Board Meeting Agenda

Board of Directors: Mike Vigus, President; Jeff Williamson, Vice President; Steve Aitchison, Secretary; Joe Crocco, Treasurer; Karen Ball, Director (joined 6:28PM); Vern Butler, Director (joined 6:43PM); Patty Hasselbring, Director; Andy Merriwether, Director; Laurel Shouvlin, Director

Executive Director: Bud Synhorst

Business Meeting: Conference Call – November 27, 2018
6:00 p.m. Eastern Time

Meeting called to order by Vigus at 6:02 PM.

1.0 Ratify Email Votes — Vigus

1.1 Approve moving forward with vendor for Alpacas Magazine. Motion by Williamson, seconded by Crocco. Approved 6-3. Voting No – Hasselbring, Merriwether, Shouvlin.
Williamson moved, Merriwether seconded. Email votes were approved 7-0 (absent Ball, Butler).

2.0 October Meeting Minutes — Aitchison

Minutes were sent to the board too late to approve - board will complete editing/approval later via email.

3.0 Financial Report — Crocco

Income: AOA is up versus budget on registrations. Show income actual vs. budget was down by $14,000. Membership income is up $4,070. Total income is up over $19,000. Expenses: Registry expense is down $4,200. Board budget is over by $3,400 (Synhorst says that's mostly due to travel of board members to the National Fleece Show). Magazine expense is up $6,093. Employee expense is under $18,405. Total expenses versus budget - under by $97,084.
Current profit for the year is $116,213.09 and money in the bank is $270,664.77.

4.0 Old Business

4.1 Alpacas Magazine Contract — **Synhorst**

Legal counsel is preparing the contract

4.2 Ad-Hoc Fleece Show Committee — **Shouvlin**

Shouvlin discussed the need for this committee to be dedicated to Fleece Shows rather than Fleece/Halter Shows because of the number of waivers and ideas both types receive and that the people that would be best involved in Fleece may not be the best to be involved in Halter and vice versa. Discussion continued on the importance of having two separate groups for the two different types of shows. Board decided that the "Ad-Hoc Fleece Show Committee" should form and handle the 4-5 topics currently on the table. The committee will include AOA Show System Administrator Margie Ault, a representative chosen by and from each of the show committees (SRC, JAC, and JTCC), a representative from the AOA Fleece Show Superintendents, a representative chosen by and from the Fleece and Fiber committee, and at least one Board liaison from the show committees. Laurel Shouvlin will serve as chairperson and Karen Ball will serve as the Board Liaison. Should additional expertise be required, Margie Ault and the chairperson, will ask for their participation as well. The ongoing future of this committee, and the possible development of a Halter Show Committee, would be discussed in the near future to comply with the new Strategic Plan.

Ball joined call at 6:23 PM.

4.3 Alternative Products Brochure — **Butler**

Butler reviewed how critical it is for the board to provide input on this document. The board will review it and provide feedback. Discussion covered the idea of trying to make the information referenced in the document contained on the AOA web site rather than on third party web sites, etc. The committee will take the board's input and create a presentation version of the document to be put to the board for final approval.
Butler joined call at 6:48 PM.

4.4 Committee Structure Review — **Hasselbring**

Hasselbring presented a revised version of the Committee Structure document. Synhorst read from the Policies & Procedures on liaisons for the committees and the board requested Hasselbring revise that section for presentation at the December meeting for board approval.

4.5 Fleece Show Award Proposal — **Shouvlin**

The letter has been completed by Shouvlin and will be sent to the SRC and JAC by those committee liaisons.

Board Meeting Agenda

4.6 Strategic Plan Update **Synhorst**

The Strategic Plan consultant agency, Agcellerate, will continue to refine point 5 of the Strategic Plan from the board's input and create slides to review with the board in the next week. Synhorst's intent is to have something concrete on the Strategic Plan for the board to vote on in December.

4.7 2019 Budget Discussion **Crocco/Synhorst**

Merriwether brought up some questions about projections based on past trends, including Membership, Registrations, Advertising, and Fiber Extravaganza, and adjustments were made. Discussion continued on the future costs of Alpacas Magazine and the travel budget of the Executive Director. Vigus proposed and the board agreed to meeting Tuesday, Dec. 11 at 6:00PM for final budget discussion and final approval.

4.8 Other Old Business

None discussed.

5.0 New Business

5.1 Investment Policy Synhorst/Crocco

Synhorst explained that an investment policy protects the members of the board and defines the parameters for the Executive Director to pursue the best investments available. Synhorst presented a proposal that has been reviewed by legal counsel. Williamson moved to accept the document as presented. Ball seconded it. Approved 9-0.

