

**The Dane County Humane Society**  
Board of Directors Meeting – May 16, 2023 11:00 a.m.

**Attendees:** Joel Davidson, Cathy Holmes, Joy Cardin, Laura Murray, Amy Johnson, Maggie Premo, Julie Fagan, Dan Aiman, Beth Jacobsen

**Excused:** Linn Roth, Amy Manthey

**Absent:** Sara Colopy

**Guests:** None

**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. No Audience comments
  - c. Approve March 21, 2023 open meeting minutes
    - i. **Motion to approve minutes by Dan Aiman.** Second by Julie Fagan.  
**Motion carried.**
  
2. Regular Update
  - a. Executive Director Update – Pam McCloud
    - i. All updates in report
    - ii. Fraudulent Loan from SBA Update
      1. Police report filed
      2. Next step SBA to investigate
    - iii. Assistance to local shelters
      1. Adams County Humane Society
        - a. Closing temporarily and asked DCHS to take animals
      2. Jefferson County Humane Society
        - a. Having severe staffing issues and looking for assistance
      3. DCHS is discussing how to help
    - iv. Hoarding Seizure by Dane County / Madison ACO
      1. 51 cats and 2 others live-trapped
      2. Minimal impact on DCHS operations
      3. Help me Heal has raised \$85,000 to assist with cats.
    - v. Thrift Store
      1. See handout on Second Thrift Store
        - a. Focusing on space at 5235 High Crossing Blvd, Madison
        - b. Lease costs reviewed
        - c. Requested approval by board to submit a letter of intent to lease
          - i. **Motion by Cathy Holmes to approve a letter of intent to leasing using the terms identified in the handout from Doug Brown, with no more than a 5% annual rent increase.** Second by Joy Cardin. **Motion carried.**

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- b. Animal Statistics – Doug on vacation
    - i. 2023 numbers continue to look more and more like normal operating year prior to Covid.
    - ii. Increase to stray intake numbers
      - 1. But reduced by increase in return to owner numbers
  - c. Development Update – Amy Good
    - i. See report
    - ii. Humane Education growing very fast now that Covid done
      - 1. Hired new Humane staff member and looking to continue growth and improvements
  - d. Financial Report – Cathy Holmes
    - i. Continuing financials through March 2023
      - 1. Revenue above budget, Expenses slightly below budget YTD
      - 2. \$165,000 better than budget YTD March 2023
      - 3. Almost \$2,000,000 in available cash
3. New Business
- a. Pets for Life Conference (PFL)
    - i. Pam and PFL staff attended recent conference
    - ii. Presentation of Summary of 2022 PFL program given by Pam
      - 1. Link to slide show will be sent to board members
  - b. Board Resolution for Conflict of Interest – Maggie Premo
    - i. Conflict of Interest form regarding Maggie Premo's work for DCHS was reviewed
    - ii. All board members approved Maggie Premo to continue her work for DCHS as well as Board position
    - iii. All members will sign Conflict of Interest form formalizing approval
    - iv. Final copy of signed form will be sent to Maggie Premo
  - c. ED Annual Performance Review – Maggie Premo
    - i. Maggie will pull together forms and sent to board members.
    - ii. Next steps will depend on how well the first draft comes together
    - iii. Possible meeting in July 2023
  - d. DCHS Apparel Order
    - i. Due 5/29/2023
4. Old Business
- a. Annual Membership Meeting
    - i. June 28, 2023 5:30PM at DCHS
    - ii. Board members up for election
      - 1. Joel Davidson
      - 2. Maggie Premo
      - 3. Linn Roth
      - 4. Beth Jacobsen
    - iii. By-Law change to section 4.14 to be approved by Membership
      - 1. **4.14 Consent without Meeting.**
        - a. Any action required or permitted by the Society's Articles of Incorporation, these Bylaws, or any provision of law to be taken by the Board or any committee thereof at meeting or by resolution may be taken without a meeting if (a) all Directors then in office are given notice of the text of the

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written consent and of its effective date and time at least twenty-four (24) hours prior to the effective date and time (during such time a Director may change his/her vote) unless exigent circumstances require otherwise and (b) a consent in writing, setting forth the action so taken, with respect to an action by the Board, shall be signed by two-thirds of the disinterested Directors or, with respect to an action by a committee, signed by all members of such committee entitled to vote with respect to such action. For purposes of this section, a signature may be in writing or by execution of an electronic signature.

- iv. **Motion by Dan Aiman to approve the above change.** Second by Cathy Holmes. **Motion carried.**
- v. This verbiage will be put before the membership for approval at the Annual Membership Meeting.
- b. Updated Board Contact List
  - i. Sent to Board members
- c. 2023 Board Meeting Schedule
  - i. Board members will be contacted if a July meeting is needed.
  - ii. Next regular meeting will be September 2023
- 5. Committee Activity
  - a. Finance
    - i. Meeting 5/16 evening
  - b. Board Operations
    - i. On hold until after busy season
  - c. Legislative
    - i. Handout regarding current DCHS positions sent by Joel Davidson
  - d. Diversity, Equity and Inclusion
    - i. Survey due 5/26
    - ii. Will coordinate with Calendar of Events
  - e. Nominating
    - i. New candidate – Caitlin Behnke
      - 1. Planning to attend May Finance Committee meeting
      - 2. Interested in more involvement when possible
  - f. Philanthropy – on hold
- 6. Adjourn to Closed Session
  - a. Meeting was adjourned at 12:44 PM

Respectfully Submitted by,  
Cathy Holmes  
**Board Secretary**