



Newfoundland Club of America, Inc.
 Board of Directors Special Teleconference Meeting
 March 23, 2007
 Approved April 30, 2007

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Purpose of Special Teleconference:

1. Discussion on how to proceed as a result of the final report of the Ad Hoc Constitution and By-Laws Committee.
2. Ad Hoc Constitution & By-Laws (CBL) Survey Discussion
3. Approve the membership renewal form prior to meeting at the National, as per Membership Chair’s request (Mary Lou Cuddy)
4. Address issues regarding the distribution of grants to regional clubs for incorporation and liability insurance costs.

The Board of Directors of the Newfoundland Club of America, Inc. held a special teleconference meeting on March 23, 2007. President Roger Frey called the meeting to order at 8:50 p.m. Eastern Daylight Time.

Present were: Jan S. Boggio, Jaqueline K. Brellochs, Aura Dean, Barbara Finch, Roger Frey, Kevin Gallagher, Sandee Lovett, Kathy McIver, Mary L. Price, Meredith Reggie, Mary Lou Roberts, Pam Rubio, and Mary W. Price, ex-officio. Cathy Sands and Sue Marino were absent.

Roger Frey congratulated Meredith Reggie on her first issue of Newf Tide as editor.

1. Discussion of Constitution & By-Laws (CBL) Report

Roger Frey asked each Board Member to comment on how to proceed given the final report of the CBL committee.

Jaqueline Brellochs asked that those who had spoken to individual CBL Committee members report on those conversations.

Kevin Gallagher reported that he had talked with Dave Helming, Steve Britton and Pat Randall. All stated that the Committee was frustrated and upset. There appears to be miscommunication in two areas: 1) The CBL Committee feels that the Board is trying to take over the hearing at the National. 2) What the Board has voted on as opposed to "Board logic". Kevin feels that we need to eliminate "Board logic" and change communication paths. Kevin volunteered to act as liaison and feels that both problems can be resolved. He feels that if the Chair of the committee will come back, perhaps the rest will follow. Steve Britton expressed an interest to continue to serve on the Committee.

Kathy McIver agrees with Kevin's assessment and has spoken with Dave Helming, Fred Bock and Pat Randall. After her conversation with Dave Helming, she feels that he may have a more positive outlook on coming to a resolution. She stated that Fred Bock defers to the Committee Chair. It bothers her that we have failed to communicate and agrees that Kevin would be a good choice to interface between the Board and the Committee.

Jan Boggio has not spoken with the CBL Chair, Jack Witt, and received only two e-mails. She feels that the Board needs to make an effort to come to a resolution and the CBL has a right to make a report. She also believes that the CBL has the perception that the Board wants to take over the hearing at the National.

Roger Frey spoke with the Committee Chair who indicated that he wanted the Board at the hearing.

Meredith Reggie indicated that she had questions as to why the CB&L Committee was upset. She thought that the main area of concern between the Board and the Committee was the wording of the survey. She stated that the Board was divided on many issues, and spoke with Pat Randall who feels that the Board is being secretive, not revealing how the Board members voted on issues. She recommends a teleconference among the Board members and the CB&L Committee members.

Kevin Gallagher proposed a twenty minute meeting at the National with the Board and the CB&L Committee. If no progress is made within that time frame, the meeting would disband. He stated that most of the members of the CB&L Committee are very knowledgeable of Roberts Rules of Order, while the average NCA member is not.

Kathy McIver stated the CB&L Committee hammered out each issue until coming to a consensus that all of the Committee members could live with. The Board came to no such consensus, trying to be politically correct. She spoke with Fred Bock in January. He was initially a bit hesitant to discuss CBL meetings. Steve Britton has told her at various times that all CBL meetings fall under executive session. She doesn't feel that

all communications are getting to all CBL members. She recommends printing the Committee survey, taking the "Board logic" out. She feels that CBL should include a motion regarding executive sessions, and favors a teleconference among the Board and CBL members.

Kathy McIver stated that the CBL thinks the whole revision will entail two years.

Kevin Gallagher stated that the Board needs to convince the CBL that they have misunderstood what the Board has been saying, and would like all communications from the Board to the CBL be sent to all committee members.

Jan Boggio stated that the Board does not know what has been communicated from the Board to the CBL by the Chair, and feels that the Board has bent over backwards to work with the Committee. She feels Kevin would present a different approach and a fresh start makes sense.

