

AMERICAN SPANIEL CLUB, INC.

Minutes

Regular Meeting of the Board of Directors

Date: Saturday, April 5, 2008 at 8:30 a.m.

Place: Hilton Hotel in Las Vegas, NV.

1. The meeting was called to order at 9:05 a.m. Charles P. Born, Chairman of the Board, Presiding.
2. Roll Call of Members
Present: Born, Donaldson, Virosteck, Torgerson-Rhismyr, Ward, Pike, Pitts, Spacht, Skinner, Gallant, Kaul, Elliott.
Absent: Campbell, Larson
Ex Officio: Harmon, Patterson
Guests: Doug & Marleta McFarland, Quinn Ruvacava (Zone IV Alternate Director), Don Ploke,
3. Approval of Agenda.
4. Notation of Committee Chairs & Guests Present: Doug & Marleta McFarland, Quinn Ruvacava (Zone IV Alternate Director), Don Ploke, (all zone IV show committee members)
5. Report of the President – Mr. Born
6. Report of the Secretary – Ms. Patterson.
Since the January meetings and show, the Board has had three votes resulting from email motions with mailed/faxed ballots that need to be placed in the record.
 1. A ballot was forwarded to Board members on January 15, 2008, reading, "It was moved by Ms. Elliott, seconded by Mrs. Virosteck, to approve the minutes of the organizational meeting, as amended." Ballots were to be mailed or faxed to the Secretary by January 22, 2008.
Yes: Donaldson, Elliott, Gallant, Kaul, Pike, Pitts, Spacht, Torgerson-Rismyhr, Virosteck, Ward.
Not Voting: Campbell, Larson, Skinner
 2. A ballot was forwarded to Board members on January 28, 2008, reading "It was moved by Mrs. Spacht, seconded by Mrs. Virosteck, that the limit for Judges' airfare at the ASC Flushing Spaniel Show and the Cocker Spaniel National be raised from \$400 to \$700 effective with the January 2009 Flushing Spaniel Show. Ballots were to be mailed or faxed to the Secretary by February 5, 2008.
Yes: Campbell, Donaldson, Elliott, Gallant, Kaul, Pike, Spacht, Virosteck, Ward
Not Voting: Larson, Pitts, Skinner, Torgerson-Rismyhr
 3. A ballot was forwarded to Board members on January 28, 2008, reading " It was moved by Mrs. Kaul and seconded by Mrs. Gallant to approve the minutes of the regular January meeting of the Board. Ballots were to be mailed or faxed to the Secretary by February 5, 2008.
Yes: Campbell, Donaldson, Elliott, Gallant, Kaul, Pike, Spacht, Virosteck, Ward
Not Voting: Larson, Pitts, Skinner, Torgerson-Rismyhr

Since January, applications for the July show and judges have been approved except for the judges for the hunt test. The field committee is in the process of selecting two additional judges. Special attraction applications have been approved for the Stripped Competition, Stud Dog Showcase and Parade of Champions and Titleholders.

On January 20, 2008, I mailed a letter to Barbara Lippincott to inform her of her expulsion from the club. One copy of the letter was sent by certified mail, return receipt requested and a second copy was sent by regular mail. The certified letter was returned as "unclaimed" but the letter sent by regular mail was not returned.

The January 2008 Show has been closed out by AKC and we are ready to file an application for January 2009 as soon as a superintendent and committee chairs are approved.

7. Report of the Treasurer – Mrs. Harmon.

TREASURER'S REPORT
MARCH 24, 2008

It certainly has been a busy few months getting ASC back on a good financial track with the help of the new Finance Committee. I think a lot has been accomplished, but there's still lots to do.

Dues are very nearly collected. As of this date, we have fewer than 80 unpaids, which is good at this point. Second notices have been sent out to good response. I will be handing out to the Zone Directors the remaining unpaids in each zone so that the Directors can contact them and remind them once more about the value of their ASC membership.

