

Papillon Club of America, Inc.
Annual Board Meeting - April 13, 2007
San Antonio, Texas

2:05 PM CST

Carol Fredrick, Lisa Pertile, Lou Ann King, Robin Kost, Paula Botwinick, Deb Cawley, Janis McLaren, Jeri Naylor, and Dorthea Robinson present.

Minutes from April 1 Teleconference Board meeting read and approved.

Reports of Officers:

President, Carol Fredrick reports;

- She has documents for the NE Regional to forward to that committee.
- A letter was sent to all those possessing the Illustrated Standard requesting their return.

Treasurer, Lou Ann King reports:

- Unrestricted fund - \$75,810.99
- Rescue - \$40,921.91
- Special/Primer fund - \$14,238.51
- Genetics - \$28,271.11
- \$1,921.00 was donated to AKC Canine Health Foundation during membership renewal time.

Corresponding Secretary, Robin Kost reports:

- 80% of inquiries to referrals for Papillons are from empty nesters.
- received 3 compliments about PCA Breeders responses
- 8 referrals in late March
- 2 dogs placed
- Follow up letters for March will be sent out
- Information shall be reported in Pap Talk quarterly.

Recording Secretary, Paula Botwinick reports

- Ed Meltz has accepted the assignment to assist in receiving membership ballots for applicants as to keep secrecy in the process, he shall report results to the RS.
- Charges brought against a member by the previous board were resubmitted by an individual member. Those charges shall be considered once the membership sets a fee.

Committee Reports:

Judges Education chairperson, Jan Paulk reports she has \$500 to create a power point presentation that was put on hold until the new Board was in place. She has requested more mentors for Ringside mentoring.

Rescue Committee chairperson, Tammy Tackett gave the Board copies of Rescue's mission statement, asked the Board to review it and at a later date adopt it.

Unfinished Business:

Illustrated Standard, Carol Fredrick reports:

- Receipt of letter from Nancy Miller Pinke asserting an infringement of her copyrights to her original Illustrated Standard
- Receipt of email from Michael Foster and Deirdre Ashdown expressing concern over possible copyright infringements of their publication.
- Summary of a letter from Stanley Sohn, and a letter from his attorney. His attorney only addressed the Nancy Pinke issue and opined that there was no copyright violation issue.
- Carol Fredrick reported on the information from the attorneys she consulted.

Corrected May 6, 2007

P. Botwinick read minutes of April 13, 2007, Board minutes. Correction made by C. Fredrick to minutes.

Add "on behalf of PCA" after the sentence under Unfinished Business, Illustrated Standard.

Carol Fredrick reported on the information from the attorneys she consulted on behalf of PCA.

L. Pertile made the motion to accept the corrected minutes. Motion seconded. Passed unanimously.

Their advice was that the Miller Pinke claim was arguable, i.e. litigatable, and that Foster and Ashdown issue was more of a problem for the club. They advised that if the club wanted to avoid litigation we should:

Sequester all copies of the IS

Try to reach an accord with the parties who have copyrights in any material used or referenced by the artist in the IS

If this was not possible, to destroy all copies, as copyright has both a civil and criminal potential, plus anyone who possesses a copy could have legal liability.

- The Pembroke Welsh Corgi Club of America gave their permission, after the fact, to PCA to use their glossary format, which had been taken directly from their standard without prior permission requested.
- Nancy Miller Pinke gave the Board permission, if necessary, to show certain of her drawings and the drawings used in the IS to the membership for comparison.
- Costs of the IS are now \$15,000 to Carlson, \$4018.00 for printing of 1,600 copies, \$651.12 for conference calls, \$14.40 for an overnight charge, and \$223.97 for additional shipping from Mr.

Sohn to Paula Botwinick when printer refused to follow President Fredrick's direction on shipping, for a total expenditure of \$19,907.49.

- Copies of the Illustrated Standard that had been distributed without Board authorization have been returned from the current Board and Arlene Czech, however there has been no response from Sandra Haber, Stanley Sohn, Angela Pickett, Carol Morris, Fred Carlson. Barbara Ankersmit and Karen Turner have refused to return their copies. Those who do not return their copies could become personally liable if a lawsuit is filed for copyright infringement, and their continued possession creates additional extra possibility liability for PCA.

