

ETRC Board Meeting, Monday, 6/10/2020
Pegasus Technologies Back yard, Lenoir City, TN

Present from the Board: Alan Bruhin, J. Michael Evans, Karen Edwards, Lois Luthenauer, Luke McCoy, Jim Pearce, Michele Fletcher, Mike Smith, Cory Smith, Peter Torok

Absent, excused: Lois Luthenauer

Absent, unexcused: Tom Gibson, Jeff McNutt

A quorum is 50% of the Board. Therefore, a quorum of the Board was present. Meeting called to order at 6:30 p.m.

Officer's and AKC Delegate's Reports

President's Report: Nothing to report.

Secretary's Report. Karen Edwards.

- **Minutes:** Last meeting was 3/9/20; minutes approved and sent to the club website 3/12/20. Luke moved that we dispense with reading the minutes out loud, and vote formal approval of minutes J Michael Seconded, and the motion passed unanimously.
- **Correspondence:** AKC report of elections completed and emailed. Insurance completed and paid for. Annual report done. Tax form filed electronically 6/5/20 (due before 7/15/20).
- **Membership:** 2020 renewals still coming in, we have 46 to date, with 12 who still haven't renewed. List sent to website as of 6/3/20; requested new password (retriever) and will send out email when change is made.

Treasurer's Report: Current balance in ORNL FCU as of 6/5 is \$14,277.95, reconciled as of 6/1/20. Check to Kiley Buettner (\$1,000) cleared the bank 6/3/20.

AKC Representative's Report: Michele Fletcher: Nothing to report.

Old Business

1. **Training:** last session canceled. Will pick up again in the fall.
2. **Equipment:**
 - Equipment sales: Still need to get gun stand to Donna Smith, who has paid for it. The big trailer is still at Cory's; at our next meeting, if we remind him beforehand, he will bring it.
 - New equipment: pop-ups – Michele got them and they are at her house.
3. **Fall 2020 Hunt Test**
 - a. Dates: October 17/18. OK and confirmed with AKC.
 - b. Entered into AKC website and EE.

- c. Status of judges: will need 4 MH, 4 SH/JH if we are at Lucky 7. Some of the judges from spring have indicated a willingness to judge in the fall instead, but others have said no way. Alan is delaying trying to firm up judges until we know for sure our dates, locations, and test format (Hiwassee in the fall doesn't have enough water to do two flights of Master).
- d. Location: J. Michael will follow up with Ken Campbell regarding use of his place for our October test. If Lucky 7 is not available, we discussed other options. Poole's Knob (middle TN) may have dates available but unlikely. Hiwassee won't set their schedule for fall hunt dates until sometime in July, but we have not had any luck in the recent past finding a suitable fall date there. Chad Baker's place (upper east Tennessee) is no longer available for hunt testing; and of course there is still the pandemic situation that has to be taken into account.
- e. New birdkids will be needed. Alan reported that he is in contact with a person who is the wildlife resources professor at Cleveland State U and he is very interested in supplying bird techs at our usual rates, which will help out their program. Once we know for sure where, when, and if our test will be held, he will get back in touch with this guy and firm up their participation.

New Business:

1. ***New Member:*** One new member for first reading:
 - a. Jeff Coffey: Kingston, TN. No occupation listed. Cell 949-294-7922, email jcoffey120260@yahoo.com. Will help with whatever is needed. Has a 3 year old black lab, interested in Hunt tests, field trials, dog training, club trials, breeding. Is a member of DU, MTRC, and AKC.
 - b. Volunteers for sponsors: Alan and Cory have volunteered.
 - c. Luke moved we accept Jeff Coffey as a provisional member. Peter seconded, and the vote was unanimous. There was some discussion about the duties of a sponsor: to welcome the person into the club, answer questions, get to know them a little, do special invitations urging them to come to club functions and/or volunteer, maybe offer to train with them, etc.
2. ***Summer Seminar:***
 - a. Lois has offered use of the Retriever Resort again for the summer business meeting / picnic / seminar. This is ideal because of the large covered pavilion with fans which help moderate the temperatures. We looked at the dates (making sure to avoid the US127 yard sale), and decided to try for Saturday, August 15, from 8:00 central until mid-afternoon. Lunch at 12:30, General business meeting at 1-2 p.m. [Note: later discussions with Lois resulted in changing this date to August 22, based on availability at the Retriever Retreat.]
 - b. In order to change things up a little, and to make it safer for pandemic considerations, Alan suggested that we change the format of the seminar. Make it more of a discussion / lecture / demonstration format where the presenter can be 10' or more away from participants, who can be spaced at 6' intervals. The format could focus on things that people can do in the early phases to make your dog a better dog later. This would be useful for people who are new to the sport as well as long-experienced

people who maybe can learn some new tricks for getting through those very important early training steps with their dog. In the discussion, the following topics were mentioned: force fetch (Karen Edwards and Jim Pearce's Fee might be a good demo dog for this phase and will already be with Jody by then); collar conditioning, early steps to avoid the issue of breaking later on; basics like walk, heel, sit; tips and hints on how to ensure good line manners; and rules for hunt tests at the various levels – when can you talk to / touch your dog; when can't you, use of leashes, etc. We discussed assigning time slots for each topic, so that if some people were only able to come for part of it they could come at a time that would suit them. Like, collar conditioning and questions from 8:00 to 8:45; Force Fetch from 8:45 – 9:30, whatever.

