

National Pygmy Goat Association
January 2017 Board Meeting Minutes
January 7 and 8, 2017
Phoenix, AZ

January 7, 2017

Meeting of the National Pygmy Association called to order at 8:08 am. Directors present: President Linda Henwood, Vice-President Lynda Gredin, Treasurer Joyce Hubbard, Interim Secretary Michelle Fonda, Kim Shunney, Chad Hudson, Crystal Shults, Donna Staley, Cheryl Rogers, Karen Hepner, Susan Seiler, Sharon Irving, and Denise Fraser. Sarah Read and Katie Ridley were absent. Due to lack of any nominations in Region 4, that region has only one director representing that region. Business Manager Dori Lowell was also present. Also in attendance were: Breed Standard Chairperson, David Wortham, Judges Training Chairperson, Linda Colville, and Affiliated Club Coordinator, Kathy Griffiths.

Officer Reports:

President: no report

Vice-President: Lynda Gredin reports that all is well and that the chairs sent their reports in in a timely manner.

Secretary: no report.

Treasurer: no report.

President Henwood pointed out that there were some errors in the posted June 2016 minutes. The board agreed that the changes were to be made. The board moved to approve the June 2016 minutes with amendments.

The board moved to approve the January 2017 agenda.

Elections

President: there were two nominations for this position, Lynda Gredin and Linda Henwood. Linda Henwood was elected.

Vice President: there were two nominations for this position, Lynda Gredin and Chad Hudson. Chad Hudson was elected.

Secretary: there were two nominations for this position, Crystal Shults and Michelle Fonda. Michelle Fonda was elected.

Treasurer: Joyce Hubbard – non-contested.

Central Office Report

Business Manager Lowell reported that registrations were up as of the June meeting as well as a continued increase in new memberships. There have been no issues with the coordinators.

Business Manager Lowell and Director Seiler have been working together to resolve some issues with the Master Champion Challenge classes. It seems that there have been discrepancies between sanctioning of classes and ribbon usage. A new sanction form is being created that should reduce the confusion in the future. Both the new sanction form and an article will be submitted to MEMO to properly provide an explanation to the membership.

Online Herdbook

Glitches in the program have been reduced. Recently a problem has surfaced with searching for progeny animals. The programmers will be contacted. Updating the herdbook continues to create coordination issues between the Business Manager and the Webmaster.

Document Retention

New Business A is a motion that addresses the implementation of the document process and will be covered at a later time. Business Manager Lowell stated that our current storage facility is close to capacity. Retained documents mainly include registration applications and other records that we need to keep. An additional storage unit may need to be rented in the near future.

Software Update

Business Manager Lowell reported that her 2007 version of QuickBooks is no longer supported. She will look into online versions for non-profit organizations. The accounting firm that does our taxes is requesting us to upgrade.

Membership Roster

Business Manager Lowell is looking into an Adobe program that will allow her to update the roster without involving Webmaster Leman.

Certification

No activity.

Business Manager's Contract

President Henwood stated that she had talked with Business Manager Lowell regarding the current terms of the contract, and the Business Manager was happy with it as is. The board was in agreement. The contract will be signed in February 2017. The Central Office Report was accepted.

Committee Reports

Breed Standard

Breed Standard Committee Chairperson David Wortham presented the report. He updated the board on the new committee members, and he said that the committee has been working on 1. A motion that addresses changing registration papers of animals that change color with age (New Business Item C) and 2. Updating the color chart and Breed Standard to reflect the update. The Breed Standard Report was accepted.

Health, Education, and Research

President Henwood read the report. There was no further discussion. The HER Report was accepted.

Judges Training Committee

Chairperson, Linda Colville requested that the discussion of the JTC report delayed until the arrival of Clinician April Seiler. The board agreed to the delay.

Public Relations

Vice President Hudson commented on how successful the NPGA Facebook Information Portal has been. The feedback has been very positive. The Public Relations report was accepted.

