

ALSA Board of Directors Minutes

Board Meeting April 8, 2020

Call to order: 7:02 p.m. CDT

Roll call:

Board Members: Cathie Kindler, President
Lauren Wright, Vice-President
Ron Baird, Secretary
Debbie Andrews
Carol Rutledge
Deb Yeagle

Others: Vern Wright, Treasurer
Linda Kendall, Office Manager
Susan Leslie, Regionals Chair

I. Office Report:

The Office Manager reported that, with the onslaught of the COVID-19 pandemic, everything has come to a halt in terms of activity. There are some show cancellations happening, for instance, the Estes Park Wool Market. There are several small projects that the office is working on at the present time.

Motion: Pay the office expenses of \$1,177.50 for March 2020. Motion by Ron. Seconded by Carol. Motion unanimously passed.

II. Treasurer's Report:

Vern was pleased to report that March revenues were approximately \$3,300 while expenses were about one-half that amount. Several shows still have not paid their 2019 show fees. The consensus was ALSA is in a better financial position this year than it was last year at this time.

See the financials in Appendix A attached hereto.

Vern left the conference call at 7:17 p.m. CDT.

III. Committee Reports:

Alpaca - Chair: Vicky Donley, Liaison: Deb
No report submitted.

By-laws and Standing Rules – Chair: Lougene Baird, Liaison: Carol
Combined Bylaws and Standing Rules and Election Committee Report -
April 2020

After reviewing the minutes from November 2019 Minutes, the Board voted to remove two officers from their directorships for the purpose of returning to the 2-3-2 rotation for a Board of seven.

The ALSA Bylaws, Article III Section 5 Term and Tenure (b) states: A term shall be defined as three years or any portion of the three-year term. There is no partial term.

The ALSA Board, perhaps in its haste, didn't consider this. The Bylaws are the controlling documents that set the working rules for the Board and are mandated by the membership.

A working schedule has been written that maintains the election rotation and this committee is sharing it with the Board..

At this time, the committee is recommending that ALSA put a Bylaw change to the members this summer. As the Bylaws now stand in Section 5 Term and Tenure, the term of office shall begin on July 1 following the election. It should read "The term of office shall begin January 1 in the year following the election.

This committee is recommending the ALSA Board rescind the November motion.

Suggested Rotation of Directors - election schedule

2020 – as of Jan 1

Current Board with end of term end date

Kindler –7/1/21

Wright – 7/1/21

Yeagle – 7/1/21

Rutledge – 7/1/21

Baird – 7/21

October, 2021 elect 2 to take office 1/1/21

2021 – As of Jan 1 new Board of 7

Current Board with end of term end date

Kindler –7/1//21

Wright – 7/1/21

Yeagle – 7/21

Rutledge – 7/21

Baird – 7/21

Oct 2020 Elected #1 - term out 12/31/2023

Oct 2020 Elected #2 – Term out 12/31/2023

October, 2021 Elect 3 to take office 1/1/22

2022 – As of Jan 1- New Board of 5

2 from 2020 elected directors terms end 12/31/2024

3 elected 2021 directors terms end 12/31/2025

October, 2022 Elect 2 to take office 1/1/23

2023 – As of Jan 1 – new Board of 7

2 from 2020 term ends 12/31/23

3 from 2021 term ends 12/31/24

2 from 2022 term ends 12/31/25

Respectfully,
Lougene Baird, Chair

Considerable discussion was conducted regarding this joint committee report. After thorough examination of the situation, a two-part Motion was proposed as follows:

**Motion: A. Rescind the November 13, 2019 Motion regarding Board vacancies.
B. Accept the Bylaws and Standing Rules Committee and Election Committee recommendation regarding a Bylaw change to be put forth before the members to change the date at which new Board members take office to January 1st of the year following their election.
Motion by Deb. Seconded by Lauren. Motion unanimously passed.**

Elections - Chair: Lougene Baird, Liaison: Cathie
See the above report.

Respectfully,
Lougene Baird, Chair

Ethics - Chair: Cheryl Lambert, Liaison: Cathie
There is nothing to report at present.

Respectfully Submitted
Cheryl Lambert, Chair

Finance & Budget - Chair: Vern Wright, Liaison: Ron
Please refer to the Treasurer's report that is presented above and appended hereto.

Fleece - Chair: Judy Glaser, Liaison: Deb
No report submitted

Grand National - Chair: Sandi Auld, Liaison: Lauren
No report submitted.

Handbook – Chair: Adryce Mathisen, Liaison: Carol
I would appreciate it if the BOD would start discussion as to whether there will be a new edition of the Handbook for 2020. If so, I need to know as soon as possible so that we can begin working on it with the committees in order to get the next edition out on time.

Adryce Mathisen, Chair

Following discussion of this request, it was determined there would not be a new Handbook edition for 2020. The consensus was the subject should be revisited in time for a 2021 edition.

Judges' – Chair: Cyndi Ernst, Liaison: Ron

The Judge's Committee does not have any news to report this month. With the COVID19 pandemic there are more important things to attend to.

We are well here in Michigan attending to farm business.
We hope everyone is staying home so the virus will not be passed to new hosts allowing the public to be able to resume business.

Regards,
Stay safe
Cyndi Ernst, ALSA Judge's Chair

Membership - Chair: open, Liaison: Debbie
No report submitted

Performance - Chair: Anna Reese, Liaison: Carol
Nothing to report at this time. Stay safe out there!

Thanks,
Anna Reese
Performance Committee Chair

Protest - Chair: Cheryl Lambert, Liaison: Ron
Nothing to report.

