Board of Directors Meeting Teleconference

Abridged Minutes August 24, 2010

Present via telephone were: Board of Directors Nancy Garcia,

Leerie Jenkins, Dana Nichols, Karen Oleson, Kris Pickering, Alisa Romaine, Dale Smith, Scott Stein, Greg Stopay.

Chairman Leerie Jenkins called the meeting to order at 9:05 PM EDT. Lee Heighton was unavailable due to work commitments.

Chairman's Comments

Leerie welcomed everyone and reiterated the agenda items for the teleconference: (1) approval of the FY 2011 budget, (2) final approval of the bylaws and articles of incorporation, (3) Region 6/16 realignment proposal, (4) 5 team single elimination bracket proposal, (5) Canadian/U.S. funds conversion rate, and (6) EJS proposal.

FY 2011 Budget – Nancy Garcia

Nancy moved to enter Executive Session. Kris seconded.

The Board entered Executive Session at 9:06 p.m.

The Board exited Executive Session at 9:39 p.m.

After consultation with NAFA's accountant to confirm depreciation numbers, Nancy presented a revised budget, again projecting positive income. The Board approved the revised NAFA budget.

Based on the entries received and updated sponsorship numbers, the CanAm budget was updated and reviewed. The CanAm budget remains balanced; indeed the numbers have improved.

Bylaws - Kris Pickering

Kris distributed a new version of bylaws with modifications via email before the teleconference. She reviewed the proposed revisions with our attorney and this final copy reflects those changes. She led a discussion of these modifications. A copy of the redline version is attached to these minutes is attached as Attachment A.

Nancy moved to approve the bylaws with any typographical corrections. Karen seconded.

There was no further discussion.

In favor of the motion: Nancy Garcia, Dana Nichols, Karen Oleson, Kris Pickering, Alisa Romaine, Scott Stein, and Greg Stopay.

Board of Directors Meeting Teleconference

Abridged Minutes August 24, 2010

Abstained: Dale Smith.

The motion passed. A copy of the final version is attached as Attachment B.

Articles of Incorporation – Kris Pickering

The proposed revisions were presented to Board members at the May meeting in executive session. No further revisions have been made. Kris indicated that the document was ripe for the Board's vote.

Scott moved to approve the modified articles of incorporation. Nancy seconded.

There was discussion.

In favor of the motion: Nancy Garcia, Dana Nichols, Karen Oleson, Kris Pickering, Alisa Romaine, Scott Stein, and Greg Stopay.

Abstained: Dale Smith.

The motion passed. A copy of the final articles of incorporation are attached as Attachment C.

Region 6/16 realignment – Leerie Jenkins

Lee was unable to attend the teleconference due to work obligations, but he discussed the issue at length with Leerie today. Lee received comments overwhelmingly in support of the original lines drawn by the RDs, which left southern Utah in Region 16, though board members received an email in opposition as well. A map of the proposed regional realignment is attached to these minutes as Attachment D.

Kris expressed concern again about notice to people about this proposal and also that the proposed change would leave the southern Utah teams fairly isolated. In addition to the occasional St. George tournament (there used to be more), the southern Utah competitors usually attend the Arizona and, southern Nevada tournaments, which would be still be in Region 6 under the proposed realignment.

There was discussion that procedurally regional boundaries are proposed by the Executive Director and then approved by the Board of Directors. The Board did not have the authority to modify the Executive Director's proposal.

There was discussion about the considerable geographic challenges presented by these regions.

Dale indicated given some of the concerns raised that we could either accept Lee's proposal or not. If the Board did not accept the proposal, it could allow Lee to present another proposal to the Board again before the end of the fiscal year.

There was no motion made.

<u>5 team single elimination</u> – Leerie Jenkins

Leerie presented the revised alternate 5 team single elimination format which would give each team two races. A copy of the proposed bracket is attached to these minutes as Attachment E.

Board of Directors Meeting Teleconference

Abridged Minutes August 24, 2010

Kris moved to approve new format. Dale seconded.

No further discussion.