Publications

Chairperson Sisco requested help from the board in finding some additional volunteers for her committee. Please contact your director or Chairperson Sisco if you are interested in being on the committee. The Publications report was accepted.

Youth

Two subjects were discussed by the board. The first concerned the scholarship program and lack of acknowledging deadline due dates, i.e., applicant submitted appropriate forms past the required due date and were still allowed to participate. The board also discussed the actual requirements to be eligible for a scholarship. The board felt that additional functions, activities, and endorsements need to be added to the requirement list, especially those that directly involve NPGA. A new scholarship form with applicable requirements will be designed and implemented. Vice President Hudson will look into the issues with the scholarship program.

The second item concerned a 'newly created' record book. The two main questions that surfaced during the discussion were:

1. Why do we need this when we have publications for sale that already cover this material?
2. Where and when did the initiative come from?

Many directors felt that the record book was 'reinventing the wheel' since we already offer a Youth Project Guide, and Basic Owner's Manual which cover much of the same material. These type of record books are traditionally used by 4-H and FFA organizations where the participant are held accountable for documenting all information/activities pertaining to their project. These record books are available online at many extension offices for free. NPGA has no such requirements of their membership, therefore, it was felt that this publication would be redundant and unnecessary.

Any further action on the generation of the record book was tabled/put on hold. The Youth report was accepted with exceptions as outlined above.

The board took a 10 minute break.

The Board took the agenda out of order to hear the JTC report until the arrival of Clinician Seiler.

Judges Training (continued)

Chairperson Colville gave a synopsis of the report.

Clinician Seiler discussed the pros and cons of including body condition scoring during the Judges Candidate Clinic. Body condition scoring is not covered in the scorecard and would add a significant amount of time to the clinic and cause some confusion for the candidates. Some body condition scoring is touched on during the clinic, i.e., obesity, thriftiness, etc.. She felt that this was probably better addressed by the HER committee since they could discuss body condition with respect to health issues and directly reach more of the membership. Chairperson Colville pointed out that based on her discussions with experts, the only true way of studying body condition is via dissection of the animal in order to view the actual fat layers internally. This is not a practical method. Having attended the clinic this past convention, Vice President Hudson pointed out that so much information is covered in such a short time frame, that he would have found the additional information confusing and overwhelming.

Chairperson Colville resumed her synopsis of the JTC report.

Currently, there are nine candidates that are eligible to take the JE this June. Two more candidates may become eligible in the next month. April 18th is the deadline for candidates to be eligible for the June JE.

Chairperson Colville requested a stipend increase for the clinician position as well as those JTC judges that help with the Judges Candidate Clinic.

Proposal 1: Combine Con-Ed with the Judges Candidate Clinic

Clinician Seiler discussed the current status of the Con-Ed program and that there is much disinterest from the judges attending it. She would suggest a revamping of the program by combining it with the clinic. She continued by discussing the many pros and cons of taking this approach. Chairperson Colville added that judges could accrue credits via extracurricular activities such as teaching a showmanship class at a local show, etc. The issue of consistency and quality of judging was discussed in how it can be applied to the newly revamped program.

Clinician Seiler has worked up a schedule that incorporates a lot of new ideas, interactive functions, teaching scenarios, hands on activities, etc., in the hope that this will stimulate current judges to participate more in the continuing education process.

Proposal 2: Move Con-Ed Judges Clinic/JE to another time separate from convention

The board discussed the logistics and the pros and cons of this type of event such as availability of animals, actual attendance, etc. It was suggested an article be written for MEMO.

Proposal 3: Award Lifetime License to Two Judges

To be discussed under New Business Item D.

The following motion was made to address the combining Con-Ed with the Judges Clinic.

