

NCA Board of Directors Teleconference Meeting
Minutes of May 15, 2008
(Approved July 17, 2008)

Roger Frey, President, called the meeting to order at 8:07 p.m. Eastern time. The following directors were present: Jacqueline K. Brellochs (JB), Mary Lou Cuddy (MLC), Barbara Finch (BF), Roger Frey (RF), Kevin Gallagher (KG), Sue Marino (SM), Kathy Mclver (KM), Mary L. Price (MLP), Pat Randall (PKR), Meredith Reggie (MR), Mary Lou Roberts (MLR) and Pam Rubio (PSR). Mary W. Price (MWP), AKC delegate, *ex-officio* was present. Member guests present were Beverly Eichel, Nikki Dobson and Ken Price.

Report of the President

Roger Frey, President, stated that the NCA thanks the Newfoundland Club of New England for a very successful National Specialty. A letter will be sent to the Newfoundland Club of New England stating such. He also reported that he had contacted the AKC Club Relations to update them that Pat Randall is the new Corresponding Secretary.

Report of the 1st Vice-President

Mary Lou Roberts, 1st Vice-President, stated that she had attended the Charitable Trust Management Board (CTMB) teleconference the previous evening and gave the following report. At the CTMB meeting, Clyde Dunphy, CTMB Chair, reviewed the meetings held at the National Specialty. Mary L. Price, CTMB Treasurer, reviewed the CDs that were coming due. They will be held in a money market account designated for the possible cruciate study that the CTMB is considering funding. Roger Powell, CTMB member, is talking to veterinarians and researchers about how to get research projects started. The CTMB is looking for innovative research that could help our Newfoundlands significantly.

It was reported that 89 new Dannyquest statues were sold at the National Specialty and will continue to be offered until the 2009 National Specialty. It was reported the Rescue raised a significant amount of money at the National Specialty. The Fine Arts Auction saw one piece sell for \$5,900.00 for Rescue. There was a discussion concerning building up the Health Challenge as the cruciate study that is likely to be approved will drain most of the funds from the Health Challenge. It was agreed that the CTMB needs a larger presence on the **NCA Website**. Goals were reviewed for the coming year. The next meeting of the CTMB will June 5, 2008 where the CTMB budget will be reviewed.

Report of the 2nd Vice-President

Kathy Mclver, 2nd Vice-President, stated that she has nothing to report until the committee reports.

Report of the Recording Secretary

Mary Lou Cuddy, Recording Secretary, requested that the Board give permission for her to destroy the election ballots. It was the consensus of the Board that the ballots be destroyed. She reported that a member had submitted the paperwork for an appeal of an Arbitration Committee decision within the deadline.

Mary Lou Cuddy reported that she had received a complaint from an NCA member that she had not been notified that her Newfoundland had placed in the Top Twenty Obedience. There was a brief discussion of how such notification should be handled and whose responsibility it should be. It was the consensus of the Board that this should be placed on the next agenda under New Business. The Corresponding Secretary will write a letter to the member informing her of this decision.

Report of the Corresponding Secretary

Pat Randall, Corresponding Secretary, reported on a letter received from the Take the Lead organization asking for donations with a \$500.00 donation would put the NCA in the Club membership category.

Kathy McIver moved and Barbara Finch seconded that the NCA donate \$500.00 to the Take the Lead organization. The motion passed unanimously.

Pat Randall reported on a letter from AKC which requested that the NCA offer medallions at the AKC/Eukanuba National Championship. This will be added to the next agenda for consideration. He also reported on another letter from AKC. The letter was to remind member clubs that they could not sponsor shows (i.e. agility) in conjunction with a competing registry or agency.

He stated that he would be writing a letter to AKC to inform them of the recently elected NCA officers.

Report of the Treasurer

Mary L. Price, Treasurer, reported the following balances: checking account: \$6,718.55; savings account: \$12,229.19; invested in CDs: \$262,335.61; and the NCA operations balance total of \$281,283.35 with \$4,063.01 in reserve for "Distinguished Member" expenses. The Uniform Trophy Fund money market account balance is \$9,179.23 for a total of \$290,462.58.

Mary L. Price reported that she had placed a stop-payment on the check issued to the former Database Chair and re-issued the check to her designee. She also stated that it will be another two or three weeks for the final accounting from the Newfoundland Club of New England, the Fine Arts Auction and the raffles. She stated that there are some very generous people in the NCA.

There was a brief discussion about guidelines for the running of the Brown Bag auction. It was felt that there should be some consideration given to establishing such guidelines, if none exist.

Report of the AKC Delegate

Mary W. Price, AKC Delegate, reported that she had not received any communications from the AKC. She is planning on attending the AKC Delegates meeting being held June 8-9, 2008 in Boston, Massachusetts.

