

NCA Board of Directors
Teleconference Meeting
February 19, 2009
(Approved March 19, 2009)

Roger Frey, President, called the meeting to order at 8:08 p.m. Eastern time. The following directors were present: Jacqueline Brellochs (JB), Mary Lou Cuddy (MLC), Barbara Finch (BF), Roger Frey (RF), Kevin Gallagher (KG), Sue Marino (SM), Kathy McIver (KM), Mary L. Price (MLP), Pat Randall (PKR), Mary Lou Roberts (MLR) and Pam Rubio (PSR). Meredith Reggie (MR) was absent. Mary W. Price (MWP), AKC delegate, *ex-officio* was present. Board-elect members Lynne Anderson-Powell and Pam Saunders were present. Denise Castonguay was present as a member guest.

Board-elect members Lynne Anderson-Powell and Pam Saunders were welcomed to the teleconference. The Board held a minute of silence in memory of Luise Parsons, Edith Wermke and other NCA members who had passed.

Approval of Minutes

Pam Rubio moved and Barbara Finch seconded that the Board approve the January 15, 2009 minutes as amended. The motion passed unanimously. 1 Absent (MR)

Report of the President

Roger Frey, President, updated the Board on a letter received from Lisa Davis, the NCA attorney. The letter clarified for the Board the questions regarding the difference between “members present and voting”, “majority of members present” and the role of an abstention vote. It was explained that our current *Constitution and Bylaws* states “majority of those present and voting” which means a 6-5-1 vote would fail. Seven votes would be needed to pass a motion. In effect, the abstention vote acts the same as a “no” vote. There was discussion about the procedure if a member(s) leaves a meeting temporarily. It was stated that the majority number would then change until the member(s) returned.

It was stated that the Board can add into the new *Constitution and Bylaws* “majority of those present” if the Board so chooses. Or, the Board may choose to accept Roberts Rules of Order as their guideline.

In the letter, the attorney suggested that the Board consider ratifying all previous votes that could possibly be affected by the inadvertent improper interpretation of a vote. The Board discussed the ramifications of ratifying previous votes and how far back should the ratification be applied. There was discussion of reviewing certain individual past votes for consideration and then apply a blanket ratification to the rest. Some Board members felt that all motions where a recorded positive vote was less than the majority present may need to be considered. Other Board members favored a blanket

ratification and the each Board member could bring up individual votes for consideration.

Pam Rubio moved and Kathy McIver seconded that the Board set aside the ratification of previous motions at this time and appoint someone to compile motions dating from 2006 that would need consideration.

Some Board members felt that the blanket ratification would be faster but individual votes would be considered. Other Board members were uncomfortable with that process and wished to get everything in order at this time.

The motion to set aside the ratification of previous motions at this time and appoint someone to compile motions dating from 2006 that would need consideration passed. 8 Yes (MLC, BF, RF, KG, KM, MLP, PKR, PSR); 3 No (JB, SM, MLR); 1 Absent (MR)

It was decided that the Board would appoint someone to review the motions at the next meeting.

By the consensus of the Board, the *Ethics Guide* will remain named the *Ethics Guide*.

Report of the 1st Vice President

Mary Lou Roberts, 1st Vice President, reported on the Charitable Trust Management Board (CTMB) which met on February 4, 2009. She reported that Clyde Dunphy and Tamzin Rosenwasser attended the AKC Canine Cancer Conference. The CTMB reviewed several research proposals recommended by the Research Advisory Committee.

The CTMB approved a grant of \$1700 to the Southeastern Newfoundland Club to support the veterinarian bill for a rescue dog.

In response to a request from an NCA member, the CTMB stated that the actual Quicken files will not be released to members because of confidentiality issues concerning donations and research projects. The Treasurer's reports will be available at any time upon request.

Mary Lou Roberts reported that the CTMB had approved the third and last Dannyquest statue. The design incorporates two Newfoundlands and a frog in water.