Motion 2017-01

Fraser/Hubbard

Passed: 12-0

I move that NPGA amend RR 8. H. 1. (1) to read: The Judges Training Committee shall be composed of a chairperson, who is a NPGA licensed judge in good standing, and a nucleus of other licensed judges in good standing, not to exceed the number of regions. Before serving on the Judges Training committee, an NPGA judge must be licensed for a minimum of three years before being able to qualify to serve on the Judges Training Committee. This committee shall be responsible for the training, testing, and licensing of NPGA judge candidates during the JE. To maintain the quality of NPGA licensed judges, an official NPGA continuing education clinic will be held with the official NPGA Judging Clinic. Attendance at this continuing education clinic is described in paragraph 10.E.2 of these Rules and Regulations. Details of this Judging Clinic are further described in paragraph 10.C of these Rules and Regulations. (08-01, 11-15, 12-1, 12-7, 13-12)

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: None
Absent: Read, Ridley

The JTC report was accepted.

Compliance Committee Report

Two cases required the board to go into closed session.

CLOSED SESSION

OPEN SESSION

Lunch Break from 12:20 am to 1:30 pm.

Coordinator Reports

Affiliated Clubs

Kathy Griffiths presented the report. The report was accepted.

Show

Sue Seiler presented the report. The board discussed the issues of tracking outdated Master Champion sanctions, This resulted in the following motion to provide clarification for shows to properly utilize unused Master Champion sanctions.

Motion 2017-04

Hepner/Seiler

Passed: 12-0

I move that requirements for Master Champion I.1.B be changed to read : The fee for an NPGA sponsored Master Champion Challenge class shall be sixteen dollars and 50 cents (16.50) when the application for sanction is postmarked between 59 and 31 days and thirty-five dollars (35.00) when postmarked 30 days or less prior to show.

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: None
Absent: Read, Ridley

The Show Coordinator report was accepted.

Report of Awards

The board reviewed the report as submitted. The ROA report was accepted.

Election

The board reviewed the report as submitted. The Election Coordinator Report was accepted.

Department Reports

Merchandise

The report was accepted. Chairperson Adams' contract was discussed and renewed as is.

Memo

The board reviewed the report as submitted. The Memo report was accepted. Memo Editor Leman's contract was discussed and will remain unchanged. The contract will be signed in February 2017.

Webmaster

The board reviewed the report as submitted. Webmaster Leman's contract was discussed and will remain unchanged. The contract will be signed in February 2017. The Webmaster report was accepted.

2017 NPGA Convention Update

Director Seiler gave an update on the progress of the convention and that the website was up and working.

OLD BUSINESS

Old Business Item A: Statement of Policy regarding NPGA governing Documents

After discussion, the board decided to revisit this motion on Sunday.

Old Business Item B: Conflict of Interest Policy

Following some extensive discussion, it was decided to delay this item until Sunday when we can have a signature page available. Much of the discussion revolved around the basic understanding of what Conflict of Interest means and how it relates to NPGA.

Old Business Item C

The board discussed this item and found it could be considered a bit extreme and that it may cause more issues in the long run. A motion was made, but was not seconded and therefore died.

Motion 2017-05	Fonda/	Failed
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NEW BUSINESS

New Business Item A

Motion 2017-06	Shults/Fraser	Passed: 12-0
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I move that NPGA adopt the following document retention policy:

DOCUMENT RETENTION POLICY

NATIONAL PYGMY GOAT ASSOCIATION

Statement of Policy

The purpose of this document retention policy is for the NPGA (National Pygmy Goat Association) to promote the proper retention and destruction of NPGA records, regardless of physical form. This policy contains guidelines for how long certain documents should be kept by the NPGA and how the records shall be destroyed.

The Board of Directors of the NPGA administer this policy and is also authorized to make modifications to the Record Retention Schedule from time to time to ensure that it is in compliance with state and federal laws.

General Guidelines

1. Electronic Documents and Records- Electronic documents will be retained as if they were paper documents. Backup copies shall be made once a month.
2. Litigation requirements- No paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated potential legal action. All records must be kept until the settlement or the time to file/appeal expires.

