



NEWFOUNDLAND CLUB OF AMERICA, INC.

Newfoundland Club of America Board of Directors
Face-to-Face Meeting
(Approved June 21, 2018)
Bavarian Inn Lodge
Frankenmuth, Michigan
April 29-30, 2018

Pam Saunders, President, called the meeting to order at 1:14 p.m. Eastern time continuing the April 19, 2018 meeting. The following directors were present: Lynne Anderson-Powell (LA), Steve Britton (SB), John Cornell (JC), Mary Lou Cuddy (MLC), Steve McAdams (SMc), Mary L. Price (MLP), Pat Randall (PKR), Pam Rubio (PR), Pam Saunders (PS) and Donna Thibault (DT). Sue Marino (SM) attended via teleconference. Roger Frey (RF) was absent. David Helming, AKC delegate, *ex-officio* was absent. Board-elect member Jack Dean was present.

EXECUTIVE SESSION

John Cornell moved and Steve McAdams seconded that the Board enter executive session. Without objection, the motion passed. 2 Absent (RF, PSR)

Steve McAdams moved and John Cornell seconded that the Board come out of executive session. Without objection, the motion passed. 1 Absent (RF)

While in executive session, the Board:

- Reviewed membership applications
- Discussed a dog bite incident at a working event
- Reviewed an issue with a regional club that had been resolved
- Directed the AKC Delegate to relay concerns to AKC about a breeder on the *NCA Breeders List* and conditions under which dogs are being kept
- Discussed issues that are repeatedly submitted to the Mediation Committee
- Discussed NCA's liability insurance

REGIONAL CLUB INSURANCE

Continuing the discussion started in executive session, the Board asked Sue Marino, Regional Club Liaison, to contact regional clubs and obtain insurance status and coverage and to prepare a report to the Board.

There was a brief discussion of the disclaimer and release on the NCA working events entry form and the wording on the AKC entry form.

REPORT OF THE TREASURER

Mary L. Price, Treasurer, reported on the current Certificates of Deposit. The CDs that recently matured were placed in the checking account to await the Board's direction. There was discussion about current rates and the best place to use these funds.

Sue Marino moved and John Cornell seconded that the Treasurer deposit \$100,000.00 into a six-month CD with Live Oak Bank at 1.95% and review at maturity. Without objection, the motion passed. 1 Absent (RF)

There was discussion regarding appointing a tax preparation company. It was reported that many companies will not take on a small organization, such as the NCA. The NCA Charitable Trust has used the firm of Kerber, Eck and Braeckel, LLC and is pleased with its performance.

John Cornell moved and Donna Thibault seconded that NCA, Inc. approve Kerber, Eck and Braeckel, LLC as its tax preparer. Without objection, the motion passed. 1 Absent (RF)

Without objection, the meeting was recessed until 8:30 am, April 30, 2018.

NCA Face-to-Face Meeting, cont.
Bavarian Inn Lodge
Frankenmuth, Michigan
April 30, 2018

At 8:53 a.m., the meeting was called to order. The following directors were present: Lynne Anderson-Powell (LA), Steve Britton (SB), John Cornell (JC), Mary Lou Cuddy (MLC), Roger Frey (RF), Steve McAdams (SMc), Mary L. Price (MLP), Pat Randall (PKR), Pam Rubio (PR), Pam Saunders (PS) and Donna Thibault (DT). Sue Marino (SM) attended via teleconference. David Helming, AKC delegate, *ex-officio* was absent.

DONATIONS

The Board discussed a proposal brought forward by an NCA member that the profit from the bottled water sales at the National Specialty be donated to an organization that provides bottled water for the children in Flint, Michigan. It was thought that such a gesture would boost the reputation of purebred dog owners and breeders. The Board considered the logistics and propriety of such a donation.

Roger Frey moved and Steve McAdams seconded that the Board table further discussion on the proposal regarding a donation to Flint, Michigan until the next meeting. Without objection, the motion passed.

