

Minutes of TICA Board of Directors - 2023 Annual Meeting

Location and Date: Tacoma, Washington, August 29 – September 1, 2023

President, Vicki Jo Harrison
Vice President, Ralph Stadter
Asia East RD, Hisae Tasaki
Asia West RD, Jeff Shi – *attended electronically*.
Europe North RD, Liesbeth van Mullem
Europe South RD, Kurt Vlach – *attended electronically*.
Europe West RD, Nicky Goulter
Great Lakes RD, Liz Brown
Mid Atlantic RD, Brenda Russo
Mid Pacific RD, Carol Barton
Northeast RD, Christian Cherau
Northwest RD, Elaine Hawksworth-Weitz
South America RD, Luiz Paulo Faccioli
South Central RD, Jim Armel
Southeast RD, Rene Knapp
Southwest RD, Laurie Schiff
International Associate RD, Lisa Dickie – *attended electronically*.

Also in attendance: Susan Adler, Legal Counsel; Frances Cardona, Business Office Manager; Roeann Fulkerson, Director of Marketing and Business Development - *attended electronically*. Danny Nevarez, Chief Operating Officer; Rebecca Torres, Administrative Assistant; Hye Yeong Jang, Translator for Hisae.

The meeting was called to order by President, Vicki Jo Harrison, at 8:13 AM PDT.

Adler and Russo attended electronically on Tuesday, August 29, 2023.

1. Unanimous consent by Faccioli to approve the consent agenda. Without objection.

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1. Approval/Corrections to Minutes - May 18 – 20, 2023, Spring Meeting with correction to Motion #8 – **Motion carried unanimously** was omitted.
 2. Set Winter Meeting Dates - January 19 - 21, 2024, (electronic).
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2. Unanimous consent by Faccioli to go into Executive Session to include Adler, Cardona, Nevarez, Torres, Jang, and Stringer. Without objection.

Board conducting a Strategic Planning Session on Tuesday, August 29, 2023.

Harrison announced that the meeting would continue in Executive Session on Wednesday, August 30, 2023.

3. Unanimous consent by Faccioli to recess for the day at 4:52 PM PDT. Without objection.

Meeting was called to order by President, Vicki Jo Harrison, at 8:10 AM PDT on Wednesday, August 30, 2023

Russo attended electronically on Wednesday, August 30, 2023.

4. Unanimous consent by Faccioli to allow Carlos Lopez, Judging Administrator, in Executive Session. Without objection.

5. Motion by Schiff/Brown to establish an RO in China as long as it is fully funded by members in the Asia West Region, TICA will cooperate with the establishment of the RO. Ralph/Faccioli called the question and passed. Motion denied with Barton, Brown, Faccioli, Knapp, Russo, Schiff, and Tasaki in favor.

6. Unanimous consent by Stadter to allow Ralph Shelton in Executive Session. Without objection.

Lopez was excused from Executive Session.

7. Motion by Vlach/Faccioli to put all work on hold for Amy Sbarra pending a hearing on the Brown, Brown, Brainerd, Hawksworth-Weitz, Matzkin, Holmes vs Sbarra complaint. Motion carried with Brown and Hawksworth-Weitz abstaining. *Note – EO will not process any work/scoring pending the hearing.*

8. Motion by Brown/Armel to take no action on the Mosher vs Mahan complaint. Motion carried with Vlach opposed and Schiff abstaining.

Lopez rejoined the meeting.

Lopez presented the Judging Committee reports.

9. Motion by Barton/Goulter to move Mary Arnold to Judge Emeritus status. Motion carried unanimously.

Lopez was excused from Executive Session.

10. Motion by Stadter/Armel to extend the Trend contract as submitted. Motion carried with van Mullem and Vlach opposed. **van Mullem/Vlach:** I would have said yes to a 1-year extension.

11. Motion by Stadter/Brown to extend the Yearbook contract as submitted. Motion carried unanimously.

Harrison went over the Executive Session follow-up report.

12. Unanimous consent by Faccioli to leave Executive Session. Without objection.

13. Unanimous consent by Faccioli to recess for the day at 6:18 PM PDT. Without objection.

Meeting was called to order by President, Vicki Jo Harrison, at 8:11 AM PDT on Thursday, August 31, 2023

14. Motion by Stadter/van Mullem to authorize Vicki Jo Harrison to cooperate with whomever necessary to be able to file the necessary paperwork to establish an RO in China. Motion carried unanimously.

15. Motion by Brown/Russo to cover the funding to file/register the RO in China up to 6K. Vlach/van Mullem called the question and was denied. Motion carried with Armel, Goulter, Hawksworth-Weitz, Shi and Vlach opposed. **Armel, Goulter, Vlach:** I voted no because I feel TICA should fully fund the initial startup of the RO office in China, not a partial funding. **Hawksworth-Weitz:** I believe TICA should fund "Option 1" to include TICA financial assistance to help operate the RO in the first year of operation.

