussion: Some Board members would like to review the corrections made earlier to the minutes.

Kathy McIver moved and Mary Lou Roberts seconded to call the question and all previous questions.

Summary of discussion: This procedure is contained in Roberts Rules of Order and takes a two-thirds majority to pass. Some Board members wanted to review the minutes and not accept them as is.

The motion to call the question and all previous questions failed. 7 Yes (JKB, MLC, RF, SL, KM, MLP, MLR); 5 No (JSB, AD, JD, KG, DW)

Jacqueline Brellochs moved and Kathy McIver seconded that the Board go into a committee of the whole. The motion passed. 9 Yes (JKB, MLC, RF, KG, SL, KM, MLP, MLR, DW); 3 No (JSB, AD, JD)

The Board reviewed and amended minutes of the June 29 and July 6, 2005 Board of Directors meetings.

Mary Lou Roberts moved and Kevin Gallagher seconded to approve the June 29 and July 6, 2005 minutes as amended. The motion passed. 11 Yes (JSB, JKB, MLC, AD, RF, KG, SL, KM, MLP, MLR, DW); 1 Abstention (JD)

Time: 10:23 p.m.

***Newf Tide* Election Insert**

Summary of discussion: This is a time-sensitive matter as the insert needs to be prepared for inclusion in the 3rd Quarter issue of ***Newf Tide*** due to mailed soon. According to the motion passed at the last meeting, a Board member who is not up for re-election will collect the

candidates' statements and resumès. The Board discussed whether that member would be responsible for the construction and distribution of the election packet.

Mary Lou Roberts moved and Kathy McIver seconded to appoint Kevin Gallagher to receive the election statements and resumès and to prepare the election packet.

Summary of discussion: One Board member questioned why half the Board was hiding things and this was already set up with Kevin Gallagher. It was explained that some Board members thought Kevin had already volunteered for the job at the last meeting.

The motion passed. 11 Yes (JKB, MLC, AD, JD, RF, KG, SL, KM, MLP, MLR, DW); 1 Abstention (JSB)

Nominating Committee

The Board discussed a letter from John Cornell, Nominating Committee Chair, which stated his concerns with the notification of candidates.

Executive Session

At 10:35 p.m., Jan Boggio moved and Kathy McIver seconded that the Board to go into executive session.

The motion passed. 9 Yes (JSB, JKB, RF, KG, SL, KM, MLP, MLR, DW); 2 No (AD, JD); 1 Abstention (MLC)

At 10:51 p.m., Kevin Gallagher moved and Aura Dean seconded that the Board come out of executive session. The motion passed unanimously.

While in executive session, the Board directed the President to write a letter to the Chairman of the Nominating Committee regarding the Chairman's concerns about the posting of the Nominating Committee's slate in a public forum by a Board member.

While in executive session, the Board appointed Marc Castonguay to the Steering Committee.

Illustrated Guide

Jack Dean moved and Deb Wigal seconded to reconfirm that the Australian Newfoundland club has permission to use portions of the NCA's ***Illustrated Guide*** in their information for their breeders and judges education. The motion passed unanimously.

Approval to Link with NCA Website

Kathy McIver moved and Jacqueline Brellochs seconded to approve the request of the Southeastern Old English Sheepdog Club (UK) to link to the health section of the NCA website. The motion passed unanimously.

Ebay's "Giving Works"

Summary of discussion: The Board discussed an email from an artist who wanted to contribute to the NCA via Ebay's "Giving Works" program. Jan Boggio, Health Challenge Co-Chair, had sent this request to Mary Jan Spackman and David Helming but as of yet had not received any feedback from them. Jan Boggio has received at least eight other similar requests. There was discussion on who or what committee should research this. It was the consensus of the Board to postpone this matter until a later date.

Annual Membership Meeting

Kathy Paxton, 2006 National Specialty Chair, asked the Board's permission to change the day of the Annual Membership Meeting from Thursday to Tuesday.

Summary of discussion: The Annual Membership Meeting would follow the Welcome Reception on Tuesday evening. Policy would have to be changed to accommodate the change. Some Board members felt that moving the meeting would lessen the busy scheduling that occurs later in the week. Members and Board members would be fresher and less exhausted from those activities. The availability of food at the Welcome Reception was discussed. Members would need to have the opportunity to have dinner unless more food was offered at the Welcome Reception. The Board could offer financial support to offset the increased costs of providing more food. It was asked if this would conflict with the Top Twenty competition. The schedule would be adjusted to accommodate these changes. There was a question of how many members were there for the whole week. It was felt that most members are on the grounds by Tuesday.

Jacqueline Brellochs moved and Deb Wigal seconded that the Colonial Newfoundland Club host the Annual Membership Meeting on the Tuesday evening and urged that the host club carefully consider the scheduling of events for that day.