REGIONAL CLUB LIAISON

The Board considered the proposed changes to the Penn-Ohio Newfoundland Club's bylaws.

Pat Randall moved and John Cornell seconded that the Board approve the proposed changes to the Penn-Ohio Newfoundland Club's bylaws. Without objection, the motion passed. 1 Absent (SB)

A subsequent question regarding the definition of household members was raised.

Roger Frey moved and John Cornell seconded that the previous vote be rescinded until clarification of the household members definition is received. Without objection, the motion to rescind passed.

MEMBERSHIP COMMITTEE

The Board discussed using SurveyMonkey™ for the preliminary voting on membership applications. It fulfills the confidentiality needs of the Board. There was discussion if the Membership Chair or the Recording Secretary should be designated as the person to prepare and distribute the survey each month.

Donna Thibault moved and John Cornell seconded that the Board approve a policy change to allow the Membership Committee to prepare the Board's preliminary membership application ballot (written or electronic). Without objection, the motion passed.

2020 & 2021 NATIONAL SPECIALTIES

The Board considered information regarding a possible site in Sturbridge, Massachusetts for the 2020-2021 National Specialties. Several NCA members have visited the site and are visiting the 2018 Bernese Mountain Dog National Specialty to determine how the site works for them. The site and surrounding locations would lend themselves to a draft test and a possible Iron Dog competition. It was agreed that additional information about the site should be gathered and considered.

UNFINISHED BUSINESS

The Board considered the items listed under Unfinished Business to determine their status.

EXECUTIVE SESSION

Pam Rubio moved and Donna Thibault seconded that the Board enter executive session. Without objection, the motion passed.

Lynne Anderson-Powell moved and John Cornell seconded that the Board come out of executive session. Without objection, the motion passed.

While in executive session, the Board:

- Discussed reports of an *NCA Breeders List* breeder producing Newfoundlands with questionable or aggressive temperaments.

NEWF TIDE POLICY COMMITTEE

Aura Dean, *Newf Tide* Policy Committee Chair, reported on *Newf Tide* and the costs associated with its production. Aura reviewed the history of *Newf Tide*, the very significant roles of volunteer editors and the amount of money saved by these editors. Aura also explained the production process, how the number of pages and costs are calculated and how the editor tries to produce each issue as economically as possible.

STEERING COMMITTEE

John O'Neill, Steering Committee Chair and Bill Matlock, Steering Committee member, joined the *Newf Tide* discussion. They discussed the declining membership in the NCA and the fact the 86% of NCA's revenue comes from member dues. NCA operating expenses at 61% and *Newf Tide* at 30% are the major components of the budget. With less money coming in and expenses rising, the NCA must look at every aspect of the budget. Some suggestions that the Steering Committee presented for the Board's consideration are:

- Allow commercial ads in *Newf Tide*
- National Specialty Subsidy Repayment
- Increase the fee for the Annual of Titlist listings
- Drop the print *NCA Directory* (relying on the NCA phone app and Membership Portal)

There was discussion about using a different publisher or using a publisher which will help locate and place commercial ads.

Also discussed were sponsorships for the National Specialty. It was stated that the Specialty Show Coordinating Committee needs to investigate sponsorships to offset costs to host a National Specialty.

It was agreed that raising dues was not a viable answer at this time. It was stated that the NCA cannot afford to remain the same, it must look towards the future.

STRATEGIC PLANNING SURVEY

Marylou Zimmerman, Steering Committee member, reported on the preliminary results of the 2017 Strategic Planning Survey. She reported that a full report will be coming soon.

There were 886 responses to the survey (compared to the 512 responses to the 2012 survey) with 55.3% being non-NCA members. Overall, respondents rated the following as critically important:

- Work to improve Health – 89%
- Maintain the Breed Standard – 79%
- Provide Education – 67%
- Provide Rescue Services – 61%
- Preserve Historical Information 50%
- Create & Maintain Database of dogs & pedigrees – 50%
- Maintain Regulations for Working events – 42%
- Manage the National Specialty – 34%
- Publish *Newf Tide* – 26%
- Provide Awards and Recognition – 16%

BYLAWS

There was a brief discussion of the NCA bylaws and the need for updates and amendments. It was reported that the AKC may allow international members to be grandfathered. It was agreed that more information is needed.

