

Special Meeting of the Bracco Italiano Club of America

Meeting Minutes

Date of Meeting: April 9, 2024

Location: Video conferencing, ZOOM

Present: Jennifer Caban, Amanda Inman, David Hayek, Edward Inman, Ed Erickson, Belen Kaminski, Bob Gross, Bobbi Benson, Cassandra Barber, Charles Calisto, Marilyn Vinson, Delita Rosenbaum, Katherine Inman, Elise Letizia (associate), Gary Lewis, Tom Harper, Heather Hauser, Courtney Bastian, Deb Pereira, Jack Hague (international), Jesse Freeze, Kailee Joyner, John Kavalier, John Callaci, Kim Caudill, Logan Graham, Megan Waters, Melanie Batchen, Missy Bettis, Niel Niemi, Polly Hineman, Rick Maher, Debbie Maher, Tina Freeman, Valerie Kessler, Allison Schultz. Lisa Montgomery, Lisa Erb, Lisa Welch, Siva Aiken, Nikki Hockenberger, Brian Hockenberger, Aline Pearl, Scott Hutton(associate), Anna Vaughn (Associate).

Opening - The special meeting of the Bracco Italiano Club of America was called to order at 8PM EST on April 9, 2024 by the President. The parliamentarian was introduced. The standing rules of the meeting were reviewed verbally and put in the chat. David Hayek appointed as the timekeeper.

Adoption of the Agenda – There were no objections to the agenda (emailed to all members on April 6, 2024). The agenda was adopted as presented.

Roll Call – The Secretary completed the roll call.

Present: Jennifer Caban, Amanda Inman, David Hayek, Edward Inman, Ed Erickson, Belen Kaminski, Bob Gross, Bobbi Benson, Cassandra Barber, Charles Calisto, Marilyn Vinson, Delita Rosenbaum, Katherine Inman, Elise Letizia (associate), Gary Lewis, Tom Harper, Heather Hauser, Courtney Bastian, Deb Pereira, Jack Hague (international), Jesse Freeze, Kailee Joyner, John Kavalier, John Callaci, Kim Caudill, Logan Graham, Megan Waters, Melanie Batchen, Missy Bettis, Niel Niemi, Polly Hineman, Rick Maher, Debbie Maher, Tina Freeman, Valerie Kessler, Allison Schultz. Lisa Montgomery, Lisa Erb, Lisa Welch, Siva Aiken, Nikki Hockenberger, Brian Hockenberger, Aline Pearl, Scott Hutton(associate), Anna Vaughn (Associate).

The Secretary requested for anyone not visible in the Zoom participant list to identify themselves (no one additional identified themselves). The Secretary stated she would watch the participant list/chat for any additional members to join.

The President confirmed a quorum.

Special Meeting Business – The President introduced the report from the members in the form of a formal grievance that was submitted to the board and emailed to the membership on April 6, 2024.

Valerie Kessler made a motion for the vote of no confidence against the BICA Board. (John Callaci seconded). Discussion was opened. The standing rules for speaking were briefly reviewed.

Siva Aiken requested clarification on how to raise a virtual hand on the phone. The President clarified the phone instructions.

David Hayek called a point of order to request clarification if any participants who have not identified themselves were allowed to remain on the call. The President confirmed that any participants who are

not identified would have to exit the meeting. A single unidentified zoom user was identified. The President requested that they identify themselves or be removed from the meeting and clarified that they could rejoin the meeting with their name/ID. The unidentified participant did not speak up and was removed from the meeting.

The discussion of the motion proceeded.

The President recognized John Callaci. John Callaci requested that Missy Bettis speak first.

Missy Bettis spoke in favor of the motion. Points of discussion included AKC rules regarding nonresident foreign judges, conflict of interest at the 2023 National Specialty regarding the translator in the ring, and learning from errors as a club. David Hayek called time.

The President recognized John Callaci. John Callaci spoke in favor of the motion. Points of discussion included what constitutes a conflict of interest, situations at the 2023 National Specialty that were perceived as conflicts of interest, and that the club needs to avoid conflicts in the future.

The President responded to state that the Board discussed these concerns and previously decided that any future donations for a National Specialty must be generic. The Club will no longer allow donations specific to a judge or competition.

The President recognized Jesse Freese. Jesse Freese spoke in favor of the motion. Points of discussion included questioning how this occurred with oversight from people experienced with AKC, and why answers were not forthcoming. He stated that he doesn't see a way that the club can properly move forward.

The President responded and asked if he had recommendations for the Board or steps the Club or Board could take.

Jesse Freese responded that some members do not understand what happened or why. He stated there is a lack of confidence/trust on how to move forward.

The President recognized Valerie Kessler. Valerie Kessler spoke in favor of the motion. Points of discussion included inquiry regarding the profit loss statement, hostile responses from the Board, manipulation by the Board, lack of transparency regarding donations, and that most of the current board are re-elected.

The President responded that elections are an opportunity to change club leadership. The President also responded with details on the donation, donor identity, and show entry.

The President recognized David Hayek. David Hayek spoke against the motion. Points of discussion included discussion of AKC Rules for judges' obligations after the event, that no dog was bred by a judge they were exhibited under, the donation by Allison Schultz was made directly to a judge that she did not show under. He stated that discussion with AKC did not find the club in violation of AKC rules.

John Callaci asked if he could respond. The President clarified that since there are still members who have not spoken, they will have the opportunity to speak first.

