

ASCA General Membership Meeting  
November 6, 2002  
Bakersfield, California

Directors: Jerry Aufox, Kathy Warren, Linda Gray, Ann DeChant, Michelle Berryessa, Kyle Trumbell-Clark, Kris Toft, Chris Davenport.

Incoming Directors: Shelly Hollen and Peter Hellmeister

Executive Secretary: Jo Kimes

The Meeting was called to order by President Jerry Aufox at 7:45 p.m. with 85 members present.

Jerry Aufox introduced all Board Members. He announced that the Board had appointed Maarten Walter to fill the term vacated by the resignation of Pete Adolphson. Jerry Aufox requested a motion to approve the minutes from the 2001 General Membership Meeting.

**MOTION:** Sue Graham - Devona Myrick moved to approve minutes of last meeting.  
Carried.

**Treasurers Report:** Michelle Berryessa reported a profit of almost \$65,000 as of the end of August.

**Quorum Report:** It was reported that 85 members are in attendance. A quorum of 285 is required, so President Aufox stated that this is an informational meeting.

### Committee Reports

**Agility Committee:** Allison Bryant, Chair, thanked the Committee Members and stated that Marj Vincent would become the new Chair. Allison reported that 5000 dogs participated in 85 Agility trials this year. The number of ASCA sanctioned trials has been steadily increasing each year since the program's inception.

1995 - 7  
1996 - 17  
1997 - 27  
1998 - 34  
1999 - 54  
2000 - 63  
2001 - 85

The Committee removed the NADAC jump heights from the rule book. They rewrote hoe dogs qualify for the Finals using a point system, like the Stockdog program, in order to encourage participation all year. They will be inviting the top 40 Standard dogs and top 20 vet and top 20 Juniors to compete in the Elite level. They rewrote the judges training and finals award section to make it easier for the host club. The Committee sent to the Board a revision of the agility merit program using the computer system to calculate points and merit points for each level.

Tim Buehl suggested publishing those qualifying for Nationals (Finals) in *Aussie Times*. He requested one page in the *Aussie Times* for new merit program rules. He suggested that the merit rules be published one-time-per-year in the *Aussie Times*. It was pointed out that it is in rule books and on web site. Kathy Warren stated that it would be cost prohibitive to publish this

each year for each ASCA program. If there is a ground swell the Board will consider it, but to publish each program would be very expensive.

**Conformation Committee:** Chair, Shelly Hollen, announced that the New Chair will be Gemi Sasson-Brickson and that Chris Davenport will continue as the Board Liaison. The Conformation Committee made seven changes in the last year. The requirements for judges Nonregular assignments were changed so that the number of entries per show is no longer a criteria, just that the total of Aussies judged would reach 30. They changed the rules to allow Conformation Judges to compete in other events on the same day that they judge. The Breeder Judge's test was corrected. Show guidelines for show committees were adopted, and the Judges Code of Ethics was revised. The Committee also added definitions to terms used in Code of Ethics. Two shows in one day are now allowed. The issues pending from the Committee are: Judges of a two-show-per-day show can't show on same day they judge, and allowing Champions to show for 90 days or until they receive their certificate. Shelly Hollen reported that 13 Champions have finished from the Altered Program, and the Committee will be reviewing the point schedule for Altered. She stated that continuing the Altered program will be up to the Membership and the Board. Lynn Fickett asked who the Members should contact to give input about the program. The Conformation Committee would be happy to receive member input on the Altered program and the possible change of the Altered point schedule. Jerry Aufox announced that the Directors had voted to continue the program as is, extending the program until member input can be gathered with the Member ballot in 2003. The Board approved it through June 30, 2004, the program year that will be in effect at the time the ballot questions are distributed to Members. The program was originally approved for a two year trial period. Nothing could be done this year as the two years was not up yet.

**Obedience Committee:** Nancy Link, Chair, reported that 2001 had 215 CDs, 62 CDXs, and 18 UD, 7 UDX, 2002 we had 220 CDs, 62 CDX, 18 UD and OTCH. They cleaned up sits and downs to fix whole class waiting until end of all competition. An Obedience judge's dog may be shown in other venues by other people, and a judge's family members can show in other venues on the day that the judge is judging. With 2 shows being available on one day, the UDX (Open B and Utility) was corrected as it used to say on the same day, but the committee changed it to same show. Ribbons and prizes were cleared up as far as ribbon colors and awards that are required. They clarified that an over-all High in Trial award is required. Martingale collars are now allowed. They are working to clarify the versatility portion of the Obedience Finals. The Committee worked well together with Kyle Trumbull-Clark being a great liaison. She has been very helpful to the Committee and Nancy hates to see her go. Nancy welcomed recently appointed new members and reported that a Member is needed in Region 3.

Lynn Fickett asked if the Committee is considering Rally Obedience. Nancy stated that they have talked about it, but the Committee is waiting to see how big guys handle it first. Melinda Gann asked about two Conformation shows in one day. Can the Saturday evening obedience judge compete on Saturday morning in Conformation? The Committee is looking at this as the Board wants all programs to be comparable. The Committee doesn't want judges to be distracted by going to compete in Conformation. Jerry Aufox stated that the Board is asking the Committee to look at this again.