Our balances today (3/24/08) are as follows:

Avidia Bank: Checking -	\$134,878.06 (Some money already earmarked)
CD -	\$80,656.00 (Restricted)
Fidelity Funds -	<u>\$96,166.79 (Restricted)</u>
Total Funds -	\$311,700.85

I have \$6034.32 to deposit in Avidia Bank tomorrow.

All bills are paid.

Marilyn Spacht and I have a meeting with Fidelity on Wednesday, March 26, to try to get their issues resolved (signatures, new accounts, etc.). We should have a positive report on that for the meeting.

I want to thank the Finance Committee (David Donaldson, Marilyn Spacht, Julie Virosteck, Calvin Ward), Charles Born and Kathy Patterson for your support over the past few months.

8. UNFINISHED BUSINESS

A) Financial Procedures – Mr. Donaldson presented the Finance Committee's Proposals for implementing ASC money handling procedures which were approved by the Board in January. These procedures are presented as a separate document as amended. Motion by Mr. Ward, second by Mrs. Virosteck, to approve the Financial Procedures document as presented except for item A-10 which should clarify that the background check on candidates for treasurer should be a credit and criminal background check. Approved as amended.

B) EideBailly ASC Audit – Mrs. Spacht reported on possible directions for the ASC’s Audit required by the bylaws. Due to the circumstances for the change of treasurer in 2007 we have extenuating circumstances for being in non-compliance with this provision.

After talking to various accounting firms etc. the consensus is that an audit to cover 2006-2007 is not possible and fruitless at this point- first, we do not have the records we would need as they had not been returned by the previous treasurer and if they were “found” how much reliance could be placed in them.

Therefore, Mrs. Spacht proposed an audit to cover the period AFTER discovery: dates, April 2007-April 2008, and presented several possible firms to conduct the audit. Moved by Mrs. Torgerson-Rismyhr, second by Mrs. Virostck, that the audit period for this audit be April 2007 to April 2008. Approved.

The Finance Committee was charged with comparing auditors and hiring one to perform the audit, to be completed by July 2008, if possible. Motion by Mrs. Pike, second by Mr. Ward. Approved.

C) Revision of Standing Rules – Ms. Patterson first discussed the revisions that involved moving sections of the Standing Rules that apply to shows to the Show and Trial Manual and deleting sections that were outdated or superceded by later Board actions. Motion by Mrs. Pike, second by Mr. Skinner to make these revisions. Approved.

The Board then reviewed the remaining Standing Rules and made the following changes.

No member who has been suspended, **expelled or declared ‘not in good standing’** from the American Spaniel Club may exhibit or enter at any ASC or ASC-member club shows held during the time of their suspension; nor may any dog owned or co-owned by the suspended member be entered or exhibited.

Motion by Mrs. Gallant, second by Ms. Elliott to add the language in bold to the above section. Approved.

Motion by Mrs. Gallant, second by Mrs. Pitts to delete the language adopted Jul 12, 2000 to set up a fund to encourage those participating in field trials since there were no rules governing this fund and it did not appear to have been used. Approved.

The Chair of National Nominating Committee shall be a Board Member **not eligible for re-nomination to the Board.** Motion by Mrs. Pike, second by Mr. Ward to add the language in bold to the above section. Approved.

Motion by Mr. Donaldson, seconded by Mrs. Spacht. to delete the section of the Standing Rules adopted in 1990 which allocated a sum of up to \$500 for costs of an outside audit as this dollar amount is unrealistic. Approved.

Motion by Mrs. Kaul, seconded by Mrs. Gallant to delete the section reading “No individual may sign a check to him/herself unless otherwise authorized by the Board.” because it is covered in the Financial Procedures document. Approved.

In the reimbursements section of the Standing Rules, two changes were made to conform the written rules with past practice:

Mrs. Pike moved, seconded by Mrs. Spacht, to reimburse the treasurer for travel and lodging expenses for attending additional Board meetings beyond those held in conjunction with the January and July shows. Approved.

