



THE AUSTRALIAN SHEPHERD CLUB OF AMERICA®

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ASCA Executive Secretary's Report April 2023

Announcements

The following fees are increased effective May 10, 2023 (member/non-member):

- Individual Dog Registration Transfer of Ownership: \$20/\$40
- Duplicate Individual Dog Registration Certificate: \$15/\$30
- Duplicate Individual Dog Registration Application: \$15/\$30
- Pedigrees: \$40 for 11' x 17'/\$30 for 8.5' x 11'/\$15 for emailed pdf
- Other Registry Registration: \$125/\$250
- Limited Exhibition Privileges/LEP: \$25/\$50/free for rescues
- Not For Breeding Release: \$20
- Ranch Dog Inspection: \$15/\$30 + \$8/\$16 each additional dog
- Late Event Recording Fees: \$20/day
- Pedigree research for foreign registry: \$100/\$150

The Board approved the acceptance of a loan offer from Guarantee Bank & Trust.

The Board is considering having the Business Office send out this year's invitations to Finals via email. Please ensure your email address is up to date with ASCA.

The Board adopted the updated Strategic Plan for 2023-2024. The plan can be viewed on the ASCA website at the following link: <https://asca.org/wp-content/uploads/2022/11/Strategic-Plan.pdf>

The ASCA Lifetime Achievement Award for 2023 will go to Marie Murphy (Diamond Aire).

There is a new scholarship for aged out juniors from the ASCA Foundation in memory of Jo Kimes.

The website will now include a listing of Affiliate Clubs.

A motion was presented to propose an amendment to the bylaws that would allow for electronic ballots to be sent to the membership in the future. Please vote on this proposal when you receive your 2023 ballot.

ASCA's Fundraising Coordinator Cynthia Downing will be seeking corporate sponsorships and will explore the creation of a for-profit arm for ASCA.

The Board voted to return to a rotation policy for the National Specialty. Here are the upcoming locations for the Nationals:

- 2023 – Bryan, Texas
- 2024 – Grand Island, Nebraska
- 2025 – Bakersfield, California
- 2026 – Greeley, Colorado
- 2027 – Grand Island, Nebraska

The Board voted to temporarily suspend the hard copy publication of the Aussie Times magazine for one year, beginning with the July/August issue. Full members will still be able to access the digital version of the magazine through the user portal on the ASCA website.

Starting immediately, phone calls will only be accepted at the Business Office from 10 am to 4 pm Central Time.

Inventive was paid a final amount of \$75,000.00 to close out our business with them on the system upgrade.

New Affiliate Clubs:

- ASC of Quebec (Canada)
- Pomerado ASC (California)

2024 Nationals News:

- Senior Breeder Judge Kristina Churchill will be the evaluator for MVA and MVJ.
- Kathy Peycke will serve with Liz Gibson as the Merchandise Co-Chair.

New Committee Members:

- Agility - Julie Fillinger, Bambi Ellis, Christian Prein
- Conformation - Kristina Churchill
- Dock Jumping - Shaina Duncan
- Obedience - Juliet Gentile
- Rally - Lori Anglemeyer, Sandra Walroth
- Scent Detection - Lynn Hamon, Jackilyn Williams, Lynda Peppel, Diane Keedy
- Stockdog - Kristie Franks
- IT - Cathy Kenny, Kevin Miodonski

For a complete list of committee members please visit: <https://asca.org/asca/committees/>

ASCA Board Spring Meeting Minutes

The meeting was held at the ASCA Business Office in Bryan, Texas, from March 30 to April 1, 2023.

In attendance: President Rick Gann, 1st Vice President Susan Byrne, 2nd Vice President Liz Busquets (via GoToMeeting), Secretary Ann McCabe (via GoToMeeting), Treasurer Jan Wesen, Director Denise Creelman, Director Carol Gerken, Director Gina Larson (via GoToMeeting), Director Dawna Sims, and Executive Secretary Kalla Jaco.

Absent: None.

Open Session topics were recorded and may be listened to on ASCA's [YouTube channel](#).

President Gann called the meeting to order at 8:10 am on Thursday, March 30, 2023.

Norms

The Board recognizes that adherence to a set of shared principles is crucial for promoting acceptable behavior among its members. Referred to as "norms", these principles are reviewed and reaffirmed by the Board during each Spring Meeting, underscoring their commitment to upholding them.

- Listen with an open mind.
- Inclusion – everyone has a chance to speak.
- Empathy – be understanding of each other's positions.
- Honesty – speak truthfully and do not withhold information.
- Practice conversational etiquette – do not interrupt or monopolize, avoid divisive language.
- Follow established procedures before making decisions – apply/enforce rules consistently.
- Respect and value each other's opinions – do not let things get personal.
- Respect the decision – agree to disagree and know when to let it go.
- Be prepared for meetings and discussions.
- If you break something, fix it.
- Stay on task – stick to agenda, maintain focus, manage time effectively.
- Provide clear reasoning for statements/decisions.
- Maintain confidentiality in required areas and as requested by fellow directors.
- Maintain professional intentions/interactions when sharing/seeking information.

Wesen provided insight into the process for creating these norms, as well as an activity that helped the Board better understand how each member thinks and makes decisions. This exercise was a valuable opportunity for the Board to get to know each other better and foster a more cohesive team dynamic.

March 2023 Treasurer's Report

The financial reports for February 2023 will be presented by Treasurer Wesen during the Board's April 20, 2023, meeting. Wesen reported that there is an upcoming payment due to the Jackson Group for the Aussie Times. She believes that the Board should move forward with implementing fee increases and cost-cutting measures.

Gann brought attention to a discrepancy between the amount ASCA has calculated as due to Inventive and the amount calculated by Inventive. The Board acknowledged the need to resolve this issue and agreed to take the necessary steps to ensure accurate accounting. Gann later reported that it was discovered an invoice had been missed in the calculations by ASCA.

Fee Increases

MCCabe presented the Board with several proposed fee increases that have remained unchanged for at least ten years. As these fees are not coded into the system, the Board can modify them without the need for programming changes.

The Directors recognized the potential impact of these small fee increases and agreed that they could provide much-needed assistance to ASCA at this time. Sims suggested that the Board consider increasing the fee for registering dual sired litters to further support the organization's financial stability. In addition, Wesen proposed the removal of the transfer fee reference from the back of the ASCA registration card.

The Board concluded that a disclaimer should be added to the website, reminding people to refer to the fee schedule and forms for current prices, to avoid any confusion or discrepancies in payment.

BD.23.38 Increase Selected Fees

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by McCabe to increase these fees to the following amounts. The first amount is for Full members and the second amount is for Service members. These fees are not programmed into the portal at this time so only the forms would need to be changed and the new fees could be collected. Second by Larson.

Individual Dog Registration Transfer of Ownership: \$20/\$40

Duplicate Individual Dog Registration Certificate: \$15/\$30

Duplicate Individual Dog Registration Application: \$15/\$30

Pedigrees: \$40 for 11' x 17'/\$30 for 8.5' x 11'/\$15 for emailed pdf

Other Registry Registration: \$125/\$250

Limited Exhibition Privileges/LEP: \$25/\$50/free for rescues

Not For Breeding Release: \$20

Ranch Dog Inspection: \$15/\$30 + \$8/\$16 each additional dog

Late Event Recording Fees: \$20/day

Comments/Rationale: Many of these fees have not increased in over 10 years. The increased fees will bring more income to ASCA.

Affected: The Business Office will need to change the amounts on all the above forms. The webmaster will need to update the fee schedule on the website with the new fees. The Aussie Times editor will need to update the fee schedule in the Aussie Times with the new fees. The members will pay the increased fees.

Effective Date: 30 days after notification to the membership of the increased fees (May 10, 2023).

Payment Options

The Board discussed the possibility of setting up a PayPal account for receiving payments to the Business Office. The Board needs to designate an email address and confirm the appropriate account for receiving payments. Additionally, they acknowledged the importance of establishing a clear accounting process with appropriate checks and balances to ensure transparency and accuracy.

Directors raised the issue of PayPal's 3% service charge and whether a higher fee could be charged to cover this cost. The Board agreed to seek the advice of ASCA's Counsel during their Friday meeting.

The discussion was postponed until the Board had an opportunity to speak with the Assistant Office Manager to gain further insight and input on the matter.

Bank Loan Proposal

Gann presented a proposal he received from a local bank for a loan to help manage ASCA's current debt. The loan would not have a pre-payment penalty. The bank was willing to work with ASCA and offered two rate/term options. Option 1 was 8.25% fixed for five years, adjusting once to Wall Street Journal Prime + .25%, with a lifetime interest rate floor of 8.25%. Option 2 was 8.50% fixed for five years, adjusting every five years

thereafter to Wall Street Journal Prime + .50%, with a lifetime interest rate floor of 8.50%. The Board discussed the options and agreed to go with option 2, as it was manageable for ASCA's budget and would help alleviate the debt.