**Stock Dog Committee:** - Sharon Simmons, Chair, thanked everyone who participated in the Stock Dog Program as it takes all kinds of people's time and energy to make the program good, and it takes everyone. Please remember that the Committee works for the Membership.

Here are a few statistics for the year June 1, 2001 - May 31, 2002

Number of Trials 77	Number of Entries 8,349
Number of Titles earned by Aussies 714	Number of Aussies earning WTCH 38
Number of Titles earned by Other Breeds 712	Number of OB earning WTCH 21
Number of Ranch Trials 17	
Number of Aussies to earn Ranch Trial Dog Cattle 20	
Number of Aussies to earn Ranch Trial Dog Sheep 37	
Number of Other Breeds to earn Ranch Trial Dog Cattle 11	
Number of Other Breeds to earn Ranch Trial Dog Sheep 36	

This year saw a decrease in trials and exhibitors compared to previous years by 17%.

Sharon thanked everyone who worked on the Finals. Sharon asked if Nancy Miller was present. She was not and Sharon said that she was probably still at the Stock Arena. She asked that everyone give Nancy a pat on the back as she is the Course Director for the Finals and the Nationals Trials. She has done great job while having to put up with a lot from everyone. The Stockdog Committee wants to thank everyone including the scorekeepers, timers, Board members who handled the paperwork, and Committee members who handled stock. Announcer Byron Hatcher was great. Sharon reported that the Finals are expensive. We get donations from individuals, clubs, sponsors and the \$.50 run fee in the Stockdog program. Last year, the Stockdog program paid for itself. She was not sure about this year, but Kathy Warren said the primary budget is looking really good for the Finals and for the year. Sharon thanked the Committee's Liaison, Kathy Warren, saying she was very good, and will continue to remain the Liaison! The Committee worked on rewriting program and thanked Jerry Aufox who helped with rules rewrite. A new entry form was created and put into use. There is also a new Course C starting in January, 2003 with rules and the course designed by Sherry Baker. This is Sharon's last year as Chair, and Barb Moe will be new chair. Barb Moe thanked Sharon Simmons for being Great Chair.

A question was asked about the \$.50 per run fee, and Sharon explained that the \$.50 per run fee is charged for every Stock run, and it is collected and sent to ASCA by the Affiliate Clubs. This \$.50 per run fee goes directly to support the Finals.

**Tracking Committee:** Chris Reedy is Chair, but in her absence, Anne Hershey brought a report. Anne gave a big thank you to Central Valley ASC for doing such a fine job in setting up the Tracking Test for the Nationals and Ralph Swingle, who was honored by ASCA last night, for big help on tracking. Martha Ho with Dutchess and Audrey Wartman with Phoenix passed at the trial held at the Nationals. The Committee has 8 members and needs new Members for the Tracking Committee for a total of 13. She encouraged members wishing to serve on the Tracking Committee to send resumes to Jo Kimes for Board consideration. Anne named the Committee members and reported on the Committee's progress. She said the Tracking Committee is primarily an e-mail committee that has considered a lot of issues, but they haven't made a lot of decisions. They did remove the requirement for dates on ribbons so they can be used over and to allow clubs to order quantities of ribbons. They are trying to consider a HIT title for Nationals, but it is very difficult to figure it out. It is not a scored event. If the dog has a TDX, a previously untitled dog, that dog would be High in Trial. In a Test with both TD and TDX offered and multiple qualifiers, it can be the judges decision. They developed a system which can be used to prioritize acceptance of entries for Tracking Trials; first, ASCA Registered Aussies without titles; other Aussies without titles; then Aussies with a title; and then other dogs from other registries. The Committee thanked Kris Toft for her help as the Committee Liaison. The Committee will be looking for new Chair and new Board Liaison. Anne reported that she doesn't have statistics, but she thinks there have been three tests in Missouri, Wisconsin; and,

in the past couple of weeks, one was given by the ASC of New England in which all five entered dogs passed. The Committee is trying to promote Tracking and training new judges. Shelly Hollen asked about getting help in Texas to bring information about Tracking to the area. Anne Hershey reported that Eileen McCullough from Texas was entered in the Nationals Trial. Also, there is an internet list for tracking, and Anne will be happy to help find tracking people who can help those who are interested in Texas or elsewhere.

**Junior Committee:** Regi Silveira, Chair, stated that she doesn't have a report as she is just beginning as Chair. She said they do have plans to revise the rules once Regi gets the Committee reorganized.

**ARPH:** ARPH Report to be presented at ASCA General Membership Meeting, California, November 2002

Good evening and thank you for coming tonight. I shall make my report as brief as possible.

Since the 2000 National Specialty in Georgia, when I gave my first report as its newly-appointed president, ARPH has exactly doubled: then we had 225 Volunteers, now we have 450 in most states and several provinces. About 100 of them are Representatives, the people who decide which dogs to take into the ARPH program and who adopts them. We are now rescuing and placing at least 500 dogs a year.

