

ADA Minutes 11/13/14

Start of conference call 7:00 PM. Call ended at 9:05 PM

Attendees via conference call: Dick and Katrina Fleener. Dena Wilson, Dayle Haworth, Debbie Miller, Dennis Vonderfecht. Robert Hughes, and Sue Ganser

Purpose of the conference call is to review, amend and approve the Charter and By Laws of the American Donkey Association.

Katrina asked for comments on the charter. After minor discussion, Sue made a motion to approve the Charter, Sally seconded and the motion carried.

Discussion of the By Laws:

2.9 Dick suggested changing “members” to “parties”.

4.01 Sally would like a three year term for directors and 2 years for secretary and treasure. Discussion ensued. We voted to keep language the same (2 years for directors and 1 year for treasurer and secretary), with Sally dissenting.

4.02 Dick proposed adding “with a maximum of 15” for the number of board members, as well as an addition to the second sentence of the paragraph. Change “proxy” to “mail -in” ballot. Dennis suggested “and approved by board”.

3.02 would then read “The Board of Directors shall appoint the nomination committee consisting of the President and two Board members 60 days prior to the annual meeting, All agreed to the changes.

4.03 Take out “a two year term” and change to “their elected term”.

5.02 Dennis suggested officers have a one year term. Ideally they shall not exceed two consecutive terms, unless no one else runs. This change did not carry and 5.02 was left as-is.

6.01 Some discussion about adding “considered for reinstatement” with regard to dues being paid late. All agreed.

6.04 Substitute “purpose” for “vision statement” in article 6.04(c) .

7.01-7.06 Fine

8.01 Article VIII take out “Divisions” in title. Change “vision statement” to “purpose”.

8.03 (A) All agreed to language as written per Dennis’ email. No change.

8.03 (B) There was much discussion about a director for the Show Committee vs a chairperson or assistant. Katrina suggested a "National Showperson" rather than "Show Chairperson" or "ADA National Show Chairperson". Sally suggested a Show Manager who would operate under the Show Chairperson. The Manager would run individual shows under an Executive Show Committee. After much discussion, Katrina offered to re-write section 8.03 (B)

8.03 (C) Strike the last sentence and add "This includes all publicity".

#### 9.01 Amendments

All agreed that members should vote on By-Laws. Richard asked whether we allow 2/3 of the membership to vote yea or nay. We all agreed that the full membership should vote (as opposed to the Board of Directors only). Katrina asked whether a full member can bring up an amendment, and if it should be voted on at the same meeting of a subsequent meeting.

10.01 Dick made a motion to leave 10.01 as is. Debby Miller seconded and motion carried.

Dick made a motion to approve the changes to the By-Laws as revised in the conference call, subject to approval by the Board members within 48 hours. This was seconded by Debby and motion was carried.

Katrina offered a resolution to be approved in order to open a checking account at SunTrust. This was seconded by Sally and motion carried.

Dena made a motion that the bank statement go to another person besides the treasurer. Sally objected saying that we needed to trust our treasurer. Katrina suggested an audit yearly. Dena's motion failed.

Dick made a motion to accept the current applications which was seconded by Sue and motion carried.

No other business and conference call (meeting) ended.

Submitted by Sue Ganser