

CFA EXECUTIVE BOARD MEETING
Sunday, June 29, 2014

The Board of Directors of the Cat Fanciers' Association, Inc. met on Sunday, June 29, 2014 for its post-annual meeting, organization and business session. **President Hannon** called the meeting to order at 9:00 a.m. with the following members of the Board of Directors present:

Mr. Mark Hannon (President)
Mr. Richard Kallmeyer (Vice President)
Barbara J. Schreck, J.D., C.P.A. (Treasurer)
Ms. Rachel Anger (Secretary)
Mrs. Geri Fellerman (NAR Director)
Mrs. Pam Moser (NWR Director)
Steve McCullough, D.C. (GSR Director)
Mr. John Colilla (GLR Director)
Ms. Lisa Marie Kuta (SWR Director)
Ms. Kathy Calhoun (MWR Director)
Mrs. Jean Dugger (SOR Director)
Mr. Edward Maeda (Japan Regional Director)
Mrs. Pam DelaBar (Europe Regional Director)
Roger Brown, DVM (Director-at-Large)
George Eigenhauser, Esq. (Director-at-Large)
Mrs. Carol Krzanowski (Director-at-Large)
Mr. Richard Mastin (Director-at-Large)
Mrs. Annette Wilson (Director-at-Large)

Not present was **Dennis Ganoë (Director-at-Large)**

Appointed subsequently was **Ginger Meeker, Ph.D. (Director-at-Large)**

Also present were: Ms. Donna Jean Thompson, Director of Operations; Edward L. Raymond, Jr., Esq., CFA Legal Counsel; Verna Dobbins, Business Development Liaison; and Jodell Raymond, Communications/Special Events.

(63) CALL MEETING TO ORDER.

Hannon: I guess we can get started. Everyone is here but Dennis. Dennis had an emergency and he left yesterday. The rest of the board is here. I want to welcome all of our new board members. We've got 8 of our 9 Regional Directors are new, and we have a new Treasurer, so we've got a lot of new people with us. I first want to thank the Gulf Shore Region for putting on a phenomenal annual. Steve will pass that along to Carissa and Jan and all the people that worked so hard to bring us an incredible week. I'm sure it's an annual I'm going to remember, but they did a very good job. Did everyone get the email from Rachel that provided you with the committee appointments, the budget and the schedule for the upcoming board meetings? <yes> Rich, would you be so kind? I've got a couple extra copies of the committee appointments. Maybe there are people in the audience that might want them.

(64) APPOINTMENT OF CFA ATTORNEY AND PARLIAMENTARIAN.

Hannon: The first order of business is appointing our legal counsel. I'm going to appoint Ed Raymond to be the CFA Legal Counsel and Parliamentarian. Can I get a motion on that?

Eigenhauser: I move we confirm the appointment. **DelaBar:** Second. **Hannon:** Is there any discussion?

Hannon called the motion. **Motion Carried.**

Hannon: The next thing I want to do is, we have a vacancy on the board because Dick was elected Vice President. There is still a year of his Director at Large term available. There are several options; one is to leave it vacant, and when I talked to our Finance Chair about that, he said to me, "You know, if we had 10 vacancies, we're talking some serious money. One vacancy, you're not really talking much money, so if you want to appoint somebody, just appoint somebody who you think is going to be worth the money we are investing in it." So, I plan to fill the vacancy. Because we have so many new board members, I want to appoint somebody that has some board experience and I want to appoint somebody that is known as a worker and done a lot of work for us, so I'm going to appoint Ginger Meeker to fill the vacancy, and I need a motion to approve. **Kallmeyer:** So moved. **Calhoun:** Second. **Hannon:** Is there any discussion?

Hannon called the motion. **Motion carried.** Moser voting no.

Hannon: Ginger, please join us. Move up here and find yourself an empty seat.

DelaBar: Right next to me, Ginger. Here we go. **Eigenhauser:** You have a choice of a couple of seats. **Meeker:** Thank you folks. **Hannon:** Welcome back. We missed you for a few hours.

(65) TAKING OF BOARD OF DIRECTORS' OATH.

Cat Fanciers' Association Board of Director Code of Ethics

Preamble

The Cat Fanciers' Association is a not-for-profit association formed to register pedigreed cats, sanction CFA clubs, shows, and events, protect the hobby of breeding and showing, and enhance the well-being of all cats. CFA's principle membership consists of CFA cat clubs. The business of the association is managed under the direction of the CFA Board of Directors. This code of ethics serves as a code of conduct for association volunteers and staff in their capacity as board members. Members of the board affirm their endorsement of the code and acknowledge their commitment to uphold its principles and obligations by accepting and retaining membership on the board.

Mission

CFA's mission is to preserve and promote the pedigreed breeds of cats and to enhance the well-being of all cats.