This growth is not an unmixed blessing, especially in a far-flung organization most of the members of which rarely, if ever, meet face to face. As ARPH grows it becomes more difficult to manage. Accordingly, we have done some reorganization. Previously, we had a Board of Directors, as required by our articles of incorporation, and a Management Team that ran ARPH. But the two were not independent. Most of the members of the Board of Directors were also on the Management Team. So we abolished the Management Team, and its function of running the everyday affairs of ARPH is now in the hands of the Dog Committee, composed of our 5 Regional Coordinators and their assistants. The Dog Committee is completely independent of the Board of Directors, which approves the Dog Committee's budget and that of all ARPH committees, establishes policies, appoints Regional Coordinators and the members of all committees, and is the final arbiter in all disputes. The Dog Committee appoints, trains, and supervises Rescue Representatives. This reorganization, separating strategy from tactics, brings ARPH more into line with the way most corporations, including ASCA, are run.

We continue to make improvements to our website, now in the hands of the Web Committee, which we invite you to visit at [aussierescue.org](http://aussierescue.org). We have added an online adoption application and we now have an online store offering T-shirts, sweatshirts, Christmas cards, and note cards, which we hope that ASCA members and Aussie fanciers will patronize.

With the downturn in the economy, private giving of all kinds has plummeted. ARPH is in the same boat with all charitable organizations, trying to pay its ever-increasing bills with ever-decreasing revenues. We so far have managed to stay afloat mostly through the acquisition of a generous grant from a foundation that wishes to remain anonymous. But in the long run we cannot depend on such windfall.

If you haven't already visited our booth, please do so. And please buy raffle tickets. Many people were kind enough to donate various items to be raffled.

My sincere thanks to the many ARPH volunteers spread across a continent, many of whom I've

met but most of whom I never will. And thanks also to the ASCA members and affiliate clubs. I know that several clubs regularly hold raffles at their trials and shows, with the proceeds going to ARPH. Thanks also to ASCA for its continuing relationship with ARPH as its official rescue arm, in particular for the ARPH section of the AUSSIE TIMES. And finally I must thank Kathy Warren, not only for giving this report in my place but more importantly for being a pleasure to work with as ARPH's liaison to the ASCA Board of Directors.

Thank you.

**Breed Standard Review Committee** - Gail Karamalegos presented the report for Chair Terry Martin. Gail named and thanked the Committee members. They were established to review the Breed Standard, and that's what they do. They are not to change the Standard, but they are reviewing and going through it word by word, section by section. Suggestions are made and voted on, and records of all decisions are being kept. They will then make suggestions to the Board of Directors who cannot change the Standard without a vote of the Membership. They are currently reviewing the color section and spending a tremendous amount of discussion on this section. Many thanks to those who have been in the Breed for a long time such as Kathy Warren, Terry Martin, and Ernest Hartnagle. We encourage member input, so please send input to the Committee using the Contact information that is in the *Times* and the Web site. You must indicate that you wish your comments to be shared with the Committee. Gail challenged Members to read the Breed Standard and the Annotations over to see what it says. She said, "We all need to read it, and that includes everyone no matter what their focus." The Committee gave thanks to Kathy Warren for being a great liaison who has been asked to remain for the next year, and Terry Martin will continue as Chair. Donna Armstrong asked when the review would be done...within a year? Gail thinks that when the color section is done, they will be close to turning it over to the Board.

**MVA Committee:** Anne Shope, Chair, reported that with Kathy Warren as Liaison, the Committee worked on the Conformation evaluation form this year which remained mostly the same. The Committee looked at the difference between the Nationals MVA and MVA at the local Affiliate shows. In regard to the Conformation evaluation, people have commented over the years that the Conformation Evaluation takes too long. This year's Judge, Marie Murphy, took 6 minutes per dog. The dog is judged by the Breed Standard not by the dog next to them. The only negative feedback was that the competitors don't want to wait and be judged in a group setting. The Committee may look at this. Anne stated that the Rules for MVA, HOF, PCH, and SVCH will be in same rulebook. They are all now available from the ASCA office or the web site. The Committee has room for another Member. Give input to Anne on how the MVA went at this year's Nationals. The Committee passed a rule on Judges, MVA Conformation evaluation judge doesn't fall under the same standard as Conformation. They want to use Senior Breeder judges for Nationals. Sharon Simmons asked about MVA at the local level and an example of how the programs vary locally. There are local traditions at local shows such as two days of working and two shows in one day, etc., they aren't bound by same rules. For instance, some can't offer Agility.

Marie Murphy said that it was an honor to be asked to judge and thanked host club for inviting her to judge. Competitors asked if they could get sheet so they could see comments of judge. Anne said, that competitors see them, but they have to ask. Marie said that she took the time to write comments, and they should get to see them. People wanted to see them! Some contestants asked how can they get their sheets for this year. Anne stated that she will locate them and make them available so they can to at least see them if they can't have them. Discussed that for the future copies could be made. Kathy Warren says she thought that

wouldn't be a problem once they are recorded in the MVA book, and they could have them. Anne needs 24 hours to work this out, and will have it announced if and when they become available. Anne stated that MVA is an evolving program. Kathy Warren said we will find a way. Marie Murphy requested that people not compare the evaluation to conformation as the dog is judged against the Breed Standard on its merits. Conformation is judged against the competition, and the MVA Conformation evaluation is not.

**DNA & Genetics Committee** - Peter Hellmeister was the Committee's representative as Chris Reedy, Chair, was not at the Nationals. The Blood draw volunteers (Committee Members and Members of the Board) were thanked for their help, as they made it possible for 30 dogs to be drawn.