Lisa Pertile made a motion to send a copy to Mr. Foster and Ms. Ashdown for review.

Motion seconded, 8 in favor, Janis McLaren was not in favor, motion passed.

Discussion on the General meeting to take place:

- Committees were requested to submit a report for the General Meeting.

The following committees have not prepared a report:

Companion Events, Members Education, National Show Advisory

- The following committees will submit a report during the general meeting:
Genetics, Historian, Judges education, Pap Talk, Rescue, Gazette Columnist, Archives, Legislative

- Nicholas Forbes assigned as time keeper

- Continue practice of minutes review committee shall be implemented with Bob Synnott, Cindy Howard, Cindy Crowder and Meg Peifer to review the Annual General Minutes and approve them.

- Committee sign up sheets will be presented at the General meeting.

At 3:00PM CST Lisa Pertile made a motion to adjourn and reconvene at 6:00PM CST, seconded, motion unanimously passed.

Meeting reconvened at 6:00PM, however, due to meetings and schedules running overtime Lisa Pertile made a motion to adjourn and reconvene Saturday April 14, 2007 6:30 AM CST.

April 14, 2007 PCA Board meeting reconvenes 6:30AM CST.

Carol Fredrick, Lisa Pertile, Lou Ann King, Robin Kost, Paula Botwinick, Deb Cawley, Janis McLaren, Jeri Naylor and Dortha Robinson present.

Rescue committee requested an increase in the amount they can spend before authorization is required as Veterinarian costs are increasing. Lisa Pertile made a motion to approve an increase

from \$750 to \$1,000 with review and agreement from Liaison Dortha Robinson DVM. Motion seconded, unanimously approved.

New business:

Robin Kost made a motion for a PCA initiative to create a strategic plan committee charged by the Board. It will be an ongoing process the purpose of which is to study our organization and club, make recommendations, a "SWOT" analysis to identify strengths, weaknesses, opportunities and threats to the Club in future years. Motion seconded, unanimously passed.

Lou Ann King made a motion to create a standing finance committee to review investment options, tax status, financial report and to hire an independent CPA to audit/review finances. We will get 3 recommendations for the CPA to do this. Motion seconded, unanimously approved.

Arlene Czech made a request to increase her stipend as AKC Delegate as prices of airfare have increased substantially over the past several years. Her current stipend is \$500 per meeting. She is requesting \$750 per meeting. Janis McLaren made a motion to increase the AKC Delegates stipend to \$750, motion seconded, unanimously approved.

Deb Cawley made a motion to extend the judges ballot deadline to June 1, 2007. Motion seconded, unanimously approved.

Lisa Pertile made a motion to adjourn and reconvene after the General Meeting. Seconded, passed.

6:30 PM Board meeting reconvenes after the General Meeting.

Carol Fredrick, Lisa Pertile, Lou Ann King, Robin Kost, Paula Botwinick, Deb Cawley, Jeri Naylor present quorum requirement fulfilled.

As per several member's concerns regarding the Illustrated Standard being sent to the United Kingdom, Lisa Pertile made a motion to rescind the motion to send the IS to England. Motion seconded and passed by all present.

Lou Ann King made a motion to send registered letters to people who still possess the IS. Those refusing shall be personally liable. Motion seconded and passed by all present.

Robin Kost made a motion to send the original artworks from the Illustrated Standard and 2 copies of the IS to be held by an attorney hired for safekeeping. Motion seconded and passed by all present.

Lou Ann King made a motion to obtain an agreement from Nancy Pinke and Mike Foster/Deirdre Ashdown agreeing not to pursue legal action if all PCA copies of the Illustrated Standard are withheld from distribution. It will hold PCA harmless. Motion seconded and passed by all present.

Carol Fredrick called executive session at 7:07PM CST and adjourned at 7:25PM CST.

Report from the Executive session:

After receiving the amount for filing charges voted by the membership, the Board reviewed charges against a member and found that there was basis to move forward with the complaint and investigation. Date for hearing is set for May 21, 2007, 8:30PM EST.

Notice shall be sent to the complainant and accused, neither party shall have an attorney to represent them at the hearing. The hearing shall be teleconferenced.

Meeting adjourned at 7:30PM CST

Paula Botwinick
Recording Secretary