3. Emergency Planning- The NPGA's records will be stored in a safe, secure, and accessible manner. Documents and financial files that are essential to keeping the NPGA operating in an emergency will be duplicated or backed up monthly and maintained off site.
4. Document Destruction- The Board of Directors are responsible for the ongoing process of identifying records which have met the required retention policy and overseeing the documents destruction by shredding. This will be accomplished by annual review of document inventory slated for destruction report given by the Vice-President at the January Board Meeting. Once approved by the Board of Directors the documents will be destroyed by shredding.

Record Retention Schedule

A. Association records

a. Articles of Incorporation	Permanent
b. Bylaws	Permanent
c. IRS Application and documents for Tax-exempt status	Permanent
d. IRS Determination Letter	Permanent
e. Copyright & trademark registrations	Permanent
f. Insurance records-claims	Permanent
g. Insurance policies-expired	3 years

B. Accounting and Finance

a. Accounts receivable & payable ledgers	7 years
b. Financial statements, year-end	Permanent
c. Audit Reports	Permanent
d. Bank statements, deposit records, cancelled checks, reconciliation	7 years
e. IRS tax returns	Permanent
f. Tax bills, receipts, statements	7 years
g. Contracts (expired)	7 years
h. Donations	7 years
i. Invoices	7 years
j. Inventory records	7 years
k. Utility Bills	3 years

C. General Association Operations

a. Registration Applications	Permanent
b. Transfer of Ownership	Permanent
c. Certificate Corrections	10 years
d. Membership Applications	10 years
e. Herd Name Applications	10 years
f. Change of Address	2 years
g. Sanction Applications	3 years
h. Report of Awards	10 years
i. Certification Request and outcomes	10 years
j. Progeny Applications	10 years
k. Correspondence- general	1 year

D. Association Operations-Board of Directors, Committees, Coordinators

a. Minutes/correspondence of Executive Board sessions	Permanent
b. Committee Bi-Annual reports	Permanent
c. Board of Directors meeting minutes	Permanent

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| d. Policy and Procedure Manuals-Old versions archived | Permanent |
| e. Minutes/correspondence of Standing Committee sessions | Permanent |
| f. Compliance Committee Documents | Permanent |
| g. Election Documents | 3 years |

Certificate of Records Destruction

Record Category	Format	Date range	Submitted by
Membership Applications	paper	Prior to January 2007	Dori Lowell
Sanction Applications	paper	Prior to January 2014	Susan Seiler
Utility Bills	Paper	Prior to January 2014	Dori Lowell

The Board of Directors have approved the destruction of the above listed records on _____, 20___. The records may now be destroyed by the submitted party by shredding.

NPGA Vice-President

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: None
Absent: Read, Ridley

New Business Item B

Motion 2017-07 Shults/Fraser Passed: 12-0

I move that the NPGA adopt the following Whistleblower policy:

Article 1 Introduction and Purpose

The NPGA requires its directors, judges, employees and volunteers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities within the NPGA. The purpose of this policy is to encourage and enable directors, judges, employees and volunteers of the NPGA to report any action or suspected action taken within the NPGA that is illegal, fraudulent or in violation of any adopted policy of the NPGA, to a source within the NPGA before turning to outside parties for resolution. This policy applies to any matter which is related to the NPGA's business and does not relate to private acts of an individual not connected to the business of the NPGA.

Article 2 Reporting/Acting in Good Faith All directors, judges, employees and volunteers of the NPGA have a responsibility to report any action or suspected action taken within the NPGA that is illegal, unethical or violates any adopted policy of the NPGA. Anyone filing a complaint concerning a violation or suspected violation must act in good faith, without malice to the NPGA or any individual in the NPGA, and must have reasonable grounds for believing the information disclosed indicates a violation has occurred. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false may be subject to personal liability claims.

Article 3 No Retaliation No director, judge, employee or volunteer who in good faith reports a violation shall suffer harassment, retaliation or adverse employment or membership consequences. This policy is intended to encourage and enable directors, judges, employees, volunteers and others to raise serious concerns within the NPGA before seeking resolution outside the NPGA.

