



NATIONAL SEARCH DOG ALLIANCE
Minutes of a Closed Meeting of the Board of Directors
August 9th, 2022
certified

A closed meeting of the Board of Directors of the National Search Dog Alliance was held via zoom on Tuesday, August 9th, 2022. The meeting was called to order at 7:00 pm EST.

The following Board members were present and constituted a quorum:

Terry Crooks Jan Meyer Susan Fleming Gail Collins

Also attending were:

Walter Snelling Norma Snelling

An election for a new Board of Directors was held between July 22nd and July 31st, 2022. Elected individuals were Terry Crooks, Susan Fleming, Jan Meyer, Gail Collins, and K.T. Irwin.

Following the election, Chief Financial Officer Snelling submitted her resignation from the previous Board via email on August 3rd, 2022.

K.T. Irwin notified the new Board via email on August 9th, 2022 that she was declining to be seated.

The Board solicited nominations for Officers and the Executive Committee.

- President/Chief Executive Officer. Susan Fleming nominated Terry Crooks, Jan Meyer seconded. Passed unanimously to name President Terry Crooks.
- Executive Vice-President. Jan Meyer nominated Susan Fleming, Gail Collins seconded. Passed unanimously to name Executive Vice-President Susan Fleming.
- Chief Financial Officer. Susan Fleming nominated Jan Meyer, Gail Collins seconded. Passed unanimously to name Chief Financial Office Jan Meyer.
- Corporate Secretary. Jan Meyer nominated Gail Collins, Susan Fleming seconded. Passed unanimously to name Corporate Secretary Gail Collins.
 - o Cam Dagget was appointed to continue to act the Assistant Financial Officer.

Board Member at Large. Secretary Collins nominated Walter Snelling to fill the vacancy on the Board of Directors held by K.T. Irwin. Vice President Fleming seconded, passed unanimously. Walter Snelling indicated he preferred to serve in this position until a replacement can be seated.

President Crooks appointed Board Member Snelling as the Parliamentarian.

New Business

ZO Contract. Board Member Snelling updated the Board on the status of the ZO contract. The previous Board had entered into a contract with the ZO Agency to provide a “Gold Brand Book”, to include marketing and branding of NSDA for \$8,000; to date \$4,000 has been paid. The remaining \$4,000 was due on August 1st, 2022 and the Alliance has been incurring a 3% daily penalty since that date. Despite efforts to clarify and/or cancel the contract, the situation remains unresolved. Board Member Snelling made a motion that NSDA pay the remaining \$4,000 and work with ZO to deliver the promised products. Chief Financial Officer Meyer seconded, passed unanimously. President Crooks will work with Board Member Snelling to appoint a new point-of-contact for the ZO contract.

Timing of Board Meetings. Regularly scheduled Board Meetings will be held via zoom on the 1st and 3rd Tuesdays of each month at 7:00 pm EST. The Board will hold a closed meeting on August 23rd, 2022 at 7:00 pm EST.

Board of Directors term limits. Vice President Fleming proposed that the Bylaws be rewritten to reflect term limits of 2/2/1 to ensure that there is continuity in Board changeover. The discussion was tabled until a future meeting.

Executive Director. The previous Board had designated an Executive Director in June 2022, however the contract was never finalized or implemented. President Crooks will notify the designee that the new Board will be moving forward at this time without an Executive Director and that her services are no longer needed.

Reinstatement of program leads. The Board discussed program leads under the previous administration who had resigned, but have since asked the new Board for reinstatement. Vice President Fleming made a motion to reinstate Rena Ferguson as Membership Chair. President Crooks seconded, passed unanimously. Other requests for reinstatement will be considered at future meetings.

Website and other program access. Norma Snelling reported that she has worked with the webmaster to ensure continuity and that the current administration now has access to NSDA-managed sites; she will work with Corporate Secretary Collins to get her access. She will also contact the web master about updating the website to reflect updates to the Board.

Banking and insurance. Norma Snelling reported that Assistant Financial Officer Dagget had maintained continuity in the finances and will provide a status update to Chief Financial Officer Meyer. Norma Snelling also reported that NSDA does appear to have a liability insurance policy, but that the new Board will need to confirm; Chief Financial Officer Meyer will follow up.

As there was no further business, a motion was made by Board Member Snelling to adjourn and seconded by Vice President Fleming. Meeting adjourned at 8:30 pm EST.