Report of the 2nd Vice President

Kathy McIver, 2nd Vice President, said that all her reports would be in the committee reports. She asked that all committee reports be sent to her and not directly to the Recording Secretary so that she may review the reports before the teleconference.

Report of the Recording Secretary

Mary Lou Cuddy, Recording Secretary, reported that she had prepared the January 15, 2009 minutes and the February 19, 2009 agenda. She reported that the NCA Board of Directors election went very smoothly and recommended that the Board use the Connections to Quality firm to count the ballots next year. There were 833 members who responded and 831 ballots counted (two ballots were received with seven votes cast which caused the ballots to be rejected). The return envelopes and ballots will be available to the membership at the National Specialty. The results of the balloting were as follows:

Mary L. Price – 502
Lynne Anderson-Powell – 498
Sue Marino – 487
Pam Saunders – 482
Kathy McIver – 416
Jacqueline Brellochs – 401
Barbara Finch – 342
Summer Poris – 313
Karen Steinrock – 307

At 9:02 p.m., Meredith Reggie joined the teleconference.

Report of the Corresponding Secretary

Pat Randall, Corresponding Secretary, presented a letter he had written in response to a non-NCA member's complaint about an NCA breeder breeding a dog that had previously produced elbow dysplasia. The Board discussed how to explain to non-NCA members that the NCA cannot control the breeding practices of its members and that a blanket policy of not breeding any Newfoundland that has produced a problem is not a viable option genetically. There was concern expressed that the letter as presented could give the implication that a policy could be forthcoming.

Kathy McIver moved and Pam Rubio seconded that the Board approve the letter written by Pat Randall regarding a non-member's inquiry about breeding dogs that had produced elbow dysplasia as amended. The motion passed unanimously.

Pat Randall reported on a letter he received from an NCA member detailing the member's concerns with allowing committees to conduct business via email rather than teleconferences. Some Board members agreed with the concerns presented. The Board thanked the member for his input.

Pat Randall reported that he had contacted the AKC as instructed to ask that the quarterly Conditional Registrations reports be forwarded to the NCA Corresponding Secretary. It was reported that the first report had been received. By consensus, the Board agreed that Pat should forward the reports to the AKC Task Force, Breeder

Education and Technical Resources Committees, along with Mary W. Price and Board members.

Pat also reported that he had received the year-end report from OFA and the quarterly CHIC report. He has hopes that the OFA will now send all reports to the Corresponding Secretary instead of committee chairs.

Pat reported that he has requested 13 cards from The Kennel Club (England) that will be distributed to the top winners at the National Specialty. These cards represent an invitation to compete at the Crufts dog show in England.

The Board discussed a letter from the ACVIM Registry of Cardiac Health (ARCH). This is a new registry that is being promoted by cardiologists for use over OFA. The letter requested that ARCH become the NCA's primary screening evaluation for cardiac health. Members are reporting that cardiologists now have to be asked to specifically fill out the OFA forms. The Board agreed that they need more information on this registry.

The Board discussed a request from an NCA member for a copy of the proposed *Ethics Guide*. The member expressed concern on how this document could impact breeders. He would like for the Breeder Education Committee to review and comment on the proposed *Ethics Guide*. The Board discussed that a review from members should be done after the Board is satisfied with the proposed *Ethics Guide*. The Board will be reviewing the proposed *Ethics Guide* next week.

There was a discussion regarding a letter received by the Corresponding Secretary from a member concerned about the recognition of regional clubs. There was some discussion concerning the Board's authority with the regional clubs in regards to the *Constitution and Bylaws* and the *Policy Manual*. There was a brief discussion of developing a contract between the regional clubs and the NCA instead of trying to address the relationship in the proposed *Constitution and Bylaws*. There was an idea presented that regional clubs would have a "membership" in the parent club much like the member clubs and the AKC. Pat will inform the member that the subject is still under discussion.