**Bylaws Committee** - Paul Kirk, Chair, delivered the following report:

Our first task, as instructed by the Membership at the Greeley, Colorado 1998 General Membership Meeting, and by the Board, was to revise the Dispute Resolution Procedures, Bylaw Article XVII.

Several Directors recommended to the Committee that the proposed new Dispute Resolution Procedures be placed in the hands of the Directors to implement, so if modification of the procedures is necessary it can be done easily before they are incorporated into the Bylaws. The Bylaws Committee forwarded the Dispute Resolution Procedures to the Board in November 2001 and the Board approved them. The Board placed a notice in the March-April *Aussie Times* indicating they were constituting a new Dispute Resolutions Committee. Hopefully, the Board will further publicize, in a number of different avenues it has for getting information to the Membership, its solicitation of Members for this new Committee. I encourage ASCA members to volunteer for it.

The major accomplishment of the Bylaws Committee has been a careful review of all of the Bylaws. Proposed amendments have been published in five special reports in the *Aussie Times*, beginning with the May-June 2001 issue through the July-August 2002 issue.

Now let me turn to three serious problems that the Committee has faced:

(1) The first problem has been getting the proposed amendments before the membership for a vote. Apart from the three separate amendments that were voted on in person and by proxy at the 2000 Georgia meeting, the Committee has not been able to persuade the Board to put any other amendments before the Membership for a vote. Why haven't we been able to vote on other Bylaws amendments?

The answer to this question is the belief by the power structure in ASCA that there should be a single vote that replaces the old Bylaws with a new set of Bylaws. Two-thirds of the Bylaws Committee have a different point of view. They believe the Members should be able to have separate votes on separate content parts of the Bylaws as there are many different issues involved.

(2) The second major problem that the Committee faced has been the restrictions that Washington state law (where ASCA is incorporated) places on the Membership of non-profit corporations. These restrictions were not known to the Membership at the 1998 Colorado General Membership Meeting; nor did the Committee know of these restrictions when it was appointed.

The first serious restriction placed on the Membership by Washington state law is that the Membership may only vote, in a mail ballot, for Directors. All other voting can only be done through a proxy ballot or in person at a General Membership Meeting.

The second serious restriction placed on the Membership by Washington state law became known to the Bylaws Committee recently, in March 2002, after the Bylaws Committee Chair wrote to the Board's attorney and asked whether all proposed amendments to the Bylaws must first be approved by the Board before they may go to the membership for a vote. The Chair also asked if, under Washington State law, the power of the membership is limited to voting only on Bylaw amendments the Board puts forward. The Chair also asked whether under Washington state law the Membership can initiate proposed amendments to put before the membership, even if the Board does not wish them to do so and/or opposes the content of the proposed change.

In his reply on March 28, 2002, the Board's attorney, Chuck Carnese, gave a careful analysis and opinion regarding Washington state law in its application to non-profit corporations. The salient point in the analysis and opinion of Mr. Carnese is that Washington State law governing non-profit corporations gives to the Membership only a RATIFICATION vote, and that only on issues the BOARD CHOOSES to put before the membership.

Members of the Bylaws Committee carefully considered the implications these restrictions placed on the Membership of non-profit corporations under Washington state law. The Bylaws Committee, with a two-thirds affirmative vote, passed the following resolution on September 16, 2002:

"RESOLVED, that the Bylaws Committee go on record as believing that a new incorporation in a state which gives these rights to the Membership is the only method of achieving the goals of the Membership as expressed at the 1998 General Meeting: to wit, to be able to place resolutions before the entire membership, including amendments to the Bylaws, and to vote directly on these resolutions."

Over the past four years, consideration of incorporation in another state was raised by various Committee members on several different occasions.

Are there states that allow the membership of a non-profit organization to initiate and vote directly on resolutions, including the Bylaws of a non-profit corporation? Yes, indeed there are several that seem to, including: California, Connecticut, Louisiana, Minnesota, Mississippi, Nebraska, Nevada, New Hampshire, Oregon, and South Dakota.

(3) The third serious problem that the Bylaws Committee now faces is that the Board has put further refinement of the Bylaw amendments into the hands of the Board and the Board's attorney.

On behalf of Committee members, the Committee Chair wrote the ASCA President and the Board inquiring who moved and who seconded this action taken at the Spring Board Meeting. The Chair further asked why there was no recorded vote in the Board action which essentially disbanded the Bylaws Committee. The response of the six Directors involved in this action has been complete silence. Is there no Director who wants to take the responsibility for moving and for seconding the motion that has essentially disbanded the Bylaws Committee?

Since the Board has placed the members of the Bylaws Committee in the role of only commenting on what the Board and its attorney put forward in proposed amendments to the Bylaws, which is a role all ASCA members have, I hereby give notice tendering my resignation from the Bylaws Committee, effective November 16, 2002. I thank the Membership of ASCA for its loyal support of the Bylaws Committee.

In my concluding remarks, I wish to thank all the members of the Bylaws Committee for the dedicated service they have given. The Board's Attorney, Chuck Carnese, received the Committee's discussions as it reviewed the Bylaws; he regularly commented on our discussions, and helped the Committee in its formulation of proposed amendments, which were published in the *Aussie Times*. On behalf of the Committee I wish to thank Mr. Carnese for his assistance. Special acknowledgment must be given to Kris Toft, who as our first Committee Chair, got this Committee off to a good start four years ago. Her service to the Committee the last three years as liaison to the Board has truly been outstanding.

Thank you all very much.  
Paul Kirk

Paul concluded his report by saying that he had copies of his report that Members could pick up at the back table. Jerry Aufox asked if there were any questions.

Question: Tim Buehl inquired of Paul that even though he is resigning what would he recommend that Members do? Paul recommended that the Members consider whether you vote on the package or the whole bylaws. There is no quorum but a flier went around to suggest that the Board look into incorporation in another state, which would allow members to have a voice. Donna Armstrong reported that in the past a Committee in Nevada had been asked to review the Bylaws and that the Board had taken the Bylaws away from the Membership four times. Kathy Warren said, "The Board hasn't taken anything away from the Membership. You will still get to vote on the Bylaws. There is misinformation in what Paul read, we have not disbanded the Committee. We have taken the Committee's recommendation to our Attorney. Right now he is taking our recommendation, and the Committee's recommendation and he will be giving us a legal set of Bylaws that you will be voting on." Someone asked when? Kathy responded, "When it is done! The Committee had three years, and we have had it for 9 months and it's been with the Attorney since April." Paul stated that the Attorney has been on Committee for the past four years and has made comments all along. But, Kathy stated that the Attorney had not gotten the instruction from the Board until April.

Bob Myrick asked what misinformation was in the Committee report. Jerry answered, "The Committee was established in 1998. Their first charge was to revise the Dispute Rules which they did. The next charter was to review the Bylaws and comment on them to the Board. The Committee undertook to rewrite them and proposed new bylaws which went a little beyond the original charge of the Committee. They proposed revisions and published them for Member review in the *Aussie Times*. Upon receiving comments, they were to go back to the Bylaws Committee for adjustments and then be brought to the Board, who would then give them to the Attorney create a cohesive document which he will soon provide to the Board. Now, let's understand something...one of the big issues that the Membership had in 1998 was that the Board was making changes to the Bylaws without any input or allowing the Membership to review it. The Board (following a motion made and passed at the 1998 Meeting) changed the Articles of Incorporation for ASCA to say the only way the Bylaws can be changed is with an affirmative vote of the Membership. The Board of Directors has no ability to change the Bylaws. Secondly, it has to be understood that under Washington State Law, the Members of the Board

of Directors are legally and financially responsible for conforming this organization, as a nonprofit organization, to Washington State Law. We have a responsibility to do so by State Law, and we are held to the responsibility. Therefore, when we are talking about making changes to the Bylaws, this Board has an obligation under Washington State law to make the recommendation to the Membership to change the Bylaws. We cannot change them, but we can make a recommendation to you and give you the pros and cons and allow you to make the decision. Those changes must be according to Washington State Law and must not...and this is the real issue, under Washington State Law, the authority on the day to day activities of this organization rests with the Board by Law.”

“Now, let’s talk about other jurisdictions,” continued Aufox. “Let’s talk about what may or may not happen. Paul Kirk said that he has done some investigation, and paid some money for this, and may have some opinions that we don’t. I don’t know what state laws allow a direct Membership to take action in the running of the day to day business of a nonprofit organization. I know of only two states, California and Illinois, and I don’t think it’s that clear in California and I know it’s perfectly unlawful to do it in Illinois. Those are the only states that I can speak of. Now, let’s look at what would happen if, for whatever reason, a decision would be made that ASCA would like to incorporate in a state that would allow that to be done. There would have to be a merger of ASCA as incorporated in Washington into this new corporation. The ability to transfer assets from a Nonprofit corporation in the State of Washington is subject to review and approval of the Attorney General of the State of Washington. Our ASCA Bylaws would allow ASCA to do this, but the State law of Washington says the Attorney General has the final say. If he decides it can not be done, and history of previous actions might indicate that that would be a very likely result, he can then order a nonprofit organization to distribute its assets after paying all its liabilities to charities that are 501c3, or tax deductible charities. In other words, we don’t know if we take such actions what the end results would be. We would be taking a gamble.”

“That is one thing,” Aufox said. “The second thing is every state law for nonprofit organizations governs how assets can or cannot be used and places the responsibility for following the law on the governing body, not the Membership. Therefore, you would have the possibility of an action taken even though everyone here says this is not what we intend, this will never happen. I ask you to remember that our US government has passed laws to solve a problem that have an unintended consequence many years later down the line. These things can happen. The question is: what Board Members will you be able to elect that are willing to take a risk of an action taken by the Membership that have no responsibility for an outcome which can create liability for a Board Member? These are all issues that have to be fully aired and fully understood before any action can be taken. It’s not just a simple thing of saying, ‘We want to change.’ On concept, I will tell you that, Membership direction of an organization conceptually is great, I like it myself, but unfortunately, it doesn’t always work that way. Secondly, nonprofit organizations are more of a republic than a democracy. We all have the same intent, everyone sitting here, I don’t care what your opinion is of what is or maybe propose, we all have the same intent to do what’s best for our breed. I don’t doubt this for a minute. I will also tell you that this Board doesn’t want to hold control. It is not usurping things to take it away from Membership. We are open to anything you want to talk about. I’m willing to discuss anything with anyone. But understand that these people (Board Members) have the responsibility. If you don’t like what I’m doing, if you don’t like what any of us are doing, you have the perfect ability to elect people who you think will do what you want. I would love to see more people run for the Board.” Jerry went on to discuss the last few elections with the number of candidates that have run for the open seats. Many times there are three people running for three spots. He also discussed that one problem that you can have with a directive Membership, is you have small groups that have perfectly legitimate problems they would like to solve who propose something but don’t go

through all the ramifications and think of what can happen. Small groups can cause problems.

Patrick MacRoberts asked about two thirds of the members of the Bylaws Committee. Paul Kirk answered. There are 6 people on the Committee. Jerry interjected that he thought that Paul had asked several times over the years for more Members to apply to be on the Bylaws Committee. Paul said they had not asked for more Members. There were 9 originally, and they lost 3 members. The Committee decided not to add members. Paul said that the original charge of Committee was to review all Bylaws and provide the results to the Board. Patrick McRoberts said he supported what the Committee is trying to do, and he resigned partially for personal reasons but also because he did not agree with the way the Committee was going ahead with the recommendation of four members of a six-person Committee. As a former Member of the Committee he feels we do need more people on the Committee so that we are making changes that are more representative of what ASCA Members want rather than what four Members of a six-person Committee want. He would like to encourage the ASCA Board to get the word out to get more Members on the Committee. Jerry stated that is was the intention of the ASCA Board by consensus that the Committee continue and it is the intention of the Board that the Bylaws that come back from the ASCA Attorney are to go back to the Committee for their review and comments. Paul argued that the Board had told the Committee that they would get the Bylaws after the Board receives them from the Attorney, and they are to review them, not rewrite them.

Kathy Warren explained the request of the Board to have the Attorney to review and incorporate the proposed Bylaws from the Committee, and after he has made them into a cohesive document, they will go back to the Committee for their review and comments. As soon as we get them from the Attorney, they will go back to the Committee.

Kyle said, "This doesn't seem right. This Committee worked for four years to put before this Membership, in pieces, which they did in the *Times* -- all of their work. During that full time that the Committee was putting together all the pieces, the ASCA attorney was involved with that Committee. The ASCA Attorney had all that time during that whole process to tell the Committee if they were putting poor choices together to put before you. Now to say that that this Board is now sending what this Committee and the attorney had available to them back to the Attorney to have the Attorney change seems absolutely and totally wrong to me, because that Attorney's decisions are coming back to this Board. Five people on this Board can either choose to either send it back to you or not. What this Committee did after four years ago at that Nationals, this Membership with a quorum voted that that Committee information would come back to you, not the Board. It would come back to you to vote on, not us."

Someone asked Kyle if it is her interpretation is that the Board is giving it to the Attorney to change. Kyle said that is just what we have been told. Several people argued with her, and Kyle said, "That is what I am hearing."

Kathy Warren read the resolution from the notes of the April Meeting, saying that Kyle was not in attendance at the Board meeting. Kathy Warren explained that the Board sat with the Attorney, going over a great deal of information that the Committee spent a great deal of time on, who pointed out areas of problems; and the Board asked him to make it into a legalese form, as it is a legal document. After that, when he sends this back to the Board, the new Bylaws will be reviewed, and then it will be sent back to the Committee for review. Then we will send it to the Membership to review. She said, "That's it, (if it) looks good, then we'll put in on the ballot for a vote. We can't change it without you!" Donna Armstrong asked if the Board only sent the stuff they liked. Kathy Warren, said that it all went to Chuck Carnese. Jerry

explained that the Attorney sat in on all the discussions of the Committee and commented on those discussions as he thought he should. He was not given any instruction to make this legally sound as the Committee worked on it, but he pointed out areas that he thought were concerns, and pointed out problem areas.

Jerry Aufox inquired how many of those at the Meeting had read the Bylaws and made comments to the Committee. He counted three people out of the 85 who were at the meeting, and asked if these three represent our Members. The Board didn't get much feedback from the Members, but what they had and what the Committee gave the Board were all reviewed with Chuck Carnese. This was all given to the Attorney and the Board asked him to make it all into a workable document. "What he gives us back will be a set of Bylaws unified, plus a set of comments of why he did what he did and that will all go to the Committee and then to the Membership. So they can all see what has been done. We are not trying to hold something back," Jerry reviewed, "that in 1998 the Bylaws committee was asked to review, not rewrite, not restructure, but review the Bylaws and comment on them. But, this Committee presented the Membership with a rewrite and restructuring of the Bylaws. We are not holding anything back."

Mary Finley stated that she read all the bylaws. She stated that the section that needs to change is where the Bylaws can only be changed with vote of membership. She also pointed out her concern that the Bylaws should be able to be voted on in sections as proposed by the Committee. She referred to the section concerning the length of time a Member has to be a Member before they can run for Board and amount of time that a Board Member must take off before they run for another term is lengthened to give more people a chance to run for the Board are two important sections for the Members. If we have to vote on the whole thing, we may not have a chance to vote on the improved areas for Members. If they are voted down as a whole, then the good important areas will not be passed either. She would like a stronger Membership association, which would be helped by the new Bylaws.