16. Motion by van Mullen/Hawksworth-Weitz to approve the funds for the initial setup of an office in China up to 39K. The vote to approve the funds was tied. Harrison voted against the motion and broke the tie. Motion denied with Armel, Goulter, Hawksworth-Weitz, Shi, Stadter, van Mullem, and Vlach in favor and Tasaki abstaining. **Harrison:** It was an important step that the Board of Directors took to approve the creation of an RO in the AW region to allow them to have shows legally. However, I think for us to be fiscally responsible, we need to have detailed information on both the initial cost as well as the ongoing costs of the RO before we move forward.

17. Motion by Stadter/van Mullem to accept the proposal to amend By-Laws Article 14 (absolute majority). Motion carried with Barton, Faccioli, Knapp, Russo, and Schiff opposed. This change will be part of the **2023 Membership Ballot.**

Article Fourteen – Election of Officers

114.1 Time of Election. Election of officers shall take place in October every third year by ballot of the membership.

1014.1 Intervals. The regional Directors from the Mid Pacific, Northeast, Northern Europe, South America, Southeast, Western Europe and Southwest regions are elected every 3 years beginning in 1994. All other Regional Directors are elected every 3 years beginning in 1995.

1014.1.1 If a region is added, or adjustments are made to a region or regions, the first term of the new Regional Director will be determined in such a way that no more than one-half the Board of Directors will stand for election or reelection in any given year.

114.1.1 Beginning in 2005, the President and Vice-President shall be elected every 3 years in the same years that Breed Committees are elected.

~~114.1.2 The President and Vice-President elected in 2001 shall serve an additional year in order to make the transition in election years.~~

114.2 Announcement of Candidates. Any member who has been a member in good standing for 2 consecutive years immediately preceding **the election month and is also eligible to vote** shall be eligible to seek office and shall declare their candidacy in writing to the Executive Office not more than 4 months nor less than 2 months before the election month with the filing fee established by the Board of Directors. If no member in the region ~~or no member in the Breed/Breed Group Section~~ has been a member for the 2 years immediately preceding the election **month**, the 2-year membership requirement shall not apply. This shall entitle the candidate to be listed as a candidate for the office sought in every issue of the newsletter including the newsletter prior to the ballot being mailed to the membership. Each candidate shall be entitled to publish a summary of their experience, credentials and platform in accordance with Standing Rules.

114.3 Election.

114.3.1 The election ballot shall contain a list of candidates. The ballot for election of President, Vice President and Regional Directors shall also contain lines for write-in votes. The provisions of Article Thirteen shall apply to election of officers.

~~114.3.2 The candidate receiving the highest number of votes shall be elected. In the case of a tie, a run-off election shall be held.~~ **The person who receives an absolute majority (over 50%) of the valid votes cast shall be elected. If no one reaches this threshold, a run-off election between the two people with the highest number of votes shall be held.**

114.3.3 No person may hold more than one elected position on the Board of Directors at one time.

114.3.3.1 A Regional Director who is elected President or Vice-President must resign as Regional Director effective on the date of assuming the office of President or Vice-President.

114.3.3.2 Appointment of a new Regional Director shall be in accordance with 15.3.2 of these By-Laws.

114.4 Run-Off Elections. If a run-off election is required, a run-off ballot shall be ~~mailed~~ **sent** to each member eligible to vote. The provisions of Article Thirteen shall apply to run-off elections.

114.4.1. The person who receives an absolute majority (over 50%) of the valid votes cast shall be elected.

114.4.2. If there is a tie then the person who received the greatest number of votes in the initial ballot shall be elected.

114.5 Elected officers shall take office in January of the ensuing year.

114.6 Responsibilities of Members. Each member shall be responsible to ensure that their ballot is properly authenticated and forwarded as set forth in 113.3.5 above. No member shall attempt to invalidate or otherwise tamper with the TICA election process in any manner whatsoever.

18. Motion by Faccioli/Stadter to accept the proposal to amend By-Laws 123.1.8 to 123.1.10 (Honorary Judge Titles). Motion carried unanimously. This change will be part of the 2023 Membership Ballot.

123.1.8 **Judge Emeritus.** A retired judge who may be accorded the honor for outstanding service as a judge to this Association and to the cat fancy in general. An honorary title bestowed on a judge who is retiring from judging. A Judge Emeritus is exempt from license fees, ~~record forms, CEUs, and is exempt from the annual Refresher Test~~ **and is also exempt from re-licensing requirements (as specified in the rules governing the Judging Program)** unless that judge is actively judging.

