

American Dexter Cattle Association
Annual General Meeting
June 25, 2021 – 4:00 pm EST

President – Jim Woehl	Youth Dir - Elissa Emmons	Z Region 7 – Jennifer Hunt
Z Vice Pres – Kimberly Jepsen	Z Webmaster - Ray Delaney	Z Region 8 – Danny Collins
IPP -	Z Region 1 – Skip Tinney	Z Region 9 – Scott Wilson
Secretary - Carole Nirosky	Region 2 – Laaci Louderback	Region 10 – Santiago Lizarraga
Treasurer – Roberta Wieringa	Region 4 – Becky Eterno	Region 11 -
Z Registrar - Jill Delaney	Region 6 – Jeff Chambers	Region 12 – Kevin McAnnany

*designates member absence / Z designates Zoom

56 Members were present / 14 members present via Zoom

Jim Woehl welcomed everyone to the ADCA Annual General Meeting. In his address to the membership, he expressed his gratefulness for time spent serving the members as the ADCA President, but a new president would be elected, and his term would be ending Saturday evening. Jim stated that although we had a rough year in 2020 due to covid, members of the ADCA did well with beef and seedstock sales. Dexter Cattle and the ADCA will continue to thrive. Jim asked members to help with the direction of the ADCA by giving input to their regional directors. The BOD wants and needs to hear from the membership.

Officer Reports

- Treasurers Report – Roberta Wieringa
 - The Trial Balance sheet for January 1 to June 15, 2021, shows total assets of \$455,351.34.
 - Membership income- \$21,240 annual, \$6,560 family, \$220 youth, \$160 associate • Registration income – \$11,200 females, \$8350 bulls, \$3,240 late fee, \$145 steers • Transfer income - \$14,740 females & bulls, \$90 steers, \$145 rush fee
 - National Expo revenue - \$12,000 received
 - The Dexter Bulletin is one of the associations largest expenses. Approximately \$11,000 has been spent for the two editions published in 2021.
 - Warren Coad of region 8, asked if membership dues cover the cost of producing and mailing the Bulletin, and if we pay an upcharge due to quantity mailed? Roberta stated that membership dues do indeed cover the cost of the Bulletin. Cost is determined by the number of pages and quantity mailed.
 - Sharie Stocklin of region 7, asked if Bulletin was the largest expense for the ADCA, and if the BOD is still considering going to an online version only? Will the ADCA do a poll of the members to get their opinions? Jim Woehl answered, members were polled and the ADCA will continue to produce a paper version based on member's response. If we move forward with an electronic version, it will be in addition to the printed version. Kevin McAnnany is researching ways to cut cost for the printed version.
- Registrar's Report – Jill Delaney, read by Jim Woehl
 - While Jill was giving her report the echo was very loud, causing Jennifer Hunt to ask if Jill could stop for a minute, so the board could address the audio feedback that made it difficult for others to hear what she was saying. Following an attempt to adjust the audio, Jim stated he would just read Jill's report for her, which he did.
 - 2020 Totals - Registrations 1916 = 1409 females, 400 bulls, 107 steers • Transfers 2507 • Total Paid Members 1154 = 886 annual, 160 family, 52 youth, 4 associates • Total Membership including paid + new 1823