Board of Directors Code of Ethics

Members of the board shall at all times abide by and conform to the following code of conduct in their capacity as board members:

- 1. Abide in all respects by the rules and regulations of the association including but not limited to CFA's articles of incorporation, constitution, bylaws, and show rules.*
- 2. Conduct the business affairs of CFA in good faith and with honesty, integrity, due diligence, and reasonable competence.*
- 3. Lead by example in serving the needs of CFA and its members and also in representing the interests and ideals of the cat fancy at large.*
- 4. Uphold the strict confidentiality of all closed meetings and other confidential communications and not disclose any confidential information related to CFA affairs.*
- 5. Perform assigned duties in a professional and timely manner pursuant to the board's direction and oversight.*
- 6. Exercise proper authority and good judgment in dealings with CFA staff, judges, breeders, exhibitors, other board members, and the general public and respond to their needs in a responsible, respectful, and professional manner.*
- 7. Handle conflicts of interest appropriately by identifying them to the board and removing themselves from all discussion and voting on that matter.*

8. *Act at all times in the best interest of CFA. Avoid placing (and the appearance of placing) one's own self interest or any third party interest above that of CFA.*
9. *Not abuse board membership by improperly using board membership for personal or third-party gain or financial enrichment.*
10. *Not represent that their authority as a board member extends any further than that which it actually extends.*
11. *Not engage in any outside business, professional or other activities that would directly or indirectly materially adversely affect CFA.*
12. *Not engage in or facilitate any discriminatory or harassing behavior toward CFA staff, members, officers, exhibitors, breeders, or others in the context of activities relating to CFA.*
13. *Not solicit or accept gifts, gratuities, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to CFA without fully disclosing such items to the board of directors.*
14. *Provide proper care for their cats and maintain them in an exemplary manner beyond CFA's Minimum Cattery standards.*

Hannon: Ed, would you like to do the Oath of Office, now that we have everybody here?
Eigenhauser: Do you want us to stand? **Hannon:** Sure. **Raymond:** I will read the Code of Ethics. Please signify your assent at the end. <reads> Do you so swear? **All Board Members:** "I do". **Hannon:** Thank you Ed.

(66) COMMITTEE APPOINTMENTS.

Ambassador Cats	Karen Lane, Chair
Animal Welfare/Breeder Assistance/ Food Pantry/Breed Rescue	Linda Berg, Chair
Awards	Mary Kolencik, Chair
Audit Committee	Barb Schreck, Chair
Breeds and Standards	Melanie Morgan and Carla Bizzell, Co-Chairs
Budget Committee	Barb Schreck, Chair
Business Development Team	Finance Committee
Cat Agility	Jill Archibald, Chair
Community Outreach/Education	Joan Miller, Chair
Clerking Program	Cheryl Coleman, Chair
Club Marketing Committee	Finance Committee
Club Membership	Liz Watson and Carol Krzanowski, Co-Chairs
Credentials	Eve Russell, Chair
Executive Committee	CFA Officers + Kathy Calhoun
Experimental Formats	TBA
Finance Committee	Richard Mastin, Chair
Hotel and Travel Program	Rachel Anger, Chair
International Division	Richard Kallmeyer, Chair
Investment Committee	Finance Committee
IT Committee	Dennis Ganoë, Chair
Judging Program	Annette Wilson, Chair
Legislative Committee	George Eigenhauser, Chair
Legislative Group	George Eigenhauser, Chair
Management Committee	Ginger Meeker, Chair
Mentor/NewBee Program	Carol Krzanowski and Teresa Keiger, Co-Chairs
National Marketing	TBA
Ombudsman	Sharon Roy
Personnel Committee	Officers & Rich Mastin
Protest Committee	George Eigenhauser, Chair
Publications	(Vacant)
Scientific Advisory Committee	Roger Brown, Chair
Show Rules	Monte Phillips, Chair
Web Oversight	IT Committee
World Cat Congress Delegate	Rachel Anger
Youth Feline Education	Cathy Dunham, Chair

Hannon: Different presidents have different styles, and what I want to do is make sure everyone here at this board table is encouraged to verbally participate in these meetings. I know that we all have different personalities. Some of us tend to be quiet people and some of us tend to be not-so-quiet people. I want to make sure that everyone here feels comfortable that you were elected, you've got backgrounds, you've got opinions, and I want you to provide us with your opinions. We need your input. We shouldn't just let the loud people control the discussions. I want everyone to feel their ability to join in the conversations. If you don't, I'm probably going to call on you to ask for your opinions and force you to participate.

Hannon: I have committee appointments and I'm going to read them off for the record and for the benefit of everyone else out there. I'll make some comments as I go along. **Ambassador Cats** is Karen Lane as Chair. **Animal Welfare/Breeder Assistance/Food Pantry/Breed Rescue** is Linda Berg. The **Awards Committee** is Mary Kolencik. Mike Shelton had chaired that committee and Mary was a member of that committee, so I have appointed her to be the chair. **Audit Committee** is our Treasurer. **Breeds and Standards**, I made a change there. I appointed Melanie Morgan and Carla Bizzell. They will be succeeding Rachel and Annette as Chairs of that Committee. **Budget Committee** again is the Treasurer. **Business Development Team** is the Finance Committee. **Cat Agility**, Jill Archibald is continuing. **Community Outreach/Education** is Joan Miller. **Clerking Program** is Cheryl Coleman. **Club Marketing Committee**, again the Finance Committee. This is where the clubs request sponsorship money. That's what that one is. **Club Membership** is Liz Watson and Carol Krzanowski to continue as Co-Chairs. **Credentials**, Eve Russell continues as Chair. The **Executive Committee**. What does the Executive Committee do? That has changed over the last few years, since we communicate once a month with a board meeting, we have a board list, etc., so what the Executive Committee does is fairly limited these days. It's usually a very last-minute thing – a club had an emergency and they need approval to do something, and they probably didn't have that emergency until Thursday or Friday and their show is this weekend. It's where we don't have time to talk to the whole board. Traditionally it has been the 4 CFA officers and one other person. The reason for that is to break a tie. With just 4 people, you can end up with a 2/2 tie, so I am appointing Kathy Calhoun to be the other member of the Executive Committee. **Experimental Formats** was Sharon Roy and I'm not quite sure what to do with that. It would probably be better if we had somebody currently on the board. If you have an interest in working on that, let me know. **Finance Committee** is Richard Mastin. **Hotel and Travel Program** is an ongoing program that Rachel has chaired for us. **International Division** is Richard Kallmeyer. The **Investment Committee** is the Finance Committee. The Investment Committee, we've got \$1.4 million and we need to invest some of that money to earn some interest for us, so they're going to be looking into getting that money invested and they are going to come back to the board with some recommendations for us, right? **Mastin:** Correct. **Hannon: IT Committee** is Dennis Gano. Last year, Jerry appointed Dennis and Dick, with the understanding that Dick was only hanging on there to get us into the new computer system, because he had been working with it for a number of years. We're now in a position where Dick can step back and Dennis can continue that on his own. **Judging Program** is Annette Wilson. **Legislative Committee** and **Legislative Group** are both George Eigenhauser. The **Management Committee** is Ginger Meeker. **Mentor/NewBee Programs**, they used to be separate programs. Jerry merged them and took the chairman of each of those and made them Co-Chairs of this combined committee, so it's Carol Krzanowski and Teresa Keiger. **National Marketing** is something I chaired and I haven't found a replacement for myself yet on that and I would like to, so if a current board member has some expertise in that, I am looking at Lisa, I would like to have them talk to me about that. **Ombudsman** will continue to be Sharon Roy. **Personnel Committee** will be the four officers and Rich Mastin. Now, what do I expect the Personnel Committee to do? I expect this board to approve an Executive Director. We're currently interviewing for that. The committee that's doing the interviews will bring a recommendation to the board. I expect the Executive Director to do most of the hiring and firing of the staff. The Personnel Committee I see as developing some personnel procedures and some of the higher level positions that CFA has. I expect them to be involved in the hiring, firing, compensation, etc. The Personnel Committee has made changes

over the years. I know that when Jerry was elected, he appointed the entire board to be the Personnel Committee, which was a dramatic change. Hadn't it been like 4 or 5 people prior to that? **DelaBar:** Yes. **Hannon:** It didn't work particularly effectively and I think Jerry realized that, because he just starting making the decisions on his own. So, I want a size that's workable. The **Protest Committee**, George Eigenhauser is going to continue with that. **Publications** again that's a committee I chaired and I'm looking for a board member who has some expertise in that area. It's primarily working with Shelly and the Yearbook, coming up with ideas for articles, finding authors for those articles, pushing the sale of ads in the book and stuff like that. Shelly does the yeoman's work but I need somebody to be a second set of eyes to work with Shelly on that. So, if any of our board members have some expertise, if they would like, get in touch with me. **Scientific Advisory Committee** will continue to be Roger Brown. **Show Rules**, Monte Phillips will continue to Chair that. **Web Oversight**. I've changed that to the IT Committee. It used to be the IT Committee. I talked to Kathy Durdick about that and she is very comfortable working with Dennis as the chairman of that. The **World Cat Congress Delegate**, that had been Wayne [Trevathan]. I attended the World Cat Congress meeting in March of this year down in Miami and I noticed that most of the delegates to that meeting were either the president or the secretary general of the other registering bodies. I thought that, out of respect to the World Cat Congress, we really should have a board member. It would be ideal if it was the President, but that's awkward in this case because the delegate usually judges their annual show and I'm not a judge. So, I have appointed the only officer that we have that's a judge, which would be Rachel Anger. Again, it has nothing to do with the job that Wayne has done representing us the last 4 years as the delegates, but I just thought that out of respect to the WCC, it should be an officer. **Youth Feline Education** will continue to be Cathy Dunham. It was Cathy Dunham and Karen Lane. It's now just Cathy Dunham at Karen Lane's request, so it's not a slight to Karen. I need a motion to approve the committee appointments. **Meeker:** So moved. **Mastin:** Second. **Hannon:** Any discussion about the committee appointments before we move on to voting for them?

Hannon called the motion. **Motion Carried.**

Eigenhauser: I have a question before we move on. Some of the committees will require a board liaison to be able to speak for them at the board table and make motions on their behalf. **Hannon:** I did not know who the board was going to be when I made up this list, but I will, in the next couple weeks, appoint board liaisons and contact the board and let them know who the board liaisons are. That's for a committee chair that isn't on the board. Since they won't be attending board meetings, we have somebody on the board as our liaison. Any other questions or comments?

(67) WORLD CAT CONGRESS.

Committee Chair: Wayne Trevathan

Brief Summation of Immediate Past Committee Activities:

Attended WCC event In Miami FL, March 7th – 10th, 2014. HUGE kudos to TICA for orchestrating a first class event ... something for us CFA to aspire to in 2017.

Royal Canin Cat Encyclopedia ... ongoing. All the CFA breed profiles/ information sheets have been submitted. Waiting now for what is next from Royal Canin

A special thanks to Jodell Raymond for orchestrating the CFA PowerPoint presentation which was used in the presentation of CFA at the beginning of the program.

Hannon: Next would be, Wayne has got a report for us on the World Cat Congress.

Trevathan: I pre-noticed the report. You should have it in front of you. The WCC was held in Miami. It was hosted by TICA. They did a wonderful job. **Hannon:** They really did. They did an incredible job. **Trevathan:** Absolutely incredible. I didn't participate in everything. I didn't want to go to the swamp for the day. I live down there, so I didn't participate in those excursions.

Trevathan: The Royal Canin Cat Encyclopedia project. Royal Canin is sponsoring the WCC. It's a major sponsor, the only sponsor, so we've been asked to participate all associations in the production of a cat encyclopedia. We have done all the breeds so far recognized by CFA. They are moving on now to breeds that we don't recognize, so we will not be doing reports on those breeds. As it stands now, we are waiting to hear what they want.

Trevathan: A very special thanks to Jodell for orchestrating the CFA PowerPoint presentation for me. It was great. It was on time, etc., etc. I included a copy of the agenda so you can see what we did and who the speakers were – Niels Pedersen, Craig Datz, Emmanuel Fontaine and Alice Wolf.

Application for membership to WCC..LOOF Application denied 3-Yes 5-No 1-Abstention

Current Happenings of Committee:

Waiting instructions

Future Projections for Committee:

*WCC meetings: 2015..Auckland NZ (NZCF)
 2016..Cyprus (WCF)
 2017..CFA*

Trevathan: The upcoming WCC meeting is Anzac Day, which is the Australian and New Zealand Army Corps. It's like Memorial Day here. It's in April in Auckland, New Zealand in 2015. In 2016, the WCF has been granted to host in Cypress. Then, in 2017, CFA has a turn. We're down on the docket for 2017. It's usually done in the months of March or April. That's the most conducive timeframe for the rest of the associations in the world.

Board Action Items:

Approval to procure a venue to host 2017..Favorable months are March/April.

I would like to propose that CFA look into the format of judging that TICA uses as an experimental method of judging. I was representing CFA at the WCC show this past March in Miami FL. TICA does not use any titles in the judges books and the males & females in the same color class compete against each other. One change I would like to see here is that the cats be entered chronologically by age. I found that a greater depth of judging was called upon especially when there were close decisions were to be made ... maturity & development also being considered. Every cat entered the ring on an equal playing field. This would also test the ability of the judge to award on merit and not on title. An item that could be referred to the JPC.

Trevathan: Board actions <reads>. I would like to see CFA look into the judging format that TICA uses. I was really, really impressed with it. I love the way that they did the judging. It was all done in color classes. Males are against the females, so you've got all black Persians starting with #1 and going down to #11, and that's how you judge them – all in one color class. No titles, nothing. They are usually done in the order of entry. I would like to see us do it in the order of age, with 8 months going through to the older cats, so you've got a progression of development, etc. With the TICA system, you had an 8 month old female Persian and then all of a sudden a 3 year old male Persian, so it was very diverse when it happens like that, but I would like to see a committee in CFA look at this as an experimental judging format – no titles, males against females. As a judge, it also makes you look at the cats much closer and you're really judging them. It will also be good for our trainee judges, because they will then have to know the standards and be able to judge them without the designation of titles.

Time Frame:

As needed

What Will be Presented at the Next Meeting:

Updates from WCC meeting in Auckland NZ, April 24th – 27th, 2015

*Respectfully Submitted,
Wayne Trevathan, Chair*

Trevathan: That's about it. Any questions? **Hannon:** The format that they used for their show, they had 14 rings, 7 of the rings were judges from other associations. Wayne was judging on behalf of CFA, but there are 2 different Australian associations and they each had a judge, New Zealand had a judge, FIFe had a judge, and then the other 7 were TICA judges. The last time CFA hosted it I thought was in Houston in 2010. **DelaBar:** No, it was in 2008. **Hannon:** Do you remember the format? We obviously had some CFA judges and some foreign judges. **DelaBar:** Correct. We had Cheryle U'Ren doing allbreeds, the FIFe President did a longhair specialty and the FIFe General Secretary did a shorthair specialty. Kay DeVilbiss was given permission by this board to be able to judge an allbreed ring. She was President of TICA at the time. **Hannon:** We made an exception because it was domestic. **DelaBar:** It was a domestic organization. Kathy Calhoun judged, as our Treasurer at the time, and I judged. **Hannon:** Did Kitty [Angell] judge? **DelaBar:** That was the weekend right before Kitty had her back operation. **Hannon:** So, if we're going to be sponsoring the show in 2017, we're going to have to at some point discuss where we want to do it and what format, because they need some advance notice if we're going to be inviting judges from other associations. That's usually how the delegates afford to attend, is that the host show pays their travel. It would be cost prohibitive for us, for example, to send Rachel to New Zealand for the next meeting just to attend a one-day meeting. **Anger:** I would do it, though. **Hannon:** It would be a hardship. **Schreck:** I doubt that would be approved. **DelaBar:** One of the things is that, with the sponsorship that the WCC gets, and Royal Canin is very good to the WCC, one, each judge is given the equivalent of US\$500, plus you submit what it cost you to travel to the meeting. Most of those costs are covered. **Hannon:** So, not necessarily the host organization is paying for it, if they are judging the show. **DelaBar:** No, the host organization pays the \$500 for the judges. WCC pays that travel portion. So, if you have a \$1,500 ticket to New Zealand, a good portion of that is covered by the World Cat Congress. They don't cover the second person. You're allowed to have 2 people at the table. They don't cover the second person. **Hannon:** The second person generally doesn't judge the show. At least they didn't in Miami. You mentioned that there were two FIFe judges in Houston, but it was the President and the Secretary General, I think you said. At the Miami show, they just had one FIFe judge. At the meeting they had several people. The President of the World Cat Congress is from FIFe and since that person doesn't vote, they had a delegate. The President of FIFe was their delegate. The President of the World Cat Congress is also from FIFe and the Secretary is also from FIFe, but she lives in Australia. Are there any questions about the World Cat Congress and what it does and why we're involved or how we're involved?

