

Meeting Minutes
ABKA Board of Directors' Meeting
Saturday, April 23, 2005

I. Call to order and welcome – 8:45 a.m.

ABKA Board and Staff
Region 1 - Elizabeth Powers, CAPCT
Region 2 - Liz Wilmot, CAPCT
Region 3 - Gretchen Meienburg, CKO
Region 4 - Terrell Jones, CKO
Region 5 - Elizabeth Jones, CPCT
Region 6 - Katherine Berns, CKO
Region 7 - Richard Schutt, CKO
Region 8 - Charlotte Biggs
Region 9 – Polly Thiel, CPCT
Region 10 - Laura Else, CKO
Region 11 - Renee' Lancaster
Bob Payne, CKO, Chief Governance Officer
Jane Hammoud (Policy Governance Consultant)
Jim Krack, CAE, CKO, Executive Director
Kathryn Eddy, Assistant Executive Director

CGO Invited Guests
Trisha Murphy, CKO (Dog Boarding Section Chair)
Tom Smoot- T Kennel
Joan Nieman- Best Friends Pet Care, Inc.

II. Approval of Minutes of October 11& 12, 2004

Action: Laura Else moved to approve minutes of October 11 & 12, 2004 Board Meeting as corrected; seconded and **carried unanimously.**

III. Additions/Deletions to the Agenda

Action: Katherine Berns moved to add a policy change for the financials; seconded and **carried unanimously.**

Action: Charlotte Biggs moved to add a discussion regarding **Policy 1.0.2.B2:** Boarding Kennel Seminar and contract with Pet Services Expo; seconded and **carried unanimously.**

IV. Governance

A. Bylaws:

1. **Article IV, Section 6** (referring to Board vacancies) states: “Any vacancy occurring in the Board of Directors between Annual Meetings may be filled by an active Member of the region not represented by the affirmative vote of a majority of the remaining Directors. A Director elected by the Board to fill a vacancy shall be elected for the un-expired term of his predecessor in office, or until the next the next regular election, whichever is specified by the Board.”

a. Nomination / Election of Polly Thiel (Reg. 9) / Term: 2005-2006

Action: Renee Lancaster moved to nominate and elect Polly Thiel as Region 9 Director; seconded and **carried unanimously**.

b. Nomination / Election of Gretchen Meienberg (Reg. 3) / Term: 2004-2005

Action: Laura Else moved to nominate and elect Gretchen Meienberg as Region 3 Director; seconded and **carried unanimously**.

2. **Article XVII Section 3** states: “These Bylaws may be altered, amended or repealed and new Bylaws adopted by a majority of the Directors present at any regular meeting or at any special meeting, if at least 30 days written notice is given of intention to alter...”

Recommendation: Remove last sentence of **Article V Section 2** which states “The President Elect shall be one of the nominees for President at the following Annual Meeting.”

Action: Laura Else moved to omit this last sentence of Article V Section 2; seconded and **carried unanimously**.

B. Board/CEO Relationship Policies:

1. **Policy 3.0** states: “The Board’s sole official connection to the operational Association, its achievements and conduct will be through a Chief Executive officer, titled CEO.”

Recommendation: To extend the current ABKA/CEO contract through October 2005 allowing for a committee to recommend competitive compensation and to review performance based on the ENDS monitoring reports which will not be submitted until the next Board Meeting.

Action: Katherine Berns moved to extend the current ABKA/CEO contract through October 2005; seconded and **carried unanimously**.

Katherine Berns then amended the motion to state that the ABKA/CEO contract be extended through January 2006. Also, that the President/CGO be empowered to allocate cost of living increases during this extension period. The motion, as amended, was seconded and **carried unanimously**.

2. **Policy 3.4.2.B** states: “By external report, in which an external, disinterested third party [Auditor] selected by the Board assesses compliance with Board policies....”

Recommendation: Review the annual audit report to demonstrate compliance with Executive Limitations **Policy 4.4, Financial Condition and Activities**.

Action: The audit report was reviewed and discussed by the Board per the above recommendation.

C. Board Governance Policies:

1. **Policy 2.12.3.A** states:

Product:

- i) The selection of an auditor qualified to render an opinion on the financials of the Association.
- ii) A presentation to the Board of Directors on the results of the Audit as learned directly from the auditor.”

Recommendation: Add **2.12.3.A.iii** “Research and make recommendations to the board as to the frequency and scope of fiscal audits.” (Action item)

Action: Charlotte Biggs moved to add **Policy 2.12.3.Aiii**;
seconded and **carried unanimously**.

