Board of Directors Meeting Minutes

April 28, 2014

Meeting: Conference Call—April 28, 2014, 6:00 p.m. EDT

Board of Directors: Bonnie Potter, President
Dianna Jordan, Vice President
Laurel Shouvlin, Secretary
Julie Delaney, Treasurer
John Ferrante, Director
Steve Hull, Director
Wayne Jarvis, Director
Andy Merriwether, Director
Scott Miller, Director
Tom Petersen, Director

Executive Director: Darby Vannier

Miller joined the call at 6:10 p.m. EDT.

Hull joined at 6:23 p.m. EDT. After 6:23 p.m. EDT all Board members were in attendance.

1.0 Meeting Opening: Meeting opened at 6:05 p.m. EDT.

1.1 Ratify Email Votes: Motion to ratify the email votes was made by Ferrante and seconded by Petersen. Motion carried (8–0 votes not cast: Hull, Miller; they were not on the call yet).

1.1.1 I move that we rescind the decision to purchase this ad space in the USA Today publication. (Motion: Jarvis/Second: Miller) Motion failed (3–7).

1.1.2 I move that Bonnie Potter's *Alpacas Magazine* message be approved as written. (Motion: Jarvis/Second: Hull) Motion passed (8–0 votes not cast: Miller, Petersen).

1.1.3 I move we approve the March Board minutes as amended. (Motion: Shouvlin/Second: Miller) Motion passed (8–0 votes not cast: Jarvis, Petersen).

1.1.4 I move we purchase AOA Breeder cups to be presented to this year's (2014) winners as has been done in the past. (Motion: Hull/Second: Delaney) Motion passed (10–0).

1.1.5 I move we approve the USA Today Ag advertisement as presented. (Motion: Shouvlin/Second: Hull) Motion passed (9–0 vote not cast: Merriwether).

2.0 Old Business:

2.1 2013 Audit Updates: Vannier reported that the auditors completed the AOBA audit (ARI audit was complete several weeks ago) and the final report should be complete in a week. Vannier will send it to the Board as well as post it for the membership to see on the website.

2.2 2015 Nationals: Contract for the Grand Island Fairgrounds Arena is very close to being complete. This facility should provide the organization with a savings of at least $10,000.

2.3 Nashville Office Space: Vannier reports that the contract for the lease of the new office space is almost complete and the move will occur in June. The lease terms will be shorter than what we had for the current space, for two years as opposed to five years, since this is office space, not a large portion of a building.

3.0 New Business:

3.1a AOA Programs—New System Membership: Vannier provided a revised schedule of the various levels of AOA membership with some name changes. This new schedule provides additional clarity regarding what each level of membership includes. Motion to accept the proposal was made by Petersen, seconded by Ferrante. Passed unanimously (9–0 vote not cast: Hull).

3.1b AOA Programs—New System Vendors: Vannier also provided a revised schedule for Vendors which includes what is currently known as the Benefactor program. A motion to accept the new schedule was made by Merriwether, seconded by Jordan. Passed unanimously (10–0).

3.2 ***The Art & Science of Alpaca Judging*** **Book Proposal:** Vannier informed the Board that there are multiple copies of the book in storage and that the cost of production has been recouped. Vannier proposed that in order to stimulate sales of the book, to help reduce storage required for the boxes of copies, and to assist with member education, that the price of *The Art and Science of Alpaca Judging* book be reduced from the current $90 + shipping to $60 with shipping included in that cost. He also proposed that a case of 12 books sell for $600 also including shipping. Jarvis moved that we accept Vannier's proposal, Merriwether seconded, and the motion passed unanimously (10–0). The Board requested that Vannier contact the authors to let them know of the price reduction.

3.3 ***Alpacas Magazine*** **Retail Location Proposal:** In the past, we have had an arrangement with Barnes and Noble and Tractor Supply Stores (TSC) to carry copies of *Alpacas Magazine*. 100 to 150 locations carry the magazine. Revenue from the sale of those magazines has been $1700 annually. There has been no tracking information available for how many magazines sell or where they are sold. Vannier proposed that we terminate our arrangement for distribution through Barnes and Noble and TSC, and instead send copies of current issues of the magazine to enthusiasts that contact AOA for more information about alpacas. It is felt that by doing so, AOA would better target individuals truly interested in owning alpacas, and that those that advertise in the magazine would receive more exposure for their advertising dollar. Sales of advertising space in the magazine might be increased as a result of this change as well. The motion to accept this proposal was made by Ferrante and seconded by Jarvis. Motion passed unanimously (10–0). Vannier anticipates that It will take 90 days to terminate the arrangement with Barnes and Noble and TSC.