Reports of the Committees

***Ad Hoc* AKC Task Force Committee**

Mary W. Price noted that she is an *ex-officio* member of the committee and it should be notated as such. Previous Board discussions had any NCA member who was an AKC Delegate could participate on this committee as *ex-officio* members, if they wished. Some NCA members who are Delegates have declined. It was stated the Mary W. Price could be a full member of the committee, if she wished.

Specialty Show Committee

Robin Seaman, Specialty Show Committee Chair, reported that the Newfoundland Club of Seattle had voted to move forward with plans to co-host the 2010 National Specialty Show with the Pacific Northwest Newfoundland Club. David Helming has agreed to visit the proposed site and assess its suitability for the NCA's needs. Robin also announced that the Specialty Show Committee will be meeting the first Monday of every even month.

Unfinished Business

Online Whelping Box

Pat Randall moved and Kevin Gallagher seconded that the Board ratify the membership vote that took place at the April 29, 2008 Annual Membership Meeting which approved the discontinuation of the development of the Online Whelping Box. The motion passed. 8 Yes (MLC, BF, RF, KG, PKR, KM, MLR, PSR); 3 No (JB, SM, MLP); 1 Abstention (MR)

***Ad Hoc* AKC Task Force Committee**

At 8:54 p.m., Beverly Eichel, *Ad Hoc* AKC Task Force Committee Chair, joined the teleconference.

There was discussion about the future of this committee. Beverly Eichel stated that she felt this committee was a form of "dogland security". AKC sometimes does things that may or may not be in the best interest of the fancy or of the parent clubs. She would like to see the committee stay in place to monitor AKC developments. A Board member stated that she had heard rumors that the "Petland" issue might be resurrected and if so, then this committee would be needed. This would be a short-term issue and then the committee could serve a long-term function by working with other parent clubs to improve the AKC. There was mention of mandatory spay/neuter laws and mixed breed registrations where this committee could be needed.

Kathy McIver moved and Pat Randall seconded that the Board discharge the *Ad Hoc* AKC Task Force Committee and thank the committee for their efforts.

Some Board members felt that this should be a standing committee. An *Ad Hoc* committee gets in, does its job and gets out. The work that this committee may be asked to do is not that simple. This does not have to be a negative committee, it could work to improve the AKC.

The motion to discharge the committee passed. 9 Yes (JB, MLC, BF, RF, KG, PKR, KM, MR, PSR); 3 No (SM, MLP, MLR)

Mary Lou Roberts moved and Jacqueline Brellochs seconded that the Board establish the previously discharged *Ad Hoc* AKC Task Force Committee as a standing committee.

There was a discussion about the job description for this committee. It may need to be revised and that discussion should be at a later meeting. It was stated that the AKC has utilized some of the NCA's suggestions. The NCA is working towards a parent club coalition and has contacted other parent clubs to gain support for NCA's suggestions. Right now, the AKC Delegates have the only voice. The NCA's work on the Petland issue was appreciated by other parent clubs and the NCA is respected for bringing ideas to the table and not just complaining about issues.

The motion to establish the AKC Task Force as a standing committee passed. 6 Yes (JB, MLC, RF, SM, MLP, MLR); 5 No (BF, KG, PKR, KM, MR); 1 Abstention (PSR)

There was a discussion about whether the vote passed, whether the abstention changes the vote and how does the Connecticut statutes address this issue. Pat Randall will investigate the role of an abstaining vote. A Board member asked for a point of order. The President stated that the point is not taken.

Beverly Eichel will review the AKC Task Force Committee's job description and come back to the Board with expansions or revisions. Mary W. Price will assist in the review.

Before Beverly Eichel left the teleconference, she reported that the **Constitution and By-Laws** Review Committee has started work on the **Code of Ethics** and recommended that the Board wait until the Code of Ethics is finished and then consider the proposed changes to the **Constitution and By-Laws** and the **Code of Ethics** at the fall face-to-face meeting.

At 9:28 p.m., Beverly Eichel left the meeting.

At 9:30 p.m., Pam Rubio left the meeting.

There was a short discussion concerning the location for the fall face-to-face meeting.

Committee Reviews

At 9:32 p.m., Ken Price joined the meeting.

Ken Price stated that he requested to join the teleconference not to refute the actions taken by the Board but to ascertain how and why the decision was made concerning the chairmanship of the Arbitration Committee. His concerns were with the method in which the decision was delivered. He suggested that there be a written review process such as on the corporate level so that committees and chairs know exactly where they stand. The Board took responsibility for not always telling the committees that they are unhappy with the

committee's performance. The Board thanked Ken Price for his comments and efforts on the Arbitration Committee.

At 9:41 p.m., Ken Price left the meeting.

There was discussion about the need to re-evaluate communications to committee chairs, but the Board was warned it should be prepared to be excused of micro-managing. Mary Lou Roberts had earlier offered to develop committee review guidelines. She will develop some guidelines for the Board to consider and place them on the next agenda.

The Newfoundland and You

At 9:46 p.m., Nicki Dobson joined the meeting.