2. **Policy 2.12.3.C** (referencing the Audit Committee) states:

“C. Composition: Two board members plus one person appointed by the President of the Board, preferably with strong accounting and business backgrounds if there are no CPAs available.”

Therefore, the ABKA President is announcing the following Audit Committee appointments:

Audit Committee Chair	Katherine Berns, CKO (Reg. 6 Director)
Audit Committee Member	Elizabeth Jones, CPCT (Reg. 5 Director)
Audit Committee Member	Hank Bialous, CPA, CPCT (Reg. 2 Member)

Action: Katherine Berns moved to add another item to **Policy 4.1** that the CEO publish annual financial report with prior year comparative no later than the August publication, seconded and **carried unanimously**.

3. **Policy 2.14.2.L:** “The Board will establish its Cost of Governance budget for the next fiscal year, each year during the Spring Board meeting.”

Discussion: Cost of Governance: 2004 - Spring 2005

Action: Katherine Berns moved to have the budget remain the same as the 2004/2005 budget, seconded and **carried unanimously**.

Katherine Berns then amended the motion to change **Policy 2.14.2.J** to state:
“Total costs for the year for governance should not exceed \$60,000.00.”
The motion, as amended, was seconded and **carried unanimously**.

4. **Policy 2.2.1** “Accordingly, the Board has direct responsibility for the following:
The link between the Ownership and the operational organization. Each Director is expected to:

A. “Sponsor an annual regional forum of Members of the Association in their region”
Discussion: Board discussion on the effectiveness of this outreach effort. Is the link working or are there better mechanisms to provide the link? Is the regional the best way to receive input? Are regional meetings helping to meet our ends?

Action: Laura Else moved to amend **Policy 2.2.1.A** to state:
“Each director has a clear understanding of their region’s members’ opinions on ABKA Ends Policies.” Seconded and **carried unanimously**.

Policy 2.2.1.A.i: “Each Board member has a system to reach out to every member in their region.”

Policy 2.2.1.A.ii: “Every member has had a personal contact with an official ABKA representative annually.”

5. **Policy 2.2.1:**

Action: Gretchen moved to change original “A” to state: Sponsor an annual regional forum of members where people in the pet care industry will have exposure to products and services relevant to their business on a regional basis. Members will have access to a variety of education seminars relevant to their business development. They will also be offered networking opportunities with their peers. Seconded, Liz Wilmot and Dick Schutt voted “nay;” the remainder of the votes were “yea.” **Carried**.

Action: Katherine Berns moved to amend the motion by re-lettering A-G as redefined; seconded. The motion **carried** as amended.

6. **Policy 2.12.4:** Board Committee Structure

Action: Elizabeth Jones moved to investigate an ABKA relationship with Pet Services Expo; seconded and **carried unanimously**.

Katherine Berns then amended to appoint a committee of three to investigate and evaluate the relationship between PSE and ABKA. At a cost not to exceed \$2500.00. Recommendations shall be made to the Board two weeks prior to the fall Board Meeting. Seconded and **carried unanimously**, as amended.

The task force committee will consist of:

Charlotte Biggs (Reg.8).....Chair
Dick Schutt (Reg. 7).....Committee Member
Elizabeth Jones (Reg. 5).....Committee Member

D. Ends Policies:

1. **Policy 1.4.A:** “Regulations constrain no more than necessary for operation of quality businesses and protection of animals.

Recommendation to add 1.4.A.i:

“Against regulations which reclassify pet, livestock or animal owners as guardians or that otherwise alter the legal status of the animals.”

Recommendation to add 1.4.A.ii:

“Against regulations which permit the recovery of non-economic damages for the loss or injury of a pet, livestock or other animal.

Action: Dick Schutt moved to pass, seconded and **carried unanimously**.
(See Attachments A & B, pgs. 6-10)

2. **Policy 1.1.A:** ABKA Member facilities have international recognition as providers of superior pet care among people who board their pets and among pet industry professionals.

Recommendation to change “people who board their pets” to “the pet owning public”

Action: Liz Wilmot moved to pass the above change; seconded and **carried unanimously**.

Gretchen Meienburg moved to amend the statement to read **Policy 1.1.A** :

“ABKA Member facilities have international recognition as providers of superior pet care among pet owners and pet industry professionals.” Seconded and **carried unanimously**, as amended.