5.2 Election Committee Vigus/Synhorst

Synhorst explained a revised timeline for the entire nomination, voting, and installation process. Legal counsel reviewed the new timeline to ensure it is in accordance with the bylaws. Board agreed that this new timeline would be effective.

5.3 Other New Business

Vigus brought up the idea recently presented by Shouvlin about having a memorial fund named after recently passed members. Ball discussed structuring a foundation that AOA would be responsible for directing donated funds. Hasselbring suggested a "legacy foundation" where people could donate in honor of someone and Synhorst went on to discuss the concept of foundations that could govern donations of all sorts and direct money to their donors directions. Board instructed Synhorst to pursue looking into foundations and other options to present in January.

6.0 Executive Director Update Synhorst

6.1 Dashboard Review

Dashboard reviewed by board and all agree it was all in order.

7.0 Committee and Other Reports

7.1 Government and Industry Relations Committee Merriwether

The Farm Bill and ELD rules will likely have changes coming our way, but none have come through yet.

7.2 Judge Training and Certification Committee Williamson

7.3 Judges Advisory Committee Aitchison

Vigus' reply to the JAC letter on showing juvenile alpacas concerning the tone and delivery of the message was not received, so he resent and worked it out with them directly. The committee continued to work on a document for judges providing guidelines for evaluating alpacas in Walking Fleece classes to ensure that judging procedures are consistent at all AOA shows. They plan to have this document finished in December.

7.4 Show Rules Committee Shouvlin

The SRC approved the waiver request to make the AOA National Fleece Show an international competition.

7.5 Fiber and Fiber Products Committee Ball

The anti-microbial test results are back and they are good. They are looking for a lab to do the R-testing, working on a "Why Alpaca" poster, and putting together a fiber presentation board.

7.6 Alternative Products Committee Butler

Nothing new to add from Butler. Ball asked whether the group was only focusing on the meat aspect of alternative products, Butler replied that the current focus is on meat/hides, but they do cover all the other aspects as well.

7.7 Membership Committee Hasselbring

No meeting - nothing to report.

7.8 Affiliates Council Vigus

No meeting - nothing to report.

7.9 Ad hoc Youth Committee Shouvlin

No meeting - nothing to report.

Board Meeting Agenda

7.10 US Alpaca Fiber Council — Ball

No meeting - nothing to report.

8.0 Meeting Wrap

8.1 Contact the Board Update — Vigus

8.1.1 EPD Email sent to Board

The board received a letter from a member concerning what they feel is excessive emphasis and promotion of alpacas receiving a 1% ranking of EPDs. The individual provided a well illustrated educational piece to help individuals better understand the use of EPDs. The board agreed that the information the member presented was good, but disagreed with the assertion that there is too much promotion of top ranking alpacas. Merriwether will write a response and ask if AOA can use his example of generational breeding could be used in publications in the future.

8.2 Action Items — Vigus/Synhorst

- Board members are to give their comments to Aitchison asap on the October meeting minutes; then once changes are made, a vote is to take place.
- Hasselbring requested headings be put on the financial reports sent to Board members.
- Shouvlin is to send the names for the ad hoc fleece committee to Synhorst to get email set up for the committee.
- Vigus is to sign the letter for the ad hoc committee, send to Bud to be sent to the appropriate committees.
- Hasselbring is to work on a revision to the policies and procedures regarding liaison's to committees. This will need to be submitted to Synhorst for subsequent legal review prior to a vote of the Board.
- Board members are to give their feedback to Butler on the content of the brochure submitted by the alternative products committee. This needs to happen quickly to get feedback to the committee as they have been waiting for some sort of response for quite some time.
- Synhorst is to move forward with Agcellerate on the strategic plan to create the next revision to be submitted to the Board for a vote – goal to have a vote in December.
- Any questions or comments regarding the budget need to be sent to Synhorst asap, so that a budget can be posted for review by December 6. The Board will hold a special topic meeting on 12-11-18 to discuss the updates to the budget.
- Board members are to get their nominations for the election committee to Synhorst (prefer no later than by December 12th in order to get all items posted for the meeting on December 18th.
- Merriwether is to prepare a reply for the contact the Board and send to Vigus to follow up. Synhorst will check with Dr. Enns on the accuracy to be in the top 1% and send to Merriwether.
- Update the number of registered animals to break out by Huacaya and Suri – the target is for this report at the January meeting.
- Synhorst is to identify options for funds to be donated to AOA and present options to the Board in January for discussion.

8.3 Next Meetings — December 11, 2018 for Budget; December 18, 2018 for full Board meeting. — Vigus

8.4 Adjournment — Vigus