



**NEWFOUNDLAND CLUB OF AMERICA BOARD OF DIRECTORS  
FACE-TO-FACE MEETING MINUTES (APPROVED: DECEMBER 21, 2017)  
FRIDAY, NOVEMBER 10; SATURDAY; NOVEMBER 11 & SUNDAY; NOVEMBER 12, 2017  
CENTRAL STANDARD TIMES ARE NOTED**

NCA Board of Directors: Lynne Anderson-Powell (LA), Steve Britton (SB), John Cornell (JC), Mary Lou Cuddy (MLC), Roger Frey (RF), Sue Marino (SM); Steve McAdams (SMc), Mary L. Price (MLP), Pat Randall (PKR), Pam Rubio (PSR), Pam Saunders (PS), Donna Thibault (DT) and Dave Helming, AKC delegate.

**OPENING**

President Pam Saunders called the meeting to order at 7:25 p.m., and Recording Secretary Steve Britton was present.

Other board members who answered the roll-call: Lynne Anderson Powell, John Cornell, Mary Lou Cuddy, Roger Frey, Sue Marino, Steve McAdams, Mary L. Price, Pat Randall, Pam Rubio; and Donna Thibault; AKC Delegate David Helming was present Saturday afternoon (by telephone).

Clyde Dunphy, chair of the NCA Charitable Trust Management Board, and members David Kledzic and Cissy Sullivan were also present (in person). John O'Neil, chair of the Steering Committee, Carla Gengler, chair of the Mediation Committee and Pamela Jackson, member of the Mediation Committee were present for parts of the meetings (by telephone).

In executive session, an unnamed member and an unnamed non-member were present for an appeal hearing of a Mediation Committee decision at 1 p.m. on Saturday, November 11, 2017 (by telephone).

Sue Marino moved and Donna Thibault seconded to adopt the proposed meeting agenda. The board adopted the motion without objection.

**MINUTES**

The board approved the minutes of its October 19, 2017 regular teleconference meeting as presented.

**PRESIDENT'S REPORT**

Pat Randall moved and Roger Frey seconded to enter executive session to receive the president's report. The board adopted the motion without objection. While in executive session:

- The president apprised the board about a social media situation regarding a non-member's internet domain name.
- The board considered membership applications and voted by prepared paper ballot.

John Cornell moved and Steve McAdams seconded to return to regular session. The board adopted the motion without objection.

**RECORDING SECRETARY'S REPORT**

Steve Britton, recording secretary, reminded the board of directors that the solicitation for agenda items for the 2018 NCA Annual Meeting would appear in the next issue of *Newf Tide*.

Recording Secretary Britton reported that on Friday, November 10, 2017, by written consent, the board of directors approved distributing (transmitting) the 2018 Board of Directors Election Biographical Information Packet to its voting members. The board of directors affirmed the distribution of the 2018 election biographical materials to the club's voting members by using

email or mail during the current 2017-2018 club year as authorized by the members. The members' consent agreement is attached to the official copy of these minutes.

#### **CORRESPONDING SECRETARY'S REPORT**

Pam Rubio, corresponding secretary, presented correspondence. The board reviewed a letter from Member Bruce Karger about his concern with compiling information from the NCA Database and the preparation involved for Versatile Newfoundland Awards, and the publication of the *Annual of Titlist*. As a result of the correspondence, the board took the following action:

Sue Marino moved and Mary Lou Cuddy seconded to allow the Versatility sub-committee to compile VNs based on submission of documentation to their sub-committee. The board approved the motion without objection.

#### **TREASURER'S REPORT**

Treasurer Mary L. Price reported the following:

- Net Receipts and Disbursements for October 7 – October 20, 2017: \$(9,698.39);
- Cash Balances on October 20, 2017 - \$221,442.89;
- Net Receipts and Disbursements for the fiscal year ending June 30, 2017 \$(1,914.);
- Cash Balance on June 30, 2017 of \$224,370.24.

Mary L. Price also reported that Member Sandy Gabel is unable to prepare the NCA's 2017 tax return. Mary L. Price recommended that the NCA ask Member Janet Harriss if she would be available to prepare the club's annual 990 tax return. As a result of the treasurer's recommendation:

John Cornell moved and Pam Rubio seconded to ask Janet Harriss if she is available to prepare the NCA's Form 990. The board adopted the motion without objection.

At 10 p.m., the board adjourned its meeting until after the NCA Charitable Trust meeting adjourns.

#### **MEETING RECONVENES ON SATURDAY, NOVEMBER 11, 2017**

At 10 a.m., the NCA, Inc Board of Directors reconvened. Pam Saunders was in the chair and the recording secretary was present.

#### **HEALTH AND LONGEVITY COMMITTEE**

Pat Randall, as a member of both the Breeders Education Committee and the Health and Longevity Committee, presented a MS Power Point® presentation, which in part summarized background information for a breed diversity research project.

Lynne Anderson Powell, chair of the Breeder Education Committee presented a proposed Breeder Education Survey document. The board took the following action:

Sue Marino moved and Donna Thibault seconded to adopt the Breeders Education Survey with one recommended amendment. The board of directors adopted the amended survey without objection.