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- 2021 Totals as of May 30 • Registrations 739 = 464 females, 235 bulls, 40 steers • Transfers 1221 • Memberships 1404 = 847 paid
 - Sharie Stocklin stated that members should be able to contact all the BOD members including Jill for registration issues. While also acknowledging that Jill is remarkably busy. She asked if members would ever be allowed to contact Jill? Jim stated that the rule for members to contact regional directors with registration questions is due to the registrars heavy workload and will stay in place for now. Registrations, transfers, and membership would be terribly delayed if Jill had to answer phone calls personally. Additional help for Jill has been approved as needed.
- Jim Woehl anticipates the new registration software program, being created specifically for the ADCA, will make the registrars job much easier. The new software being built by Susan Smythe of Better Built Cows will help eliminate some of the registration issues Jill is experiencing due to the antiquated program she is currently using.
 - Sharie Stocklin inquired about the cost associated with the new software, she also asked about the cost of the new website. Jim's answer was approximately \$25,000 for the new software, also stating that the RMMS committee sent out request for proposals and one of the bids came in at \$340,000. The new software rollout is expected to happen in 2022 and 2023. Financial reporting which is currently being done manually will also be included in the new software. Jim could not remember the final cost of the website off hand.
- Secretary's Report - Carole Nirosky
 - Maintained records and distribution of ADCA BOD meeting minutes.
Zoom Administrator – Schedule meetings as needed
 - Monitor the ADCA phone line 844-588-2322. Annual phone calls processed to date are 244.
 - Implemented a new email service designed to offer mass emails to ADCA membership.
 - Committee work- M&A, Expo, Website, RMMS workgroup, elections
- Elections Committee – Kimberly Jepsen – chair. Carole Nirosky co-chair, Skip Tinney
 - 2020 – Region director elections for regions 9, 10 and 12 / 2021 - Regions 1, 2 and 4
- Ethics committee – no complaints received in 2020 – Jim Woehl-chair
- Website Committee – Carole Nirosky, Kimberly Jepsen, Danny Collins, Jill Delaney, Ray Delaney
 - The committee is working page by page of the website to make changes and improvements.
 - Invoicing was created to bill for advertisements and member dues.
 - June Smiley of region 8, asked if Jill must manually enter information from the forms that members use to register or transfer animals.
 - Carole answered, Jill must manually enter all the information into the current software program because the current system is not setup to transfer information from forms on the website to the software.
 - Josh Mink of region 10 commented about receiving spam emails from the “ADCA President”.
 - Carole responded that the BOD voted to remove the membership list from the ADCA website to help prevent spammers from obtaining ADCA member emails. Membership lists are available from regional directors.
 - Sharie Stocklin wanted to know what the biggest expenditure for the ADCA is.
 - Jim responded, the single largest expense is the paid staff. As the ADCA grows staff positions may also. Jim also stated the Expo is another major expense which is done

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gladly for the membership. We are trying to involve more members by adding electronic possibilities. Fourteen states were represented at the 2021 Expo.

- Sharie Stocklin wanted to know about the cost for the expo, recognizing that it varies from year to year based on location.
 - Jim stated approximately \$20,000 to \$25,000. Includes venue, ribbons, premiums, honorariums, speakers, awards, meals, t-shirts, judges.
- Babette Russell of region 6 expressed her appreciation for the BOD and their work and time spent volunteering.
- Marketing and Advertising – Kimberly Jepsen chair Report read by Jim Woehl
 - Year to date, \$1527 of the \$13,250 M&A budget for 2021 has been spent to create new banners and brochures, promotional items, and support Fairs/shows.
 - M&A Goals - Create cohesive branding guidelines for marketing material at the national level. Magazine & Homesteader Blog advertising, Create Dexter merchandise to sell on the website
 - Sharie Stocklin asked if new members could receive a bumper sticker in their welcome packet. She also suggested promotional items be provided for breeders to give to prospective buyers to help encourage and retain membership.
 - Carole replied that the M&A committee is currently exploring these ideas.
- Show Committee – Rick Seydel-chair, Dave Cluff- co-chair. Report read by Jim Woehl
 - The Show Committee reviewed the 2020 Virtual Show results and comments. The committee felt it was a success but also agreed that there would need some changes and clarification on some rules and guidelines if another virtual show is held in the future. Jim thanked Rick Seydel and Kimberly Jepsen for the phenomenal job in putting the Virtual Show together.
 - The committee updated the National Show Rules Guidelines in preparation for the 2021 Expo.
 - The Show Committee discussed how the shows at the AGM can be improved. The committee feels the Youth Show should continue as it has in past years. The committee feels the Adult Show should move to an Open Show for future Expos. A proposal was sent to the BOD for their consideration. The BOD approved the requested change pending the receipt of updated rules from the show committee. The committee will make the necessary adjustments to the rules and submit them to the BOD for their approval after the Expo.
 - Dave Cluff will take over as Chairman of the Show Committee as Rick Seydel will resign his co-chair position at the end of the 2021 AGM.
 - Josh Mink asked if his children would be able to show his cows in an Open Class.
 - Jim responded that children would be able to show their own cows in the Open Class, but the rules are still being considered and that could change.
- Pedigree and Genetics Report - Members: Jeff Chambers – Chair, Scott Wilson – Co-Chair, Kelvin Tomlinson, Brody Johnson, Sandi Thomas, Danny Collins
 - The Pedigree and Genetics Committee reviewed a small number of cases referred by the ADCA Registrar and made recommendations on each during the year.
 - Most cases reviewed involved animals that were listed in another registry and seeking entry into the ADCA but that did not meet ADCA eligibility requirements. In each case the Pedigree and Genetics Committee unanimously concurred with the ADCA Registrar’s decision.
 - Other cases involved reaffirming the ADCA SOPs related to Transfer policy and Owner of Record / First Owner policy. In each case the Pedigree and Genetics Committee concurred with the ADCA Registrar’s decision.