Byrne expressed confidence that ASCA could manage the monthly payment of \$985, and the Board agreed that it was a necessary step to combat ASCA's debt with Inventive. Sims added that this was a great solution for ASCA and would allow us some breathing room as we work to pay back more and eventually be debt-free. Gann acknowledged that the Finance Advisory Panel had advised looking into getting a loan but had not reviewed this exact proposal. Gann explained that the bank asked ASCA to open a checking account with 10% of the loan amount and the bank would draw from that account for the due payments. Semi-annual deposits would be made into that account to cover six months of payments.

The Board agreed to move forward with the loan and to have ASCA's Counsel on the phone during the discussion with Inventive about paying ASCA's debt. Inventive will need to continue to communicate with the IT Committee and hand over all necessary information.

BD.23.39 Loan from Guaranty Bank & Trust

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by Creelman to accept the loan offer (option 2) from Guaranty Bank & Trust. Seconded by Byrne.

Comments/Rationale: The Board finds it necessary to receive a loan to pay ASCA's debt to Inventive for their work on the computer system.

Affected: ASCA, the ASCA Board of Directors, the ASCA Business Office.

Effective Date: Immediately upon Board approval.

Ownership of Rule Books

The Board was informed by the Executive Secretary that the ASCA rule books are securely stored on her laptop and backed up to the cloud using OneDrive, ensuring that they can be easily accessed and preserved for future reference.

System Liaison's Report

System Liaison Wesen provided the Board with an update on the progress of the computer system upgrade and other technology initiatives currently underway. The Information Technology (IT) Committee is carefully reviewing the details and assessing what is working and what isn't. They are also gaining clarity regarding the separation between the office system, website, and user portal.

The Webmaster has posted a complete list of all the outstanding tickets for everything on the website, which is now accessible on the IT Committee list. The Committee has expressed some hesitation in making changes to the system for fear of causing any issues or unintended consequences. However, they recognize that further work may be necessary to complete the project, and Inventive may be needed for their expertise in navigating the system.

Kevin Miodonski, a member of the finance advisory panel, has requested to join the IT Committee to gain access to important information related to technology initiatives. Liaison Wesen will bring his name forward during committee appointments.

Larson noted that there should be a to-do list for ADMS and the portal on the Jira board. Although the Webmaster has given the Committee access to the board, they feel that it's not enough to effectively track progress. However, by clicking on the ticket, the Committee can easily access relevant documentation for each task.

Paused Work on User Portal

Earlier this year ASCA paused work with Inventive on the user portal. While negotiations with Inventive resulted in a reduction of the blended rate from \$140 to \$70 per hour, the Board expressed frustration with the company's inability to effectively address issues and tendency to inflate the hours required to complete tasks. The Board agreed that they should not resume their partnership with Inventive and that the membership would not approve of such a move.

Wesen expressed disappointment with the amount of money ASCA had invested in Inventive without seeing satisfactory results. She suggested that the IT Committee should seek an alternative path, and that ASCA should consider hiring an IT person in the future. McCabe noted that while she was excited that the IT Committee was committed to progress, they may require assistance from Inventive to complete some aspects of the project.

Larson suggested that regardless of who completes the coding, ASCA should conduct thorough testing to ensure that the system is working effectively. Busquets and Creelman expressed their concerns with the lack of stability and transparency in Inventive's pricing. It was suggested that the IT Committee should break down the remaining work into specific projects and hire someone to work on that part only.

Gann brought up the possibility of consulting with former MASCA IT personnel, Frank Lobeck, who has experience in rebuilding systems for dog registries. The Board discussed putting out a call for programmers and developers but agreed to wait until the IT Committee comes up with a plan for moving forward. The Committee was encouraged to work in a staging environment and focus on finding individuals familiar with the "dog world" and ASCA's business operations. Overall, the Board agreed to let the IT Committee take time to evaluate the situation and develop a suggested path forward before taking any further action.

Other (Foreign) Registry

Gann brought up a concerning issue regarding the foreign registry, stating that he receives emails about it at least once a week. People are claiming that they have reached out to the Office Manager and haven't received any response, resulting in a high number of pending foreign registrations. This is a significant source of income for ASCA, and the Board is concerned about how far back the Office Manager is going in the dog's pedigree, sometimes up to 9 or 10 generations. The question is, how far back is too far back? The Board wants to maintain the breed's integrity while also considering income and ensuring that people who have Aussies can be involved.

Byrne raised a question about whether ASCA is comfortable allowing dogs to be registered with roots from a miniature. Creelman suggested that anything appearing in a pedigree past five generations is diluted and may not matter anymore. Gerken agreed that the fifth generation and beyond has little influence on the dog's pedigree. Sims suggested putting the onus on the applicant to prove ASCA registration within five generations.

After further discussion, the Board considered opening the stud book or even closing the foreign registry. Wesen noted that the issue had polarizing opinions, and the membership should make the decision. It was suggested to add a spot on the form for applicants to list the ASCA registered dogs and how far back they go in the pedigree to provide more clarity. They also discussed the possibility of forming a committee to handle the registration and pedigree research requests. The Board agreed to raise the pedigree research fee and discuss this with the Office Manager in the afternoon meeting.

The Board also addressed a pending request from several individuals regarding the revoked foreign registrations of their dogs. The registrations had been revoked due to the presence of a dog designated as "Not for Breeding" in the dogs' pedigrees. After discussing the matter, the Directors concluded that they were not willing to overturn the previous decision to revoke the registrations or to go against the wishes of the breeder to overturn the NFB designation.

Finals Invitations

Gann brought up previous discussions by the Board about the logistics of sending Finals invitations to qualifiers. The Board needs to arrive at a consensus on whether to switch to sending the invitations via email instead of traditional mail. This switch would simplify the Business Office's responsibilities, and it is essential to

create a detailed process to handle invites each year. Reminders will need to be sent to the membership and the rules for each program must be updated to reflect this change once it is implemented.

The discussion was postponed until the Board had an opportunity to speak with the Office Manager and staff to gain further insight and input on the matter.

Strategic Plan

Busquets presented the Strategic Plan for the upcoming year and the Board reviewed the contents. She noted that the Office Manager was not able to provide the registry numbers for comparison since we migrated the database. The Board would like the Office Manager to coordinate with Cathy Kenny to create a Structured Query Language (SQL) report to provide the information.

The Strategic Plan can be seen on the ASCA website at the following link: <https://asca.org/wp-content/uploads/2022/11/Strategic-Plan.pdf>

BD.23.40 2023-2024 Strategic Plan

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Busquets to approve the Strategic Plan for 2023-2024 as revised by the Board. Seconded by Wesen.

Comments/Rationale: According to policy, the Board revises this plan each year and approves it during their spring meeting.

Affected: ASCA, the ASCA Board of Directors, the ASCA Business Office, ASCA Committees.

Effective Date: Immediately upon Board approval.

The Board took a break for lunch from 12:05 pm to 1:00 pm.

Illustrated Breed Standard

Gail Karamalegos attended the meeting from 1:00 pm to 1:30 pm.

The Board is responsible for deciding on the formatting of the new Illustrated Breed Standard, which was illustrated by Shelly Hollen and is currently being worked on by the Conformation Committee. Ms. Karamalegos discussed with the Webmaster about formatting options and presented two potential formats: a presentation specifically made for the website or a digital booklet in PDF format. The Webmaster also suggested creating a YouTube video with the illustrations and narration to further educate viewers.

The Board also discussed marketing strategies and pricing for the document. Larson suggested a PDF booklet and a more extensive educational video to educate viewers on the show and working side, as well as the effects of poor structure in the long term. Ms. Karamalegos added that the document is designed to keep the narrative simple and that any written content would need to be approved by the Board.

Gann inquired about having multiple formats to choose from, and Ms. Karamalegos said she would reach out to the Webmaster about providing samples. The Board agreed that offering the Illustrated Breed Standard in multiple formats, such as a PDF booklet, hardcopy booklet, and a YouTube video, would be the best approach to maximize sales and education.

Meeting with Office Staff

The Board was joined by Business Office staff members Ray Fryar, Sarah Jackson, Misty Ryan, Barb Turcic, Tammy Johnson, and Victoria Ramirez from 1:35 pm to 2:45 pm. Each year the Board uses this

time to hear from the Business Office staff about how things are going, positive or negative, and ways the Board can provide more support. This discussion was held in Executive Session.

Mr. Fryar is the Office Manager. Ms. Jackson is the Assistant Office Manager, bookkeeper, and agility secretary. Ms. Ryan is the conformation, juniors, and obedience secretary. Ms. Turcic is the stockdog, rally, and tracking secretary. Ms. Johnson is the registrar. Ms. Ramirez answers the phones at the front desk, processes mail, and handles membership inquiries.