123.1.9 **Distinguished Judge.** An honorary title of Distinguished Judge which shall be granted to any judge with 25 or more years of judging experience as a licensed TICA judge and who has attained the status of Approved Allbreed Judge. ~~To retain the title of Distinguished Judges are exempt from license fees but shall meet all requirements for re-licensing as specified in the rules governing the Judging Program., the judge MUST lead a judges' conference or breed seminar or conduct a judging school or genetics seminar (if qualified) at least once every 2 years. A Distinguished Judge is exempt from other CEU requirements and license fees; however, they must complete the refresher test and record form.~~

123.1.10 **Judge of Merit.** An honorary title of Judge of Merit which shall be granted to any judge with at least 20 years of judging experience as a licensed TICA judge. Judges of Merit shall meet all requirements for re-licensing **as specified in the rules governing the Judging Program**, including license fees, refresher test, record form and CEU requirements; ~~Judges of Merit are encouraged to lead a Judges' Conference or Breed Seminar, or conduct a Judging School or Genetics Seminar (if qualified), and if they do so, no further CEU's shall be required for that year.~~

19. Motion by Faccioli/Barton to take no action on the proposal to amend Show Rule 21.73 (Congress Judging Formats). Motion carried unanimously. Note - send back to Rules and re-word for the Winter Meeting.

20. Motion by Stadter/Vlach to accept the proposal to amend Standing Rules 105.2.2 and 1014.2 (Candidate Fees). Motion carried unanimously. This change goes into effect immediately.

105.2.2 Fees

105.2.2.1 **Filing Fees.** The filing fee for election to Breed Committees is \$10.

105.2.2.2 Membership Fees. Any member qualifying for a position on a Breed Committee shall be required to pay membership dues for the entire term of office for which they qualify in addition to the filing fees.

1014.2 Fees.

1014.2.1 Filing Fees. The filing fee for election to the Board of Directors is \$25. ~~The filing fee for election to Breed Committees is \$10.~~

1014.2.2 Membership Fees. Any member qualifying for an elected office shall be required to pay membership dues for the entire term of office for which ~~they qualify~~ ~~he qualifies~~ in addition to the filing fees.

1014.2.3 TREND Fee. The fee for a 500-word article to be published in the TICA TREND ~~and on the TICA website~~ is \$30. Candidates may include a photo with the statement. Statements are limited to the August/September and October/November TREND ~~and are published on the TICA website until the end of the appropriate election cycle~~.

1014.2.4 No other advertisement, endorsement or article on any candidacy may be printed in the official newsletter. ~~Candidates who are~~

1014.3.1 Anyone who is drafted by write-in vote of the membership shall fulfil all qualifications of those filing for office.

21. Motion by Faccioli/Vlach take no action on the proposal to add Standing Rules 308.1, 309.9, 309.15 and 309.17 (Age Restrictions). Motion carried unanimously. *Note – Adler, Schiff and Wood will work on a new proposal.*

22. Motion by Faccioli/Stadter take no action on the proposal to amend JE Program (Co-own/Co-lease). Motion carried unanimously.

Nevarez presented the COO report/presentation. See appendix.

23. Unanimous consent by Faccioli to go into committee of the whole to allow Vanadis Crawford to speak. Without objection.

Marketing report was received. See appendix.

Trend report was received. See appendix.

Yearbook report was received. See appendix.

Harrison went over the follow-up report.

Dickie gave an update on the 2024 Annual, Chantilly, Virginia. See appendix.

Proposals for the 2026 Annual, NE Region, were received from the CPE Cat Club, Toronto, CN and Montreal, CN. See appendix.

The Board awarded the 2026 Annual to the CPE Cat Club, Toronto, CN.

Committee updates were received from the following committees:

Standard Committee - Wood

Legislative Committee - Adler

Mentorship Committee - Brown

Junior Exhibitor Committee - Cherau

24. Motion by Brown/Knapp to authorize the advancement of any money to the Hotel for any money due on the contract and seek reimbursement from the parties that entered into the contract. Motion carried unanimously.

25. Unanimous consent by Stadter to go into Executive Session to include Adler, Cardona, Nevarez, Torres, and Jang. Without objection.

26. Motion by Brown/Faccioli to permanently suspend all TICA services for Danielle (Bennett) Petersen. Motion carried unanimously. *Note - suspension may be modified, see BB23-01.*

27. Unanimous consent by Faccioli to leave Executive Session. Without objection.

28. Unanimous consent by Faccioli to recess for the day at 3:36 PM PDT. Without objection.

Meeting was called to order by President, Vicki Jo Harrison, at 8:08 AM PDT on Friday, September 1, 2023

Chuck Spavