

**American Dexter Cattle Association**  
**Board of Directors Meeting**  
**July 13, 2021 - 7 pm CDT**

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

**\*designates member absence.**

1. Jeff Chambers called the meeting to order at 7:08 and asked for the roll to be called.
2. Approval of AGM and board meeting minutes
  - Jennifer Hunt requested one change to the 6/24/2021 board of directors meeting minutes. Following discussion, the board agreed to the modification. Elissa Emmons made a motion, Santiago Lizarraga 2<sup>nd</sup> to accept the minutes for the 6/24/2021 BOD meeting, as modified. Motion passed unanimously.
  - Two changes for the 6/25/2021 Annual General Meeting minutes were requested by Jennifer Hunt. Following discussion, the board agreed to amend the minutes. Jim Woehl made a motion, Laaci Louderback 2<sup>nd</sup>, to accept the AGM minutes from 6/25/2021 as amended. The motion passed unanimously.
  - No changes were requested for the 6/26/2021 BOD meeting minutes. Santiago Lizarraga made a motion, Kevin McAnnany 2<sup>nd</sup>, to accept the 6/26/2021 BOD meeting minutes as presented. The motion passed unanimously.
3. Interim Regional Director Selection for region 2 and 6
  - Kimberly Jepsen was the only candidate nominated for region 6 interim director. By unanimous consent, Kimberly Jepsen was selected as the interim regional 6 director, term ending 12/31/2022.
  - Two nominations for region 2 were received for interim director, Catherine Hall, and Stefani Millman. Candidate bios were review and discussed. The board voted to select Stefani Millman as the interim director for region 2, term ending 12/31/2021.
  - The board took a five-minute break to allow time for Jeff Chambers to call Catherine Hall to notify her of the board’s decision. Kimberly Jepsen and Stefanie Millman were asked to join the meeting as the new interim directors. The BOD offered their congratulations to both and took some time to introduced themselves to Stefani Millman.
4. Transition updates –
  - Jeff Chambers, Laaci Louderback and Jim Woehl met with the registrar, secretary, treasurer, and webmaster individually to discuss expectations and ideas that were presented during the executive session at the board wrap-up meeting held 6/26/2021.
  - The registrar will continue to receive help as needed as the workload dictates. Jill will continue working with Susan Smythe on the new registration software build. The board wishes to help lessen Jill’s workload. Email notification to members from the registrar will be edited to encourage members to contact their regional directors for assistance.
  - The secretary will be removed as the chair of web committee and primary contact to the webmaster to help lighten her responsibilities.

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- Treasurer – the board had inquired about quarterly evaluations of the financial records that had been previously requested due to the change to QuickBooks. Roberta was not aware of that request, and it was discovered that we are not under any contract with Cynda for any auditing services. Jeff Chambers suggested for the board to enter into a contract with Cynda for auditing services. The board discussed some options including hiring an accountant local to Roberta. The board will review this again as an agenda item at the next board meeting. Jennifer recommended for the board to consider ways to protect financial accounts and documents being sharing with outside firms. Kevin McAnnany suggested using password protection for pdf's.
  - Webmaster – Ray suggested appointing an individual as a content manager for the website. Jeff Chambers requested for the website committee to accept that task and identify an individual to be the content manager, suggesting the committee may need to find someone outside the current committee to take that role. Danny asked for volunteers to join the committee to help with the enormous task of updating and maintaining the website. Website committee will be added to the August board meeting as an agenda item.
  - Process for meeting going forward. Jeff Chambers will be sending meeting agendas a week in advanced of the scheduled board meetings. He asked board members to send their request for agenda items two weeks in advance if possible. Agenda's will include standing committee reports. Jeff stated that all communications as the ADCA president will be shared with the vice president, so she is aware of ADCA business, and copied to the secretary for record keeping. Jeff would like to limit board meetings to 1½ hours out of respect for everyone. Jeff stated that he is available by phone if board members need to him.
  - Jeff requested for the ADCA president and ADCA vice president to have an official email address in order to separate ADCA business from personal items. Laaci agreed and said emails could be easily transferred to newly elected officers following elections. Santiago suggested regional directors should also have specific ADCA email addresses. No opposition was shown for Jeff's suggestion for ADCA emails for the president and vice president.
5. Registrar's report – Jill Delaney
- June 2021 Totals: Membership: 1512 up 108 from last month 49 paid/59 new members  
June 2020 Totals: Membership: 1253
  - The totals for June 2021 listed below as far as registrations and transfers are significantly lower than last year. Jill is still working on June transactions and is behind. There are many factors for the delay in processing such as other tasks, helping last year's new members with first time registrations and the First Owner Policy. We currently have at least 20 new members waiting to have their accounts set up and 3 weeks of transfers and registrations to be processed. If Jill were able to process them as in the past, our numbers from last June to this June would be parallel.
  - Jill had to purchase a new ADCA printer.

