Board of Directors Meeting Minutes

January 28, 2016

Meeting: Special Meeting—Business/Operations, January 28, 2016, 6:00 p.m. EST

Board of Directors: Bonnie Potter, President
Scott Miller, Vice President
Laurel Shouvlin, Secretary
Mike Vigus, Treasurer
Julie Delaney, Director
Don Greene, Director
Steve Hull, Director
Norm Johnson, Director
Andy Merriwether, Director

Executive Director: Darby Vannier

Guests: Bill Ervin, EG Integrated
Olivia Poggenpohl, EG Integrated

Meeting opened at 6:02 p.m. EST.

1.0 Update from EG Integrated: The meeting began with a presentation of Phase 1: The Discovery Phase conducted by Olivia Poggenpohl and Bill Ervin of EG Integrated, with whom the Board contracted to begin a process of marketing research. Their presentation ended at 7:25 p.m. EST.

2.0 Meeting Opening:

2.1 Ratify Email Votes:

2.1.1 I move we approve the November 23rd minutes. (Motion: Johnson / Second: Merriwether) Motion passed 8–0 (vote not cast: Hull).

2.1.2 I move we approve the December 14th minutes. (Motion: Johnson / Second: Greene) Motion passed 9–0.

2.1.3 I move we approve the December 28th minutes. (Motion: Miller / Second: Johnson) Motion passed 9–0.

2.1.4 I move we approve the Fiber & Fiber Products recommendation regarding yarn standards. (Motion: Vigus / Second: Johnson) Motion passed 9–0.

2.1.5 I move that we approve the language changes proposed by the JTCC for the JTCC Supplemental. (Motion: Miller / Second: Vigus) Motion passed 9–0.

The motion to ratify the email votes was made by Johnson and seconded by Greene. The motion passed unanimously (9–0).

3.0 Old Business:

3.1 2016 Election Committee: The Board members submitted the names of several individuals for service on the Election Committee. After reviewing and discussing each submission, Hull made a motion to appoint Michael Morack, John Robinson, Tom Petersen, Joe Kyger, and Chris Reachard to the Election Committee, with Shauna Brummet as an alternate should someone become unable to serve. Johnson seconded the motion and it passed unanimously (9–0). Hull moved to appoint John Robinson chairperson of the Election Committee, Johnson seconded, and the motion passed unanimously (9–0).

3.2 Bylaws Update Considerations: The board discussed several proposed AOA Bylaw amendments. The current AOA Bylaws may be viewed at https://www.alpacainfo.com/members/organization/bylaws.

3.2.1 Bylaw 3.1: This Bylaw defines the three levels of AOA membership: Association, Registry, and Alpaca Owner. Greene moved that an amendment to Bylaw 3.1 be placed before the membership for their vote to eliminate the “Alpaca Owner” level of membership since they do not pay for a membership. Delaney seconded the motion. Motion failed 3–6 (Yes: Delaney, Greene, and Vigus; No: Hull, Johnson Merriwether, Miller, Potter, and Shouvlin).

3.2.2 Bylaw 12.2.2: Greene proposed an amendment to Bylaw 12.2.2, which currently requires that any new fee or increase in a single fee (other than membership fees) which exceeds twenty (20) percent annually must be approved by either (i) the unanimous vote of the Board of Directors or (ii) a majority of the members with voting rights voting on the proposed fee addition or increase. His suggestion is to change the language to eliminate the need for a unanimous vote to increase or add a new fee to an existing service or product. Greene moved that an amendment to Bylaw 12.2.2 be placed before the membership for their vote to allow the Board to implement a new fee for an existing service with a simple majority vote of the Board. Miller seconded the motion which passed 6–3 (Yes: Delaney, Greene, Hull, Miller, Johnson, and Vigus; No: Meriwether, Potter, and Shouvlin).

3.2.3 Bylaw 6.2: Refers to the AOA Board election process. Hull moved that an amendment to Bylaw 6.2 be placed before the membership for their vote, adding language that requires that a candidate for the AOA Board of Directors must be a paid voting member of the organization (either Registry or Association). Johnson seconded the motion and it passed (9–0).

4.0 New Business:

4.1 Fiber & Fiber Products Committee Proposal: Committee liaison Johnson provided a proposal from the Fiber and Fiber Products Committee to host a member run store at the 2016 AOA National Fleece Conference. Products submitted for sale must be made from a minimum of 50% alpaca and can be offered for sale at the store only by those attending the conference. It will be the sellers' responsibility to run and staff the store. An additional benefit is that such a store could serve as an excellent educational showcase to demonstrate to our members and the public some of the wonderful things that may be created with alpaca fiber. The AOA staff will handle processing the proceeds from the store. Johnson moved that we support and approve the Fiber and Fiber Products Committee's recommendation to host a fiber artist marketplace at the 2016 AOA National Fleece Conference, Hull seconded, and the motion passed (9–0).

5.0 Financial Report: Waived, provided via email.

6.0 Committee & Other Reports: The following committee reports were provided via email by the committee board liaison.

6.1 Government and Industry Relations Committee (GIRCom): GIRCom met on January 20 and the committee was updated on AOA activities, including the importance of being a voting Registry or Association member. Positive feedback has been received about the "IRS Lessons Learned" eBlast. The "Things You Should Know" article is still being worked on. GIRCom was asked about whether there are new livestock microchip requirements that apply to alpacas. The answer is being researched and once the information is known, an eBlast to all members will be drafted.

6.2 Judge Training and Certification Committee (JTCC): The team finished organizing for the 2016 Judge training clinics. The Instructor and JTCC support for those clinics is secured for 2016. Judges and Apprentices have been notified of details for their planning purposes. Wini Labrecque will be a special guest at the next committee meeting to detail the spin-off project that is currently underway.

