



## BOD Conference Meeting 7/1/2020

## GSDCA SPECIAL BOARD MEETING MINUTES

Via Telephone Conference July 1, 2020, 4:00pm PST AGENDA

Call-in information for members to use for our board meeting - 1-712-770-4010 Code 220853#

In Attendance:

Deb Stern, Patty Korsch, Gail Stiefferman, Pamela O'Dell, Larry Rock, John Ayotte, John Bemont, Steve Bloom, Lew Bunch, Frank Fasano, Laura Gilbert, Morton Goldfarb, Erin Nellis.

Deb Stern brought the meeting to order at 4:07PM PDT.

Pamela O'Dell took roll call of the BOD. All were present.

1. Due to the approval of the minutes (both 5/30/2020 and 6/15/2020) not being on the agenda, Pamela asked for permission to request approval. BOD agreed to allow. Motion made by Pamela O'Dell to approve the GSDCA minutes from the regular meeting on 5/30/2020 and the GSDCA Special Meeting of 6/15/2020. 2<sup>nd</sup> Lew Bunch. Passed Unanimously.
2. Juniors judge for National. Deb reminded that we usually go by the ladder system. Jack and Sheree are not licensed for Juniors. Bob will be on his lunch break. Sue Godek offered to judge Juniors. Nancy Harper is judging Juniors at the Preshow. Motion made by Lew Bunch to accept Sue Godek to judge Juniors at the National Specialty Show. 2<sup>nd</sup> Pamela O'Dell. Passed Unanimously.
3. July BOD meeting location. Deb stated that with the increased COVID incidences, we should not be flying or gathering in closed areas. She also did not want to see it postponed. She recommended that we do it by teleconference. Lew noted that we have several items that have been delayed as it is required by our bylaws to only make a decision by secret ballot that can only be completed at an in person meeting. Deb stated that ASG had offered to complete the secret ballot. Lew noted again that our Bylaws are clear on how these are to be handled and we cannot keep putting this off. If we had made an arrangement with ASG, this would have been done months ago. Our Bylaws do not talk about someone else doing it for us.

Frank made the motion to have our Regular July meeting in St Louis in person. 2<sup>nd</sup> Lew Bunch.

Deb stated this is not fair as some BOD members not in attendance in person could not vote. Deb asked John for an update to having ASG complete the secret ballots for us. John Bemont noted that Larry had confirmed with ASG that they could perform our secret ballot by either mail or email. John went on to say that with all the conference calls, the chance to meet in person would give the chance to build on collaboration and camaraderie. It would be beneficial for us to meet in person. We should find a way within our bylaws to allow an in person meeting yet still allowing those who cannot make it can be part of the meeting and vote from teleconference. The exception would only be the "Secret Ballots". Deb asked Frank to amend the Motion so that the entire BOD could participate whether in person or by teleconference call. Frank agreed to amend his motion to have our Regular July meeting in St Louis in

person and that per the Bylaws, Section 4, that the accommodation would allow all BOD members the right to participate and vote whether in person or by teleconference. 2<sup>nd</sup> Lew Bunch. Passed Unanimously.

Arrangements will be made by Patty Korsch and Erin Nellis for those attending in person.

4. Salaries and Federal Grant. Deb stated that she wanted to discuss salaries. Lew stated that this should only be discussed in a closed meeting. Deb disagreed stating that it was mentioned at a previous open meeting.

Deb went on to state that Larry noted that we applied for a SBA PPP Loan and received the proceeds in the amount of \$18,500 in early May. Deb did note that with the change in rules, we would now have 24 weeks instead of the original 8 weeks to use the funds for payroll indicating there should be no balance remaining after the 24 weeks. Pam noted that per our conversations in B&F and communicated to this BOD at a previous meeting: The original PPP Loan was based on 8 weeks of payroll multiplied by 2.5 months. As we do not have utility bills, mortgage Interest or Rent expenses, the only expense we can cover with this loan is payroll so we would have a residual using the original criteria of the loan of 8 weeks. Now that we can use the funds over a 24 week period, all of the funds will be used for payroll. Deb stated that with this windfall of funds, she asked for a motion to rescind the approved and negotiated lowered salaries and pay our contractors the original amount for the remainder of the year. Steve Bloom made the motion to rescind the previous approved motion of the negotiated lowering of the contracts. 2<sup>nd</sup> John Bemont. Frank asked this be moved to a closed session. Deb stated it does not need to be as names are not being mentioned. Frank reiterated that this is a sensitive issue and though names are not mentioned, everyone on this call knows who is being discussed. Pam noted that we appreciate our contractors, but the GSDCA budget currently shows a \$15,000 loss for the year and this includes the grant. With the uncertainty of what events we will actually still have this year and the effect to the budget, we should wait to make this decision. We need to look at the total impact to the club before going back to the original contracts. Erin added that she would like this to be pushed back to Budget and Finance, look at different alternatives and bring to the BOD so we are making an informed decision. Deb noted that she was fearful that the PPP Loan was not going to be used for the purpose intended. Pam reiterated that our current monthly contractor expense will use 100% of the PPP Loan amount in 2.5 months or 10 weeks. We have no rent or utility expenses, the loan proceeds are only being used for payroll.

Larry moved that this be tabled until B&F can take a detailed look at this and get back to the BOD. Lew Bunch 2<sup>nd</sup>. Deb disagreed. Lew noted that we were meeting in a couple of weeks and B&F can bring to the Regular meeting. Erin confirmed that no salaries were being reduced during the time period the PPP loan is in place so it would have been paid out according to the rules within the original 8 week period. As we now have 24 weeks, it will go to payroll entirely during the now 24 week period. She agreed that giving B&F the chance to look into this will give the BOD correct information and it will still be in a timely fashion. She wanted to present the exact numbers and scenarios to the BOD. We should not speculate. Deb asked for the vote. Larry noted that he made the motion to table and it takes precedence over the Motion. Deb asked if this is correct. Morton confirmed the table takes precedence over the motion. Deb asked for the vote to table: Against: Gail Stiefferman, John Bemont, Steve Bloom, Laura Gilbert, Abstain: John Ayotte. Motion passed by majority.

5. Committee decisions.

Deb just had a reminder to all committee chairmen that all decisions need to be brought to the BOD for approval.

6. National Judges. If we are not allowed to have our National this year, Deb asked that we protect our judges and move their assignments to the 2021 national. Motion made by Pamela O'Dell, 2<sup>nd</sup> John Bemont. If we do not have our National Specialty this year, all Judges would be moved automatically to the 2021 Slate. The judges on the Ballot this year would be moved to the 2022 National Slate. Passed Unanimously.
7. National rotation. Deb noted that the members voted to go West, Central, East on rotation. Rotation means no same place for 2 years in a row. Pam noted that the BOD made the motion to confirm a previous motion of the BOD and continue to do the rotation on a West, Purina, Purina, East, Purina, Purina, West rotation. Deb asked if that was fair considering the membership voted on the ballot for a straight rotation. Patty noted that the BOD Motion was in 2017 and would need to be rescinded if we were to go to a straight rotation. Patty also confirmed that the question to the membership on the ballot was a poll, not a "vote". Lew also noted that the question was not specific; it only asked if they wanted the national rotated and it was a poll. Laura also confirmed it was a poll, not a vote. Gail noted there was some confusion as the vote prior to the 2017 was West, Purina, East, Purina, West. Gail requested that we table this discussion as there may be another location for Central. We could have all venues, sod and inside and Gail and Patty would like to present to the BOD. Gail rescinded her motion to table and made the motion to change the rotation back to East Central West Central East without naming a specific location. 2<sup>nd</sup> by Morton Goldfarb. Passed Unanimously.
8. SV/WUSV Committee. Deb requested the ratification of the decision made unanimously by the SV committee and the Executive Committee. It was moved and approved unanimously that the "SV Programs qualified helpers, helper certifiers, and trial judges cannot officiate any other clubs that are not recognized by the SV/WUSV club. Request for approval of our qualified helpers, helper certifiers, and trial judges must be processed through the SV/WUSV Program office for approval". This is late in coming, but Deb wanted to get it to the board. Mary Gattone was brought into the conversation. Deb asked Mary to explain to the BOD why this decision was unanimously passed and detail the thought process behind the decision to the BOD. Morton as the Continental Director gave further explanation to the BOD the importance of this decision. Morton explained that we are one of 2 member clubs of the WUSV in the USA. The titles recognized by non member clubs are not recognized by the WUSV though are by the FCI. As a member of the WUSV, we should only approve our helpers and judges to work WUSV approved clubs as the titles would then be recognized by the WUSV.

Deb than stated that it is important for this BOD to hear from pros and cons to this decision and invited Mike Karlov to speak to the motion. Mike noted that they have done this in the past and now we decided to change this. This became a lengthy discussion. Our committee chairman asked our president for Point of Order. Deb noted that it is good for the BOD to understand all sides prior to make a decision. Mike indicated that the entire committee did not have a chance to vote. Morton thanked Mike for his comments, but only clubs that come under the WUSV can have the titles recognized by the WUSV. FCI will recognize titles even for non-member clubs. This decision is not to penalize, but to work with the other recognized clubs in harmony.

Gail asked Mary who has the voting rights for the SV/WUSV committee. The committee members with voting rights: Mary Gattone, Joyce Schultz, Frank Fasano, Morton Goldfarb, Deb Stern, Will Lipp, Irina Sushko. Mary noted that Mike is in an area position. Mike is not a voting member, he oversees the Apprentice judges. Mary reiterated that she sent the BOD an entire list of all positions within the committee on 11/13/2019. Deb than asked that Tyler Boyer join the meeting. Frank Fasano called a

Point of Order. He noted that Tyler is not on the committee and this is out of order. Deb asked Frank if he will take the time to educate the BOD. Deb noted that she had talked to several of several members on the SV committee that supported this motion and began to read a letter from Steve House supporting the motion but did finish. She noted that she was prepared to bring others onto the call supporting both sides of this decision. Lew called for the motion.

Morton Goldfarb made the motion to ratify the unanimous decision of the WUSV and Executive committees. 2<sup>nd</sup> by Lew Bunch. Against: Gail Stiefferman, Steve Bloom, Laura Gilbert. Abstain: John Bemont, Absent: John Ayotte. Passed by majority.

NOTE: Gail commented after the vote that the BOD should be educated on the SV program.

9. Treasurer and B&F report from 5/30. Deb discussed the round table of 5/29/2020 regarding the RFPs. Pam reiterated that both Lew and Frank were approved at the 5/30/2020 meeting to put committees together and move forward to create the RFPs to present to the BOD. Lew is working on the Review Editor and Frank is working on the WUSV Office Contractor. We do not have anyone to work on the Webmaster. Deb just asks if someone is willing to head the RFP for the Webmaster position and we should have a discussion in July regarding the RFPs.

At the 5/30/2020 Treasurer's report, Deb notes that there are only 5 approved committee chairs who can deposit to the GSDCA. Deb noted that Larry neglected to list the President, Treasurer and B&F chair as approved depositors for the GSDCA. She asks why the President was not an approved depositor of the GSDCA. Larry noted that the "financial controls" and bylaws state that the Treasurer will be the depositor of funds for recording purposes with the exception of the 5 designated and authorized committees. They are: Membership, Review Editor, National Presale, National Trophies, SV Office. Larry noted that this was a motion that was passed 5/30/2020 and asked that we move on.

Deb asked Larry why the multiple membership renewals are noted the year received instead of prorated over the years. Larry informed the BOD that this is an accounting common practice to recognize the revenue in the year received. This was vetted with our CPA, bookkeeper and several other accountants as an appropriate way to handle this.

10. AWARDS Lloyd Bracket award. We need to approve the rewrite of the award. Motion made Pamela O'Dell to approve the rewrite of the Lloyd Brackett award and that it be placed on the website and updated in the P&P. 2<sup>nd</sup> Laura Gilbert. Passed Unanimously. Deb asked who usually orders the special awards. Pam stated that the Awards chairman usually makes the order and have them shipped directly to the National location with the ribbons. Gail offered for Diane to ship directly to her. Diane was also concerned with a small increase in the price. Erin offered to work with Diane with the cost of the awards.

Thou not on agenda, Deb noted that we should only post titles earned in the Review for members only. Erin asked Laura about the time involved with this task. Laura confirmed it is time consuming, but she does it for sending out the recognition. This would save numerous pages in the review. Motion made by Laura Gilbert that only titles earned by members shall be listed in the Review. 2<sup>nd</sup> by Frank Fasano. Passed Unanimously.

11. REVIEW. Lew just gave an update that the June/July issue is at the printer and is 84 pages. The National Advanced catalog is included, but it included 20 ads. It is a very nice magazine.

12. 2020 National Report and Updates. Gail moved that Debbie Ekstrom become the herding Chairman at the 2020 National as both Julie and Tracy want to compete this year. Motion made by Gail Stiefferman, Laura Gilbert 2<sup>nd</sup>. Passed Unanimously.

Christy Bowers was our original all breed agility trials judge. She has asked for us to replace her. Lynn Morgan has accepted. Gail made the motion to approve Lynn Morgan as our 3 days of All breed Judge for the agility trials. 2<sup>nd</sup> Laura Gilbert. Passes Unanimously.

RV spaces are filling up quickly.