(68) NEW BUSINESS/OLD BUSINESS.

(a) “In Conjunction” Requests.

1. *Cat Fanciers of Finland request permission to hold in conjunction show on November 8-9, 2014 at Helsinki, Finland. The other association is TICA.*

There is no any cooperation between the clubs. Both CFA and TICA shows are going to happen at the same facility on same weekend but that’s all. Permission for conjunction is requested only to avoid any problems what might rise up when people realize that two organizations are going to have a show in same facility and weekend.

Hannon: Pauli sent me an email, and I assume you’re familiar with it. At the last board meeting we postponed or tabled a couple requests for “in conjunction” shows in Europe. The reason we put it off was because Pauli wasn’t at the meeting and Pauli was then the Regional Director. The first request was from the Cat Fanciers of Finland. They want to have an “in conjunction” show with TICA in Helsinki on November 8/9, 2014. Do you remember the discussion well enough from a month ago to give why we were concerned enough that we didn’t want to just go ahead and approve it? He said that there was one other show licensed that weekend, but it’s a club that was dropped for failure to pay their dues or submit a membership list. At this point, there’s no other show in Europe that weekend. Is there any discussion or questions about approving this request to have an “in conjunction” show in Helsinki? Do you have any comments to make, Pam? **DelaBar:** You can take Pam’s question first. **Moser:** I was wondering, is it going to be one day CFA and the next day TICA? **Hannon:** My understanding is that they are going to be held probably the same day, but they are totally separate. You wouldn’t be entered in both shows. **DelaBar:** Correct. Essentially sharing a facility. **Hannon:** A hall, yeah. Not necessarily on different days, as we have been doing it here with CFA in the States, but still they would have their rings and their exhibitors over here, and then CFA would have theirs over there. **Moser:** Separate catalogs and all that? **Hannon:** Yes, and you would be able to watch. You can go over and watch the other association. **DelaBar:** In Europe, we’ve been doing “in conjunction” shows since about 1997, I think. **Hannon:** They require approval. **DelaBar:** Right. **Hannon:** So, I need a motion to approve the Cat Fanciers of Finland motion. **DelaBar:** So moved. **Eigenhauser:** Second. **Hannon:** Is there any other discussion on it?

Hannon called the motion. **Motion Carried.**

2. *Edelweiss Cat Club requests permission to hold in conjunction show on December 20-21, 2014 Moscow, Russia. The other association is FARUS.*

Hannon: I have a second request along the same lines. Edelweiss Cat Club would like to have an “in conjunction” show in Moscow on December 20/21, 2014, with an organization called FARUS. Are you familiar with FARUS? **DelaBar:** FARC? **Hannon:** He spelled it F-A-R-U-S. I don’t know. I’m not familiar with that organization. Is it one that we have some arrangement with, where we wouldn’t have an issue? **DelaBar:** It is not I’m familiar with, and I have guest judged for several of the Russian associations. **Hannon:** Do we have a concern about having an “in conjunction” show? **DelaBar:** Right now I am concerned. I don’t know the organization. **Hannon:** Do you want to table this further while you look into this, and then we

can discuss it either online or at the next board meeting? It's in December. **DelaBar:** The date is December. It's the weekend before Christmas. **Hannon:** I don't know how soon they have to commit to this. I'm sure the show hall wants them to. **DelaBar:** Didn't this board approve an "in conjunction" show previously with this same group? **Hannon:** I'm not comfortable proceeding with it if we don't have any real knowledge of the organization. Do you want to check this out for us and get back with us? **DelaBar:** I will, and get back within the next couple weeks. **Hannon:** I'm sure they want approval. We've already postponed it once.

[from end of agenda item #70 discussion] **Hannon:** You've got something? **Anger:** I did. Going back to the in-conjunction show that Pauli had asked for, we did approve an in-conjunction show with FARUS, the WCF and TICA, but that show has not yet been held. Edelweiss is holding it on November 1st and 2nd in Siberia. **Hannon:** So, they are doing one in November and another one in December? **Anger:** According to their requests, yes. **Hannon:** I'm wondering if the November show moved to December? **DelaBar:** No. What I wanted to say is, if you've already approved one with this association, then I see nothing to stand in the way, but I still would like to get more information. If you've already approved FARUS once, then there should be no need to withhold permission for the second show. **Hannon:** My suspicion is what happened at the last meeting, since Pauli wasn't there, that none of us remembered that we had already approved an in-conjunction show for November. **Schreck:** What I heard though was that it wasn't just with this one organization, but with 3 other organizations. So, I'm wondering whether or not the approval was based on those organizations or just the one in question. **Hannon:** What I'm basing what I brought up on was an email from Pauli and he only mentioned the one other organization. We may last month have had 3 organizations. Why don't we postpone this for a couple weeks. **Schreck:** I would like to hear more. **Hannon:** In the meantime, we can check the minutes and maybe get some more input from Pauli as to what his sense of it was when he brought it forward. In the next couple weeks, either online or I hope not to put it off until the August meeting, but we'll get this resolved, OK? **DelaBar:** OK.