Respectfully Submitted
Cheryl Lambert
Protest Chair

Publications, Promotions, Marketing & Web Site - Chair: Reggie Durch,
Liaison: Deb

A discussion of this committee's activities with Reggie Durch, the Chair, was deferred to the May Board meeting.

Regional Committee - Chair: Susan Leslie: Deb

Susan Leslie, the chair of this committee, joined the conference call at 7:33 p.m. CDT. She provided the following information concerning 2020 regional shows.

SE - SSLA is interested in holding the SE Regional, along with the Georgia Nationals and expect numbers to remain the same. The Nationals moving location and the nationals being non qualifying do not affect the show.

Western - Western is interested in holding their Regional show again

Buckeye - Buckeye region plans to hold the regionals with along with the HLAA fall show and an ILR Show for a triple show weekend.

Rocky Mt - Rocky Mountain is working on securing a new show superintendent, and details will be sent to the BOD as soon as I know something.

Central Regionals - We are looking for ways to increase the numbers, or it is not cost effective to continue the show.

Being combined with state fairs has helped us save money on venues, but we have been averaging half the numbers from state fair/regionals over the past few years, be it Oklahoma or Texas.

I would like confirmation of the Nationals judges so I can let the regional supers know they can select their judges.

There was discussion regarding the Grand National Show for 2020 and its demands on the Judges. A reach-out to the Grand National chair will be made to get that judging schedule and confirm it with the selected Judges.

Susan Leslie will then be given the o.k. to send out a judges' list to the regional superintendents so they can contact Judges for their events.

Susan left the conference call at 7:52 p.m. CDT.

Show Management, Policy & Planning –Chair: Kathy Devaul, Liaison: Lauren
No report submitted.

Youth Committee - Chair: Robin Sturgeon – Liaison: Carol
No report submitted.

IV. Old Business:

A. None.

V. New Business:

A. An inquiry from a member regarding the 2020 Western Regional Show has been brought to the Board's attention. That inquiry will be forwarded to the Regional Committee Chair to handle.

The next regular Board meeting will be May 13, 2020 at 7:00 p.m. CDT.

**Motion to Adjourn at 8:02 p.m. CDT. Motion by Ron.
Seconded by Debbie. Motion unanimously passed.**

The ALSA Board of Directors may convene in Executive Session to discuss personnel matters, any items on this agenda or to consult with Legal and/or Accounting Counsel.

**Addendum A
Financial Statements**

	<u>Apr 4, 20</u>
ASSETS	
Current Assets	
Checking/Savings	
Chase - Operating	10,204.02
Chase Savings Account	30,003.66
Youth Scholarship Account	<u>3,905.07</u>
Total Checking/Savings	<u>44,112.75</u>
Total Current Assets	<u>44,112.75</u>
TOTAL ASSETS	<u><u>44,112.75</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	-4,150.00

Total Accounts Payable	<u>-4,150.00</u>
Total Current Liabilities	<u>-4,150.00</u>
Total Liabilities	-4,150.00
Equity	
Opening Bal Equity	49,204.42
Retained Earnings	-3,918.58
Net Income	<u>2,976.91</u>
Total Equity	<u>48,262.75</u>
TOTAL LIABILITIES & EQUITY	<u>44,112.75</u>

	<u>Jan - Mar 20</u>
Income	
a MEMBERSHIP REVENUE	
2020 Adult Membership	3,838.08
2020 Youth Membership	<u>1,598.52</u>
Total a MEMBERSHIP REVENUE	5,436.60
ALSA SHOW FEES	
Animal Number Transfer	14.10
Animal Recording Numbers	93.00
Sanctioning Fee	1,125.00
Show Entry Fee	<u>1,305.00</u>
Total ALSA SHOW FEES	2,537.10
BANKING FEES;NSF Payment	241.00
GRAND NATIONAL	
a Sponsorships	<u>250.00</u>
Total GRAND NATIONAL	250.00
JUDGE REVENUE	
2020 Judges Dues	<u>789.60</u>
Total JUDGE REVENUE	789.60
z OTHER INCOME	
Website Income	60.00
z OTHER INCOME - Other	<u>470.00</u>
Total z OTHER INCOME	<u>530.00</u>
Total Income	<u>9,784.30</u>
Gross Profit	9,784.30
Expense	
a GRAND NATIONAL E	
Facility	500.00
Refunds	-40.00
Ribbons / Awards	<u>491.71</u>
Total a GRAND NATIONAL E	951.71

ALSA SHOWS	
refund	24.13
Total ALSA SHOWS	<u>24.13</u>
B.O.D. EXPENSES	
BOD Conference Calls	106.83
Total B.O.D. EXPENSES	<u>106.83</u>
Corporation Renewal	476.00
EXECUTIVE OFFICE - NEW	
ALSA P.O. BOX	102.00
Computer Backup	69.95
Constant Contact Eblast Expense	216.00
Executive Office Travel Expense	15.00
Office Labor Cost	3,240.00
Office Supplies	23.59
Telephone	
ALSA Phone/iPad	357.18
Total Telephone	<u>357.18</u>
Total EXECUTIVE OFFICE - NEW	4,023.72
Legal-Prof Fees	
Legal-Prof Fees; TAX PREP	750.00
Legal-Prof Fees - Other	475.00
Total Legal-Prof Fees	<u>1,225.00</u>
Total Expense	<u>6,807.39</u>
Net Income	<u><u>2,976.91</u></u>

