

ABGA Board of Directors Face to Face Meeting
The Mills House
Charleston, SC
July 10-11, 2015

Meeting called to order July 10, 2015 at 8:02 a.m. by President Brad Mackey

Roll Call

Present:

JR Patterson
Susan Burner
Scott Pruett
Shon Callahan
Paul Morgan
Janis Wesson
Paul Grafe
Lee Dana
Cecil Swepston
Terry Brown
Dawn Steward
Tracy Diefenbach
Vicki Stich
Cindy Westfall
Sara Davis

Also Present:

Paul Kinslow
Mary Ellen Villarreal

Not Present:

Joe Airoso
Ervin Chavana

1. Introduction of new board members.
2. Minutes

Board reviews the Board of Directors conference call minutes for April 2, 2015, April 9, 2015, April 13, 2015, May 20, 2015, May 28, 2015, and June 5, 2015.

Motion to approve as corrected by Sara Davis.

Second to Motion by Vicki Stich.

Voice vote. Motion passes.

Board reviews Executive Committee conference call minutes for April 22, 2015, May 5, 2015, May 20, 2015, June 4, 2015, and June 17, 2015.

Motion to approve by Shon Callahan as corrected.

Second to Motion by Paul Grafe.

Voice vote. Motion passes.

Board reviews general membership meeting minutes for June 10, 2015.

Motion to approve by Cecil Swepston.

Second to Motion by JR Patterson.

Voice vote. Motion passes.

3. Directors

Discussion held regarding directors responsibilities. Directors execute Annual Conflict of Interest Policy Statement.

Board of Directors enter executive session at 8:30 a.m. to discuss board member actions.
Board of Directors exit executive session at 8:45 a.m.

4. Scorecard Demo

Discussion held regarding about holding a show to practice using the 3 judge card system. Cindy Westfall and Tracy Diefenbach will consult and present an outline for hosting a practice show in 2016 at the next Face to Face mtg.

5. CEO Position

Discussion held regarding CEO interviews, interview questions and position requirements.

Meeting recesses for break at 9:40 a.m.

Meeting resumes at 9:55 a.m.

Cindy Westfall and Paul Grafe will handle the interview. Questions to be submitted to Cindy and Paul for the afternoon interviews.

6. Monetary Support

Report by Paul Grafe regarding adding monetary support to major shows to encourage JABGA/ABGA sanctioning. Discussion held regarding the support amounts, criteria for major definition, shows eligible and eligibility requirements.

Motion by Cindy Westfall that ABGA support Fort Worth Stock show with \$1,000 added money for each show in 2016

Second to motion by Shon Callahan.

Voice vote. Two oppose. Motion passes.

Motion by Shon Callahan that ABGA will support Fort Worth Stock show with \$1,000 added money for each show in 2017 and add \$1,000.00 support for a JABGA show in 2017.

Second to motion by Scott Pruett.

Voice vote. Two oppose. Motion passes.

Meeting recesses for break at 10:57 a.m.

Meeting resumes at 11:10 a.m.

7. Committee

Dawn Steward reports that the JABGA has had requests for educational materials and advises that there are education materials available that needs to be improved.

Motion by Dawn Steward that ABGA add an education committee.

Second to motion by Terry Brown.

Discussion held. President has the power to appoint the committee and no motion is needed.

President Brad Mackey appoints Dawn Steward as chair of the Education Committee.

President Brad Mackey appoints Terry Brown and Janis Wesson as committee members.

Dawn Steward advises that Anita Dahnke can place a tab on the website to be used by ABGA Directors to review committee updates, reports and minutes. Board advises that the responsibility of the new CEO will be to compile committee information and distribute committee reports.

8. Rule 900/901

Board of Directors enter executive session to discuss current status of 900/901 complaints at 11:20 a.m.

Board of Directors exit executive session at 11:50 a.m.

Directive by Brad Mackey that Sara Davis and Cindy Westfall place the documentation for Rule 900 150330 – Peters vs Lankey and Rule 900 150410 – Poe vs Lankey in the Dropbox account for board review and a conference be scheduled within 10 days for review and action.

Meeting in recess for lunch at 11:53 a.m.

Meeting resumes at 1:00 p.m.

9. CEO Interviews

Board reviews interview questions for applicants.

Board conducts interviews for CEO position.

Meeting in recess for break at 1:35 p.m.

Meeting resumes for interviews at 1:50 p.m.

Meeting in recess for break at 2:31 p.m.

Meeting resumes for interviews at 2:45 p.m.

