

The Dane County Humane Society

Board of Directors Meeting – March 21, 2023 11:00 a.m.

Attendees: Joel Davidson, Cathy Holmes, Joy Cardin, Amy Manthey, Laura Murray, Sara Colopy, Maggie Premo, Julie Fagan
Joining after appointment – Dan Aiman, Beth Jacobsen

Excused: Linn Roth, Amy Johnson

Absent: None

Guests: Dan Aiman, Beth Jacobsen

Staff: Pam McCloud Smith, Amy Good, Doug Brown

Note – This entire meeting occurred in person at DCHS and by Zoom video conference.

1. Call to Order
 - a. Called to order at 11:03AM.
 - b. Approve January 17, 2023 open meeting minutes
 - i. **Motion to approve minutes by Joel Davidson.** Second by Joy Cardin. **Motion carried.**
2. Director Interviews
 - a. Dan Aiman
 - b. Beth Jacobsen
 - i. Interviews were conducted
 - ii. **Motion to appoint Dan Aiman to open board position expiring in 2025 and Beth Jacobsen to open board position expiring in 2023 by Joel Davidson.** Second by Maggie Premo. **Motion carried.**
3. Regular Update
 - a. Executive Director Update – Pam McCloud
 - i. All updates in report
 - ii. Currently out sick. Retired from meeting after update.
 - b. Animal Statistics – Doug Brown
 - i. Watching early 2023 numbers
 1. Looking good so far
 2. Several large transfers involved
 - c. Development Update – Amy Good
 - i. See report
 - ii. Toto's plans in great shape
 - iii. Humane Education
 1. Excellent early registration for Camp Pawprint
 2. Looking for counselors
 - a. 12-week commitment
 - d. Financial Report – Amy Manthey
 - i. January financials issued. Catching up over next few weeks
 - ii. Reviewed Audited 2022 Financial Statements
 1. Letter to Board of Directors

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- a. New Practice standards identified
 - i. Lease Standard
 - ii. Donations valuation standard for in-kind donations
 - b. DCHS well-prepared for audit
 2. Independent Audit Report
 - a. No issues, clean opinion
 - i. Balance Sheet
 1. Operations leases in both assets and Liabilities with new standard
 2. Net assets = Assets – Liabilities
 - b. Statement of Activities
 - i. New IPS for improved risk/performance is reflected in Investment return
 - ii. Net Loss for 2022 \$491,874
 1. No PPP funds after \$500,000 in 2020 and 2022
 2. Investment Loss of \$292,416
 3. General cost increases
 - c. Functional expenses in tables
 - i. Better reviewed in upcoming graphs
 - d. Note 3 – Investments
 - i. Identifies investments as Level 2 fair value
 - e. Please read through all the notes
 - iii. 990 will be reviewed and approved in April
 1. It will be compared to Audited Financials for ease of understanding
 - iv. Annual financial graphs
 1. Amy handed out a set of draft graphs for review and discussion
 - a. Assets and Liabilities
 - i. Do readers want A+L=Net Assets, requiring 3 graphs?
 - b. Revenue
 - i. Bar chart only
 - ii. Add percentage
 - c. Expenses
 - i. Bar chart only
 - ii. Add percentage
 - d. Removed Stacked expenses by functional
 - e. More detail in Expense, with trendline
 - f. Amy will review graphs further with Finance Committee creating updated drafts
 - g. Possible use of graphs for DCHS Annual Report
4. Old Business
 - a. Board Role and Commitment
 - i. Important to leave Development and Animal activities in the hands of the staff, not board members
 - ii. Be mindful of staff time, always
 - iii. All email communication with staff by board members should copy Pam McCloud and Laura Murray

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- iv. Board Expectation Form
 - 1. New form to assist Amy Good in knowing plans of board members and increasing their ability to assist DCHS
 - 2. All board members should email Amy Good regarding a one-on-one meeting to discuss expectations
 - a. Prior to May 17th board meeting
 - b. Proposed By-law Change
 - i. Want to more readily respond to board actions needed when no board meeting is scheduled
 - 1. Section 4.14 currently address “consent without meeting”
 - a. Currently requires unanimous consent
 - b. Dan Aiman will research Wisconsin Statute 181 to determine if it is acceptable to use other than unanimous consent
 - c. Dan Aiman will draft possible wording change to by-law section 4.14
 - d. The board must approve any by-law updates before the DCHS Annual meeting in June to receive full membership approval and finalize the change
5. Committee Activity
 - a. Finance
 - i. Reviewed Audit Report and 990 for board approval
 - b. Philanthropy – on hold
 - c. Nominating
 - i. Two new members joined board
 - d. Board Operations
 - i. Will need to move forward possible software review and discussions for board materials
 - e. Legislative
 - i. Public review for wolf management (DNR) was extended to 2/28/23
 - 1. Waiting for publication of results
 - ii. Conservation Congress coming up shortly
 - 1. Maggie Premo will send out links for review and voting
 - 2. Joel reaching out to Eilene Ribbons to see if there are any particular open issues
 - f. DEI
 - i. Scheduling next meeting
 - ii. Putting together very brief survey for Board regarding DEI
6. Adjourn
 - a. Meeting was adjourned at 1:03 PM

Respectfully Submitted by,
Cathy Holmes
Board Secretary