Mrs. Pike moved, seconded by Mrs. Kaul, to increase the expense reimbursement to the AKC Delegate for attending AKC quarterly meetings from \$200 to \$400 per meeting. Approved.

Ms. Elliott moved, seconded by Mrs. Virosteck, to delete the rule reading: Winners of the ASC trophies for Jr. Showmanship will be given the award at July National Shows, if they will be present. Awards given for points earned handling a Cocker Spaniel the whole previous year. Further, Mrs. Pitts was asked to do a proposal to enhance this award to be discussed and approved online to be awarded in July 2008, if possible. Approved.

Moved by Mr. Ward, seconded by Mrs. Pitts, to raise to \$500 the stipend to the top winning Junior Showman who is a member of the ASC and who qualified for Westminster; funding to go towards defraying expenses of the trip to Westminster and to be provided only if the Junior is attending. Approved.

D) Candid Photo Policy. The Board discussed the issue of candid photographers, not under contract to ASC, taking photos and videos at the ASC shows and offering them for sale in violation of published ASC policy. Motion by Mr. Ward, seconded by Mrs. Pike, to charge the President with appointing a person to work with our vendors to appropriately amend their contracts to deal with this situation. Approved.

E) Committee Chair Appointments

Motion by Mr. Skinner, seconded by Mr. Ward to appoint Ms. Ruvacava to the performance committee as chair. Approved with Mr. Donaldson and Mrs. Spacht voting no.

Motion by Mr. Donaldson, seconded by Mr. Skinner, to reappoint the English Cocker Spaniel Club of America liaison and extend an invitation to the other Flushing Spaniel Clubs to appoint a liaison who is an ASC member. Approved.

Motion by Mrs. Pitts, seconded by Mrs. Virosteck to appoint Mr. McFarland as the English Cocker Club liaison. Approved.

F) Fundraising Proposal – Mrs. Pike presented a proposal by Judi Kline to reprint the cookbook *Cockers In The Kitchen* and utilize the proceeds for breeder/member education. Motion by Mr. Ward, seconded by Mr. Donaldson, to accept the proposal. Approved.

9. ZONE DIRECTOR REPORTS

Zone I – Mrs. Larson. (Is holding a meeting this weekend and will forward a report afterwards.)

Zone II – Mr. Skinner.

Things have been fairly quiet in Zone 2 lately. I sent out emails to all of the zone 2 members and clubs that I have correct contact information for soliciting suggestions for

the 2010 Cocker Spaniel National. I received a few suggestions for locations. I have not received any interest from the member clubs in the zone to host. I am trying to push Carolina into hosting, but so far no luck. The Georgia club has not contacted me. I know that the Perry site is economical and I have requested basic information from sites in Greensboro NC, Orlando, FL, and Charlotte, NC. And am awaiting their responses. I will bring any I have to the meeting.

Zone III – Mrs. Gallant.

No report for this meeting.

Zone IV – Mrs. Kaul.

It is with great enthusiasm that I send my first zone report as the newly elected director of Zone IV. I would like to thank the members of Zone IV for allowing me to represent them on the ASC Board. With many things on our plate to do, our first order of business for us was to open up the channels of communication by establishing a Zone IV Yahoo! Group where all zone members could 'see' each other and chat about information pertinent to our zone. We still have many zone members not on the list yet, and I am sending individual letters to these folks asking them to come and join us online. A traditional email mailing list was established and is used to communicate the information off the zone list to those members not yet signed up. We have a handful of members that don't have email, so communications are being sent to those individuals via US mail. Future projects include a Zone IV website (in the works), and a Zone IV email newsletter.

