

The Dane County Humane Society
Board of Directors Meeting – September 20, 2016, 11:00 AM

Attendees: Cathy Holmes, Shirley Crocker, Ellen McGuire, Bridget Bush, Sara Colopy, Joe Goode, Laura Murray, Amy Overby, Cris Marsh

Excused: None

Staff: Pam McCloud Smith and Will Anzenberger

Guests: Amy Johnson.

- 1) Opening Business
 - a) Call to Order – 11:03AM
 - b) Agenda changes - none
 - c) Audience Comments – None
 - d) July 19th Minutes
 - i) Bridget moved to approve as amended in discussion. Joe seconded.
Motion carried.
 - e) August 16th Minutes
 - i) Bridget moved to approve as amended in discussion. Laura seconded.
Motion carried.
 - f) Annual Meeting Minutes
 - i) Discussion regarding changes needed. To be finalized and approved at the 2017 Annual Membership Meeting.
 - g) Board Candidate Interview – Amy Johnson
 - i) Discussion was had with Amy Johnson who had applied and brought forward as a candidate by the Nominating Committee.
 - ii) Cathy moved to appoint Amy Johnson to the board in the open position with an expiration date of 2019. Shirley seconded. **Motion carried.** Amy accepted and joined the board as a member.

- 2) Board Officer Elections
 - a) Cathy moved to appoint a slate of officer as follows:
 - i) Joe Goode – President
 - ii) Amy Overby – Vice President
 - iii) Bridget Bush – Treasurer
 - iv) Cathy Holmes – Secretary
 - b) Laura seconded.
 - c) Discussion included the need for change and setting up a good succession support system.
 - d) The Conflict of Interest Policy was reviewed in relation to proposed election of Joe Goode as President.
 - e) Cathy moved that the board should create a formal resolution that dictates that any issue with legal counsel that becomes a board level matter, be raised to the Vice President who would act in the President's place in relation to that matter, and that Joe Goode abstain from discussion or voting on any such issues.
 - f) Ellen seconded. **Motion carried.**
 - g) Motion regarding the slate of new officers as voted upon and carried.**
 - h) Cathy took assignment to draft resolution for next meeting.*

- 3) Regular Updates
 - a) Executive Director Update – Pam McCloud Smith
 - i) Development Update – Will Anzenberger

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- (1) Finalized the case statement for the remodel.
- (2) Upgrading to next version of Raiser's Edge donor database.
- (3) Family Tails fall newsletter in process.
- (4) Preparing our end of year appeal.
- (5) Second Chances appeal scheduled.
- (6) Giving Tuesday will be November 29—electronic 24-hour online campaign.
- (7) Bark & Wine is October 1.
- (8) Donor Appreciation Luncheon—November 10, Maple Bluff.
- (9) Received an operating grant from the AT&T Cares Program.
- ii) ED Update
 - (1) Pam will be appearing in the new Mounds commercials.
 - (2) Finalizing contract for Wildlife remodel.
 - (3) Operational Strategic Planning in on track for year-end completion.
- b) Financials
 - i) No questions. Good financial status to date. Expected to continue to year-end.
- 4) Old Business
 - a) ED Annual Review - scheduling deferred to closed session
 - b) Dane County Contract Renewal
 - i) New pricing given
 - ii) No changes for 7 to 4 day hold issue. .
 - iii) Major renewal coming in 2018
 - iv) Appears to be on-track with County
 - c) DCHS Organizational Membership Structure Change
 - i) Joe and Cathy met with a Madison attorney, Johanna J. Alex of Stafford Rosenbaum LLP via phone to discuss options regarding DCHS membership structure.
 - ii) Issue continues to be inability to get enough members to attend annual meeting to hold a valid meeting.
 - iii) *Cathy assigned to summarize options for board discussion at next meeting*
 - d) Board Bark and Wine Contribution
 - i) Reminder – get your contribution to Will ASAP, before event.
- 5) New Business
 - a) No new business
- 6) Committee Activity
 - a) Board Operations
 - i) Summary of Board Evaluations sent out to board members
 - ii) On track for policy review schedule.
 - b) Finance
 - i) Focused on Dane County Contract renewal
 - ii) Still working on Gift acceptance policy
 - c) Legislative
 - i) On Hiatus
 - d) Development
 - i) On Hiatus
 - e) Nominating
 - i) Met with Mark Knipfer. He will be in touch with Cathy.

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- ii)* Cathy to follow up with Ben Burnette and Julie Fagen
- 7) Adjourn to Closed Seesion
 - a) 12:40PM

Respectfully Submitted by,
Cathy Holmes
Board Secretary