- c. Jody has been presenting the seminar for us for several years, and Karen will ask him if he is willing to do this again. Lois will offer him the cottage at the Retreat so there is no hotel involved. If Jody is not available, we discussed some other options – see if Pat Burns would come (he lives near Kingsport and Peter has been working with him some) and how much he would charge for a half-day seminar. If that doesn't work, the group consensus was that Alan, an experienced Master National judge and competitor at the highest levels, and J. Michael, a judge with lots of competition creds including multiple successes at the MN, could handle the seminar and would have a lot to offer.
- d. Picnic: usually the club has offered free food, consisting of deli sandwich fixings and potluck items. Given the issues with the coronavirus, we decided it would be best this year to say the club will provide drinks, and everyone should bring their own picnic lunch.

3. ***What is needed for virtual meetings:*** AKC sent out an email to all club Secretaries covering guidance for clubs to be able to hold 'virtual' meetings if necessary or desirable because of the pandemic. Given that many clubs are in locations that are still in partial lockdown, or where spikes in cases make in-person meetings unwise, AKC recommends that each club do the following: (1) Check club Bylaws to see what is required with respect to meetings; (2) Check state law to see if virtual meetings (teleconference, videoconference or any other electronic means) are permitted or prohibited; and (3) check state Executive Orders with respect to non-profit club meetings and how they may be held / prohibited. If state law does not permit holding virtual meetings, and if the Club's particular bylaws do prohibit them, AKC is granting a grace period of one year to get Bylaws changed as long as club management sends a letter of intent to making the Bylaws change.

Karen Edwards researched ETRC's Bylaws, TN state laws, etc. regarding virtual meetings, and presented the following report:

- Our Bylaws are silent about virtual meetings. Therefore, they are not prohibited and as long as all other requirements for advance notice, quorum, etc are met, there is nothing that stops us from having virtual meetings if necessary. Proxy voting is not allowed, and the club is supposed to have 4 general meetings a year. We have only been having 2 – the banquet and the picnic.
- Tennessee state law requirements for non-profit corporations are contained in Title 48, Corporations and Non Profits, Chapter 57, Meetings and Voting. In-person

meetings are not required by Tennessee state law. Further, the law permits ballots to be sent out and returned without meetings of any sort, as long as certain procedural requirements are met concerning the number of ballots returned which must meet quorum requirements, notice periods, etc. Only one annual meeting is required by state law.

- A review of the Tennessee Executive Order that have been issued this year, and are still in effect, showed that only one addresses the issue of meetings. This permits virtual public meetings, which by state law do require in-person meetings. None of the others address corporate meetings other than the general safer-at-home order which has now expired.
- Therefore, we do not need to amend our Bylaws to address virtual meetings, and are free to do this if we feel it is in everyone's best interests. General requirements for quorums and notices must be followed.
- We have an issue identified that we are not having enough general meetings to comply with our bylaws. We discussed ways to deal with this – and decided that rather than trying to amend our Bylaws to reflect current practice, that we will in the future determine two of the board meetings (one in the spring and one in the fall) to be general meetings. These will be announced in the newsletter or via email to all members at least 10 days in advance, and general meeting quorum requirements will apply. All members in good standing who attend will be allowed to vote on any club business that arises during the meeting.

4. **AKC Request for input on revamping Bylaws approval /modification process.** Another email received from AKC asked for input to the process of changing club Bylaws. They also want comments on the standard Bylaws that they suggest. The response should come from our AKC delegate by August 1. Michele and Karen agreed to work together on this and get a proposed response out to the board for comment and suggestions in time to get it finalized by the deadline. Michele will then send our formal response.

Any other new business?

5. **Insurance.** Mike Smith asked a question about club insurance. Karen ran down our coverages, which include liability, property damage, theft, medical for attendees, plus another policy that covers club officer / director liability and malfeasance.

Adjourn: There being no other new business, J. Michael moved that we adjourn. Peter seconded the motion which then passed unanimously. The meeting was adjourned at 8:08 p.m.

Respectfully Submitted



Karen Edwards, Secretary

Changes:

1. Modified section on location of fall test to provide less detail. (Alan)

2. Corrected typo from US27 to US127 for location of the yard sale impacting on our summer picnic (Michele)
3. Corrected typo on the word “law” in section on virtual meetings (Lois).
4. Added note about date change needed for summer picnic (Lois)

Approvals:

1. Michele Fletcher, 6/11/20
2. Luke McCoy, 6/11/20
3. Peter Torok, 6/11/20
4. J. Michael Evans, 6/11/20
5. Mike Smith, 6/11/20
6. Lois Luthenauer, 6/11/20
7. Cory Smith, 6/12/20
8. Karen Edwards, 6/12/20