

AUSTRALIAN SHEPHERD CLUB OF AMERICA
2009 National Specialty

MEETING MINUTES

Monday September 28, 2009

The September 28th, 2009 Board of Directors (BoD) meeting was called to order at 10:14 AM MDT by President Michelle Berryessa. Those attending via in-person, phone or teleconference were: Rick Gann/First Vice President, Mark Westerman/Treasurer, Pete Dolan/Secretary, Patrick MacRoberts, Director, Chris Davenport/Director, Tenley Dexter/Director-elect, Rachel Vest/Director-elect and Mary Logue/Executive Secretary. Quorum present.

1) Old Business

- a. Ratification of e-mail/teleconference votes taken during September (Berryessa).

Motion: Motion by Westerman, second by Dolan: Ratification of e-mail votes taken in September. Approve: Unanimous; Motion is approved.

- b. Treasurers Report (Westerman): Mark Westerman presented the latest financials (2009 budget projections) based on updates and changes to coding after working with the accountant and office staff. Projections for normal spending indicate that ASCA[®] will be in the "red" at the end of the year. Projected income has fallen short for 2009. BoD revisited present moratorium on capital spending during meeting and conferred to maintain the existing moratorium. Dolan requested a definition of extraordinary (special projects) and ordinary (operating) expenses.

- i. Maintenance of Investment Policy (Westerman): Westerman presented idea to BoD as to whether to continue with strategy of maintaining \$200,000 in investment fund (rainy day fund), except for spending required due to unexpected occurrences. Amount designated is based on ASCA CPA's (Tom Wallis) recommendation. If ASCA spends any capital monies, we do so with the understanding that we will drop below the \$200,000 level in the investment fund. Patrick MacRoberts suggested that the BoD vote the \$200,000 into existence in the form of a policy. The Financial Advisory Panel (FAP) will develop funding level (rainy day fund) as part of the Investment Policy. BoD must approve to spend the capital. The investment policy is developed in order to deal with the everyday operation of the organization in the event of a downturn in the economy.

A discussion occurred in regards to designating certain funds for specific projects. Discussion about developing a list of future projects ASCA should fund (based on priority) so the projects can be placed in the budget when needed.

- ii. Review of Audit results (Westerman): Nothing to discuss.

- iii. IT Budget (Berryessa): Peter Hellmeister should contact Maarten Walter in order to develop budget for 2010 for IT. Should set up a cap, not to exceed budget; Per Patrick MacRoberts, there is a priority list for web work. BoD won't vote at this time on online litter registration work until the

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BoD receives a cost and time line for completion of the work from Maarten Walter. Maarten should make suggestions about what should be done next, but the BoD will make the final decision(s).

iv. 2010 Budget (Westerman): Projection of ~\$4,000 income; includes non-cash income, specifically includes depreciation. Expect a 8% growth in both income and expense.

Motion: Motion by Westerman, second by Gann: I move to approved the 2010 ASCA budget as published (ASCA budget 09-10); Approve: Unanimous; Motion is approved.

Chris Davenport joined the meeting at 11:05 MDT

c. Motions for Program Committee Appointments:

Agility Committee—Liaison: Peter Dolan;
I move to appoint to the Agility Committee:
Region 5: Pamela Bryant Meeks (TX) & Allison Bryant (GA)
Approve: Unanimous; the motion is approved.

Education Committee – Liaison: Michelle Berryessa
I move to appoint to the Education Committee:
Region 5: Dorothy Montano (NM)
Approve: Unanimous; the motion is approved.

Junior Committee – Liaison: Michelle Berryessa
I move to appoint to the Junior Committee:
Region 1: Zachary Charron (WA)
Approve: Unanimous; the motion is approved.

Stockdog Committee—Liaison: Chris Davenport
I move to appoint to the Stockdog Committee:
As Judge(s): Robyn Garrett-Johnson (UT)
Approve: Unanimous; the motion is approved.

I move to appoint to the Stockdog Committee:
Region 1: Chris Caldwell (WA)
Region 2: Sherry Baker (CA)
Region 3: Stacie Harris (CO)
Region 4: Sue Kelly (MI)
Region 5: Cheryl Padgett (GA)
Region 6: Matt Mason (NH)
Region 7: Anneke de Jong (Netherlands)
Approve: Unanimous; the motion is approved.