E. Executive Limitations Policies 4.0:

1. **Policy 4.4.7:** Make a single purchase or commitment of greater than \$5,000, except for items explicitly itemized in budget documents and which have been previously submitted to the Board in monitoring reports.

Recommendation: Executive Director is hereby requesting authorization from the Board for the expenditure of approximately \$14,000.00 to pay for the replacement of the waste water piping system and for repaving the parking lot.

Action: Liz Wilmot moved to authorize the recommendation; seconded and **carried unanimously**.

F. Bylaws:

Article V. Section 2: Election and Term of Office: “. . . The term of office held by the President shall be for two years with the option of being re-elected for an additional two-year term. . . . At the Spring Board Meeting, the Board of Directors, prior to the end of the incumbent President’s

term shall hold an election to fill the office of President, whose term shall begin following the election of officers at the annual board meeting.”

Election of the President for 2005 – 2007 term.

Action: Bob Payne, CKO was elected as President for a 2nd term by acclamation.

V. Adjournment

Action: Liz Wilmot moved to adjourn the meeting at 5:30 p.m.; seconded and carried unanimously.

**Bob Payne, CKO/ CGO
President**

**Katherine Berns, CKO
Secretary**

Attachment A
Director's Desk
-Current Issues-

Earlier this year, we were invited by the American Veterinary Medical Association (AVMA), to be a member of an AVMA Task Force charged with the task of developing background information and recommendations for consideration by the AVMA Executive Committee. The issues under discussion were animal guardianship and the recovery of non-economic damages for injury to or loss of animals. The AVMA was addressing these issues in response to proposed legislation in various parts of the country. ABKA was asked to give input on these issues, as they pertain to the services offered by pet care service providers. Other members of the Task Force represented various segments of the veterinary field, insurance companies, legal and legislative experts, humane societies, animal control and pet industry organizations.

The final report from the Task Force is still being prepared, but, in summary, the Task Force reached agreement on two important points. First, on the issue of animal guardianship, the Task Force listed several significant problems that would arise if the concept of "Pet Guardianship" were substituted for "Pet Ownership". We will summarize some of these problems, for your information.

First of all, "Guardian" is a legal term, which has significant legal implications and repercussions. There is a body of existing law governing "Guardianship" which judges would use as precedent in developing their decisions in cases before them. Some of the specific concerns and questions related to the application of the legal concept of "guardianship" to describe the relationship between animals and humans affect owners, service providers, animals, and society and include the following:

1. Problems affecting Owners under existing guardianship law:

Guardianship reduces the rights of animal owners, while imposing additional legal obligations. Required veterinary treatment could exceed the financial capacity of the owner to pay, yet guardianship will require that guardians (owners) accept such financial burdens. Financial inability to provide treatment will likely result in increased animal abandonment.

Owners wishing to relieve animal suffering by euthanasia may no longer have that option. Spaying and neutering may also not be possible, if such procedures were not deemed to be in the best interest of that animal.

Guardianship may also affect confidentiality of veterinary information and the animal owner's ability to control medical records.

Guardianship may affect the ability to transfer (sell) the animal to another party – Transfer of guardianship from one guardian to another, for profit, may not be legal. Third parties may have the opportunity to impede transfer proceedings if they deem such action to be in the best interest of the animal and background checks might be required to ensure that transfer of an animal from one guardian to another is in the best interest of the animal.

Guardianship could subject owners to civil lawsuits filed by third parties on behalf of the animal.

Homeowners' insurance might no longer cover animal-related claims (Under guardianship, animals would no longer be considered property).

In states having guardian registries, animal guardians could be required to register and to comply with all laws and regulations pertaining to that registration, including background checks, bonding, conflict-of-interest checks, etc. These registration processes are time-consuming and potentially costly.

Animal guardians could be required to file annual guardianship reports, including associated financial reports

2. Problems affecting service providers under existing guardianship laws:

Kennels would no longer be protected by abandoned animal laws – Such laws are predicated on the property status of animals. Guardianship removes this status.

Veterinarians could be required to go to court to obtain a judicial determination as to whether or not theirs or the guardian's direction is the appropriate course of action. Inability to provide timely treatment to an ill or injured animal during the course of such court proceedings creates the potential for unnecessary animal suffering (e.g., debate as to whether to treat a compound fracture versus euthanasia could create the potential for continued pain, infection, and other complications while awaiting a judicial decision). Also, cases involving animals are likely to have lower priority than those involving human issues.

Veterinarians may not be able to lawfully prescribe or dispense controlled substances or legend drugs to a guardian (who is no longer the owner of the animal.)