Zone IV is gearing up our efforts for the 2009 Nationals to be held in Pomona CA. Our first meeting will be March 29, 2008 at the show site in Pomona. Upcoming Zone IV meetings will be held Friday, June 20th in Canby, Oregon (immediately following the Fort Vancouver CSF show) and the following day, Saturday, June 21st, down in Long Beach (immediately following the KC of Beverly Hills show). I encourage all Zone members to attend these meetings if they are in town. 'Virtual' zone meetings will also be established for our members who can't make it to a physical meeting.

One of the most disturbing things that has happened in our zone is that a mandatory spay/neuter ordinance was passed in the City of Los Angeles. Many zone members have pledged their support to help fight the spread of this type of legislation, as well as to fight to have the Los Angeles ordinance overturned. Unfortunately, California and other Zone IV states are a hot-bed of anti-breeding legislation, and it will take all of our power as community members to fight this on every level.

I look forward to reporting more activity in the following months, as we have a lot on our plates. Thank you again for the opportunity to serve you. If you need anything, please don't hesitate to contact me at stephanie@kauls.com or via phone at 408 737-1557.

Respectfully submitted,

Stephanie Kaul
ASC Zone IV Director

Zone V – Ms. Elliott.

March 25, 2008

Attended the 2 specialties in Ft. Worth on March 21, 2008 and conducted a Zone meeting between the 2 shows.

Reviewed the Financial Report submitted by Jane Harmon as questions pertaining to ASC Financial status were asked.

Gave a quick update on the former treasurer, Barbara Lippincott, as many questions were asked about her also.

Reminded everyone about voting for the 2009 judges and they are voting for the January and July shows. I provided 'Ballots for 2009 Judges', Pens and envelopes for everyone to fill out and as Zone Rep I would pay for the mailing to the ASC Secretary.

Members wanted to know about the status of the Merle colors...I did have copies of the AKC director's letter that went to the Chihuahua Club asking that they not vote to disqualify Merle color, as color has no bearing on health.....etc

Also discussed the issue about the long tail in cockers and the consensus was that we do not change the standard, but count the tail as a fault.

Respectfully Submitted

Sharon Elliott
ASC Zone V Rep

Ms. Elliott moved to accept the reports as submitted, seconded by Mrs. Gallant. Approved.

10. REPORTS FROM STANDING COMMITTEE AND SHOW COMMITTEE CHAIRS

- A) January 2008 Show. Mrs. Campbell, Mrs. Emerick and Mrs. Harmon presented an exhaustive report on the conformation and obedience events as well as the facility, superintendent, fundraising, vendors, etc. The two issues confronting the Board for 2009 are scheduling for Sunday and new flooring. Plus there were several suggestions regarding, seating, vendors, etc.

The Board asked Mrs. Campbell to bring back specific recommendations on these issues to the Board in July.

- B) January 2009 Show Chair Report and Committee Appointments – Mrs. Campbell reported that we have a contract with Valley Forge Convention Center but that gambling has passed in Pennsylvania so Mr. Harmon is looking at other sites for future years in case VFCC receives a gaming license and is unable to accommodate us.

Other issues needing to be dealt with: superintendent, committee chairs.

Mrs. Pike moved to sign a contract with Rau to be the 2009 Superintendent. Seconded by Mrs. Kaul. Approved.

Ms. Ruvacava agreed to be Obedience Chair for January 2009.

PROPOSED COMMITTEE CHAIRS ASC, 2009

Show Chair:	Bettie Campbell
Assistant Show Chair:	Jason Harmon
Chief Ring Steward:	Jane Williams
Assistant Ring Steward:	Sharon Elliott
Futurity:	Kevin Carter
Performance events:	Quinn Ruvacava
Tack Room :	Linda Donaldson
Tack Room Set-up	Linda Donaldson & Linda Pitts
X-pen and Bathing Area	Mike Pitts
Advertising:	Stephanie Kaul
Catalog Pre-Sales	Stephanie Kaul
Catalog Sales:	Rita Piazza, Mya Klock and Carol Mott
Gallery of Pedigrees:	Bonnie Pike
Trophies:	
Fundraising:	Linda Pitts
Basket Raffle& Silent Auction	Judi Kline
Memorabilia:	
Hospitality:	Jason Harmon
Judges Hospitality:	
Seating reservations:	
Vendors:	Karen Knight
Publicity:	Elena Duggan
Announcers:	Lloyd Alton and Calvin Ward

Motion by Mrs. Gallant, seconded by Mr. Skinner, to accept the committee chairs. Approved.