Tabled.

(b) Regional Tax Reporting.

Hannon: What else? Anybody else have anything? **Schreck:** Yes. I know we have a lot of new Regional Directors, so I wanted to bring this up at this point. We have, for lo these many years – actually I was on the Finance Committee with Bill Lee, if that tells you how long I've been in the fancy – I've been concerned about the regions' tax-exempt status. Carla, as those regional directors of you who are returning know – I know there are not many – **Eigenhauser:** One. **Schreck:** Carla tried, in conjunction with the accounting firm in New Jersey, to do a group exemption for all of the regions. That sat at the IRS for over a year and was ultimately rejected.

[Discussion then ensued which addressed the current situation regarding the regional reporting and the available methods of ensuring proper compliance with the IRS].

(c) Legislative Group Update.

Hannon: Does anybody else have anything on this subject? How about any other subject? Any old or new business you would like to bring up? **Eigenhauser:** This is not

something I would like to bring up, but I received some news over the weekend that Joan Miller is going to be resigning from the CFA Legislative Group. She has been the heart and soul of CFA's legislative effort for as long as I've been in the fancy. Obviously there will be some restructuring within the Legislative Group. We're going to have to find somebody to fulfill some of the functions that she used to do. I don't want to use the word "replace", but somebody is going to need to do something. I guess that somebody for now is me, so I'm putting out a call to anyone and everyone who might be interested in legislation to help, to let me know if there's anybody who might be interested in picking up all or part of the duties she used to perform. I need somebody that can write well, that can think well, that can speak well, that can do a million things that most of us couldn't do. I would be remiss at this point if I didn't take the opportunity to thank Joan for all the years that she's put in. She has been CFA Legislation and thank you very much, Joan. [applause] **Hannon:** On a related matter, Joan did agree to continue as the chair of the Education and Community Outreach Committee for us. We appreciate her willingness to continue on with that.

Hannon: Any other new business? Come on now. This is your last chance. **DelaBar:** I assume we're going into executive session. **Hannon:** Yes. I have one item that is only going to take 10 or 15 minutes, I hope. If there's nothing else, then we will bid adieu to our audience and we will go into executive session and then adjourn directly. We will not be back in open session.

[EXECUTIVE SESSION]

(69) UPCOMING BOARD MEETINGS.

- ❖ August 12, 2014 – Teleconference
- ❖ October 4-5, 2014 – In Person, Central Office Board Room
- ❖ December 9, 2014 – Teleconference
- ❖ February 7-8, 2015 – In Person, CFAF Museum
- ❖ April 14, 2015 – Teleconference
- ❖ July 2-5, 2015 – In Person, Toronto

Hannon: The only other new piece of business I have is something we're going to do in Executive Session. Is there anything else anybody else wants to bring up? **Anger:** The upcoming board meetings. **Hannon:** Oh, the board meetings. We used to meet 3 times a year – in February, June and October – and 4 years ago that changed and it became monthly meetings; 10 of them were via conference call and 2 of them were in person – that would be the February and June meetings. The other meetings were via conference call. I personally felt that we didn't need to meet that often. We ended up micromanaging and we will soon have an executive director in the Central Office, and I hope we can back off of that so we can deal with the big picture things and let the executive director do his or her job. So, I'm cutting it back to every other month. My plan is to have 3 in-person meetings. The October meeting would change to an in-person meeting, and we would continue to have February and June in person. The other 3 would be teleconference, and we will schedule it so that it's every other month. So, in August, we would have a teleconference. Two months later in October we would meet in person in Alliance. Two months later in December we would have a conference call. Two months later in February we would meet in person in Alliance. Two months later in April we would have a conference call, and then a little more than two months later we would be in person at the Annual meeting. Is there any discussion on that? People who have concerns? **Moser:** Yes. I have a concern with adding the October meeting to "in person". I know that the finances, you feel that we have enough, but I have a concern that going back and adding for everybody to fly in, all the expenses to that. Is that really necessary that we couldn't combine with another meeting or something like that? **Hannon:** What I would like to then, when we finish with this discussion, I want to go into the budget. I want to make some changes to the budget, so let us do that. Can we agree that we will have "a" meeting in October? <yes> So, we've got 6 meetings scheduled for this year, as opposed to the 12 we have been doing recently, and the 3 that we used to do prior to 2010.

