

Minutes of ACT Board Meeting September 12, 2012

Location: McKamey Animal Care and Adoption Center

Present: Nancy Dunlap (Secretary Pro Tem), Jerre Treece (Chair), Bruce Baird (Vice Chair), Kevin Lusk (Treasurer), Karen Walsh (ED), Susie Matthews, Mark Litchford via conference phone, Carol Goodman, Ann Ball, Sonia Young, Barby Wilson, Jackie Hamm, Kryste Dalton, Karla McKamey via telephone

Absent: Amy Walden, Carla Morgan, Donnie Hutcherson, Jena Brevard, Bob McKamey, Mary Dube, Marie Chinery

Also Present: Pam Ladd, Andre McGary (Council Members)

Meeting was called to order at: 4:35 PM

1. The August Board Meeting Minutes from 8/8/2012 were approved with no revisions.
2. Executive Committee Meeting Minutes of 9/4/2012 were shared with the Board.
3. Karen Walsh gave her ED report: the November Golf tournament is moving along with many teams signed up and hole sponsors being solicited; all board members were asked to solicit anyone they might know who might want to sponsor a hole. Designing Spaces TV Series has chosen McKamey for a "makeover"; 4 producers of the show are soliciting sponsors; 3 TV episodes featuring McKamey will be aired in 2013.
4. Committee Reports:
 - a. Marketing Committee - No report at this time. New members still being sought.
 - b. Development Committee -- Bruce Baird reported for Amy Walden. Still working on getting Pledges back from Board members. Special Events: No report at this time; will be looking for someone to chair our next PAWS event.
 - c. P&P Committee – Susie Matthews reported. Still meeting frequently with BDC members to continue our proposal of Bylaws revisions to be finalized by the entire BDC, then brought before the Board for approval.
 - d. Directors and Board Development Committee – Carol Goodman reported and presented an additional revision to Article IV, Section 5 that was previously approved by the board. Her committee recommends adding a provision that board members must have a one year separation from the board after completing two terms, before they can be elected for another term. Discussion ensued. There were not enough members present to vote on this revision since a 2/3 vote is necessary for bylaws amendments.
 - e. Nominating committee – Ann Ball reported. Nominations for 2013 Officer terms are Bruce Baird for Vice Chair, Kevin Lusk for Treasurer, Nancy Dunlap for Secretary. New board members recommended for January are:
 - i. Michael Mallen – Attorney for the firm Miller and Martin
 - ii. Hiten Patel – Contractor
 - iii. Susie Matthews (currently serving as HCVMA Rep.)

Recommended Board Members for an additional 3-year term were:

Nancy Dunlap
Mark Litchford
Kryste Dalton

Voting will take place at the Annual Meeting in November, 2012.

- f. Treasurer Report -- Kevin Lusk reported that the financials looked fine; a recent audit at the Center went well.
5. Jerre Treece presented a recent proposal received from Bowen & Bowen. It is proposed that B&B will work with the BDC to review Bylaws amendment proposals prior to being submitted to the board for approval. A vote was taken; majority approved; however, all would like Jerre to obtain a list of references of organizations B&B have worked with on Bylaws amendments.
6. A Board Code of Conduct document was distributed to all Board members for their signature; discussion ensued and it was returned to the P & P Committee for minor revisions.
7. New Business – Susie Matthews proposed that the board become a member of the Non-Profit Center in Chattanooga. Further investigation indicated that the Board is already a member since the McKamey Center is a member.
8. Jerre Treece announced that there will no longer be pre-scheduled monthly Executive Committee meetings. Per the bylaws, the EC will only meet when there is an urgent situation that must be addressed prior to the next Board Meeting.

Meeting Adjourned: 6:05 PM

Submitted by Nancy Dunlap, Secretary Pro Tem