Motion by Mr. Ward, seconded by Mrs. Pitts to ask Mr. Harmon to present a cost comparison of both forms of rubber flooring plus storage options for flooring to the Board in July. Approved.

- C) January 2009 Futurity Chair – Mr. Carter. Bitch nominations numbers were presented (30 as of March 28) and are similar to last year’s numbers.
- D) July 2008 Show Chair Report – Mr. Harmon provided a status report for the July show. He has implemented monthly conference calls, completed the draft of the premium list, worked with Jean and Marty to update the web site information available to attendees. One big challenge is fundraising for this show but things should be on track to break even or make a small profit.

Based on confusion by performance event exhibitors, the Board asked Mr. Harmon to do the accounting for show in a manner to separate the agility, conformation, obedience

and rally events with each being charged a pro rata share of the facility charges and any costs attributable to the event.

- E) July 2008 Futurity Chair Report – Mr. Fehring. Board discussed implementing PayPal which had been approved several years ago. Motion by Mrs. Kaul, seconded by Mrs. Virosteck, to ask Mr. Fehring to get PayPal up and running. Approved.
- F) July Breeder's Education – Mrs. Gallant discussed wanting to distribute Blue Books during the educational forum to be held after the futurity in the ring. After consideration, Mrs. Pike moved to allow the Breeders' Education Committee to have CDs available instead. Seconded by Mrs. Kaul. Approved.
- G) July 2009 Show Chair Report and Committee Appointments – Mr. McFarlane discussed the proposed events, including adding tracking for 2010. Could have agility for 4 days if desired. The Board was agreeable to offering all-breed agility since there is a separate building for that event..

Theme – Life's A Beach	Showed logo concept
Committee Chairs	
Show Chairman	Doug McFarlane
Asst. Show Chairman	Julie Virosteck
Asst. Show Chairman	Marleta McFarlane
Fund Raising Chairman	Stephanie Kaul
Raffle	Patti Auld
Boutique	Lisa Pino
Agility Chairman	Quinn Ruvacava
Obedience	
/Rally/CGC Chair	Sharon Rogers
Field Chairman	Marsha Lineham
Grounds/Tack Room	Don Ploke
Hospitality	LuAn Presser
Judges Hospitality	Bettie Campbell
Trophies	Tanda Shirrod
Futurity	Jim Fehring
Transportation	Annalee McKennon
Reserved Seating	Mariecel Torres-Young
Vendors	Terrie LaRue
Publicity	Quinn Ruvacava
Judge's Education	Bob Ennis
Breeders Education	Nancy Gallant
Newspaper	Mindy Donovan-Tandy
Catalog Advertising Chair	Stephanie Kaul
Catalog Sales	Penny Dante
Chief Ring Steward	Jane Williams
Decorations	Debbie Roper

Motion by Mr. Ward, seconded by Ms. Elliott, to approve chairs, theme, logo concept, and trophy plan as well as releasing \$1,000 in seed money. Approved.

- H) July 2010 Show Site Selection – Mr. Skinner reported that there were several possible sites that he was exploring and would have more information in the future. However, to date, he had not had a positive response from any clubs volunteering to host the show.

I) Show Liaison Report – Mr. Harmon presented a comprehensive report ..

As always it's a busy time in the world of July Shows. Obviously the primary concern right now is with the 2008 Indianapolis show for which you can read the detailed show chairman report submitted under separate cover. Work is also progressing on plans for future year shows as well. Detail is provided below.

