

American Border Collie Association, Inc.  
Annual Membership Meeting  
Klamath Falls, OR  
September 26, 2001

The Annual membership meeting of the American Border Collie Association, Inc. was held at the Running Y Ranch Resort in Klamath Falls, OR. Members and guests were present for the meeting following a social hour sponsored by the Resort.

At 8:00 p.m. Pacific Time, President Dave Arnold called the meeting to order. He stated that he would like to divert from the agenda and allow Dr. Greg Acland to speak so that the judges could hear his comments before they had to leave.

Dr. Acland came and gave a brief update on the progress of his research at Cornell University into the inherited eye diseases affecting Border Collies. This research is partially funded by the American Border Collie Association and he expressed his appreciation to the membership for the support of the Association. He stated that they were trying to find a marker for the gene that carried eye diseases and he hopes to have that identified within the next 12 months. Much work has gone into his research and will continue, but he hopes that this procedure will allow an identification of non-carriers of the disease so that breeding decisions can be soundly made prior to the mating. Sally Lacy asked what the cost estimate for the test might be and he was not sure but suspected that it would be about \$160.00. After Dr. Acland completed his presentation, Dave thanked him and continued with the business meeting. Sally Lacy stated that she also wanted to thank the rest of the Eye & Hip Committee that had worked all year and especially for the help that she received from those present during the eye clinics the last 2 days.

Dave stated that Patty Rogers was unable to attend the meeting, but was available on the speaker phone in the room for comments and questions. Dave presented the proof of mailing of the notice of the meeting that was received from Alexander, Van Loon, Sloan, Levens, and Favre, PLLC. They verified that 5074 eligible voter ballots had been mailed out on August 29 and 868 eligible votes were returned and recorded which constitutes a quorum of over 10% of the eligible voters.

Amanda Milliken asked how the eligible voters knew to vote and Dave explained that all eligible voters were mailed a ballot by the Accounting firm. Dave explained that eligible voters had to have paid their dues prior to January 1. Amanda asked how that was kept up with. Patty explained that it was recorded in the computer when their membership was paid.

Minutes of the 2000 Annual Meeting were handed out for review. Gary Westbrook made a motion to approve the minutes as presented. 2<sup>nd</sup> by Dan Gill. Sandy Milberg stated that she thought it had been agreed to post the minutes to the website prior to the meeting. Dave stated that that was not done. That a new website was developed this past year and apparently they were never put on it. It was also stated that it was agreed last year that the budget would be on the website. After some discussion, Amanda Milliken asked why those things were not on the website as agreed. Patty Rogers stated that after the budget was approved and the minutes completed they had been submitted, but she was not able to add them to the website. There being no further discussion, Dave called for a vote. The minutes were approved as printed.

Dave asked Dan Gill to pick up the ballots from eligible voters attending the meeting so that he could tabulate those numbers.

Dave stated that a financial report was passed out and that a review from Price and Byrd was received on the previous year's statement. There was much discussion about the delayed audit from 2 years ago. Patty stated that she had gone and picked up the paperwork, but still had not received a final audit. Dave had on hand a copy of the draft audit as presented by May and Co., but no final audit had been received.

There were several questions about the abbreviations on the financial statement. Patty explained all of them and explained that all of this was now on a computerized accounting program that began October 1, 2000. Someone asked where all of the money was going. It was explained that a substantial portion was spent on computer programming this past year. Herbert Holmes asked how much. Patty stated that over \$90,000 of the \$106,000 negative cash flow was attributed to the computer updates, etc. Amanda asked about the high sum of money for computer expenses. Patty stated that some expenses on the new system were actually paid prior to October 1, 2000, so they were not included on this financial statement. Patty explained that \$17,000 was paid to her staff, \$5000 paid to Mike Boyd as a liaison from the old to the new system and \$600 was paid for installing the hardware.

Next there was a question about what the registry was doing with money in the stock market. Dave asked Sally to respond to that. Sally stated that it was not losing money, that it was making about \$11,000 per year that could be used for reserves or emergencies such as the \$30,000 used this year for the new computer system. Sally said that the association should be spending the earnings from the investment and have a long term program for doing that.

Amanda stated that the financial statement was hard to read. Patty explained that the figure of \$15,420 as cost of investments reflected the net decline in the value of the investments above the \$30,000 withdrawal from October 1, 2000, through August 31, 2001.

Amanda stated that the \$100,000 figure for staff was entirely too high and would ask that the Board of Directors revisit the fees paid to staff. We should have professionals look at the operational budget of the organization and determine what they should actually be paid. The membership deserves to know.