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- The Pedigree and Genetics Committee, upon referral by the ADCA Registrar, also made recommendation to the ADCA Board clarifying the intent of the Record of Birth listing as applicable only to animals that were otherwise eligible for ADCA registration.
- Babette Russell would like to see Dexter shows that are not exclusive to any registry.
 - Jim responded, this is already happening at some state fairs across the country as well as some of the regional groups. In reference to the ADCA National Expo, Jim said he could not in good conscious give ADCA member money in premiums to non ADCA members.
- Registration and Software Workgroup: Jeff Chambers-Chair, Pat Mitchell, Dave Morgan, Jill Delaney, Carole Nirosky, Susan Smythe (Contractor)
 - The RMMS workgroup met multiple times during the year with the software contractor, Building Better Cows Software– Susan Smythe. The ADCA Registrar Jill Delaney and Susan Smythe meeting every other Monday.
 - Building Better Cows presented Phase 1 development to the RMMS workgroup in May of 2021 for review and recommendation to the Board. The RMMS work group concluded that Building Better Cows had successfully completed Phase 1 build of the new ADCA Registration and Member Management Software.
 - This represents a significant milestone in the ADCA’s movement forward with the new registration software. RMMS software development components and expected timelines. Phase 1 – Registrar Component – *completed (May 2021)*
 - Phase 2 – Initial Public Component / Initial Member Component - Phase 2 an expected time of 13 months for completion.
 - Phase 3 – Full Public Component / Full Member component / Financial Services – component – the groundwork for Phase 3 will be mostly completed in Phases 1 & 2.
 - The RMMS made recommendation to the Board in May to begin the planning and development for implementation and training during the next 13 months of Phase 2 development.
 - The RMMS and the ADCA Board would like to express our sincere appreciation and thanks to Susan Smythe and Charles Durrett of Better Built Cows Software for their work at significantly reduced cost than such a wonderful software otherwise would require. The RMMS and ADCA Board would also like to thank our Registrar for the tremendous amount of additional time she has provided in this process. Thank you, Jill!
 - Someone in the audience asked what the full public component would look like. Jeff responded, in effect it will be the full online pedigree, interaction with the financial components, members will have the ability to list animals for sale and have them listed through the software, plus other features.
 - Babette Russell would like the search feature on the pedigree page improved. Jeff agreed and said the search engines in the new software will be much more improved. She also suggested moving the search button away from the start over button. Everyone laughed and agreed that would be a great idea.
- Junior ADCA – Elissa Emmons
 - Elissa Emmons apologized for technology issues not allowing videos to be played that were submitted by some of youth BOD. Henry Louderback was introduced as a recently added youth BOD member. The youth BOD is looking for others that are interested in becoming part of the BOD, anyone wanting to participate should email Elissa for an application.

