

NCA BOARD OF DIRECTORS MINUTES
FACE-TO-FACE MEETING MINUTES, November 4-6, 2005 (Approved December 19, 2005)

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Roger Frey, President, called the meeting to order at 7:30 p.m.

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

Roger Frey informed the Board that Aura Dean could not attend the meeting in person due to family obligations but would participate via teleconference. Jan Boggio would participate via teleconference this evening but would be in attendance for the meeting the next day. He thanked Mary L. Price for making the arrangements for this meeting and Kevin Gallagher for making the arrangements for the polycom to facilitate the recording of the meeting and the participation of those Board members who were unable to be in attendance.

Approval of Minutes

The Board considered the minutes of the September 27/October 6, 2005 teleconference meeting.

Kathy Mclver moved and Jacqueline Brellochs seconded to approve the minutes of the September 27/October 6, 2005 teleconference as amended.

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

Report of the President

Roger Frey, President, noted the very full agenda at this meeting and asked for everyone’s best efforts in order to address all of the items listed on the agenda.

Report of the 1st Vice-President

Sandee Lovett, 1st Vice-President, said that she had no report at this time.

Report of the 2nd Vice-President

Mary Lou Roberts, 2nd Vice-President, reported the following.

Report of the 2nd Vice-President: **Breeders List** and Breeder Education Committees

The Board discussed the complaints received by the AKC Breeder Referral Chair from the general public concerning breeders on the **Breeders List** who are not returning phone calls or emails from potential puppy buyers or who are not answering inquiries in a polite manner.

Summary of discussion: It was suggested that puppy buyers be encouraged to use email as it is easier and cheaper for breeders to answer their inquiries. It was said that the former AKC Breeder Referral Chair reported these same problems. The **Breeders List** needs to decide if it exists to list available puppies or to educate the potential buyers. Breeders listed on the **Breeders List** should be encouraged to try to return calls and emails to the best of their ability. It was said that it can be hard at times to remain polite when a puppy buyer insists on treating or acquiring a puppy in a manner not considered to be acceptable.

Aura Dean moved and Jack Dean seconded to request the **Breeders List** Committee, by January 1, 2006, to contact breeders on the **Breeders List** with a friendly reminder to the breeders to make a more concerted effort to answer inquiries in an effort to fulfill their educational commitments. Breeders are to be asked for suggestions in this area. The **Breeders List** Committee should also include in this reminder a description of the AKC Breeder Referral Committee's work. Furthermore, breeders should be reminded of their important role in the educational process. The motion passed unanimously.

Jack Dean moved and Jacqueline Brellochs seconded that breeders on the **Breeders List** can notify the AKC Breeder Referral Committee of puppies when litters are expected and/or puppies or older dogs are available.

Summary of discussion: The AKC Breeder Referral Chair requested if breeders could notify her when they have puppies or older dogs to place. Keeping such a list up-to-date was discussed. There was a question about keeping such a list up-to-date on the NCA website. The website could have a statement for puppy buyers to contact the AKC Breeder Referral Chair. Having a listing on the website should be addressed later. It was pointed out that this is changing the job description of the AKC Breeder Referral Chair. The **Policy Manual** states that the AKC Breeder Referral Chair is to handle calls referred by the AKC.

Kevin Gallagher moved and Kathy McIver seconded to call the question on breeders notifying the AKC Breeder Referral Committee Chair. The motion passed unanimously.

The main motion of allowing breeders to notify the AKC Breeder Referral Chair when the breeders have puppies or older dogs available passed unanimously.

Mary Lou Roberts reported that Mickey Fickett had resigned from the Breeder Education Committee for personal reasons. The committee does not feel the need for another co-chair at this time.

Mary Lou Roberts moved and Kevin Gallagher seconded not to appoint a co-chair for the Breeder Education Committee. The motion passed unanimously.

The Board considered a draft document submitted by the Breeder Education Committee outlining its purpose, requirements and plans.

Summary of discussion: There was discussion about the Specialty attendance requirements and whether attendance at regional/national Specialties should be more clearly defined. There was discussion on how to ascertain knowledge about health issues and how to determine if a person is showing dogs of excellent type. It was stated that this is a subjective sport and it is important to have a wide variety of bloodlines and kennels represented on this committee. A Board member stated that he believed that this was a replay of the Judges Education Committee discussion. It was asked if a member who was turned down by the Breeder Education Committee would be able to petition the Board as per the Judges Education Committee policy.

Mary Lou Roberts moved and Kevin Gallagher seconded that since the Breeder Education document on Breeder Education Mentor Requirements is a draft document, the Board should send any additional comments on the draft requirements to the Breeder Education Committee by December 1, 2005. The motion passed unanimously.

The Board thanked the committee for their hard work and for the document that they had presented to the Board.

Summary of discussion: The Board discussed the sample contracts that are advertised in the **Newf Tide** and available from the **Breeders List** Committee. The committee reports that only a few copies of the contracts are sold each year. The contracts need to be updated. The Board discussed whether the **Breeders List** Committee or Breeder Education Committee should review these contracts.

Mary Lou Roberts moved and Kathy McIver seconded to refer the NCA sample contracts for review by the Breeder Education and the **Breeders List** Committees. The motion passed unanimously.

The Board reviewed the proposed duties and responsibilities changes submitted by the **Breeders List** Committee.

Kathy McIver moved and Kevin Gallagher seconded to accept the proposed duties and responsibilities of the **Breeders List** Committee as amended. The motion passed unanimously.

Report of the 2nd Vice-President: Chief Information Officer Committee/Technical Resources Committee

Summary of discussion: There was discussion over the purpose of the committee and how to address the needs of the NCA. It was stated that technical advice is needed, i.e., credit card security, the posting of minutes and executive session concerns, etc. The committee needs to function as an information technology arm of the NCA.

Mary Lou Roberts moved and Jacqueline Brellochs seconded that the Board thank the Ad Hoc Chief Information Officer Committee for their efforts and to dissolve the committee.

Summary of discussion: The first report submitted by the Chief Information Officer Committee outlined what was needed by the NCA in these areas. There was discussion concerning the qualifications needed to help the NCA move forward and finding a pool of qualified people. A Board member stated that the membership renewal form should have an area where members can list their skills and talents that could benefit the NCA.

The motion passed unanimously.

Mary Lou Roberts moved and Kathy McIver seconded that Mary Lou Roberts write a job description for a standing committee that will be established as the Technical Resources Committee. The motion passed unanimously.

Report of the 2nd Vice-President: Ad Hoc Constitution & By-Laws Review Committee

The 2nd Vice-President reported that the Ad Hoc Constitution and By-Laws Review Committee does not wish to fill an opening created by the resignation of Tom Broderick.

Kevin Gallagher moved and Kathy McIver seconded to allow the Ad Hoc Constitution and By-Laws Review Committee to remain at its current level of seven members. The motion passed unanimously.

Report of the 2nd Vice-President: Database Committee

The 2nd Vice-President reported that there was nothing new to report. It was suggested that the new Technical Resources Committee could make the NCA Database a priority.

Report of the 2nd Vice-President: General Education Committee (GenEd)

The 2nd Vice-President reported that GenEd agrees that the two projects referred to them by the Board at the last meeting were feasible but the committee has not established a timeline for completion. The Breeder Education Committee is working with GenEd on the puppy buyers packet.

Summary of discussion: There was discussion about what items should be included in the puppy buyers packet. It was suggested that GenEd develop a series of articles, much like the

article put out by Pampers for new parents, detailing the changes a puppy will undergo each month. This could be placed on the website or as an e-newsletter for new puppy buyers.

Jack Dean moved and Kevin Gallagher seconded that the General Education Committee prepare three articles dealing with puppy behaviors at two months, three months and four months and to submit these articles to the Board for review for posting on the website and for use by breeders in their puppy packets. The motion passed. 11 Yes (JSB, JKB, MLC, AD, JD, KG, SL, KM, MLP, MLR, DW); 1 No (RF)

Report of the 2nd Vice-President: Health & Longevity Committee

Mary Lou Roberts moved and Aura Dean seconded to accept the Health and Longevity Committee's recommendations for inclusion in the NCA database. These recommendations are as follows;

1. Dogs should not be considered cystinuria clear by parentage (or pedigree) for more than one generation, i.e. only dogs that have parents actually cleared by testing satisfy these criteria for clearance.
2. Further, all breeding stock should be cleared according to the NCA's clearance policy and publication of the clearances in NCA publications should adhere to the NCA's recommended testing policy.
3. That the NCA and CHIC requirements allow only one generation to be cleared by parentage.
4. That the Board recommends that breeders with inconsistent test results contact the Health and Longevity Committee for follow up assistance.

Summary of discussion: There was discussion about the NCA and the OFA databases and whether either makes a notation that a dog has been cleared by parentage. OFA does notate dogs cleared by parentage.

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

Report of the 2nd Vice-President: Historian

The Board discussed the storage of the back issues of *Newf Tide*. Mary Jane Spackman no longer wishes to be responsible for their storage. The back issues are kept for members who wish to purchase them. They are sold for \$12.00 per copy and approximately 50 are sold per year. There were various suggestions as to what to do with the back issues. It was suggested that Beth Sell combine the storage of the back issues with her job of supplying members whose *Newf Tide*'s were lost in the mail or damaged in some way. Aura Dean will speak to Beth Sell to see if she would agree to do this job.

Report of the 2nd Vice-President: Internet Committee

The Internet Committee requested some input from the Board so the committee can determine the best ISP provider. The Board responded affirmatively to the following:

database capability for both large and small databases, retail and online sales, interactivity, password protected sections, activity reports and archive capabilities.

The Board discussed the number of URL's that the committee was considering. Several Board members thought that the committee should consider more than two. The Board requested more information from the committee on this matter.

Mary Lou Roberts moved and Aura Dean seconded to approve the privacy statement as proposed by the Internet Committee which states: "In order to protect the privacy of those members listed on the NCA website, the default listing of any individual will be email addresses only. Those members who wish to have additional contact information listed will need to request an expanded posting in writing to the Internet Committee (email is acceptable)." The motion passed unanimously.

The Board discussed concerns with links to and from the NCA website. It was asked if the Board wants the Internet Committee to come to the Board with each new link. It was suggested that a procedure to approve links to regional clubs, show superintendents, AKC, universities, etc. be developed so that the committee would not have to bring these to the Board. Links to vendors would need more specific guidelines. The committee was asked to come back with suggested criteria for links.

Kevin Gallagher moved and Kathy McIver seconded to approve the wording concerning website links as proposed by the Internet Committee which states: "Links to non-NCA websites do not imply endorsement of any particular product, service, organization, company, information provider, or content." The motion passed unanimously.

The Board discussed the current photograph that appears on the front door of the NCA website.

Summary of discussion: It was suggested that the photograph from the *AKC Complete Dog Book* be used. The Board should approve the photos that appear on the entry page of the new website. Photographs should be from regional/national specialties. There were questions about getting the photographers' permission to use their photograph.

Jan Boggio moved that the Board approve the photos appearing on the entry page and that there be a standardization of what classes/placements from regional/national specialties may be used. The motion failed as there was no second.

Jacqueline Brellochs moved and Aura Dean seconded that the Board direct the Internet Committee to use the photo from the *AKC Complete Dog Book* on the NCA website entry page and that additional photographs on the entry page on the NCA website must be approved by the Board. The motion passed unanimously.

There was some discussion about processes to limit piracy of photographs on the NCA website. The Internet Committee was asked for clarification of piracy control procedures.

Kevin Gallagher moved and Kathy McIver seconded to approve the Internet Committee's request for Board approval for the Internet Committee to exercise editorial control over photographs used on the website. The site should take advantage of the fact that the NCA does not pay any more for a photo-rich site than for one that is all text - the opportunity to provide a visually rich web experience will greatly enhance the educational potential of the website. The site should highlight photos of dogs at work, photo contest entries, companion dog shots, etc. Photos should be rotated and not static, this process will require that the Internet Committee be able to change photos used on the site without having each photo going before the Board for prior approval. The motion passed unanimously.

There was discussion concerning search engine ads. The new NCA website will have an ad-free search engine. A Board member stated that previously the Internet Committee would pay a fee of \$80.00 and the ads would be removed. Mary Lou Roberts will take this comment back to the committee.

It was reported that the Internet Committee has received the NCA logo file that it had requested. The committee has not yet received the CD-ROM's that contain some issues of **Newf Tide**. They will be provided to the committee within a month or two.

Report of the 2nd Vice-President: Juniors Committee

Mary Lou Cuddy moved and Kathy McIver seconded to approve a stipend of \$400.00 to any NCA Junior member in good standing that qualifies to compete at the Westminster Kennel Club show in Junior Handling and meets the following criteria: eight of the ten qualifying wins needed to qualify must be with a Newfoundland and the dog shown at Westminster must be a Newfoundland.

Summary of discussion: A Board member asked if this should be referred to the Charitable Trust. This would be considered an award and thus would need to stay with NCA, Inc.

The motion passed unanimously.

Report of the 2nd Vice-President: Regional Club Liaison

Kathy McIver, Regional Club Liaison, reported that she had been in contact with the Cumberland and Ohio Valley club. They are trying to revive that club. The club must first resolve boundary issues with neighboring clubs before they can be considered for recognition.

Report of the 2nd Vice-President: Specialty Show Committee

The 2nd Vice-President reported that the Specialty Show Committee will have the new **Specialty Guide** to the Board by February 2006 for consideration at the face-to-face meeting at the National Specialty.

The Board discussed the NCA's responsibility to the regional clubs who host National Specialties. The NCA currently pays for the uniform trophies and the Specialty information packet. A Board member spoke to Kathy Paxton, 2006 National Specialty Show Chair. It was reported that the Colonial club (the host club) believes that its Ways and Means projects are the only place the club will make money. There was a question if the NCA should help with the host club's liability insurance as Colonial encountered a large premium to insure the National Specialty. It was stated that the NCA's liability insurance provides coverage thus they should not have additional premiums

Jacqueline Brellochs moved and Deb Wigal seconded that judges who have accepted National Specialty judging assignments for Intersex, bitch classes, dog classes and sweepstakes, be asked not to accept Newfoundland judging assignments in the six months before the National Specialty at which they are scheduled to judge. The motion passed unanimously.

The Specialty Show Committee would like to investigate regional specialties and the low number of entries at many of them. All-breed clubs will not be very cooperative when regional specialties have only thirty or forty dogs entered. It was suggested that the regional clubs work together to promote regional specialties. It was stated that the choice of judges have an impact on the entry, along with the promotion of the show and the current state of the economy. Board members are encouraged to contact Robin Seaman, Specialty Show Chair, with their thoughts and input.

At 10:45 p.m., Jack Dean moved and Aura Dean seconded to recess the meeting until 8:00 a.m. November 5, 2005. The motion passed unanimously.

NCA Face-to- Face Meeting Reconvenes on November 5, 2005

Roger Frey, President, called the meeting to order at 8:00 a.m.

The following Directors were present: Jan S. Boggio (JSB), Jacqueline K. Brellochs (JKB), Mary Lou Cuddy (MLC), Aura Dean (AD) (via teleconference), 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, *ex-officio* was present. Tom Broderick (TB) *ex-officio* was absent. Member guests were Clyde Dunphy, Tamzin Rosenwasser, Meredith Reggie, Barbara Hearn and Rick Hartke.

Report of the 2nd Vice-President: Steering Committee

The 2nd Vice-President commented on the Steering Committee report. She said that she would have liked the Steering Committee to have addressed broader areas such as in what direction the NCA should go, how to get there, goals and how to measure progress towards those goals. She felt that the report did not address these areas.

Summary of discussion: Some Board members agreed that the Steering Committee needed more direction. A Board member stated that she would like the committee to be aware of

trends, the effect of those trends on the NCA, i.e. the smaller entries at regionals and report to the Board on these trends and the committee's suggestions. It was suggested to use shorter increments to review goals and their progress, perhaps six months versus one year. One Board member thought that the report had suggested some of these items. Other Board members felt that long term goals were not addressed sufficiently. The Steering Committee needs to expand on the "big picture".

Report of the 2nd Vice-President: General Education Committee

The 2nd Vice-President reported on a comment from the General Education Committee concerning members who volunteer for a certain committee which may be capped or closed. Then that member asks to be placed on any committee but may not necessarily want to be on that committee or contribute to the committee. There was a request for how to handle this situation. The Board took no action but did note the dilemma.

Report of the 2nd Vice-President: Newf Novelties

The 2nd Vice-President reported that she had talked to Chris Lyden, Finance Committee Chair and Mark Aliff about the sales tax issues that face the NCA and Newf Novelties.

Summary of discussion: They questioned why the NCA would consider getting into this "can of worms." Licensing logo items to other vendors and letting the vendors deal with the sales tax was suggested. Licensing had not been brought up in the conversation. Mark Aliff stated in his report that the NCA getting involved in retail sales could possibly affect the NCA's 501 c (4) non-profit tax status. It was suggested that Edmund Sledzik should be consulted. Newf Novelties, if approved, is to provide logo items to NCA members and not to generate extraordinary profits. There was discussion about using Café Press or licensing logo items as is done with college logo items in college bookstores. A fee would be charged for the use of the logo and the vendor would be responsible for the collection and payment of the sales tax. The Board discussed Internet sales, the collection of taxes only in states where the NCA would have a physical presence and the fact that the states are developing methods to collect sales tax on any purchase over the Internet.

Deb Wigal moved and Kathy McIver seconded to direct the President to obtain a review of any effect of Newf Novelties sales (direct, mail order or Internet) may have on the NCA's 501 c (4) status and to ask Mark Aliff to develop a summary of sales tax liability in Missouri where the items will be warehoused and sold. The motion passed unanimously.

Jack Dean moved and Aura Dean seconded that whenever the 2nd Vice-President sends a Board directive to a committee in her capacity of Committee Liaison that the Board is copied on the correspondence.

Summary of discussion: A Board member felt that there was a consistent problem with communications. Another Board member felt it was a good idea so as to be certain the communication with the committee is clear to both the Board and the committee. Other Board members felt that this motion was not needed.

The motion failed. 5 Yes (JSB, JKB, AD, JD, DW); 7 No (MLC, RF, KG, SL, KM, MLP, MLR)

Report of the 2nd Vice-President: Rescue Prevention Committee (RPC)

The Board discussed the RPC's report on the 800-number breeder referral phone line. The committee has recommended that a separate committee be established to manage the phone line.

Jack Dean moved and Jan Boggio seconded to direct the RPC to start an 800-number breeder referral program and operate it per the guidelines the RPC has developed.

Summary of discussion: A Board member stated that the Board and the RPC have been working on this since 1999. There was discussion about finding enough members to handle this function. The RPC feels the job is beyond their capacity and would prevent them from addressing other matters. The RPC would need their job description changed to include such an assignment. There was discussion whether the intent was to refer puppy buyers to breeders or if it was to be more encompassing as in "cradle to grave" and would refer Newfoundland owners to resources.

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

Jack Dean moved and Kevin Gallagher seconded to send the Rescue Prevention Committee's proposal for an 800-number to the General Education Committee to implement the proposal with help and support from the Rescue Prevention Committee. This proposal reads: The Rescue Prevention Committee proposes to the Board that a small operational committee be appointed for the purpose of implementing and running the 800-number breed information/referral program. The Rescue Prevention Committee will work with that committee in finalizing the details of the program, e.g. preparing scripts, recruiting volunteers, planning for regional club involvement and finalizing the actual phone system to be employed. The actual operation of the program would be the charge of the new committee. The motion passed unanimously.

Mary Lou Roberts moved and Jacqueline Brellochs seconded to approve the Rescue Prevention Committee's recommendations on auction monitoring with a budget not to exceed \$1500.00 for the rest of this fiscal year with a report due to the Board by the 2006 National Specialty on the effectiveness of the program. The motion passed unanimously.

It was reported that the RPC would develop a packet of information to be sent to foreign Newfoundland clubs explaining the problems with puppy mills and dog auctions in the United States and asking them to caution their members to be careful when selling dogs to the United States. The RPC hopes to have this completed by Spring 2006.

It was reported that the RPC requests a change of the committee's name. Some committee members feel the current name has a negative connotation.

Kevin Gallagher moved and Aura Dean seconded to change the Rescue Prevention Committee's name to the Rescue Education and Awareness Committee (REACT). The motion passed unanimously.

Deb Wigal moved and Kevin Gallagher seconded to accept the Rescue Education and Awareness Committee's proposal for a member-donated fund with a request for donations to be included on the Dues Renewal form.

Summary of discussion: There was discussion concerning if this fund should be merged into Rescue. Rescue policy is that their funds are to be used only for dogs. The policy could be changed. It was asked if this member-donated fund should go to the Charitable Trust Management Board (CTMB). It was decided that the Board should approve it as NCA, Inc. and then send it to the CTMB after that Board is approved. In an informal discussion, the CTMB agrees that this fund should be placed under the CTMB's management. A Board member stated that this idea was introduced after the "buying Newfs at auction" issue and was for people who would not donate funds to purchase dogs but would donate to reduce the number of dogs entering rescue. There was discussion over the mechanics of approval by NCA, Inc. on proposed dispersals of the funds. The CTMB needs NCA, Inc. approval to fund projects.

Clyde Dunphy, speaking as the temporary CTMB Chair, stated that the fund could be added to the CTMB responsibilities. REACT or another committee with an NCA, Inc. approved project could come to the CTMB to request a grant from the CTMB. Donated monies would not be tax-deductible if given through NCA, Inc. but would be tax-deductible under the NCA Charitable Trust.

It was asked if another donation option would take away from Rescue or the Health Challenge donations. Many members split donations between the two, it was noted that they could split the donation three ways. The hope is that REACT and other initiatives will be successful and will reduce the amount of money needed for Rescue.

The motion passed. 7 Yes (JKB, MLC, RF, KG, KM, MLP, DW); 5 No (JSB, AD, JD, SL, MLR)

The Board discussed the status of changing the AKC's default registration from open registration to the limited registration as originally proposed by the Rescue Prevention Committee.

Summary of discussion: Mary W. Price, AKC Delegate, reported that she had taken this to the AKC Parent Club Committee and had gotten no support from the committee for the proposal. She reported that there was no point in going to the AKC Board without the support of the Parent Club Committee. She wrote an article on the proposal for the AKC Delegates magazine and only one delegate commented on it. She reported that she then had an informal discussion with the chair of AKC Rules and Regulations Committee and received some positive comments. She could resurrect the proposal and try again with a different committee.

There was discussion concerning what people did not like about the proposal. Mary reported that one Delegate told Mary that she was reluctant to sell puppies on limited registration. A Board member stated that he had taken the proposal to his all-breed club where it was passed unanimously and sent to the AKC. It was asked if the NCA could approach both the AKC Rules and Regulations Committee and the Parent Club Committee. Mary responded that it would be better to go to the AKC Rules and Regulations Committee and copy the Parent Club Committee. Mary will look into it. The next AKC Delegates' meeting is in January 2006.

Jack Dean moved and Deb Wigal seconded that the **Policy Manual** be updated to reflect the policy in purchasing dogs at auction and the vote. The motion passed unanimously.

Report of the 2nd Vice-President: Steering Committee

The Board resumed discussion on items contained in the Steering Committee's report.

Inclusive Versus Exclusive Membership

Summary of discussion: A Board member suggested that the **Newf Tide** subscription rate be higher and the membership dues be lower to encourage membership. It was asked if the NCA should increase membership and how to do it. The Steering Committee needs to figure out what the NCA should stand for and how to get that message out to the public. The material that goes out in each AKC registration is a start. The Breeder Education Committee is studying ways to reach breeders outside the NCA. The Steering Committee should consider a two-tiered membership. Some regional clubs have a two-tiered membership. The Steering Committee should utilize Regional Clubs and other committees to educate people as to the benefits of NCA membership. NCA needs a slogan like AKC's "The Place For Dogs." More members might give the NCA additional clout with the AKC.

Jan Boggio moved and Jack Dean seconded to request the Steering Committee to expand the Steering Committee's report on the missions and goals of the NCA and how to communicate what the NCA is as well as considering the merits of inclusive versus exclusive membership. The motion passed unanimously.

Regional Clubs/NCA Relationship

Summary of discussion: There was discussion about the regional clubs and how to utilize and support them. It was suggested that the clubs could share "best practices" in their regional club columns if they were returned to **Newf Tide** and on an expanded regional club page on the NCA website. The regional clubs could be asked to address a different topic in each issue of **Newf Tide**. It was agreed to send this to the Regional Club Liaison.

NCA Database

Summary of discussion: There is no means available to verify NCA titles or NCA membership. The Board discussed ways that people visiting the AKC's Online Breeders Classified could verify claims of NCA membership. The Breeder Education Committee is

looking into this problem. The 2nd Vice-President will also inform the Rescue Education and Awareness Committee of that fact.

Entry Level Working Events

Summary of discussion: The Steering Committee suggested that “entry level” draft and water classes be developed, much as Rally titles and the Canine Good Citizen tests have been developed to introduce novices to the sport. The committee also suggested that re-qualifiers be given numerical designation, such WRD1, WRD2. There was discussion if some of these (Rally and Canine Good Citizen) would help to increase attendance and entries at specialty shows. The Board agreed to send these ideas to the Working Dog and Specialty Show Committees.

Realistic Expectation of both Breeder and Buyers

Summary of discussion: The Board discussed what should be expected of a breeder as far as business practices. It was stated that there needs to be better communication on what a breeder should be offering and also to help buyers understand the breeders’ point of view. It was suggested that an article be written about the daily life of a breeder and what it entails. It was suggested to send this to the General Education Committee with possible input from the Breeder Education Committee. It was agreed to send this to both committees for development and a report for the Board by March 1, 2006.

NCA Membership Benefits

Summary of discussion: The Board discussed developing a list of membership benefits. Reducing entry fees at working tests and specialty shows for NCA members was discussed. NCA, Inc. would have to subsidize the reduced fees as the regional clubs cannot take that kind of financial hit. It would place an extra burden on the test secretary to have to confirm NCA membership. It was suggested that this start small, such as special raffles for members, early room reservations at the National and then add more as is feasible. A membership card or number was suggested. After discussion, the Board agreed to place the entire Steering Committee report in ***Newf Tide***.

800-Number Phone Line

Summary of discussion: The Steering Committee favored the 800-number phone line and suggested that the referrals would extend to the regional clubs’ breeders lists where the members on those lists agree to abide by the NCA Code of Ethics. It was the consensus of the Board to send this to the Regional Club Liaison and the regional clubs for input.

Expansion of Educational Events and Health Clinics

Summary of discussion: The Steering Committee supports the expansion of educational events and Health Clinics at National Specialties, ideally with the data collected submitted to a public registry on an open basis. It was stated that the regional clubs who host the specialties are already stressed trying to accomplish all that needs to be done at these shows. NCA committees could help to provide manpower to minimize the burdens on the host clubs. The scheduling of these events into an already full schedule was discussed. The Specialty Show Committee needs to be brought into this discussion for their feedback. The Board discussed the purpose of the National Specialty; is it a conformation show or is it a

celebration of all facets of the breed. It was stated that these are recommendations and wouldn't be implemented for 3-4 years to give clubs time to plan for their inclusion.

At 10:50 a.m., the Board recessed.

At 11:10 a.m., the Board reconvened.

The Board continued its discussion. It was suggested that a template of events and how to organize them be drawn up to help the regional clubs. All committees should be asked for input. This template could also be used for regional specialties. Information about the Berner University from the Bernese Mountain Dog Club was handed out. It was agreed that the Regional Club Liaison and other pertinent committees should receive this information.

Committee Overlap

Summary of discussion: The Steering Committee questioned the potential for overlap and duplication of efforts by the committees. Mary Lou Roberts has been working on a report on committee overlap. The Board postponed discussion on this until her report is ready.

Report of the Recording Secretary

Mary Lou Cuddy, Recording Secretary, reported that she had prepared and distributed the September 27/October 6, 2005 teleconference minutes and the November 4-6, 2005 agenda packet. She also reported that the election packet was being assembled by Kevin Gallagher and that it was near completion. She reminded the Board that the ballot counters needed to be assigned at this meeting.

There was a discussion concerning the teleconference recordings and posting them on the NCA website. The concern facing the Board is how to deal with the executive sessions that were included on the recordings. It was stated that the Board risked reducing the candidates for Recording Secretary if more and more technical skills were being required. Another Board member stated that she felt it was unfair to add this additional task to either the 2nd Vice-President or the Recording Secretary as their positions now are so very time-consuming. It was suggested that the hits to the recordings be counted to see if the posting of the recordings is worth the effort. The Board discussed the technical details of working around executive sessions. Kevin Gallagher volunteered to work with the recordings of past meetings and to find a program to edit out the executive sessions.

Report of the Corresponding Secretary

Aura Dean, Corresponding Secretary, requested that she deliver her report later in the meeting.

Report of the Treasurer

Mary L. Price, Treasurer, reported the following.

NCA Operations

Checking Account	2,231.64	
Savings Account	78,354.35	
CDs	<u>197,950.62</u>	
	278,536.61	278,536.61
"Distinguished Member"		
Restoration	684.69	
CD	<u>1,179.31</u>	
	1,864.00	1,864.00
Uniform Trophy Fund		
Money Market Account		<u>4,645.47</u>
		\$285,046.08

Mary handed out the National Specialty financial report to the Board. She also reported on a request from Chris LaMuraglia, Uniform Trophy Co-Chair, to purchase additional Award of Merit medallions. There are only 23 medallions left from the last order in 2001. She requested budget approval to purchase 175 additional medallions for an estimated total of \$3,500.00.

Aura Dean moved and Kevin Gallagher seconded to approve the Uniform Trophy Committee's recommendations to purchase 175 Award of Merit medallions for an estimated total of \$3,500.00. The motion passed unanimously.

A Board member questioned where \$24,000.00 was spent between September 30th and this report. The Treasurer replied that the Uniform Trophies Committee needed approximately \$7,700.00 for the 2006 National Specialty trophies and to start work on the limited edition plates. In NCA Operations, approximately \$16,000.00 was for the printing of the 3rd Quarter issue of *Newf Tide* and the *Annual of Titlists*. Kathy Hamilton, Recognition Committee, had ordered the "new champion" medallions as approved. The trophy donation form in *Newf Tide* cost \$351.00. Following the reconciliation of the Uniform Trophy Fund, \$900.00 was transferred to the Uniform Trophy Fund, the difference between the actual cost of the trophies and \$7,000.00 estimated cost, per NCA policy. The Treasurer reported on the airfares and other costs for this meeting paid to date at \$4,685.00.

Report of the AKC Delegate

Mary W. Price, AKC Delegate, reported on the October 2005 AKC Board meeting. The AKC Board will not fill the late Dr. Asa Mays' vacancy as the AKC Nominating Committee is preparing its slate. In the interim, the AKC Board will function minus one person until the election at the annual meeting in March, 2006.

Mary reported that the AKC Board discussed the handling of disputes between co-ownerships and limited registration. The AKC position is that all owners must agree to the implementation and/or removal of the limited registration option. If there is a dispute, the dog will remain on full registration.

She reported that new guidelines for Rally obedience have been approved. Multiple new delegates were approved as were some revised breed standards. She thanked Sandee Lovett for forwarding to the Board the updates on the PAWS bill.

Mary updated the NCA Board on the AKC/CAR Canine Support and Relief Fund for the animals affected by Hurricane Katrina. She expressed her disappointment that the NCA Board had not approved a donation to this fund at their last teleconference. She stated that as of October 8, 2005, \$857,000.00 had been donated to the Relief Fund by 350-400 clubs. \$18,000.00 had been raised by the AKC Board, Staff and Delegates, then the funds were matched from the AKC and divided between the AKC/CAR Canine Support and Relief Fund and the Red Cross. The AKC also donated \$25,000.00 to the "Take the Lead" organization. Excess funds will be used to develop a substantial back-up fund for natural and man-made disasters yet to come.

The Board discussed the donation of funds to the Hurricane Katrina Relief Fund along with the amounts that other parent clubs had donated. A Board member questioned how much money was left out of the \$857,000.00. He also questioned if Take the Lead had changed its orientation. It was answered that Take the Lead was helping dog fanciers who had material losses in the hurricanes. It was not known how much of the \$857,000.00 has been spent. The President reported that the NCA Charitable Trust Management Board had recommended that the NCA make a donation.

Mary Lou Roberts moved and Sandee Lovett seconded that the NCA donate \$2,500.00 to the AKC's Hurricane Katrina Relief Fund and monitor the Fund's activities with possible further donations. The motion passed unanimously.

PAWS Bill

The Board discussed a request to obtain a copy of the NCA's letter opposing the PAWS bill from Robert Kane of the Sportsmen's and Animal Owners' Voting Alliance. Several Board members objected to sending a copy of the letter sent to Senator Santorum to Mr. Kane and that is the reason he did not receive any notice. This organization also wanted to list the NCA on its list of clubs that have spoken out against the PAWS bill.

Summary of discussion: There is not much information known about this organization. Their website claims that they represent sportsmen, pet owners and farmers. Some Board members felt that the NCA has adequately addressed the appropriate people involved with the PAWS bill. There are reports that the changes suggested by many clubs are being considered by Senator Rick Santorum and the AKC.

Jack Dean moved and Aura Dean seconded that since the Sportsmen's and Animal Owners' Voting Alliance exists and which appears to be supported by numerous large clubs that the NCA should send its statement on the NCA's stand on the PAWS bill.

Summary of discussion: The report of the NCA Legislative Liaison is on the NCA website. It was reported that only 30 parent clubs are listed on the Sportsmen's and Animal Owners' Voting Alliance's website. It was suggested that the NCA post its letter on the NCA website.

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

Jack Dean moved and Jacqueline Brellochs seconded that the 2nd Vice-President send the September 7, 2005 letter regarding NCA's opposition to the PAWS bill to the Internet Committee for prominent display (link on the first page) on the NCA website. The motion passed unanimously.

Jack Dean moved and Jacqueline Brellochs seconded to inform Robert Kane of the Sportsmen's and Animal Owners' Voting Alliance that the PAWS letter will be available on our website. The motion passed unanimously.

The Corresponding Secretary will write the letter informing Robert Kane of the Board's decision.

Report of the Corresponding Secretary

Aura Dean, Corresponding Secretary, reported that she had answered all correspondence to date. She had forwarded some AKC letters to the Specialty Show Committee. She reported that she had received a reply from AKC acknowledging receipt of the PAWS letter written by Mary W. Price and Aura Dean.

She reported on a letter received from Judy Ferguson asking for a donation to restore "Sable Chief", a Newfoundland dog that was the mascot of the 2nd Battalion of the Royal Newfoundland Regiment that served in England during World War I. The dog had been preserved by a taxidermist after his death and was on display at the Military Museum of Newfoundland in St. Johns, Newfoundland. The pelt was deteriorating and donations were being accepted to try to restore "Sable Chief".

The Corresponding Secretary reported on a letter from George Berger of the *AKC Gazette*. The *AKC Gazette* is restoring the "Spotlight on Specialties" section. The return of the "Spotlight on Specialties" was referred to the Specialty Show Committee and to Kathy Paxton, 2006 National Specialty Chair.

She reported that she had received from the AKC a reminder of the \$25.00 dues payable to the AKC. The Treasurer will pay the dues.