Report of the Treasurer

Mary L. Price, Treasurer, reported the following balances: checking account: \$2,128.07; savings account: \$6,259.53; invested in CDs: \$284,200.28; and the NCA operations balance total of \$292,587.88 with \$4,208.23 in reserve for "Distinguished Member" expenses. The Uniform Trophy Fund account balance is \$1,167.55 for a total of \$293,755.43.

Mary reported that NCA operations has loaned \$4,000.00 to the Uniform Trophy Fund to fund the 2009 trophies until the proceeds from the Limited Edition plate sales are received at the National Specialty.

Report of the AKC Delegate

Mary W. Price, AKC Delegate, reported that she had attended the Westminster Kennel Club show and all the attendant meetings. She reported that at the AKC open house, she saw the AKC Humane Fund plaque where the NCA was listed prominently. She reported that she had received that AKC Good Sportsmanship medallion which is presented to the NCA Member of the Year.

Mary reported that the AKC Board elections will be held at the March meeting and requested the Board's input as to which four candidates she should support with her votes.

Executive Session

At 10:01 p.m., Pam Rubio moved and Barbara Finch seconded that the Board go into executive session. The motion passed unanimously.

At 10:12 p.m., Kathy McIver moved and Pam Rubio seconded that the Board come out of executive session. The motion passed unanimously.

While in executive session, the Board directed Mary W. Price to vote for the following candidates for the AKC Board of Directors: Lee Arnold, Fred Bock, Alan Kalter and John Nielsen.

NCA Website Links

Pat Randall reported that a non-NCA breeder had a link from their website to the *NCA Website*. A Board member had expressed a bit of concern that the link was done in such a way as to possibly suggest that the non-member was an NCA member. The Board discussed the fact that the Electronic Publications Policy Committee is needed and could make recommendations on situations such as this. This will be referred to the committee after it is appointed.

Committee Reports

Electronic Publications Policy Committee

A Board member felt that there was too much overlap with the Technical Resources Committee. The Board member will edit the perceived redundancies in the Electronic Publications Policy Committee job description and will re-submit it to the Board.

General Education Committee

Kathy McIver, Committee Liaison, reported that the General Education Committee was working on the "How To" booklets. She also reported that the regional club survey that

was enclosed in the agenda packet was an FYI item and that it will be sent to the regional clubs by the Regional Club Liaison.

Health & Longevity Committee

It was reported the Health & Longevity Committee (H&L) has recommended that the quarterly OFA reports be posted on the *NCA Website*, since OFA has no restrictions as to publication of the information.

Kathy McIver moved and Pam Rubio seconded that the quarterly reports received from OFA be posted on the *NCA Website* with a reminder posted that more complete information is available on the OFA website. The motion passed unanimously.

It was reported that H&L is working on the cystinuria statement and that it will be presented to the Board at the Board's next meeting.

Judges Education Committee

Kathy McIver moved and Pam Rubio seconded that the Board approve the proposed DVD developed by the Judges Education Committee (JEC) for inclusion in the judges' packet of information.

A Board member stated that some of the slides were difficult to view and that the titles and wording were out of place or unreadable. There was discussion about an opening slide picturing a dog with light eyes with the statement that the dogs shown are quality dogs. There was also discussion that very few of the dogs were pictured with a straight-on profile. Many dogs were pictured with a three-quarters profile which can make it difficult to determine front end assembly and body proportions.

At 10:46 p.m., Denise Castonguay, JEC Chair, joined the teleconference.

It was determined that the difficulty that one Board member was having viewing the DVD was due to a defective DVD. There was discussion about the removal of the statement regarding quality dogs. It was suggested that an effort be made to obtain straight-on profile pictures at the National Specialty for use in the DVD presentation. Also that pictures depicting proper front end movement be obtained at the same time. Denise reported that the JEC is talking with the videographer about getting video of front end movement for inclusion in the DVD. Denise stated that there are enough DVDs to cover the next couple of judges seminars and then the DVD will be updated for the next printing.