Co Chair Lori Payne confirmed we currently have 13 vendors this year.

Purina is working on their COVID19 guidelines and they will be in place and Gail will have them to us timely.

Gail recommends we put up a tent on the south end of the arena.

We can bring food trucks in but Purina will charge us \$100 per day. Gail would like to bring 2-3 food trucks. They will have food available outside, may not be able to offer inside. We will charge the food trucks, so we probably will cover the cost Purina is charging us.

Gail noted that her biggest issue is with the ribbons. For years we have had Rau complete our large high end ribbons. The confusion with trophy and ribbon orders in 2019 caused numerous extras in 2019. The left over silver trophies from last year would be used for the performance events this year. Gail noted that Rau hand makes these large rosettes and it is difficult to find 3 bids per B&F and this should have been done months ago.

Pamela O'Dell made the motion that we stay with Rau for the large Rosettes for 2020. Laura Gilbert 2<sup>nd</sup>.

Larry reminded that we owe it to our membership to try and take the efforts to get the 3 bids. We still do not have a count of the extra 2019 ribbons and trophies. Gail confirmed she has not had time to get an exact count. Pam asked if we have at least confirmed that there is enough to cover the anticipated event we will use them for this year. Gail confirmed and stated that Ellen and Lea have worked very hard to put everything together. Erin offered to help Gail with the budget for ordering ribbons as we over ordered significantly last year. Gail was going to get a price from Rau to Erin so we can move forward. Motion not officially tabled or voted on.

13. 2020 Futurity/Maturity Updates. The NW Futurity was cancelled in July. The GSDC of the PNW requested to take on the NW Futurity. They would be able to add the NW Futurity to Wed Aug 12 as they have 3 specialties and 2 all breed shows at this location. Due to the partnership with Olympic Kennel Club, the costs are relatively low, the same judge has confirmed she can make it. Frank asked if the membership has been informed of the cancellation and what are their options. Cyndi noted that she sent an email to the exhibitors to let them know that they can they can allow their entry to move to the new date and location; enter in a different futurity or request the refund. This would not be considered a cancellation of the futurity, only a change of date and location. Motion made by Pamela O'Dell, 2<sup>nd</sup> by John Bemont to allow the GSDC of the Pacific NW to pick up the NW futurity due to the cancellation of the GSDC of Greater Eugene for Wed Aug 12<sup>th</sup> in Enumclaw WA. Against: Frank Fasano, passed by majority.

14. 2022 NATIONAL Deb acknowledged that we approved moving forward with the Ocala site for 2022 at our May regular meeting and are in the process of sending the deposit. Deb asked Erin for a copy of the draft contract. Patty stated that BOD actually has a copy of the draft contract as it forwarded to the BOD prior to the 5/30 regular meeting. The current contract is with Ocala and Patty is hoping she has the final to share with the BOD by our July Regular meeting.

15. U.S. SIEGER SHOW. Deb asked for an update of our sieger show scheduled in Sept. Morton informed the BOD that the German judges have contacted us and regrettably have declined. Many exhibitors would really like to have German judges. Deb noted that we have 700 members involved with the SV program. A member spoke up as asked if they can vote for the Sieger Show judges. Deb asked Mary if there was a way to get the names of the members. Mary stated that she would reach out to Joy and see if we can get a list of all of the individual members of our 30 SV regional clubs. Deb noted that there may be a way to get it on the Annual Ballot. As the German Sieger show has been cancelled and many of our exhibitors come from around the world, and with all the traveling restrictions, we should decide if we want to cancel or postpone our Sieger Show. We could look into having it early next year and the USCA would have the regular rotating show in the fall. It would need to be communicated with the USCA and make sure they are ok with having 2 shows next year. Motion to postpone our Sieger show by Morton Goldfarb, 2<sup>nd</sup> by Pamela O'Dell Passed Unanimously.
16. ROM (computer) program. Deb asked that we table this agenda item as both John Ayotte and the ROM chairmen were no longer on the call.
17. Market Committee needs approval to purchase logo pins with logo flag. Lew was wondering if we should still order the pins with the flag. The price is minimal between an order of 100 and 200. Gail noted that we were giving these pins away in the past. Gail went on to say that we need to promote our club and our membership. Lew made the motion to purchase 300 pins 2<sup>nd</sup> Gail Stiefferman. Passes Unanimously.  
Lew updated the BOD of other new products now in the store.

Motion to adjourn by Lew Bunch. Meeting ended 7:45 PDT

Respectfully,

Pamela O'Dell, GSDCA Recording Secretary