Herbert Holmes stated that these one-time computer fees seem to keep coming up every year and that's got to stop. Dave stated that the Association did hire Gene Sheninger to do an operational audit and it was on his recommendation that the new computer program was requested and developed. There was a question about next year's budget and how much was projected for computer upgrades then. Patty stated that she sure hoped there'd be no need for computer upgrades this coming year.

Amanda Milliken asked why so much money had to be paid for a program when the Canadian Association had just bought a program for about \$1,800. Dave stated that the Board did what was recommended to them by the consultant. It was then stated that the Board may want to look at all of that again.

Discussion continued that someone needed to be hired to evaluate the office management and expenses. Amanda stated that we are paying Patty too much money for the work she does. This needs to be evaluated and reported to the Board of Directors. Amanda made a motion that this recommendation be made to the new Board to go forward with this action. Motion was 2<sup>nd</sup> to go to Board to review the secretarial fees paid. Amanda stated that the extra money going to Patty was being diverted from the breed and could be going to trials and the National Finals.

After more discussion about why should an annual meeting even be held if the members present could not take any actions. It was stated that the membership present at the meeting could make recommendations to the Board for review, but since a quorum was never present at the meeting and no other business was announced in the ballot, no action could legally be taken. It was stated that many of the concerns and recommendations made last year had not been acted on by the Board.

There followed much discussion for the need to change the By-laws of the Organization, maybe so that it only required 1% of the membership to constitute a quorum. It was stated that a copy of the By-laws should be made available to the membership. Dave said they were on the website or could be requested from the office.

After all discussion, Amanda restated the motion that the Board needs to review the office management for cost effectiveness of the association and that staffing expenses exceeded the expectations of the membership. Motion was approved.

It was stated that these discussions reflect the lack of confidence from the membership in the Board of the Association. How can the membership develop more confidence in the actual running of the business of the Association? Beverly Lambert stated that there was no way for this group of Board members to run the business with a few conference calls held throughout the year. They had to depend on the information from the staff to know the needs of the registry.

It was stated that the Association may need to hire a business manager to run the everyday operations of the registry. It was also stated that apparently the Board did not make the right decision in the past on computers and needed a office manager to help make those decisions.

It was stated that the price of the services and registrations of the registry were very low and that maybe they should be doubled to afford hiring a business manager. There was a motion from the floor to review the fees and possibly double the fees to cover the general costs of operation and to hire an administrative assistant to manage the business.

There was an expression of appreciation to the Association for the money spent this past year in support of the Cattle Finals, other trials, etc.

Motion was made by Herbert Holmes to accept the Financial Statement as presented. 2<sup>nd</sup> by Derek Fisher. All approved.

Dave Arnold then gave his comments as the President and as an outgoing Director of the Association. Dave stated that the new computer system was installed this past year and that the big improvement was with the search routine of the program. He stated that we will go over the 200,000<sup>th</sup> dog by the end of the year. He expressed appreciation to the Board for their hard work which is on a volunteer basis throughout the year. He stated that any time any member had concerns, they needed to make them known through meetings like this or directly to an individual member of the Board. He stated that he had enjoyed his term as Director and President of the Association.

He asked for reports from the Committees. Sally reported from the Hip and Eye Committee that they had worked hard throughout the year and that she thought 135 dogs had been tested at this year's clinic this week. She did not know the results of the tests, but the clinic had gone very well. The problems

with hips was being addressed by a pilot program with Cornell University doing some research and looking for a new diagnosis procedure. She stated that she would present an article in the near future when the data was received from Cornell.

Dave asked for a report from Bruce on the Nominating Committee. Amanda expressed some concerns for the few numbers of nominees on the ballot and especially that only one from Western Canada when there could have been more. She stated that nominees should have been solicited from other groups in Canada.

Next was the election results for Directors. Dave stated that there would be 4 new directors for the upcoming term for 2001. They would each serve a 3 year term and were Mike Neary, Don McCaig, Denise Wall, and Martha McHardy.

There again were some comments that the By-laws should be changed. Sally Lacy stated that she felt like they should be reviewed and updated. There should be a By-law committee formed to make that review.

It was stated that name badges should be distributed next year so that members throughout the week would know who the Board of Directors were.

Stormy Winter made a motion to adjourn. 2<sup>nd</sup> by Dave Ellison. All approved and the meeting was adjourned at approximately 10:00 p.m. Pacific time.