Article 4 Reporting Process All directors, judges, employees, and volunteers should address their concerns relating to a violation to any person within the NPGA who can properly address those concerns. This can include show

secretaries, regional directors, President, Judges Training Chair and Compliance Committee Chair. If the violation cannot be resolved satisfactorily, NPGA Rules and Regulations (9) Compliance Procedure shall be followed

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: None
Absent: Read, Ridley

New Business Item C

After some discussion, the board tabled this motion until June.

New Business Item D

Withdrawn by maker.

New Business Item E

Motion 2017-08 Gredin/Seiler Passed: 12-0

I move to change Show rules C. 9. From: The minimum age requirement in an NPGA sanctioned show may be two months of age, but no other age restrictions are allowed. TO: NPGA sanctioned show has no age restrictions.

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: None
Absent: Read, Ridley

Meeting adjourned at 5:40 pm.

Sunday, January 8, 2017

Meeting reconvened at 8:03am.

New Business C Revisited

The motion was re-written, discussed and voted on.

Motion 2017-09 Fonda/Irving Passed: 11-1

I move that Section 4.L be changed to:

Any goat registered as one of the recognized NPGA breed colors/color patterns as verified by the photo submitted at the time of registry and then later changes color/color pattern must submit a request, including current photo, to the central office for review. If the request is questionable, it will be referred to either/or the Certification committee or the Breed Standard committee for review. Basic registration errors will be handled by the Central Office.

Yes: Fonda, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: Fraser Absent: Read, Ridley

Since the motion passed, it is no longer tabled until June.

Old Business Item A: Statement of Policy regarding NPGA governing Documents Revisited

Motion 2017-10 Shunney/Hudson Passed:12-0

I move that the following statement of policy relating to "Governing Documents" be adopted by the Board of Directors, and disseminated to the membership via the NPGA website, direct mailing to new members, inclusion in the annual membership directory, and periodic inclusion in the official NPGA quarterly publication "Pygmy Goat Memo": The National Pygmy Goat Association is governed by the following documents, to be known as "Governing Documents," which shall be considered to be those that regulate the conduct of the affairs of the association. Their applicability extends from the officers and directors, to the employees and licensed judges and other officials and volunteers, to the general membership:

Washington Nonprofit Corporation Act (Revised Code of Washington, Title 24, Chapter 24.03)

NPGA Articles of Incorporation and amendments thereto

NPGA Bylaws

NPGA Conflict of Interest Policy

NPGA Retention Policy

NPGA Whistleblower Policy
NPGA Rules and Regulations
NPGA Rules for Official Shows
Member's Code of Ethics
Judge's Code of Ethics

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: None
Absent: Read, Ridley

January 2018 Board Meeting

The board discussed and agreed to continue to have the meeting in Tempe, AZ.

New Business Item F

Motion 2017-11 Hepner/Hudson Passed:11-1

I move to: Revise rules and regulations Section 11 E to read: All nominations must reach the election coordinator no later than August 15 each year and may not be rescinded. However a nominee may decline the nomination at any time by notifying the election coordinator.

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shunney, Staley. No: Shults Absent:
Read, Ridley

Old Business Item B: Conflict of Interest Policy Revisited

There was more discussion prior to voting on the motion.

Motion 2017-12 Fonda/Hudson Passed:11-1

I move that: Paragraph 9.A of the NPGA Rules and Regulations be amended to add the Conflict of Interest Policy to the list of documents, violations of which can be cited in compliance complaints. Paragraph 9.A would be amended to read: "NPGA will provide a mechanism by which complaints against members for conduct or activity which allegedly violates the NPGA Code of Ethics, Code of Ethics for Judges, Bylaws, Rules and Regulations, Rules for Official Shows, Conflict of Interest Policy, and/or the Director's Agreement may be filed..."