2009 – The January board meeting saw the approval to award the 33rd National to the bid submitted by Julie Virosteck and her California group. The show will be hosted at the Los Angeles County Fair Complex (Fairplex) in Pomona, California with the adjacent Sheraton Suites hotel serving as our host property. Contracts have been issued for both venues although they may not be signed by the time of this meeting as some final details on the Fairplex space and Agility are worked through. Doug McFarland is the proposed show chair for this event. This team has had a lot of experience in hosting these events in prior years and should do a great job again in 2009. Budget for this event should be prepared and reviewed by the July board meeting.

2010 – Information is provided on this in the Zone II Report from Tony Skinner. This zone is still in the early stages of site selection. Several locations have been examined in the zone, including Perry and other destinations in the Carolinas. Where the biggest challenge seems to lay is in finding a group of people willing to serve on the show committee. Work will continue in this area between now and July.

J) ASC Foundation Report – Mrs. Williams reported that the Foundation was in a rebuilding phase and had replaced Board members that had resigned.

11. New Business

A) Life Membership Election. This will be done in July.

B) ASC Branding – Mrs. Kaul. Mrs. Kaul asked the Board to brainstorm on what ASC can do for you – what they would like the ASC brand to be. After discussing, the focal points seemed to be: history and preservation of the breed, sense of community, and education. The audience should be everyone with cocker spaniel is our audience – performance, conformation, obedience.

What does it mean to be an ASC member – Love the Breed – community should be the focus. Goal is to make new members feel welcome and stress education to better the breed. Mrs. Gallant will send notes to members joining in the last five years and invite them to attend the breeders' education forum.

Investigate starting an ASC List for members – check with Mr. Delisle about feasibility of doing on ASC web site. Focus to be on Betterment of Breed, Education, and Community

Mrs. Kaul to bring suggestions to Board List for discussion before July.

C) AKC Sportsmanship Award, criteria and nominees – Mrs. Virosteck and Zone Directors

will develop criteria of when to award, what criteria are to be considered in nominating individuals, whether it is open to all members of ASC or cocker people only, etc. and make a recommendation to the Board in July.

D) ASC Annual Report – Ms. Patterson (Action needed: approve printing and mailing Annual Report)

I have requested cost projections for printing an Annual Report like our 2006 one. Same printer, same format. 1,000 copies would be \$7,246.00. Last time, they purchased padded envelopes for us and mailed them. Postage for each report would be about \$2.80 plus the cost of the padded envelopes. So total would be approximately \$10,046 plus the cost of padded envelopes.

Motion by Mrs. Gallant, seconded by Mrs. Virosteck to print and mail the annual report based on the above cost projections.

After further discussion, motion by Mr. Ward, seconded by Mr. Donaldson, to rescind the previous action to print the annual report and instead create a pdf file for download on the web site. Approved with Mrs. Virosteck and Mrs. Torgerson-Rismyhr opposed.

E) Any Other Business.

- Reprinting Blue Book. Media master for Blue Book sits with Ellen Passage's husband. Wilma Parker believes she may have hard copy. Ms. Patterson to get and take to printer for evaluation.
- Mrs. Pitts reported that Boykin Spaniels requested ASC to allow entries of their breed at the ASC Flushing Spaniel show in January '09 if approved by AKC Motion by Ms. Elliott, seconded by Mrs. Gallant to offer classes for Boykin Spaniels if approved by AKC. Approved. Otherwise, the Boykin Spaniel Club will be invited to host a Meet the Breed type activity.
- BYLAWS: Board consensus is to send out only changes that require approval. Members will be allowed 30 days for voting. Mrs. Spacht moved, seconded by Mr. Skinner, to allow Mr. Born and Mr. Donaldson to approve the format and manage the mailing. Approved.
- January 2009 BIS Judge will be discussed after the ballots are counted.

11. Meeting adjourned at 4:15p.m. without objection.

Respectfully submitted,
Kathleen L. Patterson, ASC Secretary