June 2020 Totals		June 2021 Totals	
Sales Invoice Totals		Sales Invoice Totals	
Inventory Item	# Units	Inventory Item	# Units
Steer Transfer	6	Steer Transfer	6
90DayWebAd	9	90DayWebAd	4
Reg	124	Reg	94
Late	16	Late	21
Tran	259	Tran	155
Over/Under Payment	3	Balance Paid	2
Prt Duplication Certs	3	Prt Duplication Certs	4
Dues	41	Dues	38
Family Membership	6	Family Membership	7
Jr Membership	15	Associate Membership	2
Bull Registration	40	Jr Membership	2
Steer Registration	10	Bull Registration	25
Rush Charge	6	Steer Registration	6
		Rush Charge	3

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6. Treasurers report – Roberta Wieringa
  - Total liabilities & equity \$375,145.87
  - Roberta Wieringa suggested posting the current trial balance in the Bulletin in response to Warren Coad’s question at the annual general meeting. The board discussed the history of posting financial information in the Bulletin. Previously, the board had agreed to change reporting to a calendar year for the financial statements. Those statements are posted annually in the spring edition of the Dexter Bulletin. The board agreed to post the current trial balance report that was shown at the AGM in the next edition of the Dexter bulletin.
7. Board conflict of interest policy
  - Jeff Chambers stated that board members and committee members need to read and sign the conflict-of-interest policy that is located in section 19 of the Standard Operating Procedures. Jeff noted that the policy references a “work yoke” which is no longer used by the ADCA. Following a short discussion Santiago Lizarraga made a motion, Skip Tinney 2<sup>nd</sup>, to remove work yoke from the conflict-of-interest policy. The motion passed unanimously. Jeff asked Carole Nirosky to update the conflict-of-interest policy.
8. Continue recognized foreign registry discussion – item was tabled for future discussion
9. 2021 Expo debrief
  - Skip suggested the board isolated AGM discussion to specific calls scheduled just for the AGM. He suggested other ADCA business items were losing momentum due to the amount of time spent on preparing for the expo. Skip also suggested holding additional meetings throughout the year as needed to address explicit topics.
  - Re-imagining the Annual General Meeting – Jeff asked for a committee to be formed to investigate and develop a plan for creating a successful AGM (the 2 - hour Annual General Meeting). Kevin MacAnnany volunteered to be a part and Jennifer Hunt offered to provide consulting assistance on the use of Zoom.
  - Danny Collins recommended eliminating the four-hour board meeting held at the expo. Danny thought reducing the number of days for the expo might invite more participation from families.
  - Jill suggested offering Kevin McAnnany a stipend for his technical services at the expo.
10. Dexter Bulletin – Kimberly reminded directors about the deadline for the next edition. The board discussed content for the Bulletin.
11. Jeff concluded the meeting by encouraging everyone to continue working together with positive energy as an entire board. Next scheduled board meeting is August 3, 2021.

Meeting adjourned at 9:08 pm CST  
Submitted by Carole Nirosky