Conformation Committee – Liaison: Rick Gann
I move to re-appoint or appoint to the Conformation Committee:
Committee Chair: Glenda Stephenson (FL)
Reappointments: Region 1: Liz Gibson (OR), Debbie Martin
Region 2: Mary Hellmeister (CA), Denise Creelman (CA), Regi Gravette (CA)
Region 3: Becky Noe (CO),

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Region 4: Ann DeChant (MI)
Region 5: David Clayton (FL), Gail Karamalegos (TX), Ronnie Bates (GA)
Region 6: Peter Kontos (NY), Leah Swatko
Region 7: Luc Goossens (Belgium), Nancy Pelletier (NZ)
Approve: Unanimous; the motion is approved.

Obedience Committee—Liaison: Peter Dolan
I move to re-appoint or appoint to the Obedience Committee:
Region 2: Shirley Alexander
Region 4: Kim Waller (MO), Kathy Sianko (MN)
Region 5: Sandra Case OK, Lynn Sidwell (TX), Janet Kelly (White) (SC)
Approve: Unanimous; the motion is approved.

History Committee: No resumes submitted

AR Legislative Committee – Liaison: Jerry Aufox
Michele Berryessa moves to appoint Mary Hellmeister to the Committee.
Approve: Unanimous; the motion is approved.

Rally Committee – Liaison: Michelle Berryessa
I move to re-appoint or appoint to the Rally Committee:
Region 2: Wendy Waggoner
Region 5: Lori Fausett, Sally Walroth, Patricia Ann Pierce
Approve: Unanimous; the motion is approved.

Nationals Committee—Liaison: Peter Dolan
I move to appoint to the Nationals Committee:
Region 4: Kathy Sianko (MN)
Approve: Unanimous; the motion is approved.

Hall of Fame Committee – Liaison: Rick Gann
No appointments at this time.

MVA Committee – Liaison: Pete Dolan
No appointments at this time.

Health & Genetics Committee – Liaison: Kristin McNamara
No appointments at this time.

Tracking Committee – Liaison: Michelle Berryessa
No appointments at this time.

DNA Committee – Liaison: Pete Dolan
No appointments at this time.

- d. SPC Report (Dolan): It is time for the Committee's to update their short term and 3-5 year long term goals. More appropriate for Committee Liaisons to accomplish this. SPC (Dolan) will send out to Liaisons what was last submitted to assist Liaisons in developing new goals. Members of the SPC Committee are Peter Hellmeister, Maarten Walter, Pete Dolan, Ronnie Bates.

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Motion: Motion by Berryessa, second by Westerman:

I move that upon officially becoming a Director, Tenley Dexter be appointed to the SPC committee. Approve: Unanimous; Motion is approved.

- e. Business Office (Jean Miller):
 - a. Work Backlog: not much, a little on agility; Mary on Registry and BO procedures manual; Christina on stock, Lisa on Jr's, Conformation and Obedience; all are doing a good job. Gicela received training on customer service; Samantha has been moved into other job(s).
 - b. Business Office Procedures Manual is proceeding. Completion scheduled for end of year 2009.
 - c. List of proposed repair/project plans:
 - i. Current phone system is deteriorating and repair parts not available. ~\$500/month phone bill at present.

Motion: Motion by Westerman, second by Berryessa: I move to accept Brazos Valley proposal of \$3,050 to provide new phones and the cost of installation of said phones. Approve: Westerman, Berryessa, Davenport, Gann, Dolan; Abstain: MacRoberts. Motion is approved.

- ii. Fire Suppression system: No further information at this time.
- iii. Disaster Preparedness Plan: ~\$35,000 to \$40,000 estimate to complete
- iv. Record Retention: Policy needed; Rachel Vest and Tenley Dexter to work with Jean to help develop criteria and policy; Outline to be presented at Spring BoD meeting.
- v. Dog Fancy Ad: \$2565 would give us a whole page. Jean can't provide answer as to whether ad is helping ASCA in any way. Consensus not to pursue ad.
- d. Reporting system: Hardest part is with the ADMS; Ask Maarten for a copy of schema (or ask Agnitek)
- e. Financial Accounting Manual (Westerman/Miller): Only in rough draft, but is being worked; should be completed by April 10, 2010.