6.3 Judges Advisory Committee (JAC): No meeting, no report.

6.4 Show Rules Committee (SRC): The SRC had a very lengthy meeting on January 7th. Several waiver requests were discussed for various shows:

One show requested a waiver to have special awards for the highest scoring fleeces in each color group in their Cottage Fleece competitions. The SRC granted the waiver.

Another show requested a waiver to have special awards for the highest scoring suri and highest scoring huacaya fleeces instead of the highest scoring fleece in each color group. The waiver was granted.

There were two waiver requests from another spring show. First is to award the Jim Barker Memorial Fleece award—traveling trophy—fleece show—highest scoring white suri fleece. Second was a Junior Herdsire competition where males shown are a minimum of 18 months and a maximum of 2-years-old. This class is for up and coming herdsires—males that are nearing the age at which they will be put into breeding production. Judging criteria includes conformation and fleece quality as well as potential contribution to near-future breeding programs. Classes will be divided into light and dark depending on number of entries. Ribbons will be awarded 1–3. Jackpot prize money will be awarded to 1st. The SRC granted both waivers.

There were two waiver requests for the AOA National. The first was to include 2015 fleeces for spin-off and cottage competitions. That waiver was granted so that all fleeces sheared between 1/1/15 – 6/30/16 are eligible for spin-off and cottage at the 2016 National Fleece Show. The second waiver request was for the AOA National Fleece Show to be an international fleece show accepting fleeces from outside the US that are not from ARI/AOA registered alpacas. The SRC decided that while it approves the waiver for the 2016 AOA National Fleece show to accept fleece entries from outside the US, all International entries must be registered in their respective country's registry. The $80.00 AOA Show System non-membership fee will be waived only for fleeces coming from outside the United States. All US entries must be ARI/AOA registered.

A show requested a waiver to hold a "walking fleece competition." The SRC approves the waiver in principle only with the following provisions.

6.4.1 The name will be Walking Fleece Competition.

6.4.2 The scoring system utilized will be a special score card developed by a team comprised of Margie Ault, JAC judges, and SRC chairs, and developed from the AOA Fleece Show scorecard.

6.4.3 The class breakdown will follow the AOA Fleece Show Color Rules.

Two shows have requested a waiver to hold both shows in one venue simultaneously. The model that was presented to the SRC was very different from the successful model that had been developed by those affiliates' show management with SRC input and assistance in the fall of 2015 when two New England area affiliates held two shows in the same venue over the same weekend. While the SRC is willing to grant a waiver for these two shows to be held simultaneously in the same venue, they had very strong concerns about the model they proposed for doing so. The SRC co-chairs and Margie Ault will be meeting with the show management to discuss those concerns with the show organizers.

The SRC then discussed a proposal for the Best Head Competition as presented by Scott Miller and the Revenue Generation Task Force. Their response was sent to the Board via email.

6.5 Fiber and Fiber Products Committee: The Fiber and Fiber Product committee met on January 4, 2016. It was an extremely productive meeting. The committee spent a considerable amount of time finalizing open items regarding an AOA Marketplace at the 2016 National Fiber Show. This proposal will be forwarded to the board for review and approval.

The committee also discussed our fiber as a business brochure and divided the sections amongst the members to help facilitate progress. We plan to complete this brochure and have it printed and available for the National Fiber show.

An email blast will be sent searching for new committee members given the resignation of Stacie Chavez.

Assuming approval of the request for the board to support the use of the International Yarn Standards for alpaca yarn labeling, a draft email blast was submitted for Darby and team to review and leverage.

At present, the Fiber and Fiber product committee will stop work on a project they had dealing with the USDA. If the board wishes to restart this effort, there will be a need to realign on goals and expectations.

Also, as part of the AOA strategic plan, there was an item to focus on branding North American Alpaca. This effort has also been put on hold to enable the committee to focus on helping to make the 2016 National Fiber show the best ever and to help convey to the membership that the alpaca industry is truly fiber centric.

6.6 Alternative Products Committee: No report.

6.7 Revenue Task Force: The Task Force met January 12 to hear ideas and suggestions from Mike Safley, a former senior AOBA judge and former president of both ARI and AOBA. To his way of thinking, Mike believes that marketing is the primary responsibility of AOA. He acknowledges AOA's asset strengths in the registry, the show system, and the EPD program, leaving a current need for improved marketing. It also is his belief that AOA can realize more value and generate additional revenue from the EPD system, especially by capitalizing on the inherent marketing value in EPDs. Mike suggests that AOA incorporate EPDs into the alpaca show system similar to practices at Angus cattle shows. He proposes that EPDs might be used in the general show classes and that judges could refer to them during oral reasoning. Mike further suggests that there could be a special class of only EPD rated alpacas, allowing for a transitional period of a few years to have more EPD rated alpacas competing. Mike also encourages AOA to make the EPD data more accessible, usable and, hence, more valuable. He suggests that EPD data could be printed on the ARI certificates.

Vannier updated the Task Force on several aspects of the searchable EPD data base mentioned by Safley.

Finally, Safley made it known that his URL alpacas.com is available for sale, or that it could be donated to the Quechua Benefit, or that AOA could find value by using it in some way for marketing of EPDs.

7.0 Meeting Wrap:

7.1 Contact the Board Update: No contacts.

7.2 Action Items: Miller reviewed the action items generated by the meeting.

7.3 Next Meetings: February 8 (Special Topic) and February 22 (Business Meeting).

7.4 Adjournment: Motion to adjourn was made by Miller at 9:13 p.m. EST.

Respectfully submitted, Laurel R. Shouvlin