

**American Boer Goat Association**

**Board of Directors**

**Regular Meeting**

**9/19/2024**

**Meeting scheduled at 7:00 PM CST**

**Call to Order at 7:00 PM CST**

**Roll Call**

**Board of Directors**

Rosalinda Vizina – R1

Sam Knott – R8

Olivia Rush – R2

Elizabeth Westfall – R9

Paige Gunderson – R3

Kim Veal – R10

Jeffrey Gibbs – R4

Tyler Sparks – R11

Michael Reis – R5

Chuck Fitzwater – R12

Lauren Green – R6

Brad Mackey – R13

Gage Taylor – R7

Cameron Drew – R14

Casey McClain – R7

Kevin Richmond – Past President

**Roll Call**

- Waive notice of all directors' present

**Adoption of Agenda**

Cameron Drew asked to table the following items till the next meeting: iCompete fee schedule, bookkeeper, accounts on deposit, a chain of command policy, and business proposal. Gage Taylor asked to have the residency of the director moved to the first item on topics.

***Motion by Gage Taylor to adopt the agenda with adjustments. Seconded by Olivia Rush.***

***Voice Vote: Motion Passes, Unanimous.***

## **Adoption of Minutes**

***Motion by Chuck Fitzwater to adopt the 8/13 minutes as written. Seconded by Lauren Green. Voice Vote: No: Cameron Drew, Kim Veal; Motion Passes***

## **Director Residency**

Presentation by Gage Taylor on his current residency to the directors following an anonymous complaint about his residency. Information was provided on current residence requirements in Texas and North Dakota, as well as legal citizenship requirements. No further action was discussed by the board.

Paige Gunderson called for a vote of no confidence in Mike Reis as the President.

***Motion by Paige Gunderson to take a vote of no confidence in Mike in his position as President. Seconded by Jeff Gibbs. Roll Call Vote: Yes – Gage Taylor, Brad Mackey, Jeff Gibbs, Cameron Drew, Kim Veal, Olivia Rush, Tyler Sparks, Paige Gunderson No - Lauren Green, Elizabeth Westfall, Sam Knott, Casey McClain, Rosalinda Vizina, Chuck Fitzwater, Mike Reis; Motion Fails due to not meeting 2/3 vote.***

There was some momentary confusion on the 2/3 rule over a simple majority vote ruling. During this time period, Paige Gunderson called for an election for president. Sam Knott was nominated by Tyler Sparks, which he declined. Elizabeth Westfall nominated Rosalinda Vizina. Jeff Gibbs nominated Brad Mackey. Before nominations could close, legal counsel Will Griffis provided and verified clarification on the removal of a director under bylaw section 7.3.

## **JABGA Coordinator Position**

Caleb Boardman discussed Hannah Jenkins' departure from her position as Junior Director. Mr. Boardman asked for a national search to fill the role. Discussion on chair and co-chair of the board committee with the directors and staff backfilling the position's roles.

***Motion by Elizabeth Westfall to have Caleb do an exit interview with Hannah.***

*Seconded by Tyler Sparks. Voice Vote: Unanimous, Motion Passes.*

## **Regional Show Rules**

Discussion on modification of the regional show rules and point system cleaning up language.

***Motion by Paige Gunderson to accept the regional show series rule changes and adopt for the upcoming season. Seconded by Rosalinda Vizina. Voice Vote: Unanimous, Motion Passes.***

Caleb Boardman asked for clarification of hiring a new bookkeeper and timeline. Cameron Drew stated she would be putting together a proposal to address the bookkeeper and asked for additional time.

## **Face to Face Meeting Location**

Presentation by Elizabeth Westfall on Indianapolis and Dallas locations is based on current information on the preferred airline of directors, hotel, and food costs. Gage Taylor stated he had not been able to provide numbers at the current meeting due to other obligations but would provide updated numbers once he has an opportunity to research Dallas further.

***Motion by Sam Knott to conduct the face-to-face in December in Indianapolis.***

*Seconded by Lauren Green. Roll Call Vote: No - Gage Taylor, Brad Mackey, Jeff Gibbs, Cameron Drew, Kim Veal, Casey McClain Yes - Rosalinda Vizina, Lauren Green, Sam Knott, Elizabeth Westfall, Tyler Sparks, Chuck Fitzwater, Mike Reis Abstain - Paige Gunderson, Olivia Rush; Motion Fails*

Elizabeth Westfall calls for a special meeting the following week to finalize the face-to-face location. Gage Taylor concurs. Meeting date set.

## **Onboarding Document**

Brief update by Cameron Drew on the onboarding plan created for the Executive Director position. No actions taken.

## **Committees**

Discussion on being considerate of members and when we schedule meetings knowing they have other jobs and responsibilities. Cameron Drew withdrew from her bylaws

committee, the staff policy committee, and the affiliate committee but will remain on the finance committee, grant writing, and breed-up committee. Clarification was provided by Mike Reis that Rosalinda Vizina will run the bylaw subcommittee as part of the overall rules, regulations, and bylaw committee.

### **Board Training**

Tabled by Cameron Drew till next meeting.

### **Article 3.7**

Discussion by Cameron Drew on the termination of member number 78394. Legal counsel provided insight into the fact that removing a member requires a unanimous vote per the bylaws.

**Motion by Cameron Drew to expel member number 78394 from the membership according to Article 3.7.** Seconded by Brad Mackey. Discussion on additional guidance from legal counsel for termination of a member, including potential implications for not expelling a member who has convictions. Gage Taylor calls for roll call vote. ***Roll Call***  
***Vote: Yes - Gage Taylor, Brad Mackey, Jeff Gibbs, Cameron Drew, Kim Veal, Paige Gunderson, Olivia Rush, Casey McClain, Chuck Fitzwater, Mike Reis Abstain - Rosalinda Vizina, Lauren Green, Sam Knott, Elizabeth Westfall, Tyler Sparks; Motion Fails***

***Motion by Tyler Sparks to suspend account number 78394 for two weeks to allow for legal review. Seconded by Chuck Fitzwater. Voice Vote: Unanimous, Motion Passes***

Caleb Boardman asked for clarification on Robert's Rules of Order on abstain voting moving forward. Mike Reis said he would seek further clarification on the subject.

***Motion by Elizabeth Westfall to move into executive session to discuss the suspension of member number 78394. Seconded by Sam Knott. Voice Vote: No – Cameron Drew, Jeff Gibbs, Brad Mackey. Motion Passes***

***Motion by Elizabeth Westfall to exit executive session. Seconded by Lauren Green. Voice Vote: Unanimous; Motion Passes.***

#### **Next Meeting Date**

Next meeting date set for September 24<sup>th</sup> at 7:00 PM CST

#### **Adjournment**

Motion by Gage Taylor to adjourn. Seconded by Rosalinda Vizina. Voice Vote: Unanimous; Motion Passes.