The motion that the Board approve the proposed DVD developed by the Judges Education Committee for inclusion in the judges' packet of information passed unanimously.

At 11:01 p.m., Denise Castonguay left the teleconference.

***Newf Tide* Policy Committee**

Kathy McIver reported that the committee has determined that the Judges Education Committee's DVD can be sent with *Newf Tide* at the cost of \$160.00 per thousand. The committee recommended that the DVD be sent in either the 1st or 2nd Quarter issue of *Newf Tide*.

Membership Committee

Mary Lou Cuddy, Membership Chair, informed the Board that Karen Killilea, a former Honorary Member, lives in New York. She asked for the Board's recommendation regarding returning her to the Honorary Members listing. It was the consensus of the Board to return Ms. Killilea to the Honorary Members listing. Previously, when Ms. Killilea was listed, the St. Mary's School for the Deaf, which Ms. Killilea attended, was also listed. Roger Frey will determine if the school is still in existence.

Mary Lou asked for the Board's approval to contact DB Design and Print to handle the printing and mailing of the dues renewal forms. DB Design and Print had handled the election packet and they did an excellent job at a reasonable price. It was the consensus of the Board that DB Design and Print be contacted for an estimate to prepare and mail the dues renewal forms.

Mary Lou presented the dues renewal form for the Board's approval.

Kathy McIver moved and Jacqueline Brellochs seconded the Board approve the proposed dues renewal form as presented. The motion passed unanimously.

Rescue Education and Awareness Committee

Kathy McIver reported that the Rescue Education and Awareness Committee (REACT) would like to contact the AKC Store and other vendors for donations with which to make gift baskets to be given away at REACT's meeting at the upcoming National Specialty. Some members expressed reservations about contacting the AKC Store.

The committee also reported that they had developed a spreadsheet for use in tallying rescue dogs and accompanying information. These spreadsheets would be given to rescue chairs to help compile and interpret data. By consensus, the Board agreed that the committee could send these spreadsheets to the various rescue chairs.

Regional Club Liaison

Pam Rubio, Regional Club Liaison, reported that the notice of a formal hearing would go out on March 19, 2009 to the Niagara Frontier Newfoundland Club. She reported that there had not been any movement from that club towards fulfilling the directives requested by the Board.

There was a brief discussion of the hearing procedures. It was stated that the Board has complied with the first several steps and that the groundwork has been laid.

Kathy McIver moved and Pat Randall seconded that the Board hold a hearing with the Niagara Frontier Newfoundland Club. The motion passed. 8 Yes (MLC, BF, KG, SM, KM, MLP, PKR, PSR); 2 No (JB, MR); 2 Abstentions (RF, MLR)

Kathy McIver moved and Sue Marino seconded that the Board appoint Pam Rubio as chair of the hearing with the Niagara Frontier Newfoundland Club. The motion passed. 9 Yes (JB, MLC, BF, KG, SM, KM, MLP, PKR, PSR); 1 No (MR); 2 Abstentions (RF, MLR)

Specialty Show Coordinating Committee

It was reported that Lenox China is in bankruptcy and will be closing. The Specialty Show Coordinating Committee requested the Board's permission to purchase two years' of the Uniform Trophies for the 2010 and 2011 National Specialties. This would give the committee and the Board some time to develop an alternative plan. There is enough china with the right pattern in Lenox's stock to cover our needs.

Pam Rubio moved and Kathy McIver seconded that the Board authorize the purchase two years' worth of Lenox china for the Uniform Trophies as recommended by the Specialty Show Coordinating Committee. The motion passed unanimously.

Steering Committee

Mary Lou Roberts, Steering Committee Chair, presented a proposal to increase NCA membership. The committee is requesting that the proposal be forwarded to the appropriate committees for their comments and input by the Board's next teleconference. The committee would like to announce some aspects of this proposal at the upcoming National Specialty.

There was discussion regarding a vote to determine whether the Board wants to increase the membership levels at all and if there should be a vote on that before a discussion about the proposal.

