



**Nova Scotia Duck Tolling Retriever Club (USA)**  
**ONLINE BOARD BUSINESS SESSION**  
Beginning Monday, November 23, 2015  
**AGENDA**

**APPROVAL OF MINUTES**

September 2015 In Person Board Meeting Minutes  
(See Attachment A - Secretary Report BOD 2015 Annual In Person Meeting)

**PRESIDENT'S REPORT**

**SECRETARY'S REPORT**

**TREASURER'S REPORT**

**REGIONAL DIRECTOR REPORTS**

**AGENDA ITEMS:**

**NEW BUSINESS**

**Proposal #1:** Conduct of Business  
**Submitted by:** Kim Simons, President

Each year the Board must agree on the method to conduct Board Business as provided in the Bylaws which is in compliance with Alabama law related to conducting business without a meeting. In legalese there is a distinction between “meetings” and conducting business. “Meetings” require that all in attendance MUST be able to see or hear everyone else so can only be accomplished in-person or by video or telephone conferencing.

**Article III, Section 4. Board Business.**

The Board of Directors may also conduct business by telephone conference call, mail, and fax provided it does not conflict with any other provision of these Bylaws. All Board members must agree upon the means of communication. Items voted upon by telephone conference call, mail, and fax must be confirmed in writing within seven days.

Since approximately 2002, the Board has “conducted business” by using a Forum or Bulletin Board for discussions with all voting being done by mail or fax. However, the Board has to approve this method of conducting business each year.

**Specific Board Action Requested:** that the NSDTRC (USA) Officers and Board unanimously agree to continue to use the current on-line Forum for the conduct of business with all voting done by mail or fax during the next year (Nov 1<sup>st</sup>, 2015 – October 31<sup>st</sup>, 2016).

**Proposal #2: In-person and Annual Meeting Attendance Proposal to the Board of Directors of the Nova Scotia Duck Tolling Retriever Club (USA)**

**Submitted by:** Marile Waterstraat, Delegate, ex officio member of the Board

Proposal: A. Officers and Directors of the Nova Scotia Duck Tolling Retriever Club (USA) (excluding ex-officio Board members) shall be reimbursed up to \$250.00 for attendance at the annual in person Board meeting and Annual Meeting. Receipts for plane fare, hotel rooms, food, and/or mileage shall be sent to the Treasurer for reimbursement.

B. The Board meeting shall be moved to the day before the annual meeting, thus necessitating Board members having to give up only two days of work if that applies. Board members should understand that they will be also giving up an activity during the specialty week. For example, this year would have been obedience and rally.

C. The nominating committee will explain to potential nominees that attendance at one in person Board meeting per year is expected of their position.

Rationale:

It is a requirement of the by-laws that the Board of Directors shall gather at least once a year in conjunction with the Club's Annual Meeting.

This is an attempt to improve attendance by the Board both at the Board meeting and at the Annual Meeting. There is a reason why the by-laws call for face-to-face meetings once a year. It allows us to discuss what is often our most important business in an atmosphere of congeniality and desire to work together for the good of the Club.

For most of the past 30 years, attendance has not been a problem, but recently has become one. This is something we need to fix.

It was very difficult to face many members after the Annual Meeting this year and answer the questions about why so few Board members were present, and others were not. If the Board had been present, there would have been a quorum and business could have been brought before the Board. Not having the Board present, fosters concern for the future of the Club...are we in financial trouble, is the Club crumbling, or do the Directors just not care? In many clubs non-attendance is cause for removal from office. Many clubs do reimburse part of their directors expenses to attend in person meetings. Some clubs ask potential nominees if they can afford to travel to their in-person meetings.

From the By-laws.

Section 3. Board Meetings.

The Board of Directors shall gather in person for at least one (1) meeting each year in conjunction with the Club's Annual Meeting, if possible. Other meetings of the Board shall be held at such times and places as are designated by the President or by a majority vote of the entire Board and may be conducted in person, via teleconference, or videoconference. Written notice of each such other meetings shall be mailed by the Secretary to each member of the Board at least fourteen (14) days prior to the date of the meeting. The quorum for a Board meeting shall be a majority of the Board.

Administration: By the president and the nominating committee

Financial implications:

Part A: 4 officers: \$1000. 7 Directors: \$1750 Potential Total per year: \$2750

Part B and C: no cost

Action requested: Approval of proposal

**Proposal #3:** Change in 2017 Specialty Dates  
**Submitted by:** Kim Simons

Due to difficulties finding a Superintendent for the originally submitted dates for the 2017 Specialty, the Specialty Committee has requested approval to push the dates back one week to October 24-28, 2017.

This has already been informally approved by email.

Specific Board Action Required: Approve new dates.

**Proposal #4:** NSDTRC-USA Mailing List Rules  
**Submitted by:** Kim Simons

The BOD voted in a policy that specific language pertaining to list rules would appear on all Region list emails; as follows:

You agree, through your use of this mailing list, that you will not post any material which is false, defamatory, inaccurate, abusive, vulgar, hateful, harassing, obscene, profane, sexually oriented, threatening, invasive of a person's privacy, adult material, or other wise in violation of any International or United States Federal law. You also agree not to post any copyrighted material unless you own the copyright or you have written consent from the owner of the copyrighted material. Spam, flooding, advertisements, chain letters, pyramid schemes, and solicitations are also forbidden on this mailing list.

The NSDTRC (USA) does not warrant the accuracy, completeness, or usefulness of any information presented. The posted messages express the views of the author, and not necessarily the views of this organization. Anyone who feels that a posted message is objectionable is encouraged to notify the owner of the mailing list, a member of the Board, or the webmaster.

The terms/rules in place apply to everyone, equally. Those who choose to infringe upon the rules will be give a ONE TIME warning. Should it be ignored, the offender will be place on Moderation for a week or until the issue is corrected. During this time, the offender can read mail but any replies will require approval by the list owner before posting. A third offense may result in a permanent moderation or removal from the list by the list owner.

This language has fallen off of list emails, and discussion is needed as to whether or not we reinforce and reinstate this language.

**Specific Board Action Required:** A vote to reinstate or remove this language from emails on Club mailing lists.

**CONFIDENTIAL  
EXECUTIVE SESSION:**

**Proposal #1: Appointment of 2016 Nominating Committee**

**Proposal #2: Resignation of Field Chair**

**Proposal #3: Appoint a liaison and delegate to the Master National Club.**

**ADJOURNMENT**