

AMERICAN BORDER COLLIE ASSOCIATION

Board of Directors Conference Call

January 7, 2026 7:00 p.m. ET

Minutes

Directors Present: Peg Anderson, Faansie Basson, Sonia Craig, Joe Haynes, Lee Lumb, Michael McNutt, Warren Mick, Mary Minor, Nancy Penley, Bob Salmon, Jamie Spring, Eileen Stein

Also Present: Debbie Bailey

President Peg Anderson called the meeting to order. Peg asked for a motion to accept the minutes from the previous meeting. Eileen Stein made a motion to approve the minutes of the Board of Directors' Meeting held on 11/19/2025. Michael McNutt seconded the motion. Motion approved.

The first order of business, Software Update. Warren Mick and Debbie Bailey provided the Board with an update on software rewrite.

The next order of business, Committee Assignments. Peg Anderson provided the following assignments:

Communications- Warren Mick (Chair), Maria Amodei, Lee Lumb, Mary Minor

Finance- Peg Anderson (Chair), John Campbell

Nominating- Joe Haynes (Chair), Kathy Knox, Linda Tesdahl

Hall of Fame- Jamie Spring (Chair), Eileen Stein, Patrick Shannahan, Warren Mick, Vicky Russell

Sheepdog Trial (National Finals)- Faansie Basson (Chair), Blake Byrum, Nancy Penley

Cattledog Trial (National Finals)- Michael McNutt (Chair), Bob Salmon

Mary Minor made a motion to confirm the committee assignments. Jamie Spring seconded the motion. Motion approved.

The next order of business, Publication of ABCA Board Minutes. Peg Anderson suggested publication of ABCA Board Meeting Minutes on the ABCA website, under document archives where the Annual Meeting Minutes are posted, citing benefit to the board and membership. Eileen Stein made a motion to post ABCA Board minutes, beginning with the first meeting of the current Board, 11/19/2025, on the ABCA website. Warren Mick seconded the motion. Discussion Followed. Motion approved.

The next order of business, Proposal to Amend Article XII of the ABCA Bylaws. Eileen Stein moved to amend Article XII of the ABCA Bylaws, citing ambiguity in the current language and apparent conflict with ABCA's Certificate of Incorporation. As a result of the discussion which followed, Eileen amended her motion, second by Mary Minor, to one that would change Article XII to read:

"The Board of Directors is expressly authorized to make, alter or repeal the Bylaws of the Corporation, except as to matters reserved to the members in the Certificate of Incorporation; provided, however, that any such action taken by the Board of Directors can be altered, amended or repealed by an affirmative vote of the membership taken at a regular membership meeting, except as otherwise provided by law. The fact that this power has been conferred upon the Board of Directors shall not divest the membership of the power, nor limit their power, to adopt, amend or repeal Bylaws."

Motion approved.

[Debbie Bailey left the meeting before the next agenda item]

The next order of business Office Manager/Registrar Contract. Peg Anderson shared the current contract for Office Manager/Registrar contract will expire on February 28, 2026.

Jamie Spring made a motion to renew Debbie Bailey's contract for a period of two years, from March 1, 2026 through February 29, 2028, with an increase in compensation of 5.5%. As a result of the discussion which followed, Jamie amended her motion to substitute 8% for 5.5% as the amount of the increase. Second by Eileen Stein. Motion approved by roll call vote 9-2-1.

Yea: Peg Anderson, Faansie Basson, Joe Haynes, Lee Lumb, Michael McNutt, Warren Mick, Mary Minor, Jamie Spring, Eileen Stein.

Nay: Sonia Craig, Bob Salmon. Abstain: Nancy Penley.

Due to the funding amount, a second vote was taken the following day by email.

[Debbie Bailey returned to the meeting.]

The next order of business, Board Meeting minutes 7/22/25. Nancy Penley noted Directors' names were mistakenly left off a roll call vote on the 7/22/25 minutes. Nancy made a motion to amend the minutes from 7/22/25 that had been previously approved by the Board, to include Directors' names on the roll call vote. Eileen Stein seconded the motion. Motion approved.

The next order of business, other business. Peg thanked everyone for their time on the call. There being no further business, Bob Salmon made a motion to adjourn. Lee Lumb seconded the motion. Motion approved.

Respectfully submitted,
Debbie Bailey