2) New Business:

- a. Corporate Sponsorships for Stockdog Finals (Linda Bell): Believe ASCA/Stockdog program is ready for corporate sponsorships. We need to raise the bar. There are no consistencies on payouts. Request forming a group to speak with authority to pursue sponsorship's on a volunteer basis. BoD requests that Linda provide something in writing as to what/how a committee will work. Provide a proposal and send to the Executive Secretary for BoD consideration.

Meeting in recess at 1:30 PM MDT.

Meeting reconvened by Michelle Berryessa at 2:43 PM MDT: Present were Michelle Berryessa, Mark Westerman, Chris Davenport, Pete Dolan, Rick Gann, Tenley Dexter, Rachel Vest.

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3) Old Business, continued:

- f. Junior Service Award (Berryessa): Business Office will provide the award to the recipient.

Motion: Motion by Berryessa: I move to award Janelle Farkas the 2009 Junior Service Award; Approve: Unanimous; Motion is approved.

- g. 2012 Nationals Application (Dolan):

Motion: Motion by Dolan, second by Davenport. I move to award the 2012 National Specialty to Central Valley ASC in Bakersfield, CA on November 2-10, 2012; Approve: Unanimous; Motion is approved.

- h. Contracts (Aufox/Berryessa), Update and Review: Nothing done to date; put Therion contract discussion on 10/12 teleconference agenda.
- i. Board Committee Reviews:
 - a. Breed Standard Committee (Berryessa): Move to Spring BoD meeting agenda; Rachel Vest to join Committee.
- j. Old Business (Berryessa):
 - a. Titling Committee: A motion will be submitted in October.
 - b. Kennel Name Committee (Gann): Motion previously passed during 3/09.
 - c. New Affiliate "Bylaws" Committee: Directors assigned are Hellmeister, Dexter and Vest.
 - d. Kathy Stevens letter:

Motion: Motion by Westerman, second by Dolan: I move to close the letter sent to Kathy Stevens from the BoD, dated 12/29/08, in regards to the investigation of 11/10/08 letter. Approve: Unanimous; Motion is approved.

4) New Business, continued:

- b. Change to Vendors for MVA/MVJ Annual award:

Motion: Motion by Westerman, second by Berryessa: I move to approve Kayleigh Kandids as the new provider for the annual MVA/MVJ awards. Approve: Unanimous; Motion is approved.

Motion: Motion by Dolan, second by Gann: I move to recess the BoD meeting until September 29th at 9 AM MDT. Approve: Unanimous. Motion is approved.

Tuesday September 29, 2009

The September 29th, 2009 Board of Directors (BoD) meeting reconvened at 9:10 AM MDT by President Michelle Berryessa. Those attending were: Rick Gann/First Vice President, Mark Westerman/Treasurer, Pete

Dolan/Secretary, Tenley Dexter/Director-elect, Rachel Vest/Director-elect and Mary Logue/Executive Secretary. No quorum present.

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5) Old Business, continued:

Tammy Seaman letter; Second paragraph, reverse last two (2) sentences. Spell out BOS and ABOS instead of using acronym.

6) New Business, continued:

a. Stockdog Finals (2009): Perception of impropriety with judges going to different radio channels to discuss dog run in progress. Discussion of how many head of stock went through obstacles is okay, but discussing how a judge scored control points is not acceptable. Westerman will draft a letter to the judges explaining this issue/concern.

BoD discussed making a recommendation to the program committees to allow urgent disputes to be settled with a quorum of three (3) BOD members since the BoD can't always raise a quorum to handle urgent disputes.

Patrick MacRoberts joins the meeting with teleconference at 9:18 MDT.

b. Cutting BoD expenses for Nationals and Spring Meeting: Cut one (1) day, Thursday of the Spring Meeting. May be best to keep the Spring meeting in place and cut back on Nationals meetings. Both ideas will be studied. BoD wants to continue to support Stockdog Finals. Maximum of three (3) BoD members to work Stockdog Finals and qualify for reimbursement. A committee was set up to develop methods to cut expenses (Nationals Expense Committee). Committee members of Mark Westerman, Rachel Vest and Tenley Dexter to submit suggestions by 11/01/2009.

c. Changes to motions submitted by Directors/Committees: Berryessa will provide wording on motion to change submittance date from 1st thru 15th of each month, to 1st thru 7^h of each month. Approval of the motion will also require changing committee procedures wording.

d. Trademark logo usage in correspondence:

Motion: Motion by Berryessa, second by Gann: I move that the trademark symbol used in conjunction with the acronym ASCA, as it appears in correspondence, will only be utilized in the first instance in a document or page cover. Any subsequent uses of the ASCA acronym in the same document will not required the insertion of the trademark symbol. Approve: Unanimous; Motion is approved.

e. Pete Dolan will draft a motion in reference to submission of resumes/45 day rule for committees.