Yes: Fonda, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: , Fraser, Absent:
Read, Ridley

Following the passing of the motion, Director Shunney passed out signature pages which each director signed and returned the signature pages. These were given to Business Manager Lowell for record retention.

*****NOTIFICATION OF PROPOSED CHANGES TO BYLAWS*****

Thirty days notice must be given to the membership for any By Law change.

1. I move that the Bylaws Sections 4.3 and 4.7 be amended as follows: Per Section 4.3 of the Bylaws, "in event there is either no candidate or a single candidate running in the region, the regional election will be eliminated for that year and the region's members will be notified. If there is no candidate, the region will be served by its remaining director. An unopposed candidate would be declared the winner." Amended to read: "in the event there is either no candidate or a single candidate running in the region, the regional election shall be eliminated for that year and the directorship will be passed to the VRD and the region's members will be notified. If there is no VRD the directorship will remain vacant for two years and the region will be served by its remaining director. An unopposed candidate would be declared the winner." Per Section 4.7 of the Bylaws, "A vacancy on the Board of Directors shall be deemed to exist in the case of death, retirement, resignation or removal of any Director, or if the authorized number of directors is increased." Insert section to read: "A vacancy on the Board of Directors shall be deemed to exist in the case of death, retirement, resignation or removal of any Director, or if there is no candidate running in a particular region thus creating a vacancy, or if the authorized number of directors is increased."

2. His/Her changes to By Laws

SECTION 4.7 VACANCIES

Vacancies in the Board of Directors shall be filled by the vacancy replacement director, or, if none exists, shall be filled by an appointment of the President ratified by a majority of the remaining Directors at any regular or special meeting or motion by mail, and each Director so elected shall hold office for the unexpired term of his/her predecessor, and until his/her successor is elected at an annual election. A vacancy on the Board of Directors shall be deemed to exist in the case of death, retirement, resignation or removal of any Director, or if the authorized number of Directors is increased.

SECTION 4.11 ELECTION OF OFFICERS

The officers of the Association shall be elected annually by a majority vote of the members of the Board of Directors and each shall hold his/her office until his successor shall be elected and qualify, unless prior thereto the term of such officer shall have been ended by death, resignation, removal or other disqualification.

SECTION 4.12 EXECUTIVE COMMITTEE

The President shall have, to assist him/her in his/her work, an Executive Committee consisting of elected officers and any other honorary officers delegated to this committee. (06-19)

New Business Item H

Motion 2017-13 Hudson/Hepner Passed: 12-0

I move that the Rules for Official Shows, section G, item 8(a) be changed as follows:

From: A restricted show is defined as any: (1) 4-H/Youth show (a) If the NPGA sanctioned show is sponsored by a recognized youth organization, the age limits are set by that organization. (14-13) (b) If the youth show is sponsored solely by an NPGA member/club, a youth is defined by the show chair.

To: A restricted show is defined as any: (1) 4-H/Youth show (a) If the NPGA sanctioned show is sponsored by a recognized youth organization, the age limits are set by that organization. (14-13) (b) If the youth show is sponsored solely by an NPGA member/club, a youth is defined by NPGA Bylaws Article 2 Section 2.2 (18 or younger). Age will be determined by the age of exhibitor as of January 1.

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Shults, Shunney, Staley. No: Seiler Absent: Read, Ridley

New Business Item I

Motion 2017-14 Henwood/Hudson Passed: 12-0

Change where necessary in the following documents "his" to "his/hers" and "him" to "him/her":

R&R 10. JUDGES E. 3.(c) change in two places.

(c) Do his/her best to maintain a good reputation for NPGA judges through his/her appearance, personal conduct, and evaluations both in and outside the show ring.

Yes: Fonda, Fraser, Gredin, Hepner, Hubbard, Hudson, Irving, Rogers, Seiler, Shults, Shunney, Staley. No: None Absent: Read, Ridley

11: 00 am meeting adjourned.

Respectfully submitted,

Michelle E. Fonda

NPGA Secretary