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- The youth BOD has been meeting monthly and representing the ADCA in shows and other events like Mother Earth News and 4H events. Elissa had 60 events listed on her calendar from across the country. Notify Elissa of any events in your region so they can be added.
- Youth membership is growing. Representation in Ohio is strong with lots of kids participating. Elissa thanked the Ohio Valley Dexter Breeders for helping to organize all the youth activities, especially Renae Lizarraga, Kathie Sears and Kathy Chaney.
- Project ideas coming out the Youth BOD meeting 7/24/2021 include working with regions and creating a new youth logo.
 - Someone in the audience wanted to know who the cow costume contest winners were? 1st place Santiago Jr Lizarraga – Super-cow, 2nd place Mario Lizarraga – Beanie Baby skunk, 3rd place Austin Noe – roping steer.
 - Sharie Stocklin thanked Elissa for everything she does for the youth especially region 7.
- Chuck Daggett Good Citizen Award – Board of Directors
 - Nominations received: David Cluff region 4, Don & Sheila Farris region 6, Jennifer Hunt region 7, Don Giles region 7, Sally Coad region 8, Dan & Cindy Edgington region 10, Terry Sprague region 12. Winner will be announced at the awards banquet.
- Talisman Farm Award – Jim Woehl-chair
 - Nominations received: Don & Kathy Giles, Pat & Linda Mitchell, Jack Goodman, Steve & Cheri Wood, Ted & Vicki Anderson and Haden & Lesa Reid. Winner will be announced at the awards banquet.
- New Business - open floor discussion:
 - Nancy Bowers suggested in place of or in addition to the National Expo, each region should host its own show with support from the ADCA. Another suggestion was to hold the show with other small animal groups. In response Jim said some regions already have groups hosting their own shows with support from the ADCA. The BOD considering other ways to offer support.
 - Nancy Bowers – how do regional groups get started financially.
 - Jim said other groups charge for membership and raise support. The ADCA does have a program in place to help sponsor events financially from \$250 up to \$500. Members should fill out the form on the ADCA website. The form is submitted to regional directors for validation and turned over to the Marketing and Advertising committee for final approval. The BOD is discussing ways to increase support of regional groups. Another benefit the ADCA offers it is members is insurance coverage for ADCA only Dexter Shows
 - June Smiley asked if there was a list of shows available on the website.
 - Jim said the old website used to have a list but the new one does not but could be added.
 - Carole reminded everyone that events can be advertised on the happenings page of the website.
 - June Smiley noticed that the committees are filled with mostly BOD members.
 - Jim explained that at least one BOD member must be on every committee, but the rest should be members. We need and desire volunteers to work on all committees.
 - Santiago Lizarraga said that he receives lots of suggestions from members, and he invites everyone to volunteer to work on a committee to help become part of the solution. Directors are working on several committees due to the lack of volunteers and self-compulsion to get the job done.