The Board conveyed its thanks and appreciation to all the members of the *Newf Tide* Policy and Steering Committees for all their efforts on behalf of the NCA and its members.

The Board recessed for a short lunch break.

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

EXECUTIVE SESSION

Pat Randall moved and Steve McAdams seconded that the Board enter executive session. Without objection, the motion passed.

Donna Thibault moved and John Cornell seconded that the Board come out of executive session. Without objection, the motion passed.

While in executive session, the Board:

- Discussed issues brought forward by the Mediation Committee.

Roger Frey moved and Lynne Anderson-Powell seconded that the Board recess for the NCA Charitable Trust meeting. Without objection, the motion passed.

MEETING RECONVENED

At 3:14 p.m., the meeting was called back to order.

EXECUTIVE SESSION

Pam Rubio moved and John Cornell seconded that the Board enter executive session. Without objection, the motion passed. 1 Absent (SB)

Pam Rubio moved and Steve McAdams seconded that the Board come out of executive session. Without objection, the motion passed. 1 Absent (SB)

While in executive session, the Board:

- Appointed the following committee chairs as recommended by the Charitable Trust Management Board.
 - Rescue and Referral Chair: Mary L. Price
 - Scholarship – Lynne Hamilton
 - Health Challenge – Mary Jane Spackman
 - Research Advisory Committee – Tamzin Rosenwasser

Roger Frey moved and Mary Lou Cuddy seconded that on the occasion of the 20th Anniversary of the Newfoundland Club of America Charitable Trust, that NCA, Inc. shall continue to finance its administrative costs so that 100% of all donations will continue to benefit our Newfoundlands. Without objection, the motion passed. 1 Absent (SB)

The Board resumed its consideration of items listed under Unfinished Business.

EXECUTIVE SESSION

Mary Lou Cuddy moved and Donna Thibault seconded that the Board enter executive session. Without objection, the motion passed. 1 Absent (SB)

Steve McAdams moved and Pam Rubio seconded that the Board come out of executive session. Without objection, the motion passed. 1 Absent (SB)

While in executive session, the Board

- Voted to give the Member of the Year award to Steve Britton at the Annual Membership Meeting

MEDIATION COMMITTEE

The Board discussed the Mediation Committee, the current issues the committee addresses and should *NCA Breeders List* breeders be required to respond to arbitration. It was agreed that more discussion is needed.

Pam Rubio moved and Lynne Anderson-Powell seconded to change the Mediation Committee's name to Arbitration Committee. Without objection, the motion passed. 1 Absent (SB)

JUNIOR STIPENDS

Donna Thibault, Juniors Committee Chair, reported that two juniors had applied for stipends. Lynzze Grispin competed in junior showmanship at Westminster placing 4th in the finals. Brittney Lusk competed in both Westminster and the AKC Classic Dog Show in Orlando, Florida. The committee would like to congratulate both of them.

Donna Thibault moved and John Cornell seconded that the Board approve the stipends to Junior Members Lynzze Grispin and Brittney Lusk for participating at Westminster and/or the AKC Classic Dog Show; payable from the Juniors Fund (\$1200 total). Without objections, the motion passed.

STEERING COMMITTEE

Roger Frey moved and Lynne Anderson-Powell seconded that the Board refer the Steering Committee's recommendations to the *Newf Tide* Policy Committee for its input by the Board's June 21, 2018 meeting. Without objection, the motion passed. 1 Absent (SB)

ADJOURNMENT

Lynne Anderson-Powell moved and Donna Thibault seconded that the meeting be adjourned. Without objection, the motion passed. 1 Absent (SB)

Submitted by,
Mary Lou Cuddy
NCA Recording Secretary *pro tem*