There was some background information given on the proposal. It was stated that the Steering Committee is working on developing plans in six or seven different areas but most of these depend on membership levels, so the committee has presented the membership aspect first. It was stated that the committee is extremely diverse, but it was surprisingly unanimous when it came to this issue. The main targets of this membership proposal are regional club members, former NCA members and puppy buyers.

Some Board members expressed reservations that the NCA would turn into a large regional club. There was a brief discussion about associate memberships.

Mary Lou Roberts moved and Jacqueline Brellochs seconded that the Board forward the report from the Steering Committee regarding increasing NCA membership to the appropriate committees for comments by the March 19, 2009 teleconference.

Some Board members wanted the Board to go over the proposal before sending it to the committees as it was felt it might be pointless to ask the committees to do work that the Board may not even use. There was a discussion about being an exclusive versus an inclusive club. There was more discussion about associate memberships.

Mary Lou Roberts moved and Pam Rubio seconded to call the question. The motion passed. 10 Yes (JB, MLC, BF, RF, KG, SM, MLP, MR, MLR, PSR); 2 No (KM, PKR)

The motion that the Board forward the report from the Steering Committee regarding increasing NCA membership to the appropriate committees for comments by the March 19, 2009 teleconference passed. 7 Yes (JB, MLC, RF, KG, MR, MLR, PSR); 5 No (BF, SM, KM, MLP, PKR)

Technical Resources Committee

Barbara Finch, Technical Resources Chair, reported that the database is very near to being able to generate the Register of Merit titles. It was recently discovered that the Awards for 2007 are not in the database. The data has been retrieved from the AKC and the Working Dog Committee and is being entered. There is some concern that there may be more missing data.

There was a discussion concerning future data input. There was a discussion whether owners would be able to enter any data on their own or just the data on their own dogs. The question of if this was going to be done directly or via downloading a form, filling it out and sending it to an administrator for verification was discussed. It was the consensus of the Board that an administrator should be used with designated members to do working titles, championships and so on.

Barbara reported that she had three unpaid invoices. She reported that she has negotiated a 10% discount from Ascent for the rest of the work. Mary L. Price reported that the budgeted amount from last year was not all spent and \$25,000.00 was approved for 2008 fiscal year. The NCA has paid Ascent \$23,288.00 from August 2008 to September 2009 with approximately \$16,000.00 due. Another \$23,000.00 will finish Phase I which includes pulling up any dog and observing all the records, generating pedigrees, titles and Register of Merit and Versatile Newfoundland reports.

Executive Session

At 12:39 a.m., Kevin Gallagher moved and Barbara Finch seconded that the Board go into executive session. The motion passed unanimously.

At 12:49 a.m., Kathy McIver moved and Barbara Finch seconded that the Board come out of executive session. The motion passed unanimously.

While in executive session, the Board approved the Applicants List dated February 19, 2009.

While in executive session, the Board appointed Karen Clancy as co-editor for the 2007-2008 *Annual of Titlists* and as editor for the 2009 *Annual of Titlists*.

Membership Dues

The Board discussed the dues and if the amount charged for dues should be changed. The Board was reminded that the dues were raised five years ago and that the senior dues were being offered at that time. Some Board members were concerned that if dues were reduced at this time there would be more problems when they would need to be raised again. It was pointed out that some of the Steering Committee recommendations made earlier in the evening may make the NCA membership more valuable.

The Board was reminded that the Charitable Trust Management Board may need to come back at some time to fund a particularly important research project. There was also concern expressed that rescue programs may be financially challenged with an increase of the number of dogs coming into rescue due to the bad economy. It was stated that the financial figures being posted on the Internet discussion lists were taken at the start of the fiscal year, right after the dues are collected and not at the conclusion of the fiscal year after all the expenses have been paid. Board members also were reminded that postage costs are continually rising. Funds could also be needed to fight the extreme legislation being proposed in towns, cities and states regarding the keeping and breeding of companion animals.

