

The Dane County Humane Society

Board of Directors Meeting – March 19, 2024 11:00 a.m.

Attendees: Cathy Holmes, Joy Cardin, Maggie Premo, Dan Aiman, Laura Murray, Beth Jacobsen, Amy Manthey, Julie Fagan, Amy Johnson, Linn Roth (joined at 11:37AM)

Excused: None

Absent: None

Guests: James Steinbach

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

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

1. Call to Order
 - a. Called to order at 11:02AM
 - b. No audience comments
 - c. Approve November 21, 2023
 - i. **Motion to approve the Open November 21, 2023 meeting minutes by Maggie Premo.** Second by Beth Jacobsen. **Motion carried.**
 - ii. **Motion to approve the Closed November 21, 2023 meeting minutes by Joy Cardin.** Second by Amy Manthey. **Motion carried.**
2. Board Candidate Interview
 - a. Prospective Board Member – James Steinbach
 - i. **Motion for James Steinbach to join the DCHS Board of Directors in the open position expiring 2026 by Cathy Holmes.** Second by Joy Cardin. **Motion carried.**
 - ii. James Steinbach joined the board for the remainder of the meeting.
3. Regular Updates
 - a. Executive Director Updates – Pam McCloud Smith
 - i. Dane County Contract
 1. RFB issued, due by Friday 3/22/24
 - a. DCHS bid being made based on per capita cost for Dane County
 - b. Cost to Dane County will increase significantly over 2023, working to cover actual contract costs
 - c. 1 year bid, likely an increase would again be needed in 2025
 2. Incinerator
 - a. Original incinerator is finally being removed
 - i. Difficult to remove due to being installed during original construction.
 - ii. \$6,000 unanticipated cost, but will allow for use of space in building

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- iii. DCHS using outside contractor for several years, costing less than running in-house
 - 3. Pets for Life
 - a. Pam shared the 2023 annual report for this successful program
 - b. Animal Stats – Doug Brown
 - i. Numbers are pretty stable so far
 - ii. End of year 2023 numbers done
 - iii. No more pre-pandemic comparisons, have set new normal
 - iv. Euthanasia numbers higher due to less adoptable/treatable animals I population
 - 1. Harder to make animals placeable.
 - 2. Doug will share euthanasia reasons with the Board
 - c. Development – Amy Good
 - i. Toto's
 - 1. Thanks for everyone attending
 - 2. Event Best Ever
 - a. Ticket sales
 - b. Silent Auction
 - c. Fund-a-need
 - 3. Unfortunately, 3 major sponsors reduced their support levels
 - 4. Leading to 2nd Best Toto's ever
 - ii. Board Report Format
 - 1. New format implemented
 - 2. Please give feedback to Amy Good
 - iii. Camp Pawprint sales underway
 - d. Financial Update – Amy Manthey
 - 1. No 2024 numbers yet
4. New Business
- a. DCHS 2023 Audit Report – Amy Manthey
 - i. Reviewed Communication with Those Charged with Governance
 - ii. Sara Hoven again did an excellent job preparing for the audit
 - iii. Received desired Unqualified Opinion in Independent Auditor's Report
 - iv. All numbers materially correct
 - v. The following highlights were reviewed in detail
 - 1. Balance Sheet
 - a. Highlighted Cash into Investments
 - 2. Statement of Activities – Income Statement
 - a. Net Income \$105,858
 - 3. Statement of Functional Expenses
 - a. 2023 versus 2022 - Expected year over year growth
 - 4. Statement of Cash Flows
 - a. Tries to convert the accrual accounting perspective to a cash basis
 - 5. Footnotes were reviewed
 - vi. DCHS 2023 Tax filing form, 990, will be reviewed and approved at the April meeting.
 - 1. Data from the 2023 Audit Report will be identified in the 990 filing
 - b. Exiting Board Members

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- i. Joel Davidson has stepped down from the Board
 - ii. Thank you so much for all your support and hard work Joel!
 - c. New Board Candidate – Cathy Holmes
 - i. Joe Zitzelsberger was introduced and will be attending as a candidate in April
 - ii. Pam Tauscher Coshun is considering candidacy
 - d. Committee Changes
 - i. DEI – Amy Johnson stepping down as Chair of this committee
 - e. By-law Changes needed at Annual Membership Meeting
 - i. Need to align all legal representations of DCHS to show legal name as Dane County Humane Society
 - ii. NOT “The Dane County Humane Society” (removing “the”)
 - iii. One change needed in each
 - 1. Articles of Incorporation
 - a. Remove “the” in Article I
 - 2. By-laws
 - a. Remove “the” at beginning of 1.1 Principal Office
 - iv. Changes documented and put forward by Cathy Holmes
 - 1. **Motion by Laura Murray to approve the changes presented by Cathy Holmes to both the Articles of Incorporation and the By-Laws.** Second by James Steinbach. **Motion carried.**
 - f. Pizza at Board Meetings
 - i. General discussion indicated a desire to continue pizza at Board meetings.
- 5. Old Business
 - a. None
- 6. Committee Activity
 - a. Finance – meeting tonight
 - b. Nominating – candidates identified
 - c. Board Operations – none
 - d. Legislative – Veto request email coming. Look for it!
 - e. Diversity, Equity & Inclusion – no other updates
- 7. Adjourn
 - a. Meeting was adjourned to closed session at 1:20PM

Respectfully Submitted by,
Cathy Holmes
Board Secretary