Summary of discussion: There is two weeks before the specialty packet needs to be to **Newf Tide**. There was discussion of recessing the teleconference and reconvening later and inviting Kathy Paxton to join the meeting to address questions and concerns.

Jacqueline Brellochs moved and Kevin Gallagher seconded to postpone the previous motion until the Board's next teleconference on August 29, 2005 at 8:30 p.m. The motion passed unanimously.

The Board recessed until August 29, 2005 at 8:30 p.m. eastern time.

NCA Teleconference Meeting Reconvenes on August 29, 2005

Roger Frey, President, called the meeting to order at 8:35 p.m.

The following directors were present: Jan S. Boggio (JSB), Jacqueline K. Brellochs (JKB), Mary Lou Cuddy (MLC), Aura Dean (AD), Jack Dean (JD), Roger Frey (RF), Kevin Gallagher, (KG), Sandee Lovett (SL), Kathy McIver (KM), Mary L. Price (MLP), Mary Lou Roberts (MLR), and Debra Wigal (DW). Mary W. Price (MWP), AKC delegate, and Tom Broderick (TB) *ex-officio ex-officio* were present. Kathy Paxton, 2006 National Specialty Chair, was present.

Annual Membership Meeting

Roger Frey, President, recognized Kathy Paxton, 2006 National Specialty Chair. She outlined her reasons for requesting the change of date for the Annual Membership Meeting. They were; that people were more relaxed, they were not in the midst of the heavy scheduling that occurs later in the week; there is usually good attendance at the Welcome Reception and the Annual Membership Meeting could easily follow from that; Tuesday is a lighter day with only a regional club obedience trial and the Top Twenty would be moved to accommodate everyone.

At 8:40 p.m., Robin Seaman, Specialty Show Chair, joined the meeting.

Summary of discussion: The logistics of getting members from the Welcome Reception to the Annual Membership Meeting were discussed. It was suggested that the limited edition plates be sold at the Welcome Reception to help ensure a good turnout for the meeting. There was discussion of the start times for both the reception and the meeting. There was discussion of food at the Welcome Reception and whether sufficient items and amounts would be offered so that members would not have to go elsewhere for dinner. There was a suggestion to give the Colonial club financial support to help with the added expenses.

Some Board members expressed concern that there may not be enough members to reach a quorum. It was stated that for the last several years, 80% of the attendees are on the grounds as of the Sunday before and almost everyone is on the grounds by Tuesday. Robin Seaman reported that the majority of the Specialty Show Committee was in favor of the change. She also reported that Jack Witt, **Constitution and By-Laws** Review Committee Chair, has been advised to consider this change during his committee's work. This change would also allow the new Board to take their offices early in the week rather than halfway through the show. The Board was reminded that, according to the **Constitution and By-Laws**, the President sets the date of the Annual Membership Meeting. But policy from 1988 says the meeting is to be on Thursday, although that has not always been followed.

At 9:00 p.m., Kathy Paxton and Robin Seaman left the meeting.

Kevin Gallagher moved and Kathy McIver seconded to move the Annual Membership Meeting to Tuesday night, March 28, 2006 at 7:30 p.m.

Summary of discussion: The Board discussed when the National Specialty actually starts as the Annual Membership Meeting must be held during the National. It was the consensus of the Board that the National Specialty starts with the Welcome Reception. There was additional discussion of offering food and other activities to help ensure the quorum.

The motion passed unanimously.

Kevin Gallagher moved and Jan Boggio seconded to offer the Colonial Newfoundland Club \$3.00/person (based on 650 people) for the Welcome Reception.

Summary of discussion: The Board does not need to set the menu, but needs to let Kathy Paxton know what funds she will have to work with. The Board could be paying for people to eat who then will not stay for the meeting. The Board should spend the money on the members at the meeting. It was suggested to pay for dessert and serve it during the meeting. That would leave the Colonial club to apply their funds to the food, excluding dessert.

Kevin Gallagher and Jan Boggio rescinded their motion.

Kevin Gallagher moved and Jan Boggio seconded to increase the current budget of \$1,000.00 to \$1,500.00 to cover dessert, pastries and coffee for approximately 250-300 members and the host club may use the left-over money to help with other food costs at the Welcome Reception. The motion passed unanimously.

Mary Lou Roberts moved and Kevin Gallagher seconded to suspend policy for 2006 to move the Annual Membership Meeting to Tuesday night. The motion passed unanimously.

Pet Animal Welfare Act of 2005 (PAWS)

The Board discussed whether a statement should be issued either supporting this bill or going on record against it. The NCA Legislative Committee researched the bill and was critical of the language and the concepts presented in it. Many people in the dog fancy are concerned about the unclear concepts and imprecise language. The bill will have some revisions made while still under consideration in the Agricultural Committee. It was mentioned that it is easier to change things at the beginning of the process rather than during the process.