The new computers are working well, but the new system has some glitches that the staff is documenting on a bugs list. While some processes, such as titling and ACE transfers, are quicker, members are finding it difficult to find information themselves, resulting in more phone calls. The Board suggested shortening phone hours by an hour per day to help the staff focus on work and they agreed that would be helpful. The Business Office will now accept calls from 10 am to 4 pm.

The topic of transitioning to a paperless system was discussed. The Board acknowledged that it may be difficult to fully gauge the impact of this change until it has been in place for a longer period of time.

The staff also discussed the upcoming trial period when affiliates are not required to send entry forms to the Business Office. While this will streamline the process, it poses an issue for verifying who the handler is when a person applies to be a judge. The staff suggested removing the entry form requirement for other programs but keeping it in place for conformation and adding a junior results page to the event paperwork. Additionally, there needs to be disciplinary action for affiliates that don't provide correct results, and a time limit for making changes/corrections to results. The Office Manager reminded the Board to ensure that they cover all rule books and research changes before making them.

The Board discussed issues with trial secretaries not following rules and suggested establishing rules for consequences. The Board also discussed showing support for the office and having their back when decisions are made. They agreed to communicate with the staff about changes that affect them and to ensure due diligence.

Finally, the Board discussed updating the Finals invitation process and how changing to emailing the invites will affect the Business Office staff. It was suggested that alternate qualifiers be sent invitations at the same time as qualifiers so the staff can go down the list to fill the Finals as needed. Members will need to be informed of this change and reminded to keep their email addresses updated with ASCA.

Meeting with Office Manager

The Office Manager met with the Board from 2:45 pm to 4:15 pm to report on the state of the Business Office and hear from the Board on any pending issues. This discussion was held in Executive Session.

The Office Manager brought up an important point about balancing good customer service with adhering to our organization's rules and policies. As he emphasized, our forms are legal documents, and we need to ensure that we maintain a level of professionalism that reflects our growth as an organization. We've come a long way since our humble beginnings in the homes of members, and it's important to remember that as we continue to serve our membership.

OFFICE STAFF

The past year has been particularly challenging for our organization and the Business Office staff. We've had to navigate multiple computer systems and have been marking down any bugs we've come across. Additionally, we are currently short-staffed by one full-time person. Despite this, the team has persevered and worked hard to keep up with the workload. However, due to the demands of the new system, we must redo all our standard operating procedures, including new screenshots, which is no easy feat.

Furthermore, more time was dedicated to getting the audit done this year. In the past, local auditors would come in and take what they needed, but the new auditors require us to provide a lot more documentation, which is good but has been a hardship for the Office. Despite these challenges, the staff have done an exceptional job, and we are grateful for their hard work and dedication to ASCA.

The Office Manager is requesting that the Board hire a new person for agility and relieve the Assistant Office Manager of this duty so she can focus on her own work more efficiently. We have an extra computer and room at the office, and we are confident that we can make it work.

Byrne suggested conducting a full assessment of the current duties of the Business Office staff with the goal of restructuring and reallocating tasks to improve efficiency. This would provide clarity on whether a new hire is necessary and how to better allocate responsibilities.

OTHER (FOREIGN) REGISTRY

The Board is looking at ways to make the process of foreign registry easier for the Office Manager. Currently, there seem to be too many hurdles to overcome, and the Board would like to put more responsibility on the applicants rather than on the Office Manager. One suggestion is to limit the number of generations in the pedigree to five and require applicants to identify ASCA dogs in the pedigree. The Board is also considering having the Assistant Manager or a committee take on the foreign registry program. However, accuracy is of utmost importance when it comes to adding information to the ASCA database, and the burden of proof has gotten more difficult in recent years.

The Office Manager reminded everyone that the Aussie is still a young breed, and limiting ourselves to certain lines and dogs could hinder the registry's growth. The former process of going through Patrick MacRoberts' database is no longer an option, and many people do not realize his database is now available through the Australian Shepherd Health and Genetics Institute. Additionally, he noted that pedigree knowledge is not being passed down by many breeders anymore. While the foreign registry is an important program, we need to find a better way to address it. He thought that 75% of applicant dog pedigrees have an ASCA registered dog within the first five generations, but for others he is having to go back nine or ten generations.

The Board is committed to finding a solution that works for everyone and will continue to explore options to improve the foreign registry program.

BALLOT

During the spring meeting, the Board traditionally approves the ballot; however, the Office Manager has been working on obtaining more cost-effective quotes for the production and mailing of the ballots. Given the circumstances, the Board has expressed interest in exploring the possibility of moving to online voting exclusively, and McCabe offered to take on the task of researching and drafting the necessary bylaw changes to present to the membership on the 2023 ballot. We believe that online voting could potentially offer a more efficient and convenient process for our members, and we are excited to explore this option further.

The Board will vote to approve the ballot during their April 20, 2023, meeting.

Business Plan

Gann requested that the Executive Secretary compile a comprehensive report detailing all the financial decisions made by the Board during this meeting. The purpose of this document is to provide transparency to the membership and illustrate the proactive measures the Board is taking to ensure ASCA's continued financial stability.

Pedigree Research Fee

The current fees for pedigree research requests for other (foreign) registry registration are \$25 for full members and \$50 for service members. Due to the amount of work that the Office Manager must do to conduct this research the Board finds it necessary to increase the fees.

BD.23.41 Increase Pedigree Research Fee

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Wesen to increase the pedigree research fee for other (foreign) registry registration from \$25 for full members and \$50 for service members to \$100 for full members and \$150 for service members. Seconded by Gerken.

Comments/Rationale: The Office Manager devotes considerable time and effort to provide this service, and it is imperative that the fees charged for it accurately reflect the amount of labor involved.

Affected: Applicants for the other (foreign) registry, the ASCA Business Office.

Effective Date: Immediately upon Board approval.

Corporate Sponsorships

Corporate sponsorships for non-profit organizations are a way for companies to provide financial support to an organization like ASCA while also promoting their brand or product. These sponsorships can help fund our programs, events, or initiatives.

The sponsorship may take the form of a cash donation or in-kind donation, such as goods or services provided by the company. In exchange for the sponsorship, the company may receive recognition and branding opportunities, such as logo placement on our website, social media, or promotional materials, especially at our National Specialties.

ASCA's CPA has said that we may seek out corporate sponsorships and ASCA's Fundraising Coordinator, Cynthia Downing, has been diligently working on a plan. We understand that corporate sponsorships are an important way to increase our financial stability and support our mission. We are excited to provide more information about this endeavor as soon as possible.

The meeting was postponed from 5:00 pm until 8:06 am on Friday, March 31, 2023.

Lifetime Achievement Award

Liaison McCabe shared the History Committee's recommendation for the ASCA Lifetime Achievement Award for 2023. Marie Murphy was nominated by Heather Oslie, Melissa Borde, and Kathy Sianko due to her remarkable contributions to ASCA, particularly in the ASCA junior program. Her dedication to the organization is truly commendable and deserving of recognition.

HS.23.03 2023 ASCA Lifetime Achievement Award

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Liaison McCabe to accept the following recommendation from the History Committee.

Committee Recommendation: Motion by Claire Thomas to award the 2023 Lifetime Achievement Award to Marie Murphy. Seconded by Jean Roberts.

Results of the Committee Vote: Approve: 4. Disapprove: None. Abstain: None. Non-voting: 2.

Comments/Rationale: Marie is a judge, breeder, affiliate founder, stock provider and other things but what we think of first about Marie is the juniors she mentored. The juniors Marie mentored were polite, professional juniors. While competitive they were also supportive of each other and other juniors. At Nationals they would try for MVJ and encourage the other juniors also competing for MVJ. Marie did the same in her area, mentoring her juniors entered in all venues. Her influence in her area is immeasurable. See also the nomination form and letters from Heather Oslie, Melissa Borde, and Kathy Sianko.

Affected: Marie Murphy, the ASCA History Committee, the ASCA Business Office.

Effective Date: Immediately upon Board approval.

2024 Nationals MVA Evaluator

The Board must approve the evaluator for the 2024 Nationals Most Versatile Aussie/Junior competition.

BD.23.42 2024 Nationals MVA/MVJ Evaluator

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Liaison Larson to approve Senior Breeder Judge Kristina Churchill to conduct the evaluations for the 2024 Nationals MVA/MVJ competition.

Comments/Rationale: Last month the Board mistakenly approved Renee Watson as the evaluator, but she is the program's chair on the Nationals Committee.

Affected: Ms. Churchill, the 2024 ASCA Nationals Committee, the 2024 Nationals MVA/MVJ competitors.

Effective Date: Immediately upon Board approval.

