

## **RTCA BOARD MEETING**

Meeting to order October 7, 2020 6:36 PM MST

### **In attendance:**

President: Jordon Leigh, JL  
 Vice President: Cory Hart,  
 Treasurer: Linda Lee, LL  
 Secretary: Jeri Berg, JB  
 Director: Carmeta French, CM  
 Director: Tracey Kallas, TK

**Absent:** Director: Patty Smith, PS

### **Treasurer's Report**

Ways & Means	\$ 727.45
Checking	\$ 621.77
Savings	\$ 4,964.84
Total	\$ 6,314.06

Expenditures \$ 336.80

Deposits \$ 712.49

From Savings to Checking \$ 400.00 to pay:

Chris Dickey - Parliamentarian

Kay Eggleston - Accountant Missouri RTCA Corp Account.

LL: Do we want to retain KE's services for 2021?

\$36.80 to report new officers and \$10 to register RTCA Corporation with The State of Missouri. LL-Treasurer already does this for The State of Colorado.

**Motion2020-261:** Move the Annual Filing for the RTCA Corporation in Missouri to Treasure's Duties.

Motion: LL 2<sup>nd</sup> JL APPROVED

### **Secretary's Report**

**Motion 2020-262** Approve board meeting minutes September 2, 2020

Motion: JB 2nd JL Approved

**Correspondence:** NO REPORT.

**President's Report** NO REPORT.

**Committee Reports:**

**Policy & Procedure Committee: NO REPORT.**

Chair: Cory Hart Members: All board members

**Supported Entry Committee: Listed under Ways & Means Report**

Chair: Jackie Olsen Members: Robin Rudolph, Cayla Wallwork, Jason Sharp Cory Hart

**Judges Education & Mentoring Committee: Report after New Business**

Chair: Linda Lee Members: Christina Martinez, Kari Jepson, Rene Morgan, Tracey Kallas

**Health & Genetics Committee: NO REPORT.**

Chair: Meta French Members: Patty Smith

**Newsletter Committee / Communications: listed under Ways & Means Report**

Chair: Cory Downey Hart Co-Chair: Tracey Kallas

**Pedigree Committee: NO REPORT.**

Chair: Christina Martinez Members: Pam Mills, Linda Lee

**Ways & Means Committee:**

Chair: Cory Hart Members: Tracy Kallas Christina Martinez

- Current Bank Account Balance is \$727.45  
PayPal Account balance is: \$19.12
- Inventory changes:  
One bag sold  
Two Bags used for Supported Entry at the Walla Walla Shows

**Supported entry:**

- We supported the Walla Walla Club's shows in Enumclaw for two days. BOB, BOS, WD and WB both days. Cory Hart donated buckets, toys and washcloths. Shelly Halma with Pet Pantry in Yakima WA donated an assortment of items to fill the bags. Cards were included in each bag or bucket to let the recipient know the gifts were from the RTCA.

**Communications**

- Hoping to enlist some help soon and get back to a monthly newsletter. JB to help CH & TK with newsletter.
- Tracey Kallas sent articles on the breed to ShowSight and to the AKC gazette.

**Old Business:**

- **Annual meeting.**
- **All board members please read Article II Section 1 of the bylaws and be ready to discuss holding the annual meeting virtually with Zoom.**
- JL researched MO and JB researched CO. See info at end of minutes

**Annual meeting:** 40 days from October 7, 2020 is Monday, November 16, 2020.

Hosting virtual Annual Meeting: MO & CO

**SECTION 1. Annual Meeting.** The annual meeting of the club shall be held between the **1st day of September** and the **31st of December** in conjunction with the club's Annual Specialty Show if possible, at a place, date and hour designated by the board of directors. The board will request that the voting membership submit any matters that they wish to be included on the agenda at least forty (40) days prior to the date of the meeting. *Then the secretary sends the written notice by mail or email announcing the meeting to each voting member in good standing at least thirty (30) days prior to the date of the meeting.* A notice about the general nature of a matter must be given in order for that matter to be voted upon at the annual meeting. No vote can be taken on a matter for which there was no notice. The quorum for the annual meeting shall be 10% of the voting members in good standing and at least one board member must be in attendance. It must be confirmed that a board member will be in attendance prior to scheduling the meeting and Annual Specialty Show. A favorable vote of 2/3 of the voting members present at the meeting is required to pass a measure up for consideration. If a quorum is not present at the annual meeting the question will go to the entire voting membership for a vote either by mail-in ballot or by electronic means. Refer to Article IV, Sections 2 and 4(d) for voting procedures.

