

Papillon Club of America, Inc.
Teleconference Board Meeting - November 19, 2009

The meeting was called to order at 9:05 PM ET by President Lori Bovee.

Board members present: Lori Bovee, Sandy Schumacher, Jane Sirkoch, Nikki Berthold-Illias, Angela Pickett, Kevin Ray, Jeri Naylor, Mary Jo Loye, Mary Keith Welch

The November 3, 2009 PCA Board minutes have been approved by the PCA Board.

Report of Treasurer, Jane Sirkoch

Balance in Citizens Checking is \$10,621

Balance in Citizens National Specialty \$8,563

Balance in Citizens Savings is \$117,653

Fund Balances:

Genetics \$52,463

Benevolent \$ 2,328

Special Projects \$14,887

Rescue \$ 4,021

2010 National \$ 8,563

2010 NE Regional \$ 1,448

General \$ 53,127

Expenses include \$95.59 for judge's education, \$25 for AKC dues, \$202 for supported entry lunch

for Columbus, Ohio, \$426.15 for postage for the Constitution & By Laws Revision ballots, and \$15.45 for 2009 national specialty postage.

Genetics Committee

Mary Jo Loye submitted the following committee report from Leona Domino, Genetics Committee

Chair:

I am working on survey. We will use OFA's free survey service. Problem is being able to have hard copies for people who request them. They will have to be tabulated separately and forwarded to OFA. Will aim survey toward last 10 years only. Cost should be minimal.

Benevolent Committee

Jane Sirkoch submitted the following report from Ellen Stuben, Benevolent Committee Chair:

The code for the Paypal link has been generated and sent to Towal Jacobsen. Towal is preparing the graphics for the webpage for my approval, after which she'll be able to upload the page to the PCA web site and connect it to the Paypal engine. A sub-account in Paypal has been set up so that I'll receive an email with every ticket purchased, which will allow me to generate a physical raffle ticket with the contact information of the purchaser. PetEdge responded telling me they do not give discounts on Gift Certificates. The target date for the raffle to begin is hoped to be before the end of November.

Judges Education Committee

Sandy Schumacher submitted the following report from Jan Paulk, Judges Education Committee Chair:

Judges Education Seminars Schedule**Completed**

November 4, 2009 N. Florida Dog Judges Association, Orlando, FL

Presenter: Angela & Cheslie Pickett - positive feedback received

Upcoming

February 5 & 6, 2010 American Canine Education Foundation, Wildwood, NJ

Presenter: Mike, Donna, Gia Garofalo

March 17, 2010 Mid -Continent KC, Toy Seminars, Kansas City

Presenter: Marcy Wyrens

May 7, 2010 Papillon Club of America, PCA National, Des Moines, IO

Presenter: Jan Paulk

May 22 & 23, 2010 Central Oklahoma Toy Dog Club, Oklahoma City

Presenter: TBD

August 2010 American Dog Show Judges Institute, Indiana, PA

Presenter: Jan Paulk

February 2011, Dog Judges of America Association, New York, NY

Presenter: Jan Paulk

Ringside Mentoring Scheduled

February 14, New York, NY PCA Regional Specialty

February 13, New York, NY PCA Regional Specialty, mentoring upon request

Possible: May 28 or 29, 2010 Pennsylvania Judges Association New Castle, PA

Presenter & Participation TBD

Kevin Ray & Jan Paulk working with organizers

Phalene Committee

Jeri Naylor submitted the following committee report from Lisa Pertile, Phalene Committee Chair:

Janne Penn has stated she will head up the Phalene match. She is on my committee and obviously, a PCA member.

Deb Cawley and I will work on the Phalene Recognition Presentation.
I assume Janis will continue with fundraising efforts and organizing the dinner.

(End of committee reports)

A motion was approved by general consent to take the agenda items out of order.

AKC Invitational Meet the Breeds

A motion was approved by general consent to rescind the prior approval for the Papillon Club of Southern California to host the Meet the Breeds booth at the AKC Invitational in Long Beach California in December 2009 due the Papillon Club of Southern California withdrawal. The Papillon Club of Southern California advises the Board that its members are too tied up in legislative efforts to support the event at this time. Sandy Schumacher will forward an official announcement soliciting replacement volunteers.

2010 National Phalene Match

A motion was approved by general consent for a Phalene match to be held at the 2010 PCA National for PCA members only.

Constitution and Bylaws Revision Ballot

A motion was approved by general consent to cancel the Constitution and Bylaws revision ballot and advise A Great Meeting that tallying will not be needed.

A motion was approved by general consent to approve the official announcement (below) drafted by Lori Bovee and follow the procedure detailed therein.

PCA Members,

You should have recently received a ballot that addressed reformatting of our Constitution and By-Laws. The Board has determined that this ballot will be cancelled and re-issued, with a new response date of December 31, 2009. Please be on the lookout for the replacement ballot.

The bases for this action are as follows:

1. Two embedded references in the document contain incorrect Article numbers. This error occurred when I renumbered the document after sectioning it back into Constitution and By-Laws.