2024 Nationals Committee

The Board must vote on an application from Kathy Peycke to serve as the Merchandise Co-Chair for the 2024 National Specialty.

BD.23.43 2024 Nationals Merchandise Co-Chair

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Liaison Larson to approve Kathy Peycke as the 2024 Nationals Merchandise Co-Chair.

Comments/Rationale: This position may be chaired by two people. Ms. Peycke will serve with Liz Gibson.

Affected: Ms. Peycke, Ms. Gibson, the 2024 ASCA Nationals Committee.

Effective Date: Immediately upon Board approval.

National Specialty Sites

The Board reviewed the Nationals Advisory Committee's comparison of proposed National Specialty sites. The Kern County Fairgrounds in Bakersfield, California, Island Grove in Greeley, Colorado, Fonner Park in Grand Island, Nebraska, and Brazos County Expo in Bryan, Texas were all considered. In addition, two sites in New York are being investigated by Wesen.

It was suggested that Grand Island be considered for the 2024 and 2026 Nationals instead of 2024 and 2025 as previously planned. Creelman will reach out to Grand Island to discuss this option. If Grand Island agrees to this change, the Board will select one of the other proposed sites for the 2025 Nationals. If they cannot accommodate this change, one of the other proposed sites will be selected for the 2026 Nationals.

BD.23.44 Return to Nationals Site Rotation

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Sims that ASCA return to a rotation policy for the National Specialty. After Director Creelman consults with Grand Island in Nebraska and Director Wesen gets more information on the sites in New York she is investigating, the Board will determine what the rotation will be.

Comments/Rationale: The Board would like to assure the membership that the plan is to rotate between sites around the country for the National Specialty.

Affected: ASCA, the membership, the Nationals Advisory Committee.

Effective Date: Immediately upon Board approval.

Extended Contract for Nationals Entry Application

The Board is exploring the potential of a long-term contract with Lionel Remillard for the use of his National Specialty entry application. Plans for further discussions will be determined once the Board has had an opportunity to speak with Mr. Remillard regarding this matter.

Business Office Staffing

This discussion was held in Executive Session. The Board reviewed the current pay rates of ASCA's Business Office staff and assessed the feasibility of hiring an additional employee. Alongside this, they proactively sought ways to elevate the workplace experience for our existing staff. The Board prioritized the goal of enhancing morale while also streamlining cost-effectiveness by exploring alternate work schedule options. These included the choice of a 4-day workweek with 10-hour workdays or a modified 5-day week with 9-hour workdays and a half-day on Fridays.

The Office Manager joined the Board briefly to discuss the proposed alternative work hours, acknowledging that he will need to discuss the proposal with the staff to see if they are interested.

Discussions with ASCA's Counsel

ASCA's Legal Counsel, David Schleicher, joined the Board from 10:15 am to 1:00 pm to talk about pending legal issues and any other items needing the advice of counsel. These discussions were held in Executive Session.

The ASCA Counsel Committee members, including Rick Gann (who serves as the committee's chair), Jan Wesen, and Ann McCabe, have agreed to continue their service. Gina Larson has been named an alternate member of the committee. We are grateful for their continued commitment to the organization and their efforts in ensuring that ASCA operates in compliance with all applicable legal requirements.

Employee Handbook

Busquets presented an employee handbook that she has been working on, with the help of ASCA's legal counsel. Busquets will present the final draft of the employee handbook to the Board for review via email, followed by a vote during the Board's April 20, 2023, meeting.

ASCA's Insurance Policy

Gann presented a detailed comparison of insurance plans that he had researched for the Board's review. As our policy is set to renew on June 1, 2023, the Board carefully discussed the specific coverage of each plan and determined whether the various items were necessary for ASCA's needs. Additionally, they discussed the event policy coverage and its implications for affiliate clubs. Currently, we provide coverage for Canadian affiliates, although it is not legally required.

Moving forward, Gann will continue his research and find out how much it would cost to include Physical Abuse & Molestation Coverage. Wesen will also confirm that the Office Manager has paid the renewal for the worker's compensation insurance. The Board is committed to ensuring that ASCA has the appropriate insurance coverage to protect our organization and its members.

ASCA Recognizing Titles from Other Organizations

The Board discussed the topic of recognizing titles/certifications from other organizations. This discussion was sparked by a member request for ASCA to recognize titles/certifications from the American Temperament Test Society.

One idea that was presented was to charge a fee for adding recognized titles, but the Board was unsure how the computer system would handle manual entries, as titles are typically generated automatically. McCabe had been working on a form that would allow members to submit a list of acceptable titles for recognition by ASCA.

The Board also discussed the possibility of listing only the organizations whose titles/certifications ASCA would recognize and requiring members to provide the title certificate as proof. However, there were concerns about creating more work for the Business Office at a time when efforts were being made to streamline their workload.

Gann mentioned that Carol Ann Hartnagle had offered to help with organizing and tracking recognized titles for ASCA. The Board also discussed the potential for ASCA to gain income by recognizing titles/certifications for popular activities such as Barn Hunt, where the Australian Shepherd is currently the number one breed.

The Board agreed to conduct further research into this idea before making any decisions.

The Board took a break for lunch from 12:07 pm to 1:00 pm.

PayPal

The Board encountered a significant obstacle in our efforts to establish a PayPal account for ASCA. PayPal requires a social security number of an owner of the organization, which is not possible for us to provide since we are a non-profit entity.

We understand the importance of providing our members with convenient payment options and we have explored multiple avenues to address this issue, including contacting PayPal customer support to discuss possible alternatives. Unfortunately, at this time, we have been unable to reach a satisfactory resolution.

We apologize for any inconvenience this may cause and want to assure our members that we will continue to explore alternative options to provide the best possible payment options for our events and services.

Online Aussie Times

The Board discussed the financial benefits of providing the Aussie Times exclusively online. Gann proposed this move as a way to pay off the loan ASCA had just secured. Byrne presented income figures from the past two years, which indicated that the Aussie Times brought in significant revenue. Gerken asked if subscription income was separate from membership dues, and it was clarified that \$35 of the \$50 dues paid by members went toward their Aussie Times subscription.

The Board debated whether to continue providing the Aussie Times in print or move it exclusively online. While some Board members were in favor of moving it online, McCabe and Larson opposed the idea. McCabe suggested reducing the number of issues from six to four. Some Board members supported revisiting the decision in six months and separating the membership dues and Aussie Times subscription fee.

After thorough discussion, the Board agreed to run the Aussie Times online for a year, to be reviewed at the 2024 spring meeting. They also agreed to revisit the issue every year instead of every two years, as initially proposed by Gann. The Board hoped that the membership would understand and support this transition. Gann emphasized the importance of keeping ASCA financially solvent and urged the Board to make this business decision, which they believed was necessary for the organization.

BD.23.45 Online Aussie Times

Motion carried (7-2) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Sims, Wesen. Disapproved: Larson, McCabe. Abstained: None. Non-voting: None.

Motioned by Byrne to suspend the hard copy publication of the Aussie Times magazine for a period of one year. This decision is to be revisited once a year during the Board's spring meeting, starting in 2024. At that time, the Board will either continue with the suspension or reinstate the hard copy publication. Seconded by Creelman.

Comments/Rationale: The Board finds it necessary to temporarily run the Aussie Times exclusively online for the financial health of the organization.

Affected: ASCA members, the ASCA Business Office, the Aussie Times Editor.

Effective Date: May 15, 2023, which is the publication deadline for the July/August issue of the Aussie Times.

The Board also raised the issue of how this change would affect subscribers who have already paid for first-class mailing of the Aussie Times. It was agreed that such subscribers should contact the ASCA Business Office to receive credit that can be used toward future services. Alternatively, the amount paid could be transferred to the ASCA Foundation as a donation. It was further decided that new members who pay online would be refunded the cost of mailing.

Draw for 2024 Pre/Post-Nationals Event Dates

Each year prior to the National Specialty, Affiliates that are interested in hosting a pre-show/trial or post-show/trial at the Nationals submit their application to the Nationals Advisory Committee by the announced deadline (this year it was March 15, 2023). All Affiliates' names are put into a lottery draw for their desired event. The purpose of the lottery draw is to provide an opportunity to all Affiliates who wish to take part in the National Specialty by hosting a pre/post-show/trial. After the Nationals schedule and the pre/post-show/trial contracts have been approved, the Affiliates will be asked, in the order drawn, to select the pre/post-show/trial they wish to host. For example, number one will choose the date they want, followed by two, etc., until all pre/post-shows/trials have been spoken for.