Roger Frey feels that most of the Board feel it is worth the effort to try to mend fences.

Barbara Finch has spoken with Dave Helming and Pat Randall. From her conversations with them, she feels that we will be lucky to see this through, but feels it is worth the attempt.

Meredith Reggie has spoken with Pat Randall about the use of executive session in CBL meetings. His response was that it just means that outsiders were not allowed, unless specifically invited. Meredith was under the impression that Steve Britton had stated otherwise. She and Pat also discussed the senior membership, and Meredith told Pat the Board had removed the senior category because it was not provided for in the current Bylaws.

Pam Rubio is in favor of going forward and ignoring any comments by the Committee that may have been perceived as fractious. The Committee has worked very hard to accomplish their task, and would like to see this through.

Mary L. Price recommends that we hold the hearing at the National and do the survey. It seems as if the members of the CBL Committee are willing to come back and resolve the issues.

Kevin Gallagher states that there should be no finger pointing. Employ new people and new methods to achieve our goals.

Kathy McIver states that we all want the NCA to be successful, and hopefully this plan will result in unity. Communication problems trickle down to other areas.

Aura Dean is not willing to say that the CBL hasn't done its job. She would like to salvage all the hard work done by this committee.

Barbara Finch states that the Board needs to rise above past differences.

Kevin Gallagher feels that all the ill feeling may just be the result of a miscommunication, the interpretation of a word or phrase.

Sandee Lovett's initial reaction to the final report was to move on, obviously what the Board tried to do didn't work. She now feels it's worthwhile to try to work this out. She wonders what went wrong after our face to face meeting with the Committee in November.

Roger Frey feels it is important to try to work this out for the benefit of the Club. It is important not to make this into a Board vs CBL Committee issue and to communicate this to the Committee.

Mary W. Price. Mary agrees with Roger. The CBL is a great pool of talent. She feels the Board has been unjustifiably criticized as the result of communication break down. She feels that we need to make this work and not throw out what has been done.

Jaqueline Brellochs feels that the work that has been done can be shifted to others.

Kathy Mciver moved and Aura Dean seconded to have a teleconference with the CBL Committee. The motion carried unanimously.

Jan Boggio moved and Aura Dean seconded to include the full Board and all members of the CBL Committee at the teleconference. The motion carried unanimously.

Kevin Gallagher will call the CBL members to attend the teleconference, suggested dates March 27 or March 28.

Jan Boggio was told by Sue Raney that Jack Witt told Sue the CB&L would cancel the conference room at the National if they did not receive a response from the Board within a week.

2. Ad Hoc Constitution & By-Laws (CBL) Survey Discussion

Jacqueliine Brellochs posed the question as to whether the Board was of like mind regarding the CB&L survey.

Kevin Gallagher spoke with one of the CBL Committee members about the Yes/No format of the survey. The member stated that the committee wanted to keep it that way. The Board needs to make it clear that the results of the survey are not binding.

Sandy Lovett is opposed to the Yes/No format. She would prefer the addition of "no Opinion."

Mary L. Price favors the deletion of Board opinion and comments.

Discussion Points: 1) To whom are questions about specific points referred? 2) Is the hearing to be recorded?

Kevin Gallagher left the meeting at 9:13 p.m.

Mary W, Price left the meeting at 9:14 p.m.

3. Dues Renewal Discussion

Jaqueline Brellochs indicated that the CB&L hasn't provided background on their Senior Discount. A note needs to be included with the dues renewal form explaining the dues change for seniors.

Aura Dean moved and Jan Boggio seconded to amend the NCA Inc. dues renewal form to include two e-mail addresses. The motion passed unanimously

Kathy McIver moved and Jacqueline Brellochs seconded to accept the NCA Inc. dues form as amended. The motion passed unanimously

4. Distribution of grants to regional clubs for Insurance

The Board determined that is out of order for the CTMB to make decisions regarding the distribution of NCA Inc, funds.

Jan Boggio moved and Mary L. Price seconded a motion to amend the motion passed March 15, 2007 to read that NCA Inc., will retain the distribution of grant options, liability insurance information and incorporation information to the regional clubs. The motion passed unanimously.

Adjournment

Jan Boggio moved and Aura Dean seconded to adjourn at 10:43 Eastern Daylight Time.

Respectfully submitted,
Pam Rubio