Meeting in recess for break at 3:37 p.m.

Meeting resumes at 4:02 p.m.

Board of Directors enter executive session at 4:09 p.m. to discuss CEO applicants.
Board of Directors exit executive session at 5:15 p.m.

Meeting recesses for the day at 5:15 p.m.
Meeting resumes at 8:05 a.m. at 7/11/15.

10. JABGA

- a. Leadership Conference – the facility declined to host the event at the last minute and it was cancelled.
- b. DV Education – the educational dv will be updated and changed to a flash drive. The intent is for each JABGA member to receive a copy and copies handed out to Ag Advisor at the National FFA Convention.
- c. National FFA Convention –
Motion by Sara Davis to approve \$3,125.00 to be paid by ABGA for youth coordinator and accompanying JABGA directors travel to the 2015 National FFA convention for purposes of manning the booth.
Second to Motion by Susan Burner.
Voice Vote. Motion passes.
- d. Bylaw Amendments – review of bylaw amendments by Board of Directors.
Discussion held. Board of Directors returns the proposed amendments to the JABGA with suggested changes.
- e. JABGA Financials – Discussion held regarding separation of accounting of the JABGA income/expenses. Discussion held. Request by the Board of Directors that the JABGA Youth Coordinator provide the Board of Directors with a proposed budget by August 1, 2015 for the 2015/2016 calendar year.
- f. Youth Foundation – Discussion held regarding newly formed youth foundation. The youth foundation is a separate entity that is set up as a fund raising mechanism to support the youth involved in the boer goat industry.

Meeting recesses for break at 9:08 a.m.
Meeting resumes at 9:21 a.m.

- g. JABGA National Show – Discussion held regarding unloading disruptions in the youth barn on Sunday/Monday during the 2015 National Show.

11. By-Laws

Review of updated proposed by-laws which reflect new directors and re-districting. Discussion held regarding time period for seating of newly elected directors and election of new officers. Sara Davis to make requested updates and provide updates to the Board of Directors.

Motion by Tracy Diefenbach to approve proposed by-laws with corrections as directed to Sara Davis and to print the proposed amendments to the by-laws in the next issue of the Boer Goat Magazine for voting by the membership.
Second to Motion by Cecil Swepston.
Voice vote. Motion passes.

12. ABGA Judges

Tracy Diefenbach requests that the Board of Directors take a more active role in sharing information with the ABGA Judges. Decisions and changes to rules and procedures that affect the ABGA Judges be timely provided to the judges as soon as possible.

Motion by Scott Pruett to rescind the 2015 fall Judges continuing education program and \$100.00 fee and move the program to 2016 National show.

President Brad Mackey declines the motion.

Amended Motion by Scott Pruett to move the ABGA Judges continuing education program to be held annually at the ABGA National Show beginning in 2016.
Second to motion by Cecil Swepston.
Voice vote. Motion passes.

Discussion held regarding inspection stamp. Consensus of the Board of Directors that stamps will be re-ordered without the year on them in a smaller size.

Motion by Sara Davis that beginning after January 1, 2016, ABGA certified judges must be continuous members of the association and any lapse in membership will result in the requirement to attend recertification.
Second to motion by JR Patterson.
Voice vote, one opposes. Motion passes.

Meeting recesses for break at 10:35 a.m.
Meeting resumes at 10:45 a.m.

13. Email Distribution

Sara Davis will check into the constant contact mailing list for the Boer Goat Monthly to determine why some members are not receiving email blasts from the association.

14. Ennoblement Points from Performance Test

Review of proposed ennoblement point system and cash payment incentives for ABGA approved performance programs.

Motion by Cindy Westfall to adopt proposed ABGA Performance Point proposal and cash incentive program.

Second to motion by Shon Callahan.

Voice vote. Motion passes.

Points for the 2014 Pennsylvania Performance test will be applied retroactively using the newly approved ABGA Performance Point proposal and cash incentive program.

15. EPD Feasibility Report

Review of EPD Feasibility Report provided by Anita Dahnke. Discussion held on implementing and establishing a baseline. EPD program to be referred to CEO.

16. Youth Coordinator

17.

Board of Directors enter executive session at 11:27 a.m. to discuss employee issues.

Board of Directors exit executive session at 11:47 a.m.

Meeting recesses for lunch at 11:47 a.m.

Meeting resumes at 12:58 p.m.

Board of Directors resume executive session at 12:58 p.m. to discuss employee issues.

Board of Directors exit executive session at 1:13 p.m.