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## **STEERING COMMITTEE**

John O'Neill, steering committee chair, reported on preliminary results of the membership survey. Further discussion followed about future methods of *Newf Tide* distribution (mailed and/or electronic) and commercial advertising in *Newf Tide*.

Without objection, the board suspended rules, and discussed a new business item.

## **TECHNICAL RESOURCES ADVISORY COMMITTEE (TRAC)**

Lynne Anderson-Powell, 2nd vice-president, updated the board about the Technical Resources Advisory Committee's progress with developing the NCA Online Working Event Entry System, compatibility concerns with Wild Apricot® software systems, and defining the variables essential to an online entry system.

## **RECESS**

At the 11:45 a.m. the board recessed for lunch.

At 12:45 p.m., Pam Saunders called the meeting to order. The board entered executive session.

## **EXECUTIVE SESSION**

While in executive session, the board heard a member's appeal of a Mediation Committee decision. Also, while in executive session the board:

- Sustained the decision of the Mediation Committee.
- Donna Thibault moved and John Cornell seconded to request reports and evaluation forms from the SENC water test committee, WDC witnesses, and judges regarding the bite incident that was brought to the NCA Board of Director's attention for further investigation; and that the Newf alleged to have bitten a person be excluded from participating in any NCA events until after the board of directors reviews the incident reports and makes a ruling. The board adopted the motion without objection.

The board returned to regular session.

## **MEMBERSHIP COMMITTEE**

Mary Lou Cuddy, membership chairman, reported on difficulties she had using the AKC Market Place on-line management tool. A non-NCA member is listing she is a member of a parent club, under her AKC Market Place Newfoundland listing.

## **AKC DELEGATE'S REPORT**

David Helming, AKC Delegate, reported on progress working with Mark Dunn, regarding addressing some of the concerns that Mary Lou Cuddy, membership chairman expressed. David Helming asked to place the item on the December 21, 2017 meeting agenda. As a result of David Helming's report, the board took the following action:

Donna Thibault moved and Mary Lou Cuddy seconded to ask David Helming request AKC-on NCA's behalf- to add disclaimer language to the AKC Market Place. The board adopted the motion without objection.

## **NEW BUSINESS**

Without a motion, the board suspended the order of business.

John Cornell moved and Lynne Anderson-Powell seconded to add a waiver of formal disciplinary proceedings from NCA Bylaws Article VI verbiage to the Working Entry and Test Records forms. After discussion, the board adopted the motion without objection.

John Cornell moved and Donna Thibault second to refer the mentioned waiver language verbiage development motion to the Working Dog Committee. The board adopted the motion without objection.

## **UNFINISHED BUSINESS**

Mary L. Price moved and Steve McAdams seconded that future publications of the *Ethics Guide* correct (amend) language from "Code of Ethics" to "Ethics Guide."

- Steve Britton raised a Point of Order; that Verbiage in Article VII, Section 1 of the NCA Bylaws requires that any changes to the NCA Bylaws, the Newfoundland Breed Standard or Ethics Guide requires adherence to the amendment procedures specified in Bylaw Article VII. That is, NCA members have a right to comment and vote on any proposed change to the mentioned governing documents.
- Pam Saunders ruled the point was not well-taken.
- Steve Britton moved and Pat Randall seconded to appeal from the chair's decision.

After debate, the board voted by roll-call vote on the motion to appeal. Voting to sustain the ruling of the chair: LP, JC, MLC, RF, SM, SMc, MLP, DT and PS. Voting against sustaining the ruling of the chair: SB, PKR and PSR. The board sustained the president's ruling.

Without a motion or objection, the board entered executive session. Clyde Dunphy and David Kledzic left the meeting.

While in executive session, without objection, the board permitted Mary L. Price to withdraw the pending main motion about making changing the NCA Ethics Guide.

The meeting adjourned until 8:30 a.m. on Sunday, November 12, 2017.

## **MEETING RECONVENES ON SUNDAY, NOVEMBER 12, 2017**

The meeting reconvened on Sunday, November 12 2017.

Sue Marino moved and Mary Lou Cuddy seconded to enter executive session.

While in executive session, the board:

- Appointed the nominating committee (announcement of the nominating committee members will be announced in the December 2017 Board minutes pending acceptance by appointees.)
- Appointed John and Rita Van Brandeghen and Charles Ialungo tellers to tabulate the 2018 NCA Board of Directors Election Ballots, and Mike and Sandee Lovett, and Sabrina Moore as teller alternates.
- Selected (the) recipient(s) of the 2018 NCA Good Sportsmanship Award(s).

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- Selected (the) recipient(s) of the 2018 NCA Heroic Newfoundland Award(s).
- By secret ballot, with nine affirmative and two negative votes, rescinded its October 19, 2017 approval of the cash bar plan for the 2018 NCA National Specialty Top Twenty.

At 10:15 a.m., the board of directors returned to regular session and it adjourned.

<a copy of the consent agreement with redacted board member signatures is available on request from the NCA Recording Secretary.>

*Steven J. Britton*

Steven J. Britton  
NCA Recording Secretary

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