Secretary will send out a notice to the membership via email on **Friday, October 9, 2020**, In accordance with the RTCA By-Laws Article 2 Section 1: The Board requests that any voting member submit any matter or issue to be considered for the Annual Meeting Agenda. It must be sent to the secretary by Wed, November 19, 2020, 8:00 PM MST

Meeting date Saturday: Dec 5, 2020 TBD

Please RSVP if you plan to attend the virtual meeting.

If a quorum of members is not met, the meeting will be canceled.

**MOTION 2020-263** TO SUSPEND ORDER and return to Judges Education & Mentoring Committee: Motion JL 2<sup>nd</sup> LL APPROVED.

### **Judges Education & Mentoring Committee:**

Artist has asked to be paid for work done for RTCA graphics. TK posted response on the JEBoard.

Graphics needs approval from JEM committee. Artwork will be presented to BOD to be paid.

### **Return to Regular Order**

**New Members:** none

### **New Business:**

- **Nominations committee for 2021:** At the next BOD meeting a notice to members who would like to be on the Committee will be sent out. One (1) BOD

member shall be on the committee. BOD positions available will be the vice president, secretary, and two (2) director positions

- **Committee Chairs**

JB sent a letter to the current committee chairs on September 21, 2020 asking if they wish to continue.

JB has received a response from **CM Pedigree Committee**, said she would continue.

Other Committee Chairs responded at the BOD meeting if they were present.

A reminder notice will be sent on October 8, 2020 to all Committee chairs, if no response is received in 15 days, a new committee chair will be chosen at the next BOD meeting.

- **Auditor** needed: LL will send out a notice to club members for volunteer to audit. If no reply, then JB will do audit again.

- **Donation to the Rat Terriers effected by fires across the west??**

The following was sent to the board by the club secretary on 09/30/2020

Rat Terrier Family Displaced by Fire: Should RTCA send a donation? \$100

**Motion 2020-264** RTCA send a donation of \$100 to Elizabeth Norris, Robyn Kissler and Rhonda Fassbender, the family displaced by fire in CA.

JB JL 2<sup>nd</sup> Approved

- **Replies to queries:**

When I (JB) respond to queries for breeders and or puppies, should I include AKC breeder information?

Yes include AKC link.

CH: add 'canned response' – Genetic testing, A good breeder; look at other breed clubs for info.

**Motion 2020-265** Secretary work with CH to form a standard response letter to people looking for breeders and or puppies.

Motion JL 2<sup>nd</sup> CM Approved.

JB to respond to emails addressed to RTCA & Secretary website emails. JB to direct to BOD members or Committee Chairs as needed.

**Next Meeting:** November 4th 2020 6:30 MST

**Motion 2020-266** Adjourn meeting 7:32 PM MST

Motion: JL 2<sup>nd</sup> LL Approved.

**Annual RTCA meeting.** Jordon sent an email to Chris Dicky to advise. After Chris reviewed the RTCA bylaws she sent back an email stating that there would be no violation to the bylaws. If the club were to consider a virtual annual meeting it would depend on the state, the club is incorporated in.

JB will check Articles of Incorporation for Missouri and Colorado for conducting virtual annual meeting. If no issues for either state an email will be sent to members to determine if there is interest in doing the virtual meeting. See Separate page for Colorado.

#### **RTCA BOD Facebook Page Jordon Leigh September 15, 2020 ·**

Hello everyone

I have researched the Missouri articles of incorporation and a annual meeting virtually would be allowed. Verification of each person that who is able to vote would need to be verified.

Now is this something the board is willing to do?

By looking at the bylaws and the response from Chris Dickey, RTCA would be ok with not having an annual meeting this year because of the cancellation of national specialty and the COVID-19 pandemic. The board could send out a notice to the members as out lined in Article II Section 1. The board will request that the voting membership submit any matters that they wish to be included on the agenda at least forty (40) days prior to the date of the meeting.

If no matters are submitted then no meeting.

The notice to the members can be sent now with a time frame stated to receive request by. If a request does come in, the annual meeting will be set 40 days after the date set to receive a membership request. I will have this on the agenda for the next meeting so everyone will have time to consider how to move forward.

Thank you

Jordon

#### **Are Virtual Board & Committee Meetings Legal?**

We've put together the first comprehensive survey of all state laws around remote and virtual meetings for both corporations and nonprofits.

Click Your State To Explore The Remote Meeting Laws Database [Colorado](#)

Colorado State generally permits corporations, associations, and nonprofits to conduct remote and virtual meetings. Remote meetings contingent on an organizations articles of incorporation, charter, bylaws.

**Corporations** (2) Unless otherwise provided in the bylaws, the board of directors may permit any director to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

CO Rev Stat § 7-128-201 (2016)

**Nonprofits** (2) Unless otherwise provided in the bylaws, the board of directors may permit any director to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

CO Rev Stat § 7-128-201 (2018)

<https://www.passageways.com/board-portal/virtual-board-meetings-law>