

The Dane County Humane Society
Board of Directors Meeting – March 14, 2022 11:00 a.m.

Attendees: Joe Goode, Joel Davidson (left at 12:40PM), Cathy Holmes, Maggie Premo, Julie Fagan, Joy Cardin, Linn Roth, Amy Manthey, Amy Johnson

Excused: Laura Murray

Absent: Sara Colopy

Guests: None

Staff: Pam McCloud Smith, Amy Good, Doug Brown, Sara Hoven

Note – This entire meeting occurred using video and/or phone conferencing.

1. Call to Order
 - a. Called to order at 11:03AM.
 - b. Approve February 15, 2022 open meeting minutes
 - i. **Motion to approve minutes by Linn Roth.** Second by Joy Cardin.
Motion carried.

2. Regular Update
 - a. Executive Director Update – Pam McCloud
 - i. See Report
 - ii. General comments
 1. Reviewing timing for increase in starting wage to \$14/hr.
 - a. Looking at some time later in 2022
 - b. Will require budget amendment
 2. Doug Brown in reviewing the Canine Behavior team
 - a. Possibly adding manager position
 - i. Would require budget amendment
 - ii. Need an increased ability to deal with increase in more difficult dogs
 3. Discussions with Sandra Newbury, DVM about creation of mobile vet clinic for basic veterinary needs (at a low cost)
 - a. Sandra working with UW Vet school for assistance with costs
 - b. Still in design phase
 - c. Much support for this idea was expressed
 - b. Development Update – Amy Good
 - i. See report
 1. Note formatting updates
 - ii. Regular activity
 1. Toto's Gala
 - a. No final numbers yet
 - b. General response very positive
 - c. Event appeared to do well

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- d. Linn Roth commented that the video at the event was very good and format worked well
 - 2. Campawprint
 - a. Registration open and filling fast
 - b. Posted positions for counselors
 - 3. Two new staff members
 - a. Getting acquainted
 - c. Animal Statistics – Doug Brown
 - i. February numbers still pretty quiet
 - ii. Good transfer numbers
 - d. Financial Report – Amy Manthey
 - i. 2022 financials expected in the next few weeks
3. Old Business
- a. Officer Elections Plan
 - i. Planned for April meeting
 - b. Bylaws Amendment Discussion and Plan
 - i. Planned for April meeting
 - c. DEI Report Status
 - i. May is likely timeframe for report
 - d. Board work vs Operations Work
 - i. Reviewed Venn Diagram
 - 1. Taken from John Carver’s book “Corporate Boards that create Value”
 - 2. Four Policy areas
 - a. Governance Process Policies
 - b. Ends Policies
 - c. Executive Limitation Policies
 - d. Board – Executive Linkage Policies
 - 3. Focuses on creating policies that guide board activities and limit board direct interaction in Operations
 - e. Open Board Seats and Matrix Update
 - i. Two new names brought forward as possible Board candidates
 - 1. Dan Aiman
 - a. Cousin to Amy Good
 - b. Friend of Joe Goode
 - c. General Counsel
 - 2. Therese Berceau
 - a. Joy Cardin acquaintance
 - b. Previous legislator for WI
 - c. *Joy will send contact information to Cathy Holmes*
 - f. Status of Technology Solutions for Board Operations
 - i. Identified potential solution with Randy Viney, DCHS IT.
 - g. Status of Mapping Plan for Board Website
 - i. Reviewing list of available documentation and attempting to reduce and reorganize necessary documents
 - ii. Cathy Holmes and Linn Roth will be meeting to discuss strategy
 - h. Legislative Work on Madison Research Ordinance
 - i. On HOLD for Madison
 - i. Hartwig Estate

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- i. Resolution completed via email
- 4. New Business
 - a. Future Meetings and Zoom status
 - i. Planning to resume in-person meeting in April
 - ii. Zoom will remain available for all future meetings as option
 - b. 2021 Audit – Amy Manthey
 - i. Communication to those charged with Governance
 - 1. Sums up audit and board responsibilities
 - 2. Confirms Board is focused on policies, NOT actual operations activities
 - 3. Board has financial responsibility for organization
 - 4. Reviews significant estimates and how they were made
 - 5. No difficulties in audit
 - a. Thanks to Sara Hoven’s preparedness
 - 6. No problems in other areas
 - 7. Correct misstatement not material
 - ii. Other matters
 - 1. New Lease Accounting Standard
 - 2. Appendix has additional information
 - 3. Presentation and Disclosure updates
 - iii. Financial Statement
 - 1. Clean opinion as desired
 - 2. Statement of Financial Position
 - a. Similar to Balance Sheet
 - b. Net assets – Increase is Net income
 - c. Cash increase \$500,000
 - i. Mostly due to PPP funds
 - d. Increase in Property and Equipment due to donations
 - e. Liabilities
 - i. Very small compared to asset amounts – good!
 - 3. Statement of Activities
 - a. Similar to Income Statement
 - i. Contribution categories
 - 1. Show where the money is coming from
 - 2. PPP funds ended
 - ii. Expenses broken out by programs
 - iii. Change in donor restricted assets identified
 - 4. Functional Expenses
 - a. Current Year – page 5, Previous Year – page 6
 - 5. Statement of Cash Flows
 - a. Differentiates between cash movement and non-cash expenses
 - 6. Notes
 - a. 1 – very similar year after year
 - i. Expense allocation service descriptions have been honed to fully represent actual activities of DCHS
 - b. 2 – credit risk minimized by sweep account
 - c. 3 – investments have new category due to IPS changes

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- d. 4 – increase in property and equipment due to donation of house and land, resurface of parking lot and creation of wet basin
 - e. 5 – line of credit not currently used
 - f. 6 – paycheck protection program PPP
 - i. Although forgiven, right to deny in future is reserved
 - g. 7 – gives detail of restricted assets
 - h. 8 – sales for Thrift store and Adoption center
 - i. 9 – lease for Thrift store
 - j. 10 – retirement plan contribution
 - k. 11 – community trust fund balances and rates
 - i. Majority of donations from many years ago before DCHS could handle own investments
 - l. 12 – DCHS is very stable with good liquidity
 - m. 13 – general COVID comments
7. Thrift Store
- a. Sara Hoven identified that the Thrift Store netted over \$100,000 on the internal income statements
 - b. Huge increase – great job
 - i. All from donated materials with no actual cost to DCHS
- c. Sandhill Cranes Position Statement
- i. Presented draft statement created by Leadership team
 - ii. Looking for formal board approval of statement
 - iii. Need ASAP
 - iv. **Joy Cardin moved to approve the statement as written.** Second by Julie Fagan. **Motion carried.**
- d. Board Practices
- i. Covered in (3)(d)
- e. Mink Farm Issue with Animal Wellness Action
- i. *Delay to April for Joel to cover*
 - ii. *Maggie Premo and Joy Cardin to reach out to Joel for additional discussion*
- f. Captive Wildlife Issue
- i. *Needs more discussion by Legislative Committee*
5. Committee Activity
- a. No updates
6. Adjourn
- a. Meeting was adjourned at 12:55PM.

Respectfully Submitted by,
Cathy Holmes
Board Secretary