Conformation Draw Order:

1. Upper Midwest ASC
2. Hill Country ASC
3. Northwest ASC

Obedience/Rally Draw Order:

1. Cascade ASC
2. ASC of Michigan

Agility Draw Order:

1. Working ASC Austria

Stockdog Draw Order:

1. ASC of Arizona

We are still seeking hosts for pre/post-shows/trials at the 2024 Nationals. If your club is interested in being a host, please don't hesitate to reach out to the Nationals Advisory Committee or the 2024 Nationals Chair, Denise Creelman. Your participation in making the 2024 Nationals a success is greatly appreciated!

Proposals from Fundraising Coordinator

The Board reviewed two proposals from ASCA's Fundraising Coordinator, Cynthia Downing, regarding corporate sponsorships and the creation of a for-profit corporation of ASCA to sell merchandise.

CORPORATE SPONSORSHIPS

The viability of this program depends on whether ASCA's 501(c)(7) nonprofit status would allow for "qualified sponsorships" to not constitute income, which would not be subject to the rule that limits income from non-membership activities to less than 35%. ASCA's CPA will need to provide guidance before proceeding.

Assuming that "qualified sponsorships" are not considered income that could exceed the 35% rule, Ms. Downing proposed a program for "official ASCA sponsors" where companies could be the "official sponsor" in each category, such as one dog joint supplement sponsor, one pet insurance sponsor, and one dog food sponsor. These sponsors would receive benefits including a full-page ad in the Aussie Times for six issues, a full-page ad in Nationals catalog, promotional emails to the AussENews list, and more. The costs for

sponsorship would be determined by company size. These potential "official sponsors" are just the tip of the iceberg. With clearance from ASCA's CPA, there are many possibilities to pursue.

Ms. Downing proposed focusing on YuMove for the stockdog program, where Board members or Stockdog Committee members who trial dogs on stock could wear YuMove clothing and YuMove banners could be hung in the arenas. Press releases and publicity could focus on YuMove's benefit to working dogs.

Several ASCA members expressed interest in joining the ASCA "fundraising committee" and Ms. Downing would like to work with these members to pursue sponsors as quickly as possible, starting with YuMove since they are making a huge push to introduce their products in the US. The committee would also tap into the many connections that ASCA has. Sponsorships would just be the beginning of ASCA's fundraising opportunities.

BD.23.46 Corporate Sponsorships Proposal

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Creelman to allow Cynthia Downing to move forward with her proposal for corporate sponsorships. Seconded by Gerken.

Comments/Rationale: The Board recognizes the potential benefits of a corporate sponsorship program for ASCA, including the ability to generate significant income and provide additional exposure for the organization. The proposal presented by Ms. Downing outlines a clear plan for soliciting official sponsors and offers a variety of benefits to incentivize companies to participate. Given these factors, the Board believes it is prudent to allow Ms. Downing to move forward with her proposal, pending guidance from ASCA's CPA regarding any limitations that may apply to ASCA's nonprofit status.

Affected: Ms. Downing, the ASCA organization and membership.

Effective Date: Immediately upon Board approval.

FOR-PROFIT CORPORATION

As a 501(c)(7) nonprofit organization, ASCA might be able to form a for-profit corporation to generate income. The proposal suggested that the for-profit and nonprofit organizations would need to operate separately, and ASCA would own at least 51% of the for-profit and could thereby control who's elected to the for-profit Board. The for-profit organization would pay taxes on profits at the current low corporate tax rate of 15%, and there are many ways the for-profit organization can "spend down" profits to minimize the tax burden.

Initially, the for-profit corporation would make money selling merchandise. The business could be operated by volunteer ASCA members, and merchandise would be "drop shipped" so there would be no need for ASCA to maintain inventories or deal with shipping. As the for-profit business grows, it might need to hire full-time employees to manage activities. However, that would occur only if profits and business activity warranted employees.

The proposal suggested that ASCA could do many things with a for-profit beyond just selling merchandise. This proposal would require guidance from ASCA's CPA and attorney to ensure the for-profit is set up correctly and that proceeds from the for-profit are properly distributed to ASCA without jeopardizing ASCA's nonprofit status.

BD.23.47 For-Profit Corporation Proposal

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Larson to allow Cynthia Downing to move forward with her proposal to investigate creating a for-profit corporation of ASCA. Seconded by Gerken.

Comments/Rationale: The Board recognizes the potential benefits of creating a for-profit corporation for ASCA to generate additional income. They felt that this could provide an opportunity for ASCA to raise funds in a new

and innovative way while maintaining its nonprofit status. They believe it is a good idea for Ms. Downing to investigate this option further, with guidance from ASCA's CPA and attorney to ensure that the for-profit is established correctly and that proceeds are distributed properly to ASCA without compromising its nonprofit status.

Affected: Ms. Downing, the ASCA organization and membership.

Effective Date: Immediately upon Board approval.

The Board expressed their deep gratitude to Ms. Downing for her invaluable contributions in spearheading ASCA's fundraising initiatives and taking bold strides towards securing the organization's future.

Proposed Bylaws Change

McCabe proposed a motion to the Board regarding the option of sending ballots to members electronically. This new method would not prevent members from requesting a paper ballot to be mailed to them by the election company. By considering this motion, the Board could offer more flexibility to its members and improve the efficiency of the election process. It currently costs between \$3,500 and \$4,500 for postage depending on how many ballots are going out of the US and what the postage is at the time of mailing.

BD.23.48 Proposed Bylaw Change to Allow for Ballots to be Sent Electronically

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by McCabe to update section 7.06 Election to Office in the bylaws and for this change to be placed on the 2023 ballot. Seconded by Larson.

Current Wording:

Section 7.06 Election to Office

The Board of Directors will be elected by vote of the membership taken by mail. A ballot shall be mailed to each member at least thirty (30) days prior to close of voting. Each member shall be entitled to cast one vote for each Director being elected. The candidates receiving the highest number of votes, up to the number of Directors being elected, shall be elected Directors. In case of a tie vote for one or more positions of Director, a run-off election between or among the candidates receiving the same number of votes shall be held. Cumulative voting for Directors is not allowed.

Proposed Wording:

Section 7.06 Election to Office

The Board of Directors will be elected by vote of the membership by mail in ballot or electronic transmission ~~taken by mail~~. A ballot shall be sent ~~mailed~~ to each member at least thirty (30) days prior to the close of voting. Members may request a paper ballot. Each member shall be entitled to cast one vote for each Director being elected. The candidates receiving the highest number of votes, up to the number of Directors being elected, shall be elected Directors. In case of a tie vote for one or more positions of Director, a run-off election between or among the candidates receiving the same number of votes shall be held. Cumulative voting for Directors is not allowed.

Comments/Rationale: An electronic ballot is more efficient and most business is conducted over email.

Affected: The membership will get to vote by email if they choose to. The election secretary will be able to hold an electronic election. ASCA will save money by not having to mail ballots to all members.

Effective Date: Immediately upon Board approval.

Accounting Assistance

The Board considered an offer from Cassie Parker to assist ASCA's bookkeeper with some of the day-to-day activities and advise on proper accounting practices. Ms. Parker has worked in the nonprofit sector since 2009 and as a nonprofit accountant since 2013. She provided details of her previous employment, including a struggling nonprofit organization that she helped turn around and a nonprofit organization where she managed 15 million dollars in revenue. During her tenure with both organizations, she ensured compliance with GAAP rules and passed annual independent audits.

Gann spoke with ASCA's bookkeeper about this, and Ms. Jackson welcomed the help.

Committee Renewals and Appointments

Each year during the spring meeting, the Board appoints volunteers with full ASCA memberships to committees for a period of two years. For the Stockdog Committee, judges renew in odd-numbered years and contestants renew in even-numbered years.

If existing committee members apply to remain on the committee after their term of service has expired, they may be reappointed by the Board.

AGILITY COMMITTEE

New appointments: Julie Fillinger to region 5 and Bambi Ellis to region 2.

Renewals: Sandra Katzen, Diana Curl, Nicole Watts, Claudia Yearsley, Heather Tyler, and Donalee McElrath.

Leaving the committee: Sherry Butler and Andrea Hoffman. Thank you to Ms. Butler and Ms. Hoffmann for their years of dedicated service to the committee.

CONFORMATION COMMITTEE

New appointment: Kristina Churchill to region 4.

Renewals: Gail Karamalegos, David Clayton, and Mary Hellmeister.

Leaving the committee: Myrjam Langen. Thank you to Ms. Langen for her involvement in the committee.

DOCK JUMPING COMMITTEE

Appointment: Shaina Duncan to region 4.

Renewals: Heidi Mobley, Pam Smith, and Renee St. Jacques.

Leaving the committee: Alexi Staples, Warene Waters, and Jen Bunker. Thank you to Ms. Staples, Ms. Waters, and Ms. Bunker for their service and passion for the program.

HALL OF FAME COMMITTEE

Renewals: Melissa Borde and Ann DeChant.

Leaving the committee: Laura Gibson. Thank you to Ms. Gibson for her time on the committee.