By consensus, the Board agreed that it is not in favor of the PAWS bill in its current form for the reasons outlined by the NCA Legislative Committee.

Sandee Lovett moved and Mary Lou Cuddy seconded that the Board accept the report and summary on the federal bill S1139, "Pet Animal Welfare Act of 2005" (PAWS) from the NCA's

AKC Legislative Liaison Committee. The NCA Board is opposed to the PAWS bill for these reasons outlined below as in the NCA's AKC Legislative Liaison Committee summary. The Board added a fourth statement to the summary that the effect of the bill on rescue is unclear and may adversely affect rescue.

1. The wording is imprecise which WILL lead to litigation or unintended results.
 2. The potential secondary effects on home business/zoning can be crippling and life changing.
 3. The amendment vests too much authority to interpret and enforce unclear regulations in the USDA without outside checks and balances (having the Department of Justice review applications for enforcement actions). This could lead to a culture of enforcement actions, leaving the burden of proving compliance on the licensee rather than the agency.
 4. The effect of the bill on Rescue is unclear and may adversely affect Rescue work.
- The motion passed unanimously.

Mary Lou Roberts moved and Aura Dean seconded to ask the NCA's AKC Legislative Liaison Committee to suggest content to be put on the NCA website; along with suggested contacts. NCA and regional club members may then contact the appropriate people to express their views on the PAWS legislation as soon as possible so that the letters will be considered when Congress reconvenes on September 6, 2005.

Summary of discussion: There was discussion about who should receive the letter. It was decided to send the letter to the AKC, including Dr. Jim Holt, Senator Rick Santorum, all sponsors of the bill, Bob Kane of the Sportsmen's and Animal Owners' Voting Alliance, the AKC Parent Club Conference Internet list and other pertinent Internet lists.

The motion passed unanimously.

Summary of discussion: Aura Dean and Mary W. Price were requested to prepare and send the letter. The regional clubs will need to know of the position taken by the NCA Board. The letter should be posted on the NCA website also and encourage NCA members to express their opinions to their legislative representatives. The letter will need to be sent quickly as Congress will be back in session soon. There was a discussion of the timing of the letters so as to have the greatest impact on the bill. The AKC's position is that they reserve the right to withdraw their support if they do not approve of the final bill.

Mary Lou Roberts moved and Aura Dean seconded to ask the NCA Legislative Committee to suggest for the Board content to be placed on the NCA website along with suggested contacts so that NCA and regional club members may contact appropriate people to express their views on the PAWS legislation. This is to be done as soon as possible so that these letters will be considered when Congress reconvenes on September 6, 2005.

Summary of discussion: There was discussion concerning when the bill may be discussed in committee. A Board member brought up a concern that the NCA's standing as a 501 (c) 4

organization might prohibit lobbying. Mary L. Price will contact Edmund Sledzik for his opinion.

The motion passed unanimously.

Time: 10:02 p.m.

General Education

Dejah Petsch, General Education Chair, asked for the Board's input on advertising in the *DOGS USA* publication. The Board discussed if each ad must be reviewed and approved by the Board. The committee has a budget for advertising. The General Education Committee should also be working with the Advertising Committee. It was the consensus of the Board that ads over \$1,000.00 should be reviewed by the Board. For ads for less than \$1,000.00, the General Education Committee should proceed on its own and report back to the Board what has been done.

AKC Delegate

Mary W. Price, AKC Delegate, gave a brief update. She will be attending the September 13, 2005 AKC Delegates meeting. She reported that the delegates will be voting on three amendments on field trials rules and an amendment that cluster shows will be able to have one closing date. This is in order to avoid exhibitors' confusion caused different closing dates. Unless instructed differently by the NCA Board, she will vote in favor of these items.

The AKC Nominating Committee changes that were withdrawn and sent back to committee have not been brought forward yet for presentation.

She reported that there will be voting for vacancies on the AKC Standing Committees. She also reported on the death of Dr. Asa Mays, a member of the AKC Board of Directors.

Highlights from the August AKC Board meeting included no mention of the PAWS bill or the AKC Steering Committee. The AKC Board did approve the new mission statement.

In a letter from Dennis Sprung, AKC President and CEO, Mary was informed that Dr. Jim Holt, AKC Federal Government Relations Consultant, will give a presentation on the PAWS bill at the September 12, 2005 Delegates meeting.

Time: 10:11 p.m.

Board Discussions

Jacqueline Brellochs moved and Mary Lou Roberts seconded that Board discussions should try to adhere to the following guidelines in Roberts Rules of Order listed under "Decorum in Debate" (pp. 379-381):

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

Summary of discussion: The points are very well-taken but the Board should be doing this automatically. A Board member asked if this was a valid motion since it was in Roberts Rules of Order. By passing this motion, then it would also be included in the ***Policy Manual***. A Board member believed this was an attempt to stem the free flow of information and that it will not be uniformly enforced.