Kathy Warren talked about the fact that the Attorney had concerns about voting on separate sections as the Bylaws have to have continuity. Mary asked why the membership couldn't vote on some of the separate sections. Jerry explained that the Bylaws committee didn't give the Board the changes section by section, such as, "Here is what we'd like to amend." They gave a complete set of changed bylaws. In order to talk about what you want to do, and I don't see that as a problem, but that's completely different direction than the Bylaws Committee took. He reported that the Committee discussed the issues brought up by Mary regarding the years of ASCA Membership required to run for the Board and the time between terms for those wishing to run for the Board after reaching the end of their initial terms, but there was never consensus on the Committee. Once again, Jerry repeated, that the Committee presented a complete rewrite of the Bylaws instead of section by section, and he didn't want to throw the four years of work away. The complete rewrite done by the Committee is generally good work, and the Attorney will give complete review which will be given to Members.

There were no further comments.

Patrick gave web site report on pages served, hits. etc.

Help with this part. I couldn't hear it and had sketchy notes!

The first page gets the most hits, then the ARPH page comes next. Last year active hits 9000 page hits, this year 15000 hits. So in the last year we have doubled the amount of service.

He also reported on \$100,000 dollar computer update which was accomplished at the ASCA office with \$20,000 annual cost. Is working on an events page for the Web Site, and he wants to incorporate Frank Butera's events web page. The Breeder's Directory is available to members. That is the number two search conducted on the Web Site. Meredith Guy asked if there are plans for the judges list to be available on the web site? Patrick said he has a problem with providing personal information and contact information for judges out on the web. Meredith asked if names and license dates could be on the web site. Someone commented that the ASCA judges list sent by the Office is enormous. Gail Karamalegos suggested that our judges be listed by name and state on web page. Cindy King stated that the Show Coordinators of each club receive the list. Someone else commented that a lot of judges on the list are dead. Sharon Simmons stated that Patrick donates his time as ASCA Webmaster. The Membership gave him a round of applause.

Tim Buehl thanked Lola Hill as well! Lola also got a huge applause!

**Unfinished business:** None

Jerry Aufox welcomed the two new Directors Shelly Hollen and Peter Hellmeister, and offered a gracious thank you to Kyle Trumbell-Clark and Kris Toft for their invaluable contribution and years of service to ASCA on the ASCA Board.

**New Business:**

Donna Armstrong asked question about how in the past the All Around Junior was given cover of *AUSSIE TIMES*, and now the top winning Junior Finals handler is put on the cover. Kathy Warren explained that the decision was made stating that we have six issues and the finals winners are given the cover along with the Nationals MVA winner. The exception is that the top merit winner is used for Conformation, due to the fact they don't have finals. Bob Myrick asked if a Junior does get a cover. Kathy Warren answered that the Junior Finals winner gets one of the covers. Also, Juniors are also promoted inside in Junior issue.

Christina Churchill inquired about Hall of Fame (HOF), and Kathy Warren answered that there will be questions for the Membership regarding HOF with the 2003 ballot. Kennels have changed for 2003 and Sires and Dams went back to what they were except for Agility. Roger Stevens asked if Members will vote on changes or will the Board make decisions. Jerry explained that there will be yes or no questions regarding the program to get guidance from the Membership. The Committee will be receptive to all input regarding the program. Kathy Warren explained about the ballot questions and what the Committee has in mind. So far input has been all over. The final product will be long and will be published in *Times* prior to the questions arriving with the ballot. Roger Stevens asked why the Board decided now to take it upon themselves to change the HOF without the input of the Membership. He asked the Board if they would rescind what they changed. Kathy Warren answered that what the Board originally passed was the recommendation that the HOF Committee sent to the Board after doing a survey of members. The Board passed the motion of the HOF Committee. The members reacted to the vote, and the Board then rescinded the Sire and Dam portion, based on Membership input. The input that was received was not about the kennels, so there has been no change as far as kennels go; and the portion of the HOF in regard to kennels proposed by the HOF Committee is set to go into effect on January 1, 2003. Jerry explained that ASCA historically has worked through Committees, and by and large, HOF Committee was established the same way it was a Committee of the Membership, not of the Board. They came back with recommendations, part of which were adopted by the Board. "Maybe the HOF is an area where ultimately the proposal will be brought to the Membership for a vote," Jerry stated. "Maybe the

Membership should be asked to vote on the final outcome.” Jerry asked everyone to be careful, he asked, “Do you want every action of a Committee, Conformation, Stock Dog, put to the Membership for a vote?” Some Members answered, “Yes.” “Every single thing,” said Jerry, “to be voted by the General Membership?” More Members answered, “No.” “Would you like the Stock Dog Rules to be voted on by the General Membership, Conformation Rules to be voted on by the General Membership on every single rule change that they make? More resounding, “No.” He went on to say that there is a good possibility after hearing the Member input here, that HOF is an important enough issue to the Membership that it could be brought to a vote. One of the ballot questions for this year could be, whether the future HOF proposal be brought to the Membership for a vote? The Board can't make decisions for special interest groups...no enough agility, or not enough Stock. If there are important issues that you feel are important that need to be brought to a Member vote, please bring us that suggestion. The Board can't decide things based on pressure groups. This is the first time that the Board has heard a suggestion that the HOF issue needs to be brought to the Membership for a vote.