Motion: Motion by Westerman, second by Gann: I move to recess the meeting Approve: Unanimous; Motion is approved. Meeting recessed at 10:15 MDT

Meeting reconvened at 10:25 MDT

ASCA Foundation Board Meeting:

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The September 29th, 2009 ASCA Foundation Board meeting was called to order at 9:30 AM MDT by President Michelle Berryessa. Those attending were: Rick Gann/First Vice President, Mark Westerman/Treasurer, Pete Dolan/Secretary, Patrick MacRoberts/Director, Tenley Dexter/Director-elect, Rachel Vest/Director-elect and Mary Logue/Executive Secretary. Quorum present.

- 1) Financial Report (Westerman): MW to provide an electronic copy of report for inclusion in minutes. Balance hasn't changed much due to low interest.
- 2) Health & Genetics Committee: Does the Foundation have funds that we have to spend or distribute? BoD inquired if the Committee had any suggestions on projects needing funding. None provided during the meeting. Berryessa will provide breakdown of Cee Hambo and other funds.

Motion: Motion by Westerman, second by Dolan: I move to adjourn the Foundation Board meeting; Approve: Unanimous; Motion is approved. Meeting adjourned at 10:30 MDT.

ASCA Board Meeting reconvenes at 10:32 AM MDT

ASHGI & H & G Committee's (Bill Dakin): How do we parallel track ASCA Foundation with the H & G Committee? The BOD requested input from the H&G committee on who best to send funds designated for particular research, such as epilepsy or cancer.

Bill Dakin indicated the two (2) organizations didn't need to be combined, but instead to try and open better communication between the two (2) groups.

The BoD brought up to Bill that the BoD would like to have more information on the major epilepsy researchers. ASCA and ASHGI sent money to different researchers and we would like some information from the committee evaluating the present researchers. The BoD also felt we needed to look at Chuck Carnese's advice again on if we could donate funds to another 501c(3). The BoD also asked Bill to provide answers to questions about the Canine Health Foundation, such as if we were to donate to them, can we control where the money goes and will it be matched?

- 1) SD Strategic Plan (Dolan): Does the BoD want to pass a motion to move approval of apprentice judges from SDC to BoD? This goal was a part of the SDC's goals to move approval of apprentice Judges from the SDC to the BoD. Liaison needs to ask committee to send motion to BoD, if they want the BoD to work the change.

Motion: Motion by Berryessa, second by Westerman: I move to send out letter with corrections discussed to Tammy Seaman by the Executive Secretary. Approve: Westerman, Berryessa, MacRoberts, Dolan; Abstain: Gann; motion is approved.

Motion: Motion by Dolan, second by Westerman: I move to adjourn the meeting; Approve: Unanimous. Motion is approved and meeting is adjourned at 11:02 MDT.

Emergency Meeting, 9/29 @ 5:30 PM MDT:

Rick Gann, Liaison to the Conformation Committee received a complaint from competitors in the Conformation Finals. The complaint centered on finalists objections to allowing alternates compete in the Finals, contrary to printed rules. There were three (3) complaints filed on one (1) form, no filing fee included. Decision was made to return complaint to complainants to rewrite one (1) complaint per form. Chuck Carnese was contacted and indicated that the

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complaint was without merit and wouldn't be upheld due to the fact the BoD was the party the complaint was filed against, and the fact that in August, an emergency rule was passed by the BoD allowing alternates who had already been invited, to attend and compete in the Finals.