The motion passed. 8 Yes (JKB, MLC, RF, SL, KM, MLP, MLR, DW); 2 No (AD, JD); 2 Abstentions (JSB, KG)

Board Minutes

Jacqueline Brellochs made a motion that guidelines for Board meeting minutes should include the following: A. Minutes are a summarization of the points of discussion, pro and con, rather than a verbatim transcript. B. Minutes present the issues, not personalities. C. As the Board discussion is to refrain from attacking a member and/or his motives, the minutes will not include derogatory statements. D. Minutes are to be written almost like telling a story, tying points together so they are made clear to those who were not present. E. Additions and/or corrections submitted by more than one Board member will be combined by the Recording Secretary.

The motion failed for lack of a second.

Board Communications

Jack Dean moved and Aura Dean seconded to require the NCA Officers and the AKC Delegate to share with the entire NCA Board of Directors within one week any emails received by them or sent by them involving NCA members or committees. If either part of the communication is not by email but oral, then the officer shall make a written report to the entire NCA Board within two weeks.

Summary of discussion: There was a discussion concerning the number of emails that were arriving the day of Board meetings and there not being time to adequately study them. The 2nd Vice-President will reinforce to the committees to submit their reports and requests to the

Board as soon as possible. There was a discussion concerning the number of emails the 2nd Vice-President receives as Committee Liaison. It was asked if the Board wished to have each and every one of those forwarded to them and then included in her report. It would be an immense amount of work for the 2nd Vice-President and increased volume in the Board's mailboxes. Some Board members are comfortable with the amount of information being received.

The motion failed. 4 Yes (JSB, AD, JD, DW); 7 No (JKB, MLC, RF, SL, KM, MLP, MLR); 1 Abstention (KG)

Board Minutes

Jack Dean moved and Jan Boggio seconded that the minutes shall comply with Roberts Rules of Order for published minutes so that they contain a brief uncensored statement written by each member that spoke summarizing what they said on the motion or the topic. If the member does not write the statement, then the Recording Secretary shall or alternatively, to provide rationales after the votes in the minutes.

Summary of discussion: Some Board members felt that the minutes should identify who spoke for and against a motion. It was mentioned that the rationales for a Board's member vote did that and did the Board want to reinstate that procedure. There was a friendly amendment to add rationales to the motion. There was discussion of what needed to be included in the minutes being determined by whether the minutes were published for the group or for the general public as discussed in Roberts Rules of Order.

The motion failed. 2 Yes (JSB, JD); 8 No (JKB, MLC, RF, SL, KM, MLP, MLR, DW); 2 Abstentions (AD, KG)

Jack Dean moved and Aura Dean seconded to have the Recording Secretary prepare the minutes after each teleconference whenever possible rather than waiting until the end of several teleconferences and having to approve one set of minutes that stretches over several months.

Summary of discussion: Minutes can be reviewed while memories of the meeting are fresh. It was asked if this motion meant that minutes would be approved in sections and when would that approval take place. It was thought that the minutes would be approved at the end of the meeting. There was a request to amend the motion to review and not approve. Some Board members felt that this would mean endless discussion, in essence, reviewing the minutes twice. Some felt that meetings should be adjourned after each teleconference but that raises new concerns. There was some discussion about eliminating the last half of the motion.

The motion failed. 5 Yes (JSB, AD, JD, KG, DW); 6 No (JKB, RF, SL, KM, MLP, MLR) 1 Abstention (MLC)

November 4-6, 2005 face-to-face meeting

At 10:59 p.m., Jack Dean moved and Aura Dean seconded to adjourn the meeting.

Summary of discussion: The Board needs to address details about the November 4-6, 2005 face-to-face meeting. The date for the next teleconference also needs to be determined.

The motion failed. 4 Yes (JSB, AD, JD, DW); 8 No (JKB, MLC, RF, KG, SL, KM, MLP, MLR)

Summary of discussion: The dates for the November 4-6, 2005 face-to-face meeting are firm. The hotel, which will be close to O'Hare airport in Chicago, Illinois, has not been booked. Board members should plan on flying in to O'Hare airport.

By consensus, the Board set a date for the next teleconference for Tuesday, September 27, 2005 at 8:30 p.m. Eastern time. Agenda items are due to the Recording Secretary no later than September 14, 2006.

At 11:11 p.m., Deb Wigal moved and Jan Boggio seconded to adjourn the meeting. The motion passed. 11 Yes (JSB, SKB, MLC, AD, JD, KG, SL, KM, MLP, MLR, DW); 1 No (RF)

Respectfully submitted,

Mary Lou Cuddy
NCA Recording Secretary