Lori Fausett indicated that she intends to apply for renewal but did not send in her application in time for consideration at this meeting. She will be voted on during the Board's April 20, 2023, meeting.

HISTORY COMMITTEE

Renewals: Cindy King, Dorien Vogelaar, and Robbi Norman.

JUNIOR COMMITTEE

Two applicants applied to join the committee, but they were not selected for appointment at this time.

Leaving the committee: Debra St. Jacques, Shelby Shank, and Bryn Elliott. Thank you for Ms. St. Jacques, Ms. Shank, and Ms. Elliott for their hard work on the committee and commitment to the junior program.

Bayley Williams indicated that she intends to apply for renewal but did not send in her application in time for consideration at this meeting. She will be voted on during the Board's April 20, 2023, meeting.

LEGISLATIVE COMMITTEE

Renewals: Darcy Gardiner, Jay Kiper, and Susan Beals.

MVA COMMITTEE

Renewals: Nita Gandara and Sandra Hawkins.

Leaving the committee: Andrea Hoffmann. Thank you to Ms. Hoffman for her service.

Renee Watson indicated that she intends to apply for renewal but did not send in her application in time for consideration at this meeting. She will be voted on during the Board's April 20, 2023, meeting.

OBEDIENCE COMMITTEE

New appointment: Juliet Gentile to region 4.

Renewals: Hilary Hines, Laurie Rubin, Nita Gandara, and Beth MacLehose.

Leaving the committee: Joyce Charron. Thank you to Ms. Charron for all her contributions and dedication to the obedience program.

RALLY COMMITTEE

New appointments: Lori Anglemyer to region 4 and Sandra Walroth to region 5.

Renewals: Sue Graham, Diana Curl, Etta Wertz, Cynthia Hokes, Corinne Shanks, Leah Swatko, Kathryn Meyer, and Günter Geisel.

SCENT DETECTION COMMITTEE

New appointments: Lynn Hamon to region 3, Jackilyn Williams to region 1, Lynda Peppel to region 2, and Diane Keedy to region 5.

Renewals: Pam Miller.

Leaving the committee: Warene Waters. Thank you to Ms. Waters for her help with this developing program.

STOCKDOG COMMITTEE

New appointment: Kristie Franks to region 5.

Renewals: Sue Kelly, Devona Pierce, and Tanya Wheeler.

TRACKING COMMITTEE

Renewals: Lisa Klein, Sandra Hawkins, Laurie Shuren, and Marja Teegelbeckers.

INFORMATION TECHNOLOGY COMMITTEE

New appointments: Cathy Kenny and Kevin Miodonski.

The meeting was postponed from 4:26 pm until 4:39 pm to hold the meeting of the ASCA Foundation.

Meeting of the ASCA Foundation Board of Directors

The ASCA Foundation is organized exclusively for charitable, educational, and scientific purposes, and for the purposes of prevention of cruelty to animals. Such purposes include the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Foundation's purposes include but are not limited to granting educational scholarships and promoting the health and welfare of the Australian Shepherd dog.

Funding is tax-deductible and may be restricted to specific uses. The Foundation is under obligation to distribute these funds. Contributions of \$250 or more require a written substantiation of the gift to be given to the contributor.

Funds are to be distributed on a true charitable basis in furtherance of the Club's goals as outlined in the Club's mission statement. The Foundation is not limited to distributing funds to a 501(c)(3) organization; it only needs to distribute the funds in furtherance of its charitable purposes as set forth in the Application for Exemption.

The ASCA Foundation is governed by the ASCA Board of Directors, who in turn are appointed to the Foundation Board. Funds in the ASCA Foundation, whether special earmarks or not, are available by application in the form of a grant. Applications are available from the Business Office and on the ASCA Website.

ASCA FOUNDATION TREASURER'S REPORT

Treasurer Wesen updated the Board regarding the financials of the ASCA Foundation. The ending balance as of 3/31/2023 was \$39,731.22. Members can find the report and analysis in the member-only section of ASCA's website.

FD.23.01 ASCA Foundation Treasurer's Report

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Byrne to approve the Treasurer's report for the ASCA Foundation as presented. Seconded by Sims.

ASCA FOUNDATION CONFLICT OF INTEREST

Each year during the spring meeting, the members of the Board agree to comply with the ASCA Foundation Conflict of Interest Policy. The purpose of the Conflict of Interest Policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

The ASCA Foundation meeting was adjourned at 4:39 pm.

Employee Evaluations

Each year during the spring meeting, the Board considers performance reports and recommendations for raises from employee liaisons. Annual raises are based on the cost-of-living increase for the year. Merit raises are based on performance review and/or increases in job responsibilities.

At this point in the meeting the Executive Secretary left, and Secretary McCabe began taking minutes. This discussion was held in Executive Session and the salary details are considered confidential.

BD.23.54 Change to Policy Book – Christmas Bonuses

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motioned by Byrne to change the following in the Policy Book. Seconded by Wesen.

Current Wording:

13.1 Bonuses

The following will be the Christmas bonuses given to the staff and part-time ASCA employees each year:

1. Executive Secretary and Office Manager - \$750
2. Full-time Office employees who have been employed for more than five years - \$500
3. Full-time Office employees who have been employed from one to five years - \$250
4. Part-time Office employees - \$100

Proposed Wording:

13.1 Bonuses

The following will be the Christmas bonuses given to the staff and part-time ASCA employees each year:

1. Executive Secretary, **and** Office Manager, **and Assistant Office Manager** - \$750
2. Full-time Office employees who have been employed for more than five years - \$500
3. Full-time Office employees who have been employed from one to five years - \$250
4. Part-time Office employees - \$100

Comments/Rationale: When this policy was made there was no Assistant Office Manager. Specifies the bonus for the Assistant Office Manager.

Effective Date: Immediately upon Board approval.

The meeting was adjourned at 6:10 pm.

ASCA Board Meeting Minutes

The meeting was held via GoToMeeting on April 20, 2023.

In attendance: President Rick Gann, 1st Vice President Susan Byrne, 2nd Vice President Liz Busquets, Secretary Ann McCabe, Treasurer Jan Wesen, Director Denise Creelman, Director Carol Gerken, Director Dawna Sims, and Executive Secretary Kalla Jaco.

Absent: Director Gina Larson.

Open Session topics were recorded and may be listened to on ASCA's [YouTube channel](#).

President Gann called the meeting to order at 6:38 pm.

Confidentiality

This discussion was held in Executive Session from 6:38 pm to 6:50 pm. The Board deliberated on a potential breach of confidentiality.

Remaining Committee Renewals

This discussion was held in Executive Session from 6:50 pm to 6:53 pm. Committee Liaisons presented several renewal applications that were submitted following the Board's spring meeting at the start of this month.

Lori Fausett was renewed to the Hall of Fame Committee.

Bayley Williams was renewed to the Junior Committee.

Renee Watson was renewed to the MVA Committee.

Past Due Invoices

This discussion was held in Executive Session from 6:53 pm to 7:27 pm. The Board discussed the issue of unpaid invoices at the Business Office and the lack of communication from the Office Manager. Board members proposed implementing a better recording system and having the Treasurer confirm that bills are paid by their due dates.

Moved to Open Session at 7:27 pm. President Gann welcomed the members listening, introduced those present, and explained the Board's meeting process.

March 2023 Treasurer's Report

The financial reports for the period ending March 31, 2023, were presented by Treasurer Wesen and she updated the Board regarding ASCA's current fiscal condition and projections for the future. Members can find the Treasurer's report and analysis in the member-only section of ASCA's website.

Foundation Account Reconciliation – Wesen presented the first-quarter reconciliation for the Foundation Account with a current balance of \$40,234.22. Board members were directed to focus on the boxed areas, which represent funds in the required areas of the Foundation.

March 2023 Financial Reports – The beginning balance was \$84,218.66, and the ending balance was \$53,271.93. Comparisons between March 2022 and March 2023 showed slightly lower income and expenses, but program income remained steady and was slightly higher. Anticipated reductions in postage expenses have not yet materialized but are expected to be reflected in future reports as more clubs transition to paperless processes.

Credit Card Statement – The statement has been reconciled with invoices, including numerous computer-related monthly fees.

Accounts Payable List – The list was provided to give the Board an idea of current outstanding bills, with some having already cleared. Efforts are being made to ensure unpaid bills are addressed promptly.

March Finals Fees and Account Adjustments – \$7,996 has been transferred to the dedicated savings account for Finals funds. The Office Manager was instructed to close the 2022 Nationals checking account and transfer the funds to the Finals funds savings account. The process is underway, and a new account for 2024 Nationals will be opened.