Hannon: Now, I would like to know for the teleconference ones, what is a convenient time of the month? We've been doing them either the first Tuesday of the month or the second Tuesday of the month. We start them at 9:00 EST, which was because of the people on the west coast and Pacific time so that they have time to get home from work. Unfortunately, representatives in Europe and Japan are kind of stuck with the middle of the night. **DelaBar:** Yes. 4:00 in the morning is so conducive to this. **Hannon:** I'm not sure what time it is in Japan. I think it's the next day. **Maeda:** I think so. **Hannon:** For the convenience of the majority of the board, we've been holding them during a week night. Is there a preference on the board? Somebody say, "it's not convenient to hold it on the first" or something? **Eigenhauser:** I have two comments. First of all, the middle of the week works better for me, because Fridays and Mondays there is always a chance it will conflict with travel to or from a cat show. **Hannon:** I think that's true of most of us. **Eigenhauser:** The other thing is that there has been a lot of moving around of our dates recently, and as I mentioned, I can hit a stationary target. A moving

target is a little trickier, so please, if we clear these dates, make every effort to keep those dates and not have these last-minute changes like we've had recently. **Calhoun:** That was my similar comment. I can accommodate anything once we get it on the books. **Hannon:** But then when something comes up and we say, "Dick can't attend", then we move it and all of a sudden Kathy can't attend. **Kuta:** Me on the west coast, I'm pretty flexible, so if there are other west coasters that are also flexible, we could move that time around and make it earlier or later. **Hannon:** Dick? **Kallmeyer:** Fine with me. **Hannon:** George? **Eigenhauser:** I'm OK. **Hannon:** Pam? **Moser:** No. No problem. **Hannon:** So, there's no real reason to hold it at 9:00 Eastern Time? **Moser:** I'm fine. **Eigenhauser:** As long as I know far enough in advance, I can clear the afternoon and start at any time. **DelaBar:** Moving it earlier makes it a little less convenient when calling from Europe. **Hannon:** So, 9:00 is better for you. **DelaBar:** 4:00 in the morning is better for me than 3:00 or 2:00. **Schreck:** That was sort of my comment, as well. It makes no difference to me. I'm pretty flexible, but for the international people, whatever time would be best for them, I think. **Mastin:** I was going to stick up for Pam. **Hannon:** It doesn't matter whether she goes to bed late or gets up early. So, we've agreed on 9:00 Eastern Time, but what day of the week and which week of the month do you want to do teleconferences? Can we say then, the second Tuesday of the month and everybody can work around that, and do our best to leave it at the second Tuesday? **Kallmeyer:** The second Tuesday. Tuesday of the second week? **Kallmeyer:** Are you saying the first Tuesday of the month or the second Tuesday? <second> The second Tuesday is fine. **Hannon:** So, we have agreed on the second Tuesday of the month at 9:00 p.m. Eastern, 4:00 a.m. in Finland.

(70) **2015 BUDGET REVIEW.**

Hannon: Next, I have made some changes to the budget. The board approved the fiscal 2015 budget at the April meeting. In keeping what we have done the last few years, we had the budget in place prior to the beginning of the fiscal year, which is also the show season year. As of May 1st, we've had an approved budget that we have been working off of, but I want to make some changes to that. For various reasons, Jerry didn't agree with the changes that I wanted, so I told him we would just take care of it after he left. There are 4 changes. One is, after the board approved the budget, we learned that we would be losing the branding income from Pet Partners. That was the company that provided litter at the Dollar General stores and they paid us for putting the CFA logo on their bags of litter. They are no longer providing litter to Dollar General or to anybody else, so they had no need paying us money for litter that they weren't selling, and we were deriving and anticipated this year \$80,000 from that, so we've lost \$80,000 from that branding. But, because of computer problems that we're having, there was at least \$80,000 in income that didn't get reported until this year, so it sort of offsets the loss. The profit from last year was \$112,000 but it would have been closer to \$200,000 had the money that came in in April been put into the computer system and on the books in April, but it didn't. So, in a way it's fortunate that it's a wash. I wanted to move the \$80,000 of income from the branding line item in the budget to the registration areas. Carla Bizzell, as the outgoing Treasurer, prepared this new budget for us. She has accounted for it in the budget that I had Rachel share with you. The second thing that I wanted to do was a raise for an employee. I explained that in the email and I don't want to discuss dollar figures and employees' names in an open session or in the minutes, but the board members do understand who it is and how much it is. The third thing was to add \$1,500 to the Marketing Committee. It's something that was requested and, for whatever reason, was not put into the last budget and I want to put that in. **Meeker:** Do you mean Management? **Hannon:** I'm sorry, Management. Thank you. **Meeker:** Thank you. Jodell and I are trying to figure out who gets the money. **Hannon:** It's for the committee that you chair and you would agree that you had put that request in and it wasn't in the last budget? **Meeker:** I did. **Hannon:** The last item is the one that Pam [Moser] is concerned about, which is holding the in-person meetings in October. I think those board members that are carry-overs from the last board will verify that meeting in person is very beneficial. We get much more accomplished when we meet in person. The February board meetings the last two years have been particularly beneficial and I see our former Treasurer Kathy Calhoun would like to chime in on this. **Calhoun:** Having been on the board when we had the October meetings in person and when we didn't have the October meetings in person, I can absolutely support that they are far more productive in person. When you are on a conference call for two days, your focus may wane, your cat may throw up and you would have to go, or whatever. The productivity, in my opinion, both from a financial standpoint and from a productivity standpoint, far outweighs the money spent. It is money well spent. The other thing that I would like to add to this is that because we do these meetings in Alliance, Ohio, which is a very economical location. In the past, we used to move from city to city, we had expenses which we may or may not have expected. Alliance, Ohio is very, very economical. We watch our pennies while we are there, so I think it's a very good idea. **Hannon:** The change from an in-person meeting in October was done when Pam was President and I think you can address this. **DelaBar:** It was addressed because we were trying to bring CFA's bottom line above the drowning mark, which finally did succeed at the end of 2010. **Hannon:** Would you agree that meeting in person was beneficial? **DelaBar:** I think with the new board that we have, with so many people who have never had CFA board experience – not my 24 years, and remember