A Board member commented that if all projects approved in the 2008 NCA budget had been completed, NCA's balance would have been reduced by over \$43,000.00.

Jacqueline Brellocks moved and Kathy McIver seconded that the dues structure will remain at current levels to provide the resources needed to support current NCA operations and to fund future programs and research. The motion passed unanimously.

Lewis and Clark Statue

Sue Marino moved and Kathy McIver seconded that the Board donate \$500.00 for a brick at the Lewis & Clark statue in St. Charles, Missouri. The motion passed unanimously.

Annual of Titlists

The Board discussed the *Annual of Titlists* and the delay in publishing the 2007 issue.

Sue Marino moved and Barbara Finch seconded to combine the 2007 and 2008 issues of the *Annual of Titlists* and extend the deadline to April 15, 2009 for the 2008 submissions. The motion passed unanimously.

***Newf Tide* Obituaries**

Mareidith Reggie, *Newf Tide* editor, reported that the *Newf Tide* Policy Committee would like to extend the policy of noting the passing of NCA members in an obituary column to include former NCA members. By consensus, the Board approved the inclusion of former NCA members.

DNA Designation

Mareidith Reggie moved and Kathy McIver seconded that the NCA adopt the abbreviation "D" to indicate dogs that have their DNA stored in an open database, such as CHIC (OFA) database. The motion passed unanimously.

Breeders List Application

The Board held a brief discussion about some wording on the *Breeders List* application regarding stud owners taking responsibility of the offspring produced by their stud dogs but that the stud dogs owners do not have as much responsibility as the bitch owners. Kathy McIver will check with the *Breeders List* Committee.

Working Dog Committee

Sue Marino, Working Dog Committee (WDC) Chair, reported on a conflict between three regional clubs and water test dates. A regional club had put in their application early for a date that traditionally belonged to another club. This also affected the dates for the third club. The WDC policy only mentions a suggested 300 miles between tests on the same day. The situation has caused a conflict between the three clubs. The WDC feels that the three clubs should "play nice" and come to an understanding. Two of the clubs have no flexibility with their dates due to their events being held at public beaches. The club that made the early application has the flexibility to schedule their test at any time. The majority of the WDC feels that no policy is needed and the clubs need to be respectful of each other.

Economic Consequences

The Board briefly discussed a motion that had been placed on the agenda asking the Steering Committee be charged with studying the effect of the current economic

problems and their possible effects on the NCA. It was reported that the Steering Committee had already discussed this and felt that the committee did not have the technical expertise to give more than a general opinion. The motion was withdrawn.

Recording Secretary

In order to make the job of recording and writing the minutes easier for the Recording Secretary, a Board member suggested that the NCA purchase a Pulse smartpen. This instrument records the meeting while the Recording Secretary takes notes. Afterwards, the Recording Secretary simply taps a section in the notes and the recording will automatically start at that portion of the meeting. The Board member suggesting this purchase has used it himself at meetings and confirms that the pen performs as advertised.

Pat Randall moved and Sue Marino seconded that the NCA supply each Recording Secretary with one "Pulse smartpen". The motion passed unanimously.

Recording of Teleconferences

Barbara Finch reported on a conversation she held with AccuConference regarding the recording of teleconferences and making the recordings available to the membership. The moderator of the meeting has the ability to stop and start the recording which would delineate portions of the teleconference. These can be downloaded to an mp3 file and would be posted within 24 hours. There was some question as to how many members would make actual use of the recordings.

Breed Steward Program

It was reported that the program had been presented a year ago. Both REACt and the Breeder Education Committee have commented on it. Due to the late hour, the Board postponed further discussion on this until the next teleconference.

Adjournment

At 1:40 a.m., Pam Rubio moved and Sue Marino seconded that the Board adjourn the meeting. The motion passed unanimously.

Submitted by,

Mary Lou Cuddy
NCA Recording Secretary