3.4 **Quechua Benefit Request:** Mike Safley submitted a request for two cases (24 copies) of *The Art & Science of Alpaca Judging* to be taken to Peru for sale there to raise money for the Quechua Benefit. As was mentioned in agenda item 3.2, the cost of the production of these books has already been met. Miller moved and Petersen seconded that AOA donate 24 copies of *The Art & Science of Alpaca Judging* to the Quechua Benefit. The motion passed (9–0). (Jarvis recused himself due to serving on the Quechua Benefit Board.)

3.5 **JTCC Proposed Updates:** A proposal to change the judge recertification process was brought to the Board by the JTCC. This proposal changes the recertification requirements for AOA Judges. The motion to accept the proposal for immediate implementation was made by Shouvlin and seconded by Hull. The motion carried (9–1 Miller opposed). Vannier will follow up with Show System Administrator, Margie Ault, to let the committee know the results of the Board's decision.

3.6 **Request for Use of AOA Material in Book:** An author contacted the president regarding a book she is writing about fiber. Because some of the material in the book includes AOA show system material, they wanted to be certain that no copyright issues existed with their manuscript, and that it was acceptable to the Board for publication. The Board decided that it would be helpful to have AOA attorney Sheri Visani take a look at the material and provide advice as to how to proceed.

3.7 **Committee Review—Breeders Cup:** As a result of review of the 2014 National Show, the Board would like to have the Show Rules Advisory Committee review the rules surrounding the points allocated to the fleeces entered in the fleece show towards the Breeders Cup Award. The Board also discussed the need for more clarity regarding how it is determined which category farms fall into for the three different cups. Vannier will contact the SRAC to request this review with their recommendations to be submitted to the Board before our July meeting.

3.8 **Committee Review—Best Head Class:** Miller moved to have the SRAC review the concept of an optional Best Head class at each halter show, whereby a special fee structure would be developed and all revenues generated from that class would be directed toward marketing. Motion died for lack of a second.

Vannier had to leave the meeting at 8:36 p.m. EDT.

3.9 **Committee Review—Class Size:** Delaney proposed that the Board consider lowering the number of alpacas shown per class from the current rule of 15 to a smaller number. This change will allow for a greater number of classes in shows, which gives exhibitors more opportunity for valued judge feedback. The hope is that this will create greater show participation and more feedback from judges to breeders. After lengthy discussion the proposal was tabled until more information and input could be gathered.

3.10 **Committee Review—Judges Choice:** Delaney proposed that due to smaller show sizes she would like to modify the decision making process for providing Judges Choice Awards, adjusting the existing requirements, thus allowing more shows to offer this award. After discussion, the Board asked Delaney to rework the proposal for consideration at the next regular meeting.

3.11 Strategic Planning Proposal: Ferrante presented a "Conceptual Development Process" for Board consideration and Hull suggested that we consider setting intermediate goals for consideration as a compromise to Ferrante's Process. It was the consensus of the Board that we need more information from Vannier regarding where the organization is in the process of combining the operations of the previous organizations, before we can make any decision on this proposal, since adopting the process will involve staff time and input.

4.0 Committee & Other Reports:

4.1 Government & Industry Advisory Committee (GIAC): Potter reports that the committee met with just three committee members, for the vacant committee positions have not been filled. They are still trying to fill the two vacant seats. The committee sent an AlpacaGram informing the membership of where they can find the language designating alpacas as livestock in the 2008 Farm Bill. The committee is monitoring EEV Type 1 situation as it begins to rear its head in the East and Midwest as the weather warms. A bill regarding the veterinary mobility act for Veterinarians taking narcotics out of their office to the field is currently under government review. Brion Smoker is putting together a document regarding how to survive an IRS audit.

4.2 Judges Training and Certification Advisory Committee (JTCAC): See item 3.5. No other report.

4.3 Judges Advisory Committee (JAC): No report.

4.4 Show Rules Advisory Committee (SRAC): No report.

4.5 Leadership Council: The Board is planning to resume the Leadership Council and discussed who has been invited to attend in the past. Initially the council was made up of entire Board, Executive Director, and Affiliate Presidents or their representatives, and AOA committee chairs. Vannier and Petersen will draft the agenda for the meeting and will include a document that describes the purpose of the Council. The current plan is to have the first Council meeting in June, with the Board, AOA Executive Director, and Affiliate Presidents or their representatives in attendance.

5.0 Financial Report: Not given due to Darby having to leave the meeting.

6.0 Meeting Wrap:

6.1 Contact the Board Update: Member contacted the Board about the order of the classes at the National Show, as well as the Breeders Cup award. Another breeder has had difficulty with a registration and Merriwether has been working on the issue with the breeder and the office.

6.2 Next Meeting: The Board will meet May 26th (Memorial Day) at 6:00 p.m. EDT.

6.3 Adjournment: Miller moved to adjourn at 9:28 p.m. EDT.

Respectfully submitted,
Laurel Shouvlin, Secretary