Nicki Dobson, General Education Chair, updated the Board on the General Education Committee. They are having regular teleconferences now and will be working on several items. The Board discussed some of its concerns about the ***Newfoundland and You*** revision. It was decided that the General Education Committee would further revise the first several chapters and bring those to the Board by the next teleconference.

The General Education Committee had expressed some confusion about the proposed Breed Steward program. It was suggested that the committee be sent the proposal that was developed by the old Rescue Prevention Committee (now the Rescue Education and Awareness Committee).

At 10:00 p.m., Nicki Dobson left the meeting.

New Business

Limiting Length of Board Meetings

Kevin Gallagher moved and Kathy McIver seconded that Board meetings be limited to ending no later than midnight (local time for face-to-face meetings; Eastern time for teleconferences).

There was discussion about the need for such a motion. It was stated that the purpose of the motion is understood but it is not very practical. There are times when an issue needs to be decided at that meeting. Another Board member stated that sometimes the Board reaches hasty decisions because the meeting has run so late.

The motion to limit the length of Board meetings failed. 5 Yes (BF, KG, PKR, SM, KM); 5 No (JB, MLC, RF, MR, MLR); 2 Absent (MLP, PSR)

Limiting Board Members from Chairing Committees

Kevin Gallagher moved and Pat Randall seconded that Board members be restricted from chairing committees unless there is no other NCA member qualified to accept the position.

A Board member stated that there is a difference between the philosophical and the practical and that it would be a loss to lose some of the expertise Board members bring to some

committees. It was reported that Board members used to be encouraged to serve on committees.

The motion to limit Board members from chairing committees failed. 2 Yes (JB, KG); 9 No (MLC, BF, RF, PKR, SM, KM, MLP, MR, MLR); 1 Absent (PSR)

Committee Chair Term Limits

Mary Lou Roberts moved and Jacqueline Brellochs seconded that when possible and practical, the Board will attempt to rotate committee chairmanships at least every five years.

It was stated that chairs should rotate unless no one else was qualified. Some Board members felt that some committee members might not feel comfortable stepping up to chair due to loyalty to the current chair. Other Board members felt that this would make more people available to chair committees. It was asked if the Board members do not have term limits, why then should committee chairs.

The motion failed. 5 Yes (JB, RF, SM, MR, MLR); 7 No (MLC, BF, KG, PKR, KM, MLP, PSR)

At 10:35 p.m., Pam Rubio returned to the teleconference.

Executive Session

At 10:37 p.m., Kathy Mclver moved and Sue Marino seconded that the Board go into executive session. The motion passed unanimously.

At 11:22 p.m., Kathy Mclver moved and Kevin Gallagher seconded that the Board come out of executive session. The motion passed unanimously.

While in executive session, the Board approved the May 15, 2008 Applicant List.

While in executive session, Kathy Mclver was instructed to write a letter to the Working Dog Committee addressing their concerns.

While in executive session, the Board approved adding Joe Reinisch to the Recognition Committee.

While in executive session, the Board approved adding Meredith Reggie as an *ex-officio* member of the **Newf Tide** Policy Committee.

Committee Review

There was continued discussion about procedures to review committee activity and progress on projects. It was the consensus of the Board to table discussion until the next teleconference.

Policy Manual

Mary Lou Roberts asked for a volunteer to help with the ***Policy Manual***. This person would take care of the day to day matters to keep the Policy Manual current. This would free up Mary Lou Roberts to work on the new format. Jacqueline Brellochs volunteered to help.

Health Tested Open Database Award

There was discussion concerning which committee should administrate the TOD and the TOD-D awards. Mary Lou Roberts did it up until the National but it needs to be assigned to a committee. There was discussion about the Awards Committee handling it. It was agreed that Ingrid Lyden, Awards Chair, would be asked for her input on this matter.

Fall Face-to-Face Board Meeting

There was a discussion as to when and where to hold the Board's fall face-to-face meeting. With the possibility that there may be two hearings that will need to be held at that time, Board members will have to travel on Thursday so that the Board meeting could start Friday morning. By consensus, the Board agreed to meet October 31, November 1 and November 2, 2008. The Board considered meeting at Purina Farms in Missouri, St. Louis, Missouri and Chicago, Illinois.

Kathy Mclver moved and Maredith Reggie seconded that the Board hold its fall face-to-face meeting in Chicago, Illinois starting on Friday, October 31 through Sunday, November 2, 2008. By consensus, the Board decided to vote by stating each member's choice between Chicago, Illinois or St. Louis, Missouri.

St. Louis, Missouri was approved. 7 St. Louis (JB, MLC, BF, RF, KG, PKR, SM); 4 Chicago (KM, MLP, MR, MLR); 1 Absent (PSR)

Mary L. Price will contact hotels and make arrangements for meeting space.

At 12:02 pm, Kathy Mclver moved and Maredith Reggie seconded to adjourn the meeting. The motion passed unanimously.

Respectfully submitted,

Mary Lou Cuddy
Recording Secretary