The President recognized Heather Hauser. Heather Hauser spoke in favor of the motion. Points of discussion included transparency, the presence of minutes on the website that include the votes, that the Board is being passive aggressive and should have more awareness.

The President recognized Siva Aiken. Siva Aiken spoke in favor of the motion. She expressed gratitude to the Board. Points of discussion included being receptive to members' ideas, listening and answering questions without shaming, and encouraging volunteers. She expressed concern over the recent Board email, the choice of translator, and that the 2023 National Specialty did not look good.

The President responded that this was a learning opportunity for the Board. She stated that while the Board did not find a conflict of interest in its investigation, the Board will be very conscientious of this moving forward.

The President recognized Charles Calisto. Charles Calisto spoke in favor of the motion. Points of discussion included improved communication and trust, and improved value of the club membership to improve future specialties.

The President recognized Nikki Hockenberger. Nikki Hockenberger spoke in favor of the motion. Points of discussion included the negativity of Board communication, need for a root cause analysis, and perception by the members. David Hayek called time.

The President responded that the Board is trying to be as professional as possible to follow our bylaws and Robert's Rules of Order, especially with formal complaints and petitions. She stated that the Club has grown, standards have changed, and the style of communication has changed. The email from January 24th was referenced as steps the Board is taking to prevent similar concerns in the future.

The President recognized Lisa Welch. Lisa Welch spoke in favor of the motion. Points of discussion included the ability to ask questions and having a voice. She stated that she wrote a letter to all Board members and never received a response. She stated that an acknowledgement would have been appropriate.

The President responded that she did not believe she received the email from Lisa Welch and asked for clarification on the date it was sent. Lisa Welch stated she would resend the email. The President stated she did not see it in her old emails and that the Board tries to respond to everyone, and to please resend.

The President stated that it appeared everyone who wished to speak for the first time had done so and asked if any members wished to speak for the first time.

The President recognized John Callaci. Points of discussion included that conflict of interest can exist even if there was not an advantage gained from it. He stated that just because the AKC does not prohibit an action does not make that action acceptable, and that just because you can do something does not mean you should. He stated that he felt the specialty did a disservice to the dogs, the intention was not to change to show results but to bring attention to the issue.

The President recognized Valerie Kessler. Points of discussion included the Board's hostile replies to questions and dissected the vote of no confidence, and that the perception was that the Board was unfriendly, leading to the special meeting.

Marilyn Vinson stated she could not find how to raise her hand.

The President recognized Marilyn Vinson. Marilyn Vinson spoke in favor of the motion. Points of discussion included recording the votes of each Board member, the complaint against previous member Lisa Moller, delay in becoming a member club with AKC, and problems with the associate membership. She spoke in favor of the Parliamentarian and consulting with AKC.

The President acknowledged that the one hour time limit was approaching.

The President recognized Missy Bettis. Points of discussion included that the club bank account should be in a bank with no connection to any member of the club, consideration for finance and auditing committees, lack of reports for internal controls and budgets.

The President responded that AKC has been contacted for guidance on club finances. She stated that the Board has discussed an annual or biennial auditing by a third party auditor per AKC recommendations.

The President moved the previous question to end the debate. David Hayek seconded. The vote to end the debate proceeded. The President explained how to vote on ZOOM (green check, red X). Charles Calisto and Marilyn Vinson asked for clarification on how to vote on ZOOM. David Hayek and Amanda Inman explained the ZOOM voting process and how to access the buttons to vote.

Deb Pereira asked for the motion to be reread for what was currently being voted on.

The President stated that the current vote was to end the debate, which would be followed by the actual vote on the motion. The current vote was to end the debate. The President clarified that this is to end the current debate to begin wrapping up the meeting, but it does not stop ongoing discussion with Board on the topics.

The vote passed with 33 votes in favor and 2 votes against. The motion carried and the debate was ended.

The President stated that the next vote will be for the vote of no confidence motion and explained the voting process. The President read the motion for the vote of no confidence against the Board of the Bracco Italiano Club of America.

Charles Calisto asked for clarification the vote and motion. The President stated that within the BICA Bylaws there is no provision for a vote of no confidence. This means that the vote of no confidence is a statement of disapproval. A vote of yes means that you disapprove of the actions by the Board, a vote of no means you approve of the actions by the Board.

The vote was taken by ZOOM and phone. The President asked if there was anyone on the phone who was unable to cast their vote.

John Callaci asked why the Board was voting on their own vote of no confidence.

The President deferred this question to the Parliamentarian. Fashika Willis (Parliamentarian) stated that any member in good standing can vote and participate in the debate.

The original vote was 17 in favor, 18 against. The President began to call for adjournment.

The President acknowledged a message in the chat from Nikki Hockenberger that she and her husband were both on ZOOM and both voted in favor of the vote of no confidence.

The correction was made to account for both votes from the Hockenberger household (one vote had already been accounted for).

The motion did not pass with 18 votes in favor and 18 votes against.

Adjournment: The meeting was adjourned at 9:05PM EST.

Charles Calisto asked for clarification on the result of the vote and its implication. The President stated that since the bylaws do not have a provision for a vote of no confidence this vote was for a statement of displeasure to let the Board know how the members feel. The vote of no confidence does not take an action, but states there is disapproval of what happened.

The President stated any additional questions can be sent to the Board.