BoD meeting with Conformation Committee, 9/30 @ 8:00 PM MDT

Meeting called to order at 8:05 PM MDT by President Michelle Berryessa; representing the BoD was Pete Dolan/Secretary, Rick Gann/First Vice President (Conformation Committee Liaison), Mark Westerman/Treasurer, Tenley Dexter/Director-elect, and Mary Logue/Executive Secretary

Those attending representing the Conformation Committee were: Gail Karamalegos, Debbie Martin, Liz Gibson, David Clayton, Leah Swatko, Denise Creelman and Chair Glenda Stephenson.

Conformation Committee (CC) concerns:

- 1) New policy for Non-Regular Breeder judge requirements

Michelle Berryessa stated that it was the committee's job to listen to the membership. BoD won't give directive(s) unless the Conformation Committee is not listening to the memberships concerns.

- 2) Disabilities: Consideration should be made to write it into rule, not a case-by-case decision by the BoD.
- 3) Bite Policy: Per CC, existing policy is less stringent than old policy. Definition of "excusal vs DQ" or "attempt to bite vs actual bite".
- 4) CC asked if a BoD member could be on the grounds for Conformation Finals.
- 5) Question: Champions or non-champions should be eligible for Finals?

MB: If you want a rule(s) to change, submit a motion.

- 6) Judges conduct report form: How can information get disseminated to Committee(s) about problems with judges? MB: remember that all motions affecting the BO need to be sent to the BO (Jean Miller) for comments before the Committee votes on the motion and sends the motion to the BoD. The CC should make suggestions if they want changes to the form. Berryessa brought up the idea of redacting the name and identifying show information if it is decided to send negative comments on Judges to the Committee's.
 - a. MB will contact committees to see if they want to include their contact phone numbers on the website. This would assist show secretaries in the event of problems at trials or shows.
 - b. Need to develop procedure on how to decide when questions can be answered from the Show Secretary or Course Director by the BO staff, and when the questions need to be referred to the respective Committee.
 - c. MB will contact Chuck Carnese for his advice on the liability of committee members if they help to evaluate Judge problems.
- 7) Committees are not covered by ASCA insurance like the BoD is. MB will inquire with Jerry Aufox to ask the ASCA insurance carrier.
- 8) Judges book online: Discussion occurred about checking with Jean Miller to see if the BoD had asked Judges about publishing their contact information when letters were sent to Judges a few years ago. MB will check with Jean Miller in regards to this.
- 9) Posting scores: The CC asked whether the individual Judge's scores could be posted for the conformation finals. Our consensus was the rules did not prohibit this, but the BoD

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felt the individual Judge's scores should not be identified this year, but should in subsequent years when the Judges are aware of this by making the wording clearer in the rules. Meeting closed at 9:30 PM MDT by Berryessa.

Election of 2009-2010 ASCA Officers, 10/01/2009 @ 9:30 PM MDT:

Meeting called to order by President Michelle Berryessa. In attendance in person or by teleconference were Pete Dolan, Mark Westerman, Rick Gann, Jerry Aufox, Peter Hellmeister, Chris Davenport, Tenley Dexter, Rachel Vest.

President: Michelle Berryessa; nominated by Aufox , second by Dexter
Mark Westerman; nominated by Gann

Berryessa elected President.

Seconds are not required for officer nominations

First VP: Peter Hellmeister; nominated by Vest,
Pete Dolan; nominated but declines nomination

Hellmeister elected First Vice President by acclamation.

Second VP: Rachel Vest; nominated by Dolan

Vest elected Second Vice President by acclamation.

Treasurer: Mark Westerman; nominated by Gann

Westerman elected Treasurer by acclamation.

Secretary: Pete Dolan; nominated by Berryessa

Dolan elected Secretary by acclamation.

Election Secretary: Jean Miller; nominated by Berryessa

Miller elected Election Secretary by acclamation.

Motion: Berryessa moves to rehire Mary Logue as Executive Secretary. Approve: Unanimous. Motion is approved.

ASCA BoD meeting closed.

ASCA Foundation BoD meeting convened.

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Motion: Motion by Aufox, second by Dolan: I move that the ASCA Officers also serve as the officers of the ASCA Foundation. Approve: Unanimous; Motion is approved.

Motion: Motion by Dolan, second by Aufox: I move to adjourn the meeting. Approve: Unanimous. Motion is approved. Meeting adjourned at 10:00 PM MDT.

Executive Secretary

Date of Approval