18. 2015 National Show

Board of Directors review 2015 ABGA National show income/expenses. Discussion held regarding current outstanding invoices and payments from the show.

19. 2016 National Show

Discussion held regarding dates for 2016 and sponsorships.

20. Magazine and Benefits

Discussion held regarding magazine publication, software and website services.

Motion by Cecil Swepton that Anita Dahnke be relieved of all ABGA employment effective immediately.

Second to motion by Scott Pruitt.

Voice motion. 2 abstain. Motion passes.

Motion by Shon Callahan that the ABGA retain the services of Karla Blackstock to handle the ABGA publication through December 31, 2015.

Second to motion by Cecil Swepton.

Voice vote. Motion passes.

21. JABGA National Show Premiums

Board of Directors enter executive session at 1:59 p.m. to discuss JABGA bred and owned premiums.

Board of Directors exit executive session at 2:27 p.m.

Motion by J.R. Patterson to rescind the drug test rule.

Second to motion by Cecil Swepton.

Roll call vote. 9 in favor and 6 oppose. Motion passes.

Meeting recesses for break at 2:33 p.m.

Meeting resumes at 2:51 p.m.

22. Election of Officers

Cecil Swepton nominates Scott Pruitt for President.

Second to motion by J.R. Patterson.

Paul Grafe nominates Cindy Westfall for President.

Second to motion by Shon Callahan.

Tracy Diefenbach moves for nominations to cease.

Second by Paul Grafe.

Voice vote. Motion passes.

Tally vote.

Cindy Westfall elected as President.

Cecil Swepton nominates Janis Wesson as Vice President.

Vicki Stich nominates Shon Callahan as Vice President.

Terry Brown nominates Tracy Diefenbach as Vice President.

Second to motions by J.R. Patterson

Motion by Susan Burner for nominations to cease.

Second to motion by Vicki Stich.

Voice vote. Motion passes.

Tally vote.

Shon Callahan Elected as Vice President.

Scott Pruitt nominates Paul Grafe as Treasurer.

Second to motion by Brad Mackey.

Motion by Tracy Diefenbach that nominations cease and Paul Grafe be elected by acclimation.

Second to motion by Sara Davis.

Voice Vote. Motion passes.

Motion to nominate Tracy Diefenbach as Secretary by Sara Davis.

Second to Motion by Susan Burner.

Motion by Vicki Stich that nominations cease and Tracy Diefenbach be elected by acclimation.

Second to motion by Susan Burner.

Voice vote. Motion passes.

Cecil Swepston nominates Janis Wesson to executive committee.

Vicki Stich nominates Paul Morgan to the executive committee.

Cecil Swepston nominates Scott Pruett to executive committee.

JR Patterson nominates Dawn Steward to executive committee.

Paul Grafe nominates Sara Davis to executive committee.

Terry Brown nominates Lee Dana to executive committee.

Motion to cease nominations by Cecil Swepston.

Second to Motion by J.R. Patterson.

Voice vote. Motion passes.

Tally vote.

Paul Morgan, Sara Davis, Janis Wesson and Scott Pruett are elected to the Executive Committee.

23. Discipline Action

Board of Directors enter executive session at 3:15 p.m. to discuss director discipline.

Board of directors exit executive session at 3:54 p.m.

24. Other Businesses

Discussion held regarding time for period the implementation of rule changes.

Mary Ellen Villarreal advises Board of Directors that Evie Gates tendered payment for her disciplinary action.

Discussion held regarding the status of her accounts.

Meeting in recess for break at 4:16 p.m.

Meeting resumes at 4:21 p.m.

Motion by Shon Callahan to remove Evie Gates name from the disciplinary page upon the check tendered for payment clearing the bank.

Second to Motion by Vicki Stich.

Voice vote. Motion passes.

Cecil Swepston tenders his resignation as director effective 7/13/15 at 12 noon and tenders to Mary Ellen Villarreal a check as payment for disciplinary fine.

President Cindy Westfall appoints JR Patterson to fulfill the term of Cecil Swepston.

Motion to approve the appointment by Sara Davis.

Second to motion by Dawn Steward.

Voice vote. Motion passes.

25. Next Face to Face Date and Location

September 18th and 19th, 2015 in Indianapolis, IN.

Motion to Adjourn by Brad Mackey.

Second to Motion by J.R. Patterson.

Voice vote. Motion passes.

Meeting adjourn at 4:30 p.m.

Respectfully submitted

Tracy Diefenbach
Secretary
American Boer Goat Association