Gann inquired about a \$1,499 charge to Microsoft on the credit card statement and asked whether it was a one-time payment or a monthly charge. Wesen was unsure but promised to investigate. Byrne speculated that it could be for a computer purchase, but the amount seemed high for a monthly fee. McCabe clarified that the charge was for Microsoft Azure, specifically Twilio SendGrid for Azure. Following the meeting, the Chair of the IT Committee confirmed that the \$1,499 charge was for Azure and was necessary.

BD.23.55 March 2023 Treasurer's Report

Motion carried (7-0-1) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims. Disapproved: None. Abstained: Wesen. Absent: Larson.

Motioned by Sims to approve the Treasurer's Report for March 2023 as presented. Seconded by Busquets.

Removing Credit Card Information from Forms

The Board has discussed removing credit card information from ASCA's forms in favor of the pay by invoice system on the ASCA website. Wesen mentioned that currently, the Business Office and IT Committee have identified the sanctioning form as the only document that can be modified without creating extra work for the office. Information will be provided on how users can complete the process online and make payments securely.

BD.23.56 Remove Credit Card Information from Sanctioning Forms

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Absent: Larson.

Motioned by Wesen to remove the space for credit card information from the bottom of the sanctioning forms for all programs. Seconded by Gerken.

Effective Date: Immediately upon Board approval.

National Specialty Sites

The Board continued their discussion of suitable sites to host ASCA's National Specialties. Busquets reported that the Nationals Advisory Committee (NAC) is still evaluating potential sites, including one in New York. A site in Winnemucca, Nevada, was considered, but the rumored free offer may be inaccurate, and the nearest airport is too far away.

Creelman spoke with a site representative from Fonner Park in Grand Island, Nebraska, who agreed to write new contracts for 2024 and 2027 with the same rates as detailed in the already signed contract for 2024 and 2025. Grand Island's tourism board is supportive of the request to split the years at the same price. This would allow for alternate locations in 2025 and 2026, such as Bakersfield, California, and Greeley, Colorado, which are proven, low-cost options with consistently high entries. Creelman also confirmed a guaranteed contract with Bakersfield at the same rate as 2019, except for increased labor costs.

The NAC recommends that the Board approves a rotation of Bakersfield in 2025, Greeley in 2026, and Grand Island in 2027. Busquets expressed personal agreement with the plan.

Wesen shared additional information about the Winnemucca site, including potential free usage, available accommodations, and shuttle services from the nearest airport.

It was Busquets' understanding that the NAC's recommendation was based on the need to move forward with Greeley, but the Board could wait for more information on Winnemucca. Gann mentioned that Greeley has been waiting for a decision from the Board and that the NAC wants to secure sites as soon as possible.

Sims inquired about potential grant money for Bakersfield and Winnemucca, with Creelman mentioning commerce center-based grants and Wesen discussing casino sponsorships, respectively.

Gerken expressed a desire for more information before voting, and Wesen mentioned researching east coast sites before a rotation is decided. Sims asked if the decision could be postponed, but it was indicated that Greeley requires an immediate decision. Byrne suggested considering Winnemucca for a future site without rushing into a decision at the expense of proven locations.

BD.23.57 National Specialty Sites 2025-2027

Motion carried (6-2) - Approved: Busquets, Byrne, Creelman, Gann, McCabe, Sims. Disapproved: Gerken, Wesen. Abstained: None. Absent: Larson.

Motioned by Busquets to approve the recommendation of the Nationals Advisory Committee for the following rotation of Nationals sites: Bakersfield, California in 2025; Greeley, Colorado in 2026; and Grand Island, Nebraska in 2027. Seconded by Creelman.

Here are the upcoming locations for the Nationals:

2023 – Bryan, Texas

2024 – Grand Island, Nebraska

2025 – Bakersfield, California

2026 – Greeley, Colorado

2027 – Grand Island, Nebraska

Effective Date: Immediately upon Board approval.

System Liaison's Report

System Liaison Wesen provided the Board with an update on the current progress of the computer system upgrade and overarching technology initiatives. The IT Committee continues to examine the code and will investigate the Azure expenses. They are also assessing other areas with monthly fees to identify potential cost savings. To bolster their efforts, the committee has enlisted the support of Frank Butera. The team aims to streamline payment processes within the Business Office and will meet with Inventive to facilitate the transfer of all relevant documentation. Additionally, the current team is collaborating with the previous team to gain a comprehensive understanding of the project. The Executive Secretary will transfer all documentation from Inventive to ASCA's Google Drive.

Employee Handbook

Busquets presented the final version of the updated ASCA Employee Handbook to the Board for approval. The revisions were made with the assistance of ASCA's legal counsel.

BD.23.58 Revised Employee Handbook

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Absent: Larson.

Motioned by Busquets to approve the revised Employee Handbook. Seconded by Sims.

Effective Date: Immediately upon Board approval.

2023 Ballot

The Board reviewed the contents of the 2023 ballot provided by the Office Manager. This ballot will be sent to ASCA members in May (foreign members – May 1, U.S. members – May 15). It includes the election for the ASCA Board of Directors and two proposed changes to ASCA's bylaws.

BD.23.59 2023 Ballot

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Absent: Larson.

Motioned by Creelman to approve the ballot for 2023 as presented. Seconded by McCabe.

Effective Date: Immediately upon Board approval.

Effective Date of Obedience Committee Recommendation

Liaison Busquets requested the Board's input on whether a motion from the Obedience Committee should be classified as an administrative change. The motion, approved by the committee some time ago, was initially put on hold due to perceived programming requirements. However, it has since been determined that programming is not necessary, leading the committee to seek approval for the changes to take effect on June 1, 2023. According to ASCA's policies, program changes for June 2023 should have been approved by February 2023, which has already passed. If the Board deems these changes as administrative, they can be implemented immediately.

After deliberating on the motion's content, the Board reached a consensus that the changes were not administrative. Busquets moved to approve the recommendation with an effective date of June 1, 2023, but the motion was not approved. The Board members agreed that the motion should be resent via email in May, with a proposed effective date of June 1, 2024.

March 2023 Email Business

Due to the requirements of Washington State Law, all legal business of ASCA must be conducted via face-to-face meetings or telephone conference call meetings. To meet this requirement and continue to conduct business via email, each face-to-face meeting or conference call meeting includes a motion to ratify all business conducted via email since the last face-to-face meeting or conference call meeting.

BD.23.60 March 2023 Email Business

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Absent: Larson.

Motioned by Byrne to ratify all business conducted over email in March 2023. Seconded by Creelman.

President Gann thanked all the Directors for their work this month and the members listening.

The meeting was adjourned at 8:27 pm.

ASCA Board Motions

Director Recommendations

BD.23.35 Allow Use of Kennel Name "Northern Lights" by Tara Barksdale

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Comment from Director Byrne: We have other Kennels that are closer in similarity.

Motion by McCabe to approve the use of the kennel name "Northern Lights" by Tara Barksdale. Second by Busquets.

Comments/Rationale: The only other similar kennel name has never been used to register a litter and the name is different enough from the requested name.

Affected: Tara Barksdale will own the kennel name "Northern Lights", the ASCA Business Office will add the kennel name to the list of approved kennel names.

Effective Date: Immediately upon Board approval.

BD.23.36 Purchase Adobe Pro for Assistant Office Manager

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Comment from Director Byrne: Necessary for the documents we are requesting to be available online.

Motion by Gann for ASCA to purchase Adobe Pro for the Assistant Office Manager, to allow her to do her job more efficiently. Sarah is responsible for assisting in remaking all ASCA forms and Adobe Pro will make her life much easier. Second by Wesen.

Comments/Rationale: If we were to purchase one business license for Adobe Pro, the monthly rate would be \$23.99/month + tax. Billed upfront at the yearly rate would be \$287.88/year + tax. This would allow Ms. Jackson to always have the most updated version of Adobe Pro.

Ms. Jackson is the only office staff member who makes new forms, makes changes to original forms, and has the knowledge and understanding to use Adobe Pro to its fullest extent.

Affected: ASCA Office Staff, ASCA Members.

Effective Date: Immediately upon Board approval.

BD.23.37 Affiliate Contact Information on Website

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by Wesen to add contact information for affiliates to the front page of the ASCA website. Second by Gerken.

Current Wording: None.

Proposed Wording: New section in the Policy Book.

4.5 Affiliate Contact Information on Website

Application and renewals for Affiliates must give a website, contact name, phone, or email address for the front end of the website. By providing this information the contact agrees that they may be contacted for further information.

Comments/Rationale: This is to provide Affiliate contact information on the ASCA website for the public.

Affected: ASCA Affiliates, ASCA Business Office.

Effective Date: Immediately upon Board approval.

EM.23.09 Final Payment to Inventive

Motion carried (9-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, Larson, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Comment/Dissent from Director:

After continued negotiation with Inventive, motion by Gann to accept the attached agreement to pay Inventive a lump sum final payment for \$75,000.00. No other payments will be required to be paid by ASCA for services before April 13th, 2023. Second by Byrne.