Service providers may have an obligation to prevent the physical transfer of an animal from a State which recognizes guardianship to an "ownership" State.

3. Problems affecting society under existing guardianship laws:

A complete shift to guardianship could result in claims of a state having unconstitutionally taken private property (animals) without just compensation.

Numerous statutes and regulations would have to be reviewed and altered to replace owner with guardian, including but not limited to, pharmacy laws, controlled substance laws, tax laws, veterinary practice laws, and other laws related to animal use and services

Guardianship could eliminate the use of animals in agricultural production, research, exhibition and entertainment (e.g., racing, circuses, and rodeo)

Guardianship could affect the ability of governmental agencies to control and quarantine animals and require vaccination.

Potential conflicts may arise between states having animal guardianship laws and federal laws that are predicated on the basis of animals as property.

Guardianship could easily exacerbate the problem of homeless animals. Financial burdens, inability to control burgeoning populations with euthanasia and/or spaying and neutering would all contribute to the problem of unwanted animals.

Assistance animals might be objectionable under guardianship. Search and rescue animals might also be unacceptable.

Guardianship makes it more burdensome to own animals with consequent negative impacts on animal-related industries, including loss of related jobs.

4. Problems affecting animals under existing guardianship laws:

Guardianship could easily reduce the willingness of people to possess animals because of increased legal and financial responsibilities

Guardianship could leave the welfare of animals in limbo during associated legal proceedings

As a result, guardianship could adversely affect the health and welfare of the animal and animal populations

For all of the above reasons, the Task Force agreed that the use of the term, “Guardianship” to describe the relationship between animals and their owners, even as a semantic term, would be inappropriate and could easily adversely affect the ability of society to obtain and deliver animal services and, ultimately, result in animal suffering.

As to the second issue, namely, the recovery of non-economic damages for injury to or loss of animals, the Task Force explored the pros and cons of awarding damages over and above the present, “chattel value” method of estimating the value of pets under existing law. They concluded that the tort of negligent infliction of emotion distress should not be expanded to allow people to recover emotional distress damages in litigation involving animals. Loss of companionship, a measure of damages arising out of marital and parental relationships, should not be recoverable in litigation involving animals, particularly when it is not available for the loss of close family relatives.

Regardless of what action the AVMA Board might take as a result of the report by the Task Force, the ABKA Board of Directors will be examining both of these issues at their upcoming board meeting and would appreciate your comments.

Attachment B

THE COUNCIL OF STATE GOVERNMENTS CSG GOVERNING BOARD

Resolution on Animal Guardianship and Liability Legislation

WHEREAS, the existing legal and legislative framework that defines the relationship between livestock producers and their animals, pet owners and their pets, and animal enterprises including but not limited to those defined in Section 2 of the Animal Welfare Act, (7USCS § 2132) maintains a healthy balance between the rights of these individuals and enterprises and the responsible care and well-being of all animals; and

WHEREAS, this balance, coupled with the strict, consistent and ongoing enforcement of anti-cruelty laws promotes the responsible care of animals, deters abuse and promotes owners access to affordable veterinary care; and

WHEREAS, this legal balance is currently being threatened by a growing movement whose ultimate objective is to give pets, livestock and other animals the same or similar legal rights and standing as people; and

WHEREAS, some are attempting to further their objectives by advocating legislation that would reclassify pets, livestock or other animal “owners” as “guardians”, claiming that reclassification is just a harmless recognition of the increasing value and relationship we now place on pets, livestock and other animals; and

WHEREAS, guardianship statues would undermine the protective care that owners can provide for their animals and the freedom of choice owners now are free to exercise, and could permit third parties to petition courts for custody of a pet, livestock or animal for which they do not approve of the husbandry practices; and

WHEREAS, guardianship status would permit challenging in a court of law the course of treatment an animal’s owner and veterinarian decide on, or pennit animal owners and veterinarians to be sued for providing what another individual may regard as inadequate care; and

WHEREAS, some are advocating legislation to expand tort law to permit the recovery of losses for emotional distress and loss of companionship -legally called non-economic damages against veterinarians, livestock producers, animal enterprises and others that provide animals with goods and services, even though such recovery is typically not available for injuries to close relatives in marital and parental relationships: and

WHEREAS, the cumulative impact of these initiatives would be counterproductive because it would limit -or even eliminate -the animal owners’ ability to freely choose appropriate treatment for their animals, set off a chain of events that would inevitably increase the cost of livestock production and the cost of the animal’s well-being, and as a result would ultimately erode access to affordable and high quality animal health care; and

