Board of Directors Meeting Minutes

October 10, 2016

Board of Directors: Norm Johnson, President; Don Greene, Vice President; Vern Butler, Secretary; Joe Crocco, Treasurer; Steve Hull, Director; Andy Merriwether, Director; Bonnie Potter, Director; Laurel Shouvlin, Director; Mike Vigus, Director

Meeting: Monthly Strategic Planning / Special Topics Meeting
Conference Call — October 10, 2016, 6:00 p.m. EDT

Meeting Opening: Meeting called to order at 6:03 p.m. EDT by President, Johnson.

1.0 Strategic Planning Meeting Items: No items for this meeting.

2.0 Other Special Topics:

2.1 Embryo Transfer and Artificial Insemination Policy Changes: Current AOA policies in place for AI and ET will need to be rewritten. Vigus updated the board on a draft of AI/ET policies. A suggestion was made to review the Australian Alpaca Association policies and documents as references for further drafting of AOA's AI and ET policies. AI and ET policies should remain separate items because they are listed separately in the current AOA Policies and Procedures.

The board discussed the tracking of ownership of semen straws and embryos. Vigus reviewed documents from other livestock industries as resources for developing AOA's tracking documentation. Additional information and time frames related to AI and ET will require some changes to our guidelines and software. The additional information will include items such as embryo flush date, embryo implant date, embryo transfer of ownership, semen collection date, and insemination date. Time frame differences are related to the fact that embryos and semen may be frozen and used at a later time. The board asked Vigus to rework the draft AI and ET policies and propose embryo and semen tracking forms to be presented a future meeting.

2.2 2017 Draft Budget Review: Crocco reviewed the first draft of the 2017 budget. There were questions about some budget categories and the basis for certain calculations. The board discussed some of the assumptions made and the suggestion was made for Crocco and Johnson to meet with Darby Vannier in an attempt to answer some of the budget questions. The decrease in *Alpacas Magazine* advertising income was of particular concern. Deb Hill (*Alpacas Magazine* Managing Editor) provided the board with a document listing some revenue generating ideas to help mitigate the revenue decrease. The board decided that we should have Deb Hill at the next business meeting to discuss the ideas she presented. Johnson and Crocco will work on the draft of the 2017 budget and distribute a new version when it is available.

2.3 Executive Director Interviews in Lincoln: Johnson provided an update on the selection process. Both candidates have filled out information necessary for background checks. One of the background checks is already complete. The board decided that the week of October 24 will be when the candidate interviews will happen. Johnson discussed the logistics of the week. The decision was made to interview one candidate per day. The candidates asked for more information so they can learn more about AOA. The board decided that we should share more information with candidates provided that they have a non-disclosure agreement. This will include past annual reports, annual meeting presentations, the strategic plan, 990 filings, 2016 year to date/projected financials, and historical information about the organization. The board will interview the candidate, followed by an interview with the AOA staff. The process should start with a couple predetermined questions and evolve into a conversation that specifically addresses the candidate's strengths and weaknesses.

3.0 Meeting Wrap:

3.1 Action Items: Greene.

3.2 Next Meeting (October 24, 2016 — General Business Meeting): Johnson.

3.3 Adjournment: 7:57 p.m. EDT, Hull made a motion to adjourn the meeting. Butler seconded the motion. The motion passed by unanimous vote (9 – 0).

Submitted by Vern Butler, Secretary