

Mayflower Portuguese Water Dog Club Board Meeting Minutes December 4, 2017

Present: S Philips, K Ash, K Holden, W Varr, P Markiewicz, T Kocher, O Kocher, L. Green, T. Morse

Meeting Commencement

- Meeting, which took place via pre-arranged conference call, was called to order at 7:02 by President Sally Phillips.
- Tobi-Ann Kocher asked for confirmation from the attendees that there would be no tape recording of the meeting.
- Sally noted that club needs to go forward and a slate needed to be presented by December 15th for vote at the January 7th annual meeting. As in previous meetings, she gave the board members a speaking order for this meeting.
- Kim asked for someone else to take the meeting minutes as it would be difficult to present and record. Paula offered to record the minutes.

Nomination Slate

- Kim noted that the purpose of this meeting was to resolve issues with the nominating committee and alternate slates. She suggested that we go forward with the election but that nomination eligibility issues needed to be discussed and resolved first.
- Regarding the alternate slate, Kim stated that all candidates had nominated themselves. All letters with the exception of one had arrived precisely on November 15th via USPS registered or Fedex packages. Kim had earlier received a letter of intent to run for a position on the board from Sue Coyne dated November 2nd which had been shared with all board members via email.
- Tina Morse said that during the election, there would be an objection from the floor regarding the validity of Nominating Committee slate.
- *Discussion:* Tobi-Ann stated that Tina Morse's posts on Facebook were detrimental to the club and the board and that Tina needs to apologize publicly on Facebook to right the damage done. Bill stated he did not feel Tina needs to apologize
- Sally noted that per the bylaws the vote was by person for each position not by entire slate. Kim and Karen concurred, each candidate against the other candidate(s) for each office, not the entire slate.
- Tina and Bill dismissed entire nominating slate as invalid according to Roberts Rules. Bill insisted Lynn steps down.
- Kim discussed the nomination letters and that per the by-laws each needed to be signed by 5 people who are current voting members. She said it was difficult to confirm, in the format that was received with 9 photo-copied signatures on identical form letters, that each member of the slate was supporting every other member of the slate. In contrast, other nomination letters that she had received contained a separate letter of intent to run from the candidate and 5-6 letters of support from individual parties.
- Kim referred to comments from all members of the alternate slate stating that Kim had accused them of forgery and fraud. She noted that she had never said any such thing. In a one-on-one phone conversation the night before with Bill Varr, she had said to him that it was difficult to validate nine (9) photo copied signatures on a form letter. She also noted that some of the emails

that she had received that day had been contentious and threatened repercussions. She was able to reach out to some of the nominees that day to clarify.

- Paula noted that the entire situation was outrageous but was interrupted by Tina. The discussion started to get out of control whereby Tobi-Ann made a motion to adjourn. Before the motion could be voted on, Tina left the meeting voicing an expletive. After a pause, the meeting continued.
- Due to the structure of the roundtable discussion, attendees were reminded that interruptions should not be permitted. Sally invited Kim to conduct the meeting but after reconsideration, continued to run the meeting.
- Lynn noted that Tina's behavior unacceptable. She suggested that the board simply rent a room to hold the vote and cancel Festivus.
- Tobi-Ann asked Bill why they had done this, jeopardizing everything. Bill stated he would ignore the question. He recapped Kim's statement from a private phone call the night before about the forms being staged and challenged and said he was obligated to inform the nominees of her comments.
- Kim told the board that on the 15th she had also received a separate package from Kari Lavalli. This package contained a complete set of nomination letters from each "alternate slate" candidate with a listing of the complete slate. Kim noted that each of Kari's letters was in the identical text format but that the candidates' signatures on each letter did not match the signatures on letters received from each individual candidate. The signatures used by Kari appeared to have been copied and pasted from the candidate's endorsement signature.
- Karen asked why anything was being questioned since everyone had sent their individual paperwork in on the 15th. Kim replied that there was nothing in the bylaws that gave the Secretary privilege to make determination on the validity of the nominations so waited until this meeting to discuss with the board.
- Kim asked if the board should disregard the packet that Kari had submitted and use the individual nominations. Karen agreed stating that Board should disregard that packet as all required documents were included in the individual letters submitted. She suggested that the package received from Kari be thrown out.
- Tobi-Ann signed off at 8:03 due to a conflict
- Discussion returned to the matter of the validity of the alternate slate and the overall hostility within the board.
 - Bill stated that they were being railroaded and did not trust the board. He reached out to the candidates for reinforcement when challenged by Kim.
 - Kim responded even the responses she received from Roberta, Vicki and Tina appeared to be contrived and staged, all used the exact same verbiage in their emails threatening to report her to the AKC and/or further legal action. She noted that the Board had never behaved in a personally hostile manner like this.
 - Karen questioned Kim stating that she herself had made comments about Tina and Karen saying things against the club.
 - Paula noted that no good was coming from all of this
 - Olivier felt that the alternate slate was working against the breed and that their lack of civility was damaging to the club.
 - Lynn said that the club move forward by setting examples. She noted that the alternate slate's behavior was embarrassing and not kind especially with the bashing on social media. She had offered her space to hold Festivus for free which would have been

- beneficial for the club. Introducing children to this would be an embarrassment to the club.
- Sally enforced that the club needed to have an election. If all names are kept on the ballot, someone will challenge. Bill agreed.
- Paula rebutted stating that the Board is committed to Lynn. Kim agreed.
- Kim stated to the board that in reviewing the nomination letters from the alternate slate that there were no acceptance letters from each nominee as required by the by-laws. The only exception was Sue Coyne who did include one. Therefore, there were validity issues on both sides and recommended again that the board accept all nominations and move forward with the elections.
 - Karen agreed with Kim's point about accepting both slates. She stated that she would not contest the validity of any nominee at Festivus.
 - Sally asked Bill if he was okay with this decision. He had no comment but could not confirm that confirm that Tina would not contest the slate at Festivus
- With agreement to move forward, the slate would be sent out on Saturday to members via postal mailing. The Festivus Committee would discuss whether to have a party and offer eye exams or just a vote for the new officers/directors.
 - Paula noted that people have come to rely on Mayflower to get CERFs done in the winter. She also wanted on the record that, because of the demands of the alternate slate, the club would now have to pay for Festivus space that had previously been offered free of charge.
 - Paula moved to adjourn the meeting at 8:50 pm/Lynn seconded

The meeting was adjourned at 8:50 pm.

Respectfully submitted per notes received by Paula Markiewicz,

Kimberly Holden
Secretary