The motion passed unanimously.

Conversation rate US/CAN - Dale Smith

Dale presented information regarding his proposal for setting the Canadian exchange rate for fiscal year 2011. He reported that Canadian exchange rates have trended back toward neutral after being somewhat higher for much of the racing year. Although they are trending in the right direction, they are still not par and we still have banking fees associated with accepting and converting Canadian dollars to United State dollars (the standard currency for the corporation). Dale recommended the following:

- Competition Racing Numbers (CRN) \$20.00 USD or \$22.00 CDN.
- New NAFA Club Registration \$25.00 USD or \$28.00 CDN.
- Height Card Applications \$10.00 USD or \$11.00 CDN.
- Duplicate Height Cards (due to loss) \$10.00 USD or \$11.00 CDN.
- Replacement Award Pins (due to loss) \$5.00 USD or \$6.00 CDN.(excluding Hobbes Pins)
- Hobbes Pins current market value (contact Executive Director)
- NAFA Approved Patches \$5.00 USD or \$6.00 CDN.
- Recording Fees:
 - o \$35.00 USD per team that competes in a NAFA sanctioned tournament (payable by the Host Club); or\$30.00 USD per team for tournament results submitted electronically.
 - When multiple tournaments hosted by the same club occur on successive days and each is scored electronically, the fee is \$20.00 USD per team for the tournament with the largest entry and \$10.00 USD per team for each additional tournament.
 - NOTE re Discounted Fees: To qualify for the above discounts, clubs must submit their results electronically. The funds and results must also be received by NAFA within 14 days of the end of the tournament.
 - Clubs submitting their fees in Canadian funds must report the exchange rate used on the NAFA Form C6 from TD Canada Trust for purchasing US Dollars.
 - Late Schedule & Seeding Fee \$50.00 USD when a host club fails to provide a
 preliminary schedule, tournament format and seeding to the Regional Director 10 days in
 advance of an event (payable by the Host Club).
 - NAFA Tournament Results and Fees that arrive to NAFA after 14 days have the following penalties:

Board of Directors Meeting Teleconference

Abridged Minutes August 24, 2010

- 15 plus days late, a fee of \$50.00 USD will be charged.
- One calendar month plus, a \$100.00 USD late fee will be charged.
- Disciplinary action will be taken for results received any later than two calendar months late.
- Refer Charges for conduct prejudicial to the sport of Flyball \$100.00 USD (refundable if charges are sustained).
- Checks returned for Non-Sufficient Funds \$30.00 USD. If a check received for a CRN is returned NSF, the team will not receive points because the dog does not have a valid CRN.
- Copy of timesheet \$5.00 USD or \$6.00 CDN per timesheet.
- Failure to ship out NAFA EJS:
 - o Failure to ship out NAFA EJS the next available day after the tournament \$100.00 USD.
 - Failure to ship out NAFA EJS the next day after the tournament and failure to do so affects the next tournament - \$250.00 USD.

For fees stated only in USD, payments in Canadian funds will be computed using the current exchange rates from TD Canada Trust to purchase US Dollars.

There was discussion that the Canadian conversions are offered as a convenience. Canadians are not required to pay in Canadian dollars. They are permitted to convert their money and pay NAFA in US funds.

Dale moved to accept amounts. Karen seconded.

There was discussion that the Canadian equivalent rates are listed in the fee schedule. There was also discussion that some fees are listed on forms. Dana suggested an amendment to update corresponding NAFA forms and/or schedules. Dale and Karen accepted that amendment.

In favor of the motion: Nancy Garcia, Dana Nichols, Karen Oleson, Kris Pickering, Alisa Romaine, Dale Smith, and Scott Stein.

Opposed: Greg Stopay.

The motion passed.

EJS proposal

Dale led a preliminary discussion of shipping considerations. He will provide data to Lee so he can consider that in formulating the proposal. Lee will present to the Board at a later date.

Karen moved to adjourn the meeting. Nancy seconded. The motion passed unanimously.

The meeting was adjourned at 10:54 PM EDT.