Although the correct title of each referenced section is there and would support any necessary actions implied, the referenced Article numbers were erroneous.

2. The balloting materials you received were prepared in accordance with the instruction letter that accompanied them. When I drafted this letter, I misaligned the member name/signature with the proper envelope based on the procedure established in the C&BL. Our Recording Secretary caught the error when she received the ballots for mailing and investigated the impact, and our professional advice remains that this procedural error would not have been sufficient, legally, to invalidate the ballot.

However, the Board feels it is very important that this difficult project move forward on a solid foundation. Thus, we have decided to re-issue the ballot with the references corrected and using the exact balloting procedures detailed in our C&BL. I extend my sincere apologies to the membership as well, since I was the source of these errors.

Additional issues raised by members are being addressed through the replacement ballot as follows:

1. Alleged conflict of interest in tallying the ballots: PCA will be proposing additional revisions to

our By-Laws regardless of the outcome of this ballot; the firm originally selected to count the ballots will not be able to manipulate its opportunity for additional work based on this ballot's outcome. However, we're reissuing the ballot anyway, so it seemed prudent to remove any concern, however specious, in this area. We will be using The Ballot Box to tally the replacement ballot.

2. Vote threshold: Since the original ballot contained both the Constitution and the By-Laws and reformatting was applied in both areas, the threshold of approval for the single ballot presented was in question. (A change to the Constitution portion of our document is subject to three-fourths approval of responding members; By-Laws are subject to a two-thirds approval of responding members based on our governing documents.) To eliminate any question in this area, the replacement ballot will only contain the By-Laws portion of our document. It will be subject to a two-thirds approval of respondents for passage.

3. Added language: Two sentences were added to the By-Laws during the re-formatting process which a few members have stated go beyond minor grammatical changes required for continuity as described in the cover letter. These sentences were as follows:

1. At Article I, Section 5 of the original ballot, the statement was added: Memberships may be terminated by resignation, by lapsing, and by expulsion.

2. At Article II, Section 1 of the original ballot, the statement was added: The officers of the club shall be the president, vice president, treasurer, corresponding secretary and recording secretary.

I note that neither sentence actually changed the provisions in the current By-Laws. However, in the interest of starting clean with a document that is acceptable to all members before we move forward into the more difficult work of actually changing our By-Laws, these sentences have been removed in the replacement ballot.

Finally, since the next issue raised will undoubtedly be additional costs associated with the replacement ballot, they are as follows. There is no additional club investment in supplies and printing associated with this second ballot. Tallying services from the Ballot Box exceed the original proposal from A Great Meeting by \$25.00; A Great Meeting will not be charging us for these services since they won't be performing them. Mailing costs for the second ballot are

estimated at \$300.00. Thus, total additional cost to PCA for the second ballot is estimated at \$325.00.

Please watch for the envelope containing your replacement ballot, which must be received by December 31st, 2009. Thank you in advance for participating in the governance of your club.

Regards,

Lori Bovee

President

Papillon Club of America, Inc.

Judges Education

A motion was approved by general consent that Judges Education will charge a fee of \$10 for judges attending the National which will include a catalog with funds provided to the Show Committee to cover costs.

A motion was made by Jeri Naylor that upon review of the JE presentation and associated releases, the Board approves the JEC proposal to move forward with initial production run of 600

DVDs at a cost of approximately \$2 per unit, to be distributed to all AKC-licensed judges, with remainder offered for sale to PCA members and the general public at a price of \$15/unit in accordance with the motion approved by the Board on 11 June 2009. Seconded. Motion passed unanimously.

A motion was made by Mary Jo Loye to remove any kennel names from the Judges Education presentation prior to duplication and further presentation to prevent the appearance of promotion. Seconded. Schumacher, Sirkoch, Berthold-Illias, Pickett, Ray, Naylor, Loye voted in approval. Mary Keith Welch Welch voted nay. Motion passed.

Meeting called into Executive Session by President, Lori Bovee at 11:59 PM ET.

Meeting called back into regular session by President, Lori Bovee at 12:34 AM ET.

Report from Executive Session

Executive session was called to discuss PCART and contractual relationships with service providers.

Legislative Handouts

The Board tabled the approval of legislative handouts for the 2010 PCA National until a cost proposal is received.

PCA Supported Entry

A motion was approved by general consent for PCA to support the entry with medallions for Best

of Breed, Best of Opposite Sex to Best of Breed, Winners Dog & Winners Bitch at the Central Florida Kennel Club show in June 2010.

The next Board meetings will be on December 3, 2009 at 9:00 PM ET and December 15, 2009 at 9:00 PM ET.

Meeting called into Executive Session by President, Lori Bovee at 12:47 AM ET.

Report from Executive Session

Executive session was called to discuss new member applications.

Meeting called back into regular session by President, Lori Bovee at 12:58 AM ET.

The meeting adjourned at 12:58 AM ET.