Mark, people don't get that for murder. **Hannon:** We have a number of board members that don't have your experience. **DelaBar:** And that's why I'm saying it's important to have this in-person meeting. I think it's really worth the time, so they can get the experience. **Moser:** I totally understand the in-person meeting. From my professional experience, doing teleconferences over the phone and in person, I do understand that. But, on the other hand, I think the perception from our constituents and our exhibitors is that, "OK, we're going to go back to holding more meetings and spending money." I think it's a perception issue also. **Hannon:** I agree there's a perception problem. If you will look at the numbers for fiscal 2014, Carla was very conservative in her approach of preparing budgets. She projected in her budget a \$22,000 profit for the year and it ended up being \$112,000. So, we did far better than what was put into the budget. I hope the same proves this year, that even though we're showing a profit of \$20,000, if we approve these changes I would anticipate we would do even better than that. For example, we don't have money in here for the World Show and hopefully that's not going to cost us money that we didn't anticipate. **Eigenhauser:** Following on what you just said, Mark, I agree that we get a lot more done when we're face to face. It's productive on a lot of levels. It gives us a chance not only to talk to each other, feel each other out, but to resolve small differences, to make adjustments to things, to redraft things on the fly that you just can't do on the phone when you're only having one conversation and then hanging up and not seeing each other again. If there is a perception problem as to whether it's more productive or not, the logical thing to do is fix the perception problem and not do the less-productive thing. So, I strongly support having a face to face in October. **Kuta:** I would like to say that if there were ways to maybe improve the productivity of the teleconferences, I'm not saying necessarily for the October one, but methods to either increase the engagement or new tools that are useful that actually work, that would be great, but with the perception issue, as a common exhibitor, I wondered what was the opportunity cost of that. Could that \$25,000 have been used to either bring in new exhibitors or pay for something else or pay for marketing, that's what I thought as an exhibitor when I saw that. **Hannon:** What I would suggest is that we do a teleconference call in August and after that if you can come back to us with some suggestions of, "here are some things that we could be doing to make these teleconference calls more productive." **DelaBar:** Also, another point, when we started the teleconferences, we also had a board that was more experienced. We didn't have a change-over of almost 50% of the board. So, we did have an experienced board that knew how to address budgets, etc. **Hannon:** Any other comments? Are we ready to vote on this? **Eigenhauser:** Do you want to do them one at a time or all at once? **Hannon:** What do you think? **Eigenhauser:** I'm happy with all at once. I move we accept all the changes. **Hannon:** Let's do the whole thing and if they object to the board meeting aspect of it, then vote against it. If the motion fails, then we'll address that, OK? **Eigenhauser:** I move we approve the changes, as announced. **Krzanowski:** Second. **Hannon:** Seeing no more discussion, I'll call for the vote. All those in favor of the revised budget.

Hannon called the motion. **Motion Carried.** Moser voting no.

Hannon: OK, so we will be meeting in person in October. My anticipation is that in October we will be meeting in the board room at the Central Office, and in February the museum which the CFA Foundation has graciously agreed to allow us to return to holding the larger meeting there. We need more space in February because we have breed council secretaries attend, so there is a need for more room for the audience, whereas in October we only get a couple people attending, so there isn't a need. I think we will comfortably fit into the board

room. I've asked Brian to take out a closet that's in that room and reconfigure the table so that there's a little bit more room for us.

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There being no further business, the meeting was adjourned at 11:48 a.m.

*Respectfully Submitted,
Rachel Anger, Secretary*

(71) DISCIPLINARY HEARINGS AND SUSPENSIONS.

Disciplinary Hearings And Suspensions: Cases that have been reviewed by the Protest Committee and for which a recommendation was presented to the Board. The following cases were heard, a tentative decision was rendered, timely notice was given to the parties, and no appeal and/or appeal fee was filed. Therefore, final disposition is as follows:

13-032 ***CFA v. Von Aswege, Doug***
Violation of Show Rules 11.26 and 11.27

GUILTY. Sentence of \$2,000 fine and a six month suspension of all CFA Services. Suspension to continue until fine is paid.

14-001 ***CFA v. Sakowicz, Michal***
Violation of CFA Constitution, Article XV, Section 4g (conduct detrimental)

GUILTY. Sentence of \$3,000 fine and restitution to the persons and in the amounts as follows:

to Anna-Lena Berg \$2,756.00;
to Olga Samarina \$3,140.00;
to Anne Marie Oziouls \$2,716.00;
to Madawi Al dwaihi \$2,733.00;
to Deanne Wright \$4,725.00;
to Marghoob Ahmad \$4,000.00;

with the fine and restitution to all be paid within 30 days or Respondent shall be suspended until fine and restitution paid.

14-002 ***CFA v. Nickel, Renate***
Violation of CFA Constitution, Article XV, Section 4g (conduct detrimental)

GUILTY. Sentence of lifetime suspension of all CFA Services.