

## BMHA MEETING MINUTES, NOVEMBER 2, 2016

Members Present: John Rinehart, Donna Brownlee, Jan Petersen, John Brinlee (ex officio)

Barkin' Basement Manager: Dana Rynearson

Meeting called to order 6:06 PM

### I. Agenda

- A. Proposed Union County Contract and our Exhibit A
- B. Installation of acting President, acting Vice-President
- C. Absentee Board members---what can/should be done?
- D. Possible changes to bylaws
  - 1. Officer terms of service
  - 2. Membership and voting
- E. Cleanup of grammar on membership application and associated documents

### II. Union County Contract

A. It was brought up that there is some confusion about the reversal of names---ARACEO first, BMHA second. Donna Brownlee pointed out that this was done to try to reduce confusion with BMHS in Walla Walla. The Rescue gets calls all the time from people wanting to know how to find us in Walla Walla, or looking at the BMHS site and thinking it is us. John Rinehart suggested that we might just have to change it back if people are so violently opposed, as they seemed to be at the October Union County Commissioners meeting.

B. In contract: Donna Brownlee pointed out that bite holds have to be held by law for 10 days (as do dangerous dogs), and evidence dogs must be held as long as the case is still in jurisdiction, and this contract doesn't really provide anything extra for that extra hold time. Donna suggested amending the proposal by adding an additional \$27.00/day/bite hold to compensate for that. Bite holds are not very often received by us anyway, so it's not an unusual financial burden for the County but sure would help us out. John Brinlee wanted to extend that to \$27.00/day/bite hold for all 10 days, but the Board was skeptical that this would have any chance of approval.

C. In subsection G, the date to provide tax returns and CT forms for the current tax year is April 1, but the Board was unanimous in that the date should be moved forward, to July 15, because Tax filing deadline isn't even until April 15<sup>th</sup>.

D. In section 9, regarding insurance; John Brinlee said he would check to make sure our insurance is at the level being requested by the County.

Donna Brownlee moved to accept the contract as amended, and the Board unanimously approved the contract with the noted changes.

### III. Installation of acting officers

A. John Rinehart nominated for acting President, seconded, approved unanimously

B. Jan Petersen was nominated as acting Vice-President, seconded, approved unanimously

### IV. Absentee Board members

Donna Brownlee pointed out that there are two current Board members who are never present, one of whom has yet to attend even a single meeting, and the other who has moved to the Southeast US but still maintains that he should have a vote. Donna requested information regarding this problem from the State non-profit oversight and regulation agencies, and they said the problem of absenteeism should largely be addressed in the bylaws (which it is), and they were unequivocal in their assessment that proxy-voting, which the member out of state has tried to engage in, is not allowed. The problem is that we do not have contact information for either individual to give them the 15 day response period as set forth by the bylaws. The best we could probably do is put a notice on the BMHA part of the website that the members will be removed by the Board 15 days from the posted date.

### V. Changes to officer terms of service, voting and membership

A. Currently, the terms of officer service are set at 15 years, which is ridiculous; not a single nonprofit has terms of service that are that long. John Rinehart proposed changing that to a much lower number; Donna Brownlee and John Brinlee both suggested that we look at other nonprofits and see what the typical term of service is before we make this change permanent.

B. Changes were proposed to the voting rights of BMHA members. Currently, anyone who donates at or above a certain amount of money has voting privileges. The Board proposed that this be changed such that members have voting rights at the Annual Meeting, and that

executive Board meetings occurring at such times as a Board member requests one shall be voting-restricted to Board members only. The Director will remain ex officio, as it is a conflict of interest for the Director to hold a vote regarding their place of employment, and since no other Board members are employed by ARACEO, no additional conflict of interest exists. The motion was seconded and approved unanimously.

C. John Rinehart requested to redo the membership and associated forms by cleaning up the grammar. Board approved unanimously.

Meeting adjourned 6:56 PM