BE IT NOW THEREFORE RESOLVED, that The Council of State Governments opposes legislation that reclassifies pet, livestock or animal owners as guardians or that otherwise alters the legal status of the animals; and

BE IT FURTHER RESOLVED, that The Council of State Governments opposes legislation permitting the recovery of non-economic damages for the loss or injury of a pet, livestock or other animal. The tort of negligent infliction of emotion distress should not be expanded to allow people to recover emotional distress damages in litigation involving animals. Loss of companionship, a measure of damages arising out of marital and parental relationships, should not be recoverable in litigation involving animals, particularly when it is not available for the loss of close family relatives.

Adopted this 28th Day of September, 2004 at the CSG Annual Meeting and State Trends Leadership Forum in Anchorage, Alaska

Governor Frank Murkowski State Senator John Hottinger
2004 CSG President 2004 CSG Chair

Attachment C

Re: Policy 4.4.7: Financial Conditions and Activities (pg. 4)

Make a single purchase or commitment of greater than \$5,000...

Recommendation:

Executive Director is hereby requesting authorization from the Board for the expenditure of approximately \$14,000.00 to pay for the replacement of the waste water piping system and for repaving the parking lot.

Information regarding status of waste water system at ABKA headquarters:

- After numerous unclogging of the waste water system, the Roto-Rooter service put a fiber optic camera through the waste water piping system. The system was found to have numerous cracks, tree roots, and a 1 degree downward slope. Should the waste water piping system fail ABKA will be totally responsible for the repair, replacement, and removal of any waste water/sewage that might leak into the storm drainage system, and any other facilities creating an environmental problem and responsibility.
- Review of existing records established the waste water piping system was probably installed in the middle to late 1940s.
- After the fourth occurrence I contacted numerous plumbing contractors and paving contractors to determine the cost of the repairs to the waste water system and accompanying parking lot.
- Of the 5 plumbing contractors contacted 2 provided bids and one was found not to have a solid reputation of good service. The cost to the replacement of the waste water system piping is approximately \$9,500.00.
- Contacted 4 paving contractors of which 2 provided bids, the paving contractors bid to repair and resurface the existing parking lot for approximately \$4,500.00.
- The plumbing and paving contractors have solid reputation for quality service and work that meets or exceeds regional building code requirements.

Attachment D

ABKA Committee Reporting Form

Committee Name: VFA

Date: 4-18-05

Chairman: Suzanne Locker, Al Locker – Co-Chairs

Members:

Kandy Boatwright, Susan Briggs, Jim Burwell, Trish Murphy, and Sally Smith

The purpose of this form is used to report committee activity to the ABKA Board of Directors. Please **type all information**.

Progress to date: From 11-04 to: 4-05

Summary:

The Committee has met three times since the National Convention to discuss revisions to the existing VFA Standards. We agreed on the following points: 1) the accreditation process should be easier to understand by the applicants, 2) the program should be expanded to address more pet services, such as Day Care; and 3) VFA facilities should have the opportunity of attaining several levels of accreditation.

Our first task was to separate the existing standards into a General Standards Section which would apply to all qualified pet service facilities and Specific Standards for each different pet service.

Currently we are revising the first specific standards for the section Pet Boarding – Cats, Dogs and Others, which will include Animal Care Procedures and Housing Areas for each. These suggested changes will be submitted to the office in the next few days. The Day Care section will follow soon after.

Date Report Filed: 4-18-05

Chairman's Signature: Suzanne Locker

Attachment E

Report Date: March 30, 2005

ETHICS PROGRAM	2003	2004	2005
# of informal complaints on hold pending receipt of formal complaint form:	0	1	5
# of Complaints that expired prior to filing a formal complaint or were withdrawn by complainant at any point in the complaint process:	17	43	6
# of complaints currently on legal hold (due to pending or contemplated legal action being taken due to incident)as of reporting date:	0	1	0
# of complaints currently under review by Ethics Committee:	1	17	3
# of Non Violations (Closed):	36	13	0
# of Violations (Closed):	2	3	0
# of invalid complaints (Closed):	0	1	0
Total # of Complaints	56	79	14

All figures are as of reporting date.

* Closed complaints were not divided into Expired or Withdrawn, therefore, this number represents all complaints that were withdrawn after being formally submitted, expired after informally submitted or closed after the Ethics Committee recommended no violation.