Effective Date: Immediately upon Board approval.

EM.23.10 Storage for IT Project

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by Wesen that the ASCA Board of Directors approve funding to facilitate the transition of administrative passwords from Inventive, and also to migrate our project history and documentation to an Atlassian account that is under ASCA's control. This involves the acquisition of:

1. A "Starter"-level subscription to a TeamPassword account for \$15/month (a block of 5 users @ \$2.54/mo);

2. A "Standard"-level monthly subscription to Atlassian/Jira for three users, for \$25/month (3 users @ \$7.75/mo);
3. A "Standard"-level subscription to Atlassian/Confluence for three users, for \$20/month (3 users @ \$5.75/mo);

Total expenditure is approximately \$60/month. Second by Sims.

Comments/Rationale: This is an emergency motion to facilitate getting our project artifacts and administrative passwords out of Inventive's control ASAP. We need to prepare for the risk that they will become less cooperative in turning over our artifacts once they are paid. The applications listed above are exactly the ones that are currently in use by Inventive, so the data transfer should be accomplished with the least amount of complexity. If needed, the IT committee can explore options for other potential software solutions later on.

Affected: ASCA Business Office, ASCA IT Committee.

Effective Date: Immediately upon Board approval.

Affiliate Clubs

AF.23.04 New Affiliate Application from ASC of Quebec

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by Creelman to approve ASC of Quebec as a new ASCA Affiliate Club. Second by Wesen.

Comments/Rationale: They have met the requirements as confirmed by the Business Office.

Affected: ASC of Quebec, ASCA members that may attend their events, the Business Office.

Effective Date: Immediately upon Board approval.

AF.23.05 New Affiliate Application from Pomerado ASC

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by Wesen to approve Pomerado ASC as a new ASCA Affiliate Club. Second by Gerken.

Comments/Rationale: They have met the requirements as confirmed by the Business Office.

Affected: Pomerado ASC, ASCA members that may attend their events, the Business Office.

Effective Date: Immediately upon Board approval.

Committee Recommendations

HISTORY COMMITTEE

HS.23.01 Exemption from Regional Representation and Term Limits

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by Liaison McCabe to approve the following recommendation from the History Committee.

Committee Recommendation: History Committee Motion to exempt the Committee from regional representation and term limits.

Motion by Jean Roberts to exempt the History committee from regional representation and term limits. Second by Cindy King.

Results of Committee Vote: Approved: 4. Disapproved: None. Abstained: None. Non-Voting: 2.

Comments/Rationale: This committee is small and not involved in rulemaking or policies.

Affected: Current and future Committee members.

Effective Date: Immediately upon Board approval.

HS.23.02 Add Executive Secretary as Adjunct Member

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by Liaison McCabe to approve the following recommendation from the History Committee.

Committee Recommendation: History Committee Motion to Add Adjunct Member.

Motion by Jean Roberts to add the ASCA Executive Secretary as an adjunct member of the History Committee. Second by Cindy King.

Results of Committee Vote: Approved: 4. Disapproved: None. Abstained: None. Non-Voting: 2.

Comments/Rationale: The Executive Secretary has access to, and is the keeper of, all the historical documents of the organization.

Affected: The Executive Secretary. We have asked the Executive Secretary and she agrees to assist the committee.

Effective Date: Immediately upon Board approval.

JUNIOR COMMITTEE

JR.23.07 Jo Kimes Lifetime Membership Scholarship

Motion carried (8-0) - Approved: Busquets, Byrne, Creelman, Gann, Gerken, McCabe, Sims, Wesen. Disapproved: None. Abstained: None. Non-voting: None.

Motion by Liaison McCabe to approve the following recommendation from the Junior Committee.

Committee Recommendation: Motion by Andrea Bair to add the following scholarship to the ASCA Foundation Policy Book, and start this scholarship program for our juniors moving into adult memberships effective upon board approval. Second by Bayley Williams.

Results of Committee Vote: Approved: 12. Disapproved: None. Abstained: None. Non-Voting: 1.

Current Wording: None.

Proposed Wording: ASCA Foundation Policy Book

5 ESTABLISHED FUNDS

5.5 JO KIMES LIFETIME MEMBERSHIP SCHOLARSHIP

The Jo Kimes Lifetime Membership Scholarship awards 1 ASCA Lifetime Membership Scholarship(s) annually to recently aged out juniors.

Joyce Ann "Jo" Kimes (November 17, 1943 - November 26, 2022) was a devoted member of the Australian Shepherd Club of America and served as its Executive Secretary for 30 years from 1978 to her retirement in 2008. She was instrumental in shaping the club's history and saw many important moments during her tenure. Jo was a dedicated and passionate advocate for the breed and worked tirelessly to promote its well-being. Her love for Aussies started when she stumbled upon someone selling Australian Shepherd puppies at a rodeo, and she purchased her first Aussie named "Beggan". Jo's commitment to the club and its members was unwavering, and her happiest times were spent with her ASCA friends. She always supported the junior programs, her daughter was an ASCA Junior and she watched many other juniors grow through the ASCA programs. Her legacy will be remembered through the Jo Kimes Lifetime Membership Scholarship, given in honor of her contributions to the Australian Shepherd community.

5.5.1 BACKGROUND

The purpose of the Jo Kimes Lifetime Membership Scholarship is to support former juniors in their transition from the Junior Program to involvement with ASCA as an adult. The scholarship fund was created exclusively to award ASCA Lifetime Membership Scholarships to Juniors in their final six months of eligibility in the Junior Program until their 21st birthday.

5.5.2 FUNDING

The Jo Kimes Lifetime Membership Scholarship is funded through the ASCA Junior Fund. Ten percent of annual funds from the general ASCA Junior Fund are allocated for the Lifetime Membership Scholarship each year. Additionally, ASCA will accept individual donations on behalf of the Juniors Committee to the Lifetime Membership Scholarship by specifying the donation to be used only for the Jo Kimes Lifetime Membership Scholarship.

5.5.3 APPLICANTS

Individuals eligible to have the Jo Kimes Lifetime Membership Scholarship pay for their individual lifetime membership to ASCA must meet the following criteria:

1. At the time of application, individuals must be in their last year of Junior Membership eligibility. If an individual has already aged out of the Junior Program, the individual must apply before their 21st birthday;
2. Demonstrated accomplishments, awards, activities, and involvement with ASCA and the Australian Shepherd;
3. Demonstrated intent to continue involvement with ASCA after aging out of the Junior Program.

The application directions are available on the ASCA Website and must be provided to the Executive Secretary by August 31 to be considered for that year's award. The following must be included with the application:

1. ASCA resume detailing experience in the Junior Program and ASCA, date of birth, Junior membership number
2. ASCA Membership Application or Renewal Form
3. Personal essay of 250-750 words detailing experience with the Junior Program, future plans to continue involvement with ASCA, and how the Lifetime Membership would support those plans.

5.5.4 DISTRIBUTION

The ASCA Juniors Committee will award the Jo Kimes Lifetime Membership Scholarship annually to one (1) individual. The ASCA Juniors Committee reserves the right to award additional scholarships annually when funds permit. The funds for the Lifetime Membership will go directly to ASCA, not to the applicant.

5.5.5 SELECTION

The ASCA Juniors Committee will create a volunteer sub-committee annually of three Juniors Committee members, the ASCA Juniors Committee chair, and the ASCA Juniors Committee Board Liaison.

In no event shall any individual on the Committee participate in the decision-making process if an applicant is related to said individual. If any applicant is related to the Juniors Committee Board Liaison, said Director shall recuse themselves from any activities or decisions in connection therewith. In the event the Juniors Committee Board Liaison recuses themselves, a Director without a conflict may fill the empty spot on the sub-committee.

The Executive Secretary will collect applications year-round and forward them to the Juniors Committee Chair, the Jo Kimes Lifetime Membership sub-committee will make the official decision one month before the National Specialty. The recipient(s) will be announced at the National Specialty.

Comments/Rationale: The Junior Committee received a large amount of donations during 2021-2022 and while deciding how to spend those funds a committee member expressed the desire to make a membership scholarship for juniors aging out of the program who may fade away from ASCA during their early adult years (for various reasons) in an effort to retain them as adults. We were already working on this scholarship when we heard of Jo's passing and thought that it would be a nice tribute to her as she watched so many of us grow as juniors into adults and was always a supporter of the Junior programs.

Affected: ASCA Executive Secretary, ASCA Junior Committee, ASCA BOD, and ASCA Junior Handlers.

Effective Date: Immediately upon Board approval.

Attachment: Application for Jo Kimes Lifetime Membership Scholarship.pdf

Respectfully submitted by Kalla Jaco, Executive Secretary.