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- Kathy Chaney asked members to encourage their children or grandchildren to apply for the annual Chris Odom award, which offers cash prizes for winners in the senior and junior divisions. The application is a wonderful learning tool for all children. She asked the BOD and members to help promote this award for the next Expo. Elissa reminded everyone that the 2021 winners of the Chris Odom will be announced at the awards banquet.
- Directors at large nominations
 - Elissa announced nominations from Zoom: Kathy Chaney and Carmen Heilig.
 - Jim stated Carmen was not present nor eligible according the ADCA bylaws which specifically say present at the meeting. Kathy Chaney declined. Nominees from the floor included Mark Chaney, Rick Seydel and Pat Mitchell.
 - Sally Coad questioned about directors at large being representatives for members from regions that did not have a director in attendance.
 - Jim stated that it is not in the bylaws but that is how the BOD has tried to handle it in the past and Mark Chaney would qualify for region 8.
 - Jim asked members to please sign the attendance sheet that was passed around the room.
 - While members were waiting for the votes to be counted Jim announced that using Zoom for the 2020 AGM, due to covid-19 was an anomaly. Jim said according to the bylaws members must be in attendance to vote. Jim recognized that ADCA bylaws are outdated and will need to be addressed by the BOD so we can include electronic members. Jim apologized for not making this announcement at the beginning of the AGM. Jim acknowledged that several members using Zoom were upset and apologized but was following the rules for the meeting stated in the bylaws.
 - Ballots were counted by Carole Nirosky, Josh Mink, Sharie Stocklin, and Robert Wieringa.
 - Members elected Rick Seydel and Mark Chaney as directors at large.
 - Sharie Stocklin asked how changes are made to the bylaws.
 - Jim answered, the ADCA is a Delaware corporation, once the BOD votes to change the bylaws they are sent to lawyers to be updated legally and then filed in the Commonwealth of Delaware.
 - Sharie questioned how members can request a change to the bylaws.
 - Jim stated that all requests need to go through the regional directors. Warren Coad commented that members can also make their requests known by sending a proxy with their regional director.
 - Jim asked the BOD to introduce themselves to the members as requested earlier by Sally Coad.
 - Sharie Stocklin addressed the BOD with concerns because Regional Directors, including hers, were commenting on Zoom and could not be heard.
 - Jim acknowledged that there were technical difficulties making it hard to communicate and causing frustration for everyone.
 - Elissa Emmons was trying to keep members on zoom informed of what was happening at the meeting while answering their questions.
 - Sharie Stocklin said she wanted to know how many BOD members were joining via Zoom
 - Jim introduced those BOD members: Skip Tinney region 1, Jennifer Hunt region 7, Danny Collins region 8, Scott Wilson region 9, also Jill Delaney the registrar and Kimberly Jepsen vice president. Jim again apologized for the technical issues.
 - Jennifer Hunt called Nancy Bowers during the meeting so she could talk with Jim about the nominations for directors at large. Jennifer stated that members on the Zoom call could not

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- hear and wanted to make nominations for the directors at large and were not allowed through the chat feature.
- There was a dispute between Jennifer Hunt and Jim Woehl about the interpretation of the by-laws.
 - Jim agreed to back up the meeting and accept their nominations. Jennifer nominated Nancy Bowers and Sharie Stocklin, for directors at large. Nancy Bowers declined the nomination. The meeting was recessed for 12-minutes to allow Jennifer an opportunity to contact others on Zoom to see if they had additional nominations for director at large. No other nominations were received.
 - A re-vote was held for directors at large.
 - Nominees included Rick Seydel, Mark Chaney, Pat Mitchell, and Sharie Stocklin
 - While voting was taking place and Jennifer asked Jim when directors and members joining via Zoom would be allowed to vote, Jim explained that according to the bylaws voting members must be in attendance at the AGM, members joining via Zoom would not be allowed to vote.
 - There was a dispute between Jennifer Hunt and Jim Woehl about the interpretation of the by-laws.
 - Ballots were counted by Carole Nirosky, Josh Mink, Roberta Wieringa, and Kimberly Newswanger.
 - Members elected Rick Seydel and Mark Chaney as directors at large.
 - Jim thanked everyone for their patience and understanding of the re-vote due the technical difficulties. He asked for final thoughts from the members concerning new business.
 - Warren Coad wanted to know why the financial reports in the Dexter Bulletin were only showing income and not including expenses. Jim said that was a mistake and will be corrected. The report should contain both expenses and income.
 - Sally Coad asked if the BOD has considered changing the rule about not allowing an ADCA member to be on the BOD if they are a current member of another registry. Jim said the rule is still in the bylaws and there has not been any discussion by the BOD about changing it.
 - Pat Mitchell made a motion, Josh Mink 2nd to adjourn the meeting. The motion carried.

Meeting adjourned at 6:06 pm EST
Submitted by Carole Nirosky