Sharon Simmons suggested that Committee Chairs need copies of Robert's Rules of Order. She suggested that the Board should provide copies of Robert's Rules. Some Directors agreed that it would be nice to have new Directors get one, too. All said they went and bought one.

Roger Stevens asked again about the HOF, and Jerry said his comments have been heard and the Board will deal with them.

Kristin Rush asked about Altered program and how long it will be happening. Jerry explained that the program will continue through the 2004 program year. She wants to provide feedback after judging. She suggested providing a input sheet for judges so that comments from judges could be obtained as their input to the program could be valuable.

Rick Gann asked a question about HOF and whether the Board is saying that the Committee recommendation was brought to the Board after a survey of the Membership. Rick didn't think that the Board could make a decision to change the HOF without the vote of 2/3 members. He didn't realize the magnitude of HOF change, nor did he give input by completing the survey as he hadn't kept up with the issue in the *Aussie Times*.

Beth Alden commented very positively about the Altered program. She is thankful that the Board extended the evaluation of the program. Jerry reported that there will be an upcoming request for input in the *Aussie Times*.

Gail Karamalegos brought up the disappointment that is felt by those from Texas about being turned down for 2004 Nationals. She reported about the planning that has already been done and the fine features of the chosen site. She pointed out the negative impact of West Coast Nationals due to expense and that there are an awful lot of people east of Mississippi who once again will not have the opportunity to attend a National Specialty. In the past 15 years, there have been only three Nationals East of the Mississippi. It was pointed out that Arizona is effected as their Silver Specialty has been held on the Thanksgiving Weekend for 28 years. Jerry explained that the decision wasn't easy and that the decision related to dates in the Nationals Guidelines and in the Bylaws regarding meetings. The Texas offer was outside those Guidelines and that a decision to award a National is historically made at a National Meeting by the Board. “It is not that we have changed the way we have done things in the past.” Jerry said, “The Board is very cognizant the Nationals is a major undertaking by any host club. The Board is also very cognizant of the fact that if you have it on the East Coast, or you have it on the West Coast, you will have complaints no matter what you do. The deciding factor was maintaining

the Guidelines. If the Board only had one application for the Nationals, we would accept it. For 2004, there was an early application from Texas, and then the West Coast club came forth later, and their application met the Guidelines.” Jerry asked the Membership about what the Members thought about going from Tuesday through Wednesday of the following week to solve the problem of needing to have two weekends. Marilee Mansir asked people about what they wanted for their dates for West Coast. Sharon Simmons wanted it earlier due to travel in bad weather. This year was bad for traveling through the mountains to and from the Nationals.

Shelly Hollen stated that earlier dates for Texas are not available. Heidi Mobley mentioned the difficulty of flying on Thanksgiving weekend with dogs. “It’s the busiest traveling weekend of the year.” Jerry responded that the problem of getting locations around the country over two weekends is huge. He reported that Wisconsin would not have gotten the grounds they got except that it is a brand new fairgrounds. Jerry suggested for future clubs look at earlier dates. Marilee Mansir asked about a central location which could be held on the same date each year. How do you do this and who does it? It takes a huge amount of manpower. Looking at Purina in Missouri, they have no where near the RV spaces and covered locations for all venues. Jerry reported that the Board has already decided to look at the idea of a central location again. What about paying someone to do the Nationals each year? Linda Bell asked how problems of the Nationals magnitude which can occur can be handled by a five member club.

Pat Lambeth said that one of the positive things about traveling is seeing people from all over the country who can’t come to each one. She likes the Nationals, and thanked everyone for their hard work!

Debbie McFarren wants to see a listing of what current rules and suggested changes published in *Aussie Times* for Members to see what changes are being considered. She also suggested bringing the information to the Affiliate Meeting and the General Membership meeting and have a ballot box to get member feedback before it is put up for a vote. She thought the Board should present the issues giving people a chance to review them and give feedback before things come up for a vote. The Board didn’t seek out feedback about the HOF. Jerry and Kathy stated that the information was in the *Aussie Times* repeatedly, and has been discussed on the Affil-L and is posted on the ASCA web site. Jerry suggested that if you have an area of concern that you get your concerns to the Committees as well as contacting Board Members, all of whom are listed in every *Aussie Times* with their contact information.

Sharon Simmons said look at the Members that are here and the number that are on grounds and asked why aren’t more Members at the Meeting. Cathy Stevens said we need better methods of communication. We need open lines. Jerry gave his number. Cindy King talked about Affiliate reports and *Times* as the vehicle for communications. Jerry said that each Affiliate Rep gets the Secretary’s Report, which are all published in the *Times* and on the web site. Go on the web site and join a committee.

Ken Silveira thanked Committee Members who volunteer their time to take care of the Club that he loves, and thanked the Board Members who also take responsibility for the Club that he loves. He challenged the members with concerns to run for the Board, and said he would vote for them.

Motion to adjourn was seconded. Meeting adjourned at 10:40 p.m.  
Respectfully submitted,

Ann B. DeChant, ASCA Secretary