Search and Rescue/Animal Assisted Crisis Response Donation

Mary Lou Roberts moved and Kathy McIver seconded that when an NCA member and his/her Search and Rescue or animal-assisted crisis response Newfoundland responds to a major disaster--either man-made, such as the World Trade Center, or to a natural disaster, such as Hurricane Katrina--the NCA will make a donation of up to \$250.00, depending on the situation and the distance traveled, to the team to indicate that the NCA as a club supports their endeavors. Handlers must notify the Board when their Newf has been certified as a Search and Rescue/crisis-response dog and then notify the Board at the time that the team has been called to assist, stating the specifics of the situation. The motion passed unanimously.

At 12:18 p.m., the Board recessed for lunch.

At 1:00 p.m., the Board reconvened.

NCA Charitable Trust Management Board

Clyde Dunphy, acting Charitable Trust Management Board (CTMB) Chair, gave a short presentation to the Board about the final CTMB document and asked for the Board's approval. David Helming, CTMB member, participated via teleconference.

Summary of discussion: A Board member asked that the history of the CTMB, the IRS documents and amendments in addition to the minutes beginning in the 1990's be kept with the CTMB's policies and procedures manual. A Board member asked if the NCA, Inc. budget would show a line item or would there be a lump sum and the TMB would designate the breakdown between committees. The CTMB Chair replied that it would show as line items. There will be monthly/quarterly reports which will be broken down by committee. It was reiterated that the CTMB is always answerable to the Trustee which is the NCA, Inc. Board. There will be more than adequate communication between the CTMB and NCA, Inc. as the 1st Vice-President and the Treasurer of NCA, Inc. will sit on the CTMB. The CTMB will be more active in soliciting research projects from sources other than the AKC Canine Health Foundation.

It was asked if there should be a representative from each committee listed under the CTMB sitting on the CTMB. The CTMB Chair replied that all policy is set by the NCA, Inc. The CTMB and the committees listed under the CTMB are all appointed by the Trustee (NCA, Inc.) The CTMB may recommend some appointments or removals but the Trustee would make the final decisions.

There was discussion about having the Health and Longevity Committee (H&L) under the CTMB. The CTMB listed the H&L to help with funding some of the projects that H&L is considering or may consider in the future. A Board member stated that he thought only funds donated to the Charitable Trust would be under the management of the CTMB. There have been no provisions to donate to the H&L, so how would it fall under the CTMB. It was replied that it was felt the Charitable Trust would give some continuity to the committee, i.e. the cystinuria testing rebate would have been given as a grant for X number of years. The

Charitable Trust will also be looking for funds from sources other than donations, such as grants from foundations. The IRS was told that the Charitable Trust funds go towards health research. Any NCA committee could apply for grant money from the CTMB if it met the criteria of health research, etc. The CTMB felt that H&L would fit in well with the Research Advisory Committee and the Health Challenge. The H&L Committee had not been asked if they would like to be included under the CTMB. But the decision is up to the Trustee. Committee relationships may be changed as the CTMB is a work in progress.

There was discussion about the Junior Scholarship Committee. This would be a separate committee from the Juniors Committee. The CTMB would set more criteria for the scholarships than is in place at the moment. Applicants would have to fill out an application and submit an essay. An ad for a chairperson for this committee will be placed in ***Newf Tide***.

If the CTMB document is approved, the effective date would January 1, 2006. There was discussion about the timing as the NCA Board would be appointing committee members in March at the 2006 National Specialty. The CTMB has not discussed this but the CTMB would probably have their annual meeting after the new NCA Board takes office and committee people have been appointed.

Donations to the Charitable Trust will be acknowledged in ***Newf Tide***.

There was discussion about rescue disbursements. There is no limit in what can be spent on a dog and a regional club can ask for a grant or a loan for exceptional cases. Guidelines for these situations are still being developed.

Clyde Dunphy and David Helming asked the Board for their support for the basic concept. Concerns can be addressed as they come up.

The Board directed that the minutes reflect that the Board more than appreciates the time and effort this committee has devoted to this project.

Kevin Gallagher moved and Deb Wigal seconded to approve the Charitable Trust Management Board's organizational document as presented and that any NCA committee could approach the CTMB at any time for grants for appropriate projects.

Summary of discussion: Any NCA committee could approach the CTMB at any time for a grant for appropriate projects. It was stated that NCA committees will need to be thoroughly informed about the CTMB. A Board member requested a finalized document showing the changes discussed at this meeting. The NCA Board will receive a revised final version of the CTMB document by January, 2006. There was a friendly amendment to take out H&L and add other NCA committees as appropriate.

Kevin Gallagher moved and Deb Wigal seconded to approve the NCA Charitable Trust Management Board's organizational document as amended and to remove the Health and Longevity Committee from the organizational charts and descriptions. The motion passed unanimously.

At 3:50 p.m., David Helming and Clyde Dunphy left the meeting.

Membership Application Approval Process

Jack Dean moved and Aura Dean seconded to specifically state and place in the ***Policy Manual*** that the NCA Board's function in its initial approval of a new member application before publication shall only be to see if the application is in order and that it has two sponsors who conform to the requirements of the NCA By-Laws. If that occurs then the applicant's name shall be published for comment by the membership. If there is a technical problem with the application then the applicant shall be notified and given an opportunity to correct the problem.

Summary of discussion: Approval of this proposal would mean a second round of voting after publication and would slow the membership process even further. It was suggested to wait for the Ad Hoc Constitution and By-Law Review Committee's suggested revisions. Some Board members felt that would take too long. A Board member felt that the By-Laws are not being followed now. The By-Laws state the name has to be published.

Kevin Gallagher moved and Kathy McIver seconded to call the question concerning the addition to the ***Policy Manual*** and the initial member application review. The motion passed unanimously.

The motion to place an addition in the ***Policy Manual*** concerning the initial member application review failed. 5 Yes (JSB, MLC, AD, JD, KG); 7 No (JKB, RF, SL, KM, MLP, MLR, DW)

At 3:05 p.m., the Board recessed. The Board wishes to thank the North Central Newfoundland Club for the ice cream sundaes and the snacks the club provided the Board during the weekend.

At 3:35 p.m., the Board reconvened.

Jack Dean moved and Jan Boggio seconded that if a Board member in any stage of a membership application prior to publication raises a problem with an application, the applicant and their sponsors shall be informed of the problem, the problem raised, and an opportunity to respond to the allegation unless there are highly unusual verifiable circumstances that would show that physical retaliation is likely.

Summary of discussion: The Board members would be held to the same protocol as regular members. When an applicant is informed of a problem with their application, the problem is sent to the applicant and the complainant is not identified by name.

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

Jack Dean moved and Aura Dean seconded that the Board shall establish, within 30 days, standards equally applicable to all applicants which shall be published and shall be the only reasons for turning down a member.

Summary of discussion: There was discussion about what happens under Connecticut statutes. The Constitution and By-Laws lists no standard for membership. It was stated that as soon as a list is made, then a situation comes up that doesn't fit the criteria on the list. It was reported that since 1998 there have been 855 applications with 12 being denied, but 90% of the denials have been in the last three years. The **Ethics Guide** cannot be used as it is as it is written more towards breeders. It was suggested to refer this to the Ad Hoc Constitution and By-Laws Review Committee.

Jack Dean moved and Kevin Gallagher seconded to table and refer to the Ad Hoc Constitution and By-Laws Review Committee the motion to establish standards for member applicants. The motion passed unanimously.

Policy Manual Updates

Jack Dean moved and Aura Dean seconded to have the **Policy Manual** Chair prepare the updates in the manner which she originally stated, namely after the publication of each set of minutes.

Summary of discussion: The Board discussed whether publication meant when the Board receives the approved minutes or when they appear in **Newf Tide**. It was decided that it should be when the minutes are approved. It was asked if the updates could be received by the Board more quickly.

The motion was withdrawn.

Nominating Committee

Jack Dean moved and Deb Wigal seconded to change the **Policy Manual** to require the Nominating Committee Chair, within five days of announcing their selection to the Board, to notify those people they have selected and not selected. If the Chair cannot accomplish this task within the proscribed time period, then the Chair should send a note to all Board members that problems have arisen and give an estimated time frame of when the task will be accomplished. If the Chair cannot perform these tasks he/she will promptly delegate them to a committee member who can.

Summary of discussion: There are currently no guidelines in the Policy Manual addressing the notification of candidates. This process will avoid any problem with the timing of notification. The Board should not be notified until all the candidates have been contacted. There was a discussion of the appropriate number of days within which contact should be made.

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

Securing Credit Card Information

Mary Lou Roberts moved and Jack Dean seconded to request NCA Treasurer and the Finance Committee to develop a recommended set of policies and procedures for the secure handling of credit card information.

Summary of discussion: There was a friendly amendment that the motion refer only to the NCA Treasurer and Finance Committee. A Board member suggested that the Technical Resources Committee be brought in to help when that committee is staffed. There is growing concern about the handling of credit card information and its security. This information needs to be kept on dedicated secure computers. The liability is great and NCA cannot afford to wait any longer in addressing this issue.

The motion passed unanimously.

Reduced OFA Submission Fees

Jacqueline Brellochs moved and Jack Dean seconded to arrange with OFA for NCA members to have the opportunity to submit their cardiology, thyroid, patella and cystinuria test results, along with completed OFA application forms, for batching and submission to OFA at the half-price rate individuals may obtain with quantity submissions.

Summary of discussion: The Board discussed adding thyroid tests and CERF results. The H&L Committee should be able to find a volunteer within that committee to work on this.

The motion passed unanimously.

Mary Lou Roberts moved and Kathy McIver seconded to assign the motion concerning quantity submissions of cardiology, thyroid, patella and cystinuria test results to OFA to the Health and Longevity Committee to appoint a person to coordinate this. The motion passed unanimously.

Ethics Guide Review

Jack Dean moved and Aura Dean seconded to request the Ad Hoc Constitution & By-Laws Review Committee consider and report back on changing the ***Ethics Guide*** to include health testing standards and the disclosure of health test results for any NCA member who breeds dogs.

Summary of discussion: A Board member stated that this is self-evident as the guide does not require breeders to do health checks or to release the results. Another Board member questioned what would happen when another new test comes along; the ***Ethics Guide*** would have to be updated each time. It was stated that this would be hard to enforce as most areas,

except for cystinuria, are large gray areas. The **Breeders List** application has members agreeing to abide by the **Ethics Guide**, but the NCA has no control over non-**Breeders List** breeders. The Ad Hoc Constitution and By-Laws Review Committee should have the opportunity to look at this. It was said that this might be better referred to the Breeder Education Committee.

The motion failed. 3 Yes (AD, JD, RF); 9 No (JSB, JKB, MLC, KG, SL, KM, MLP, MLR, DW)

Membership Approval of Changes to Certificate of Incorporation

Jack Dean moved and Aura Dean seconded to have the membership approve/ratify the action of the Board of Directors in amending the articles/certificate of incorporation to eliminate proxy voting.

Summary of discussion: There was discussion about amending the motion to add sending out a ballot to approve in the election packet. There would have to be information sent with this ballot. The rationale is in the minutes already. Another Board member said that this should be ratified at an Annual Membership Meeting. Some Board members thought that the membership voted when no objection was heard at the last Annual Membership Meeting. We went against the recommendations of the Connecticut attorney but followed the recommendations of the AKC; it is a no-win situation. It was the consensus of the Board to table this motion until the next day.

Finance Committee

Mary Lou Roberts moved and Kevin Gallagher seconded to expand the ongoing responsibilities of the Finance Committee to include pre-signing contract review and ongoing review of charges against contracts.

Summary of discussion: There was discussion about the need for the Finance Committee to review these. All copies of contracts are now held by the Treasurer and the President. It was mentioned that some charges are discounted if paid promptly, to have to wait for the Finance Committee review might cost the NCA money. A Board member asked if **Newf Tide** was the only contract worth more than \$3,000.00. There are more contracts than just **Newf Tide**, Uniform Trophies, medallions, the **Newf and You** are all contracts over \$3,000.00. There was a friendly amendment to amend the motion.

The motion passed unanimously.

Jack Dean moved and Deb Wigal seconded to require the Finance Committee to review the dues structure and to report back to the Board by February 1, 2006 with a recommendation if the dues should be maintained at the increased \$30.00 level or if they should be rolled back to the old level or something in between.

Summary of discussion: A Board member stated that he believed the dues structure needed to be re-examined. There was a discussion of the date of the report and a friendly amendment was accepted.

The motion passed unanimously.

Jack Dean moved to request the Finance Committee report for each of the last five years:

- i) What has been our dollar amount of cash reserves
- ii) What percentage of the goal of 100% that figure represents
- iii) What the cash reserve percentage figure was based on (budget, actual cash, or something else and supply those figures)
- iv) A statement of when, at the current rate of transferring just \$10,000 a year, they expect us to reach 100% and
- v) If they recommend that the NCA Board should just make one transfer and immediately bring us up to 100%.
- vi) Said report would be due back by February 1, 2006.

Summary of discussion: A Board member felt that the more information is needed to make the report of the cash reserves meaningful. The motion was withdrawn and the Finance Committee will be requested to provide the information.

Breeders List

Jack Dean moved and Jan Boggio moved to waive the fee for a person on the ***Breeders List*** if they paid in the prior year and did not have any puppies for sale.

Summary of discussion: Some Board members felt that it was not fair to ask breeders to pay a fee when they had no puppies for sale. There were questions as to how to determine who had puppies or who did not and the mechanisms for handling this. There was a discussion about the purpose of the ***Breeders List***. If it is educational, then why are members being charged a fee.

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

Kathy McIver moved and Mary Lou Roberts seconded that the NCA start publishing the ***Breeders List*** on the NCA website exclusively and discontinue publishing a printed copy.

Summary of discussion: There was discussion if printing a hard copy of the ***Breeders List*** was still practical when so many people can access it from the NCA website. A Board member pointed out that the ***Breeders List*** is sent with the General Education packet. Some Board members felt that this suggestion should be referred to the ***Breeders List*** Committee.

Jack Dean moved and Kevin Gallagher seconded to refer the motion to discontinue publishing a printed copy of the ***Breeders List*** to the ***Breeders List*** Committee. The motion passed unanimously.

At 4:55 p.m., Kevin Gallagher moved and Mary Lou Cuddy seconded to recess until 8:00 p.m. The motion passed unanimously.

The Board reconvened at 8:15 p.m. Jan Boggio participated via teleconference.

Rescue Insurance for Regional Clubs

The Board briefly discussed the problems that some regional clubs were having with either obtaining insurance to cover their rescue programs or coping with much higher premiums. The Genesee Region Newfoundland Club had decided that roughly half the premium payment would come from its treasury and the rest from their rescue fund. The Northland Newfoundland Club also came to a similar decision.

Communication with NCA Members

The Board discussed ways to communicate with NCA members more quickly.

Summary of discussion: An email distribution list could be set up, but a lot of spam software would not accept such a mailing. There are ways of getting around that problem, such as dividing the list into smaller ones. Maintenance of such lists is a task. There are also services that would do such a mailing for a small fee. It was suggested that information be placed on the website and notices be put on the Internet lists that the information has been posted. Members could be asked, perhaps on the dues renewal form, if they wish to receive email updates. There was a question as to how much a distribution list would be utilized. It was the consensus of the Board to send this to the Technical Resources Committee for their input.

Correction of Minutes

Jacqueline Brellochs moved and Aura Dean seconded that the Board meeting minutes will be circulated with a deadline for any additions and/or corrections. Those additions/corrections (which may be accompanied by rationales) will then be circulated with a deadline for additional comments. No additions or comments will be entertained after the second deadline. When the Board votes to approve the minutes, the additions and corrections will be voted on, and not re-read, as it will be expected that all members are familiar with them and have considered them carefully.

Summary of discussion: This is an effort to streamline the process. Some concern was expressed about there being no discussion on the changes. The Recording Secretary would be responsible for setting the time line. If there was not sufficient time to review the changes, the approval would be postponed to the next meeting.

The motion failed. 3 Yes (JKB, AD, MLP); 9 No (JSB, MLC, JD, RF, KG, SL, KM, MLR, DW)

Specialty Show Locations and Judges

Jacqueline Brellochs moved and Kevin Gallagher seconded to direct the Specialty Show Committee to investigate the Purina Farms Canine Activity Center as a possible site for future National Specialties and to investigate three to four other sites across the country.

Summary of discussion: It is getting harder and harder to find suitable locations for specialty shows. The 2005 National Specialty set a precedent for having the show site away from the host hotel. There was a friendly amendment to add three to four additional sites across the country.

The motion passed unanimously.

Jacqueline Brellochs moved and Mary Lou Cuddy seconded to develop a process for NCA members to vote for judges for our National Specialties from a slate of names.

Summary of discussion: This was brought forward by some NCA members. This is very popular with other breed clubs. It was stated that the current system has the members voting from a list of all judges approved for Newfoundlands and all the judges that receive 29 or more votes will be put on the specialty judges list with all breeder-judges being automatically included. Some Board members felt that it was a nice perk for the regional clubs to pick their own judges. Others felt that there can be an appearance of preferential treatment in choosing judges, some clubs have only one or two people making the decisions. It was stated that regional clubs should try to use judges that will bring in a good entry.

There was some discussion that judges should be asked or required not to accept Newfoundland judging assignments within a certain period of time before a specialty show and not to accept multiple regional specialty assignments within a reasonable amount of time.

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

Executive Session

At 9:00 p.m., Kathy Mclver moved and Sandee Lovett seconded to go into executive session. The motion passed unanimously.

At 10:50 p.m., Deb Wigal moved and Kevin Gallagher seconded to come out of executive session. The motion passed unanimously.

While in executive session, the Board approved the member applicants list dated October 14, 2005, except for one application which was held in abeyance. The Board approved the member applicants list dated October 15, 2005.

While in executive session, the Board voted to approve an NCA Good Sportsmanship Award recipient. The Board voted to approve an Isabel Kurth Award recipient. The Board also approved Heroic Newfoundland Award recipients.

While in executive session, the Board voted to accept the Recording Secretary's recommendations for ballots counters as follows: Kathy Cohen, Laura Davidson, Penny de la Rocha, Dan Cohen (alternate) and Renee Robinson (alternate).

While in executive session, the Board voted to approve the 2006 Nominating Committee as follows: Annalyn Paz, Chair, Beverly Cusac, Carla Gengler, David Hartmann, Ann Marie Thibault, Denise Hatakeyama (alternate), Rebecca Stanevich (alternate).

While in executive session, the Board voted to add Leslie Harris, Peggy Lange and Jane Richter to the Rescue Education and Awareness Committee.

At 10:50 p.m., Kevin Gallagher moved and Kathy McIver seconded to recess until 8:00 a.m., November 6, 2005. The motion passed unanimously.

NCA Face-to- Face Meeting Reconvenes on November 6, 2005

Roger Frey, President, called the meeting to order at 8:15 a.m.

The following Directors were present: Jan S. Boggio (JSB), Jacqueline K. Brellochs (JKB), Mary Lou Cuddy (MLC), Aura Dean (AD) (via teleconference), 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) (via teleconference). Mary W. Price (MWP), AKC delegate, *ex-officio* was present. Tom Broderick (TB) *ex-officio* was absent. Member guests were Tamzin Rosenwasser, Meredith Reggie and Barbara Hearn.

The Board went into a Charitable Trust meeting.

At 8:48 p.m., the NCA, Inc. meeting reconvened.

Lewis and Clark Fort Mandan Foundation

The Board discussed a request for a donation to the Lewis and Clark Fort Mandan Foundation which is building a double life-sized monument of Seaman on the banks of the Missouri River. It was decided that more information was needed on this project and Sandee Lovett volunteered to look into the project and report back to the Board.

Communication with the Membership

Jacqueline Brellochs moved and Jack Dean seconded that when the Board has a communication for the membership to be added to the NCA website, the 2nd Vice-President will put a notice on the Internet lists for members to view the NCA website.

Summary of discussion: Concern was expressed for the people who are not the lists, they would not be getting this information and all members should be treated equally. It was stated that there was no other way to communicate quickly with the members. The Board returned to the idea of a membership distribution list. Members could opt on or off such a list. But by

posting only to Newf-I or Newf-tech, some members will be cut out of the communications. Kathy McIver, Regional Club Liaison, stated that she is sending these communications to the regional club and they, in turn, are forwarding them to their members. It was stated that only an announcement that something is on the website is being posted, not the actual news item. It can still be done, but do not make it policy.

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

Consideration of Donation to Restore “Sable Chief”

The Board considered the request for a donation to help restore the pelt of “Sable Chief”, the Newfoundland that served as the mascot of the 2nd Battalion of the Royal Newfoundland Regiment that served in England during World War. The Military Museum of Newfoundland estimated that the restoration would be \$6,000.00-\$7,000.00 Canadian dollars. It was agreed that Mary Lou Roberts would gather more information and report back to the Board.

Approval of Change to the Certificate of Incorporation

Jack Dean moved and Aura Dean seconded to have the membership approve/ratify the action of the Board of Directors in amending the articles/certificate of incorporation to eliminate proxy voting. The election mailing provides a simple method of doing this where there can be a statement of what the Board of Directors recommends and the request for the membership to either approve or disapprove of the elimination of proxy voting.

Summary of discussion: The Board discussed the members approving the changes to the Certificate of Incorporation by either voting at the Annual Membership Meeting or by including a ballot on the election packet. A Board member stated that this change has been announced and talked about and there have been no objections received by the Board. Some Board members thought that by no objections being heard at the 2005 Annual Membership Meeting, the change was approved. Another Board member stated that he voted for the changes on the understanding that the membership would vote on it. Some Board members said to ask the membership to ratify the changes and the final approval would be when the vote on the revised Constitution and By-Laws was done. Other Board members favored voting on it at the next Annual Membership Meeting with notice to the members. Some Board members felt an attorney should give an opinion. A Board member stated that in talking with several members who have a great deal of parliamentary experience, they felt that members have had plenty of notice and the fact that there were no objections at the 2005 Annual Membership Meeting, the changes can be considered to be approved.

Mary Lou Roberts moved and Kathy McIver seconded to call the question concerning members ratifying the amendment to the Certificate of Incorporation. The motion passed unanimously.

The motion to have members approve the changes to the Certificate of Incorporation by mail failed. 3 Yes (JSB, AD, JD); 8 No (JKB, MLC, RF, SL, KM, MLP, MLR, DW); 1 Abstention (KG)

***Newf Tide* Policy Committee**

Mary Lou Roberts moved and Sandee Lovett seconded to request that the ***Newf Tide*** Policy Committee (NTPC) further investigate ways to ensure that all NCA members in the United States (most specifically, those who have been experiencing long delivery delays in California) receive their copies of ***Newf Tide*** in an equitable and timely basis, and come up with suggestions to accomplish this. If the committee believes that the problem cannot be resolved, the Board should request that they issue a formal report to the membership explaining why there can be no resolution.

Summary of discussion: The Board discussed the late delivery issues with ***Newf Tide***. It was stated that the problem is with the Post Office and that has been explained thoroughly to the membership. A Board member stated that members on Newf-I and Newf-tech have been informed but they represent only a small portion of the membership. Several Board members stated that they had received complaints at the National Specialty. An explanation needs to be put in the club's official communications, namely, ***Newf Tide***. It was stated that the NTPC has spoken at two Annual Membership Meetings about this. NTPC has been in contact with the Post Office Inspector General and has explained this to members who have called.

Once ***Newf Tide*** is at the post office, the NCA has no more control. NTPC has been told by postal authorities that the mail delivery in California is often unreliable. ***Newf Tide*** is sent by publication rate, bagged by zip code and taken to the Post Office with the bags labeled with the zip codes. Each bundle is then distributed to the Post Office for that zip code which then distributes them in accordance with second-class publication policy. It was stated that in the last ten years, there has not been an issue of ***Newf Tide*** that has not had a delivery problem. It was suggested that the above information be written as an article and published in ***Newf Tide***.

The motion was withdrawn in light of the points brought forward in discussion.

Jacqueline Brellochs moved and Mary Lou Roberts seconded that Aura Dean write an article for ***Newf Tide*** and for posting on the NCA website using the outline presented explaining the mailing process for ***Newf Tide***.

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

Jack Dean moved and Aura Dean seconded to have the next issue of ***Newf Tide***, the membership roster and the 2006 National Specialty packet mailed via Priority Mail to all members and subscribers.

Summary of discussion: The concern is getting the 2006 National Specialty packet to the membership in a timely fashion given that the National Specialty is early next year. The Board discussed the differences between first-class and priority postage. Some Board members were in favor of spending the additional money to send this mailing by Priority Mail. A tracking number would be available with Priority Mail and that may prove to be helpful. Some Board members stated that members that have talked to them wanted the Board to spend the extra money to send this issue and the packet by Priority Mail. The Board was reminded that they had already approved \$2,000.00 at a previous meeting for sending out the National Specialty packet. The Board discussed the earlier request from the Colonial Newfoundland Club for funding for a separate mailing of the Specialty packet which was approved by the Board. It was stated it was policy that NCA, Inc. supplies and distributes the National Specialty packet. Since 1995, it has been distributed in **Newf Tide** to save some expense.

Kathy McIver moved and Mary Lou Roberts seconded to call the questions regarding mailing **Newf Tide** by Priority Mail. The motion failed. 5 Yes (MLC, RF, SL, KM, MLR); 7 No (JSB, JKB, AD, JD, KG, MLP, DW)

Summary of discussion: The Board continued to discuss the merits of sending the packet independently or with **Newf Tide**. It was suggested that the Specialty Show Committee look into putting all the National Specialty information on the NCA website and also to consider the idea of putting the information on CD's as mailing a CD would be much less expensive than a hard copy.

The motion to send **Newf Tide** by priority mail passed. 6 Yes (JKB, AD, JD, RF, KG, DW); 5 No (JSB, SL, KM, MLP, MLR); 1 Abstention (MLC)

Kevin Gallagher moved and Jan Boggio seconded to rescind the October 6, 2005 motion in which the Board approved the Colonial Newfoundland Club's request to send out the 2006 National Specialty packet independent of **Newf Tide**. The motion passed unanimously.

Jack Dean moved and Aura Dean seconded to have the **Newf Tide** Policy Committee prepare a report and have it mailed with the election packet concerning the delivery of Newf Tide including the possibility of members paying for first class delivery and providing members an opportunity to respond to that report indicating their preference.

Summary of discussion: A Board member felt this would be a way to determine if the membership wants to pay for getting **Newf Tide** by Priority Mail. It would cost the member \$16.00/year extra for the priority delivery. There was a question as to whether this could legally be included in the election packet. A Board member questioned whether some member getting their Newf Tides by Priority Mail would change the rate charged for the bulk mailings since there would be a lesser number of copies going bulk. Bulk rate is based on the four times a year publication, not on the number of zip codes, so it would not affect the rate.

If members are able to choose which postage they wish to pay, that would add an extra amount of work to the duties of the Treasurer and the Membership Chair. It was stated that a small minority of members might make more problems for the larger majority.

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

Aura Dean moved and Jack Dean seconded that anyone who in an official NCA capacity who reviews or examines the bid for the position of editor or printer of Newf Tide is precluded from submitting a bid for those positions for the next three years.

Summary of discussion: Some Board members felt this leveled the playing field. There was discussion as to whether or not that would preclude Board members or Finance Committee members from submitting a bid as they review the contracts. There was a friendly amendment to change the length of time to three years. A Board member felt the NTPC should receive and review the bids, make a recommendation and then send everything to the Board. Many companies do have a "no compete" clause when someone leaves a company. A Board member stated that this motion would preclude anyone from putting in a bid because they have knowledge of the current specifications. Government contracts are open and available to anyone and the bids are opened in public.

The motion passed. 8 Yes (JSB, MLC, AD, JD, KG, MLP, MLR, DW); 3 No (JKB, RF, KM); 1 Abstention (SL)

At 11:05 a.m., the Board recessed.

At 11:45 a.m., the Board reconvened.

Aura Dean moved and Kevin Gallagher seconded that the **Newf Tide** Policy Committee will maintain the statement in **Newf Tide** Guidelines: "The NCA and the **Newf Tide** Editor reserve the right to reasonably edit all copy submitted." The committee will add to the Guidelines that submissions are always to have the author's fax and phone numbers and email addresses to insure communication.

Summary of discussion: The NTPC reviewed the motion from the September 29, 2005 Board meeting concerning the editing of articles submitted for **Newf Tide**. The NTPC felt that motion was constraining as far as the time limits for notification. The committee would prefer that the statement currently in the **Newf Tide** Guidelines would remain with the noted additional statement. Some Board members felt that the September 29, 2005 motion did not have a time limit and there was some flexibility in it. The current statement in the Guidelines have been there for ten or eleven years and the committee would like to have it added to the **Policy Manual**. There has been an unwritten policy to send major edits back to the author. It was questioned how to define a major edit. It was said that the **Policy Manual** does state the editor is to contact author for changes other than grammar, spelling or formatting.

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

Aura Dean moved and Sandee Lovett seconded that the Board approve the following policy: Up to one page will be devoted to the High in Trial, Best of Breed and Best of Opposite dogs in the National Specialty issue (3rd Quarter) of **Newf Tide**. The owner of the dog may submit up to a 500 word write-up, an official show photo and three other photos which may be used if space is available. The show photo should be used. (This policy increases the allocation for these dogs by a _ page)

Summary of discussion: The NTPC voted to increase the page allotments. It was asked if the show photo was to be used. There was discussion about which photos should be used. Policy states that if the show photo is not acceptable, then owner has the right to substitute another photo.

The motion passed. 10 Yes (MLC, AD, JD, RF, KG, SL, KM, MLP, MLR, DW); 1 No (JKB); 1 Abstention (JSB)

The Board discussed the omissions in the Policy Manual that affect **Newf Tide**. Mary Lou Roberts, who is updating the **Policy Manual**, is only up to the minutes from 1983. The NTPC Chair will check the **Newf Tide** Guidelines against the Board minutes and will compile a list of items that cannot be found in the minutes. The Board can then vote on adding those changes to the **Policy Manual** in one vote.

Kevin Gallagher moved and Jack Dean seconded to rescind the directive to establish an Ad Hoc committee to review all aspects of production and distribution of **Newf Tide** and instead appoint another person with experience in printing or publishing.

Summary of discussion: It was stated the NTPC has expertise in editing but perhaps the committee could use additional input in the printing and distribution areas. A Board member stated that the Ad Hoc committee should not be approved as he felt it was not needed and was an insult to the NTPC and the **Newf Tide** editor. Member guest Meredith Reggie spoke against the Ad Hoc Committee being approved. A Board member spoke against a letter received from a member of the Ad Hoc Committee which pointed out areas where improvements could be made to **Newf Tide**.

The President directed that the minutes reflect that Jack Dean would not come to order.

A Board member stated that to appoint an Ad Hoc committee to review any standing committee undermines the committee structure and the goodwill built up over the years. Another Board member stated that the Ad Hoc committee would be only making suggestions for improvement.

The President issued repeated calls for Jack Dean to come to order.

A Board member stated that the Ad Hoc committee was not meant to audit or be a watchdog committee. The committee was to review all aspects of production and distribution. There is no mention of production or distribution in the NTPC portion of the **Policy Manual**. NTPC is to be in charge of the editorial part. The Ad Hoc committee was to look only at the mechanical side. Another Board member stated that Ad Hoc committees are to do their job and are then finished; this is not to be an extended oversight committee.

It was stated that each NTPC member went to a printer and learned how to write a bid. The committee works hard and cares about the product they produce. If the Board feels the NTPC needs a technical panel, then appoint the appropriate people to the NTPC.

Deb Wigal moved and Jan Boggio seconded to call the question on rescinding the establishment of the Ad Hoc committee. The motion passed unanimously.

The motion to rescind the Ad Hoc committee failed. 6 Yes (JSB, AD, JD, KG, SL, DW); 6 No (JKB, MLC, RF, KM, MLP, MLR)

Jack Dean moved and Deb Wigal seconded to discuss at this time the letter from Sandra Younger regarding her concerns with the **Newf Tide** Policy Committee. The motion failed. 4 Yes (JSB, AD, JD, DW); 7 No (JKB, MLC, RF, SL, KM, MLP, MLR); 1 Abstention (KG)

At 1:00 p.m., the Board recessed briefly to read the letter in question which was not received by the Board until after this meeting had started.

At 1:20 p.m., the Board reconvened.

Deb Wigal moved and Jack Dean seconded to discuss the letter from Sandra Younger regarding her concerns with the **Newf Tide** Policy Committee. The motion passed unanimously.

The Board discussed the timing of the letter and the fact that not all Board members and NTPC members received copies. The Board addressed the issues contained in the letter. Maredith Reggie, NTPC member, commented on the points made in the letter concerning the production of **Newf Tide** and suggested improvements. Some Board members reiterated their call to disband the Ad Hoc committee.

At 2:08 p.m., the Board recessed to call a Charitable Trust meeting.

At 2:15 p.m., the Board reconvened NCA, Inc.

Executive Session

At 2:16 p.m., Mary Lou Roberts moved and Kathy McIver seconded to go into executive session. The motion passed. 7 Yes (JKB, MLC, RF, SL, KM, MLP, MLR); 4 No (JSB, AD, JD, DW); 1 Abstention (KG)

Kevin Gallagher left the meeting at 2:30 p.m.

At 2:36 p.m., Jack Dean moved and Mary Lou Roberts seconded to come out of executive session. The motion passed unanimously.

While in executive session, the Board discussed the staffing of the Ad Hoc **Newf Tide** Committee to Review Production and Distribution. The staffing was tabled until the next teleconference.

The Board discussed an issue about a Board member's response to an email that was received by the Board which concerned a puppy buyer/breeder dispute over a refund. The dispute was resolved satisfactorily and an email was sent stating that the Board understood the issue was resolved. This Board member wrote a subsequent email to the puppy buyer outlining his version of events which many Board members considered to be inappropriate.

Mary Lou Roberts moved and Sandee Lovett seconded that, in the future, any email that comes to any Board member with a complaint against an NCA member, be emailed directly to the Arbitration Committee and the other Board members will not be notified.

Summary of discussion: A Board member felt that the Board should be informed of these types of letters. Another Board member felt that this was strictly a matter for the Arbitration Committee and the letters should be sent directly there.

The motion passed. 7 Yes (JKB, MLC, RF, SL, KM, MLP, MLR); 1 No (JD); 3 Abstentions (JKB, AD, DW); 1 Absent (KG)

At 2:45 p.m., Mary W. Price left the meeting.

Jacqueline Brellochs moved that in as much as an organization has the ultimate right to require that its members refrain from conduct injurious to the organization, the Board of Directors will hereby consider a reprimand against a Board Member for actions prejudicial to the best interests of the Newfoundland Club of America.

Summary of discussion: The Board briefly discussed the actions of the Board member who wrote the email to the puppy buyer. Due to Board members having to leave for the airport, the discussion will be placed on the next agenda.

The Board directed that the minutes reflect the Board's thanks to the staff of the Comfort Suites for their excellent service and to the members of the North Central Newfoundland Club for their hospitality.

Adjournment

At 3:00 p.m., Kathy McIver moved and Mary Lou Cuddy seconded to adjourn the meeting. The motion passed unanimously. 1 Absent (KG)

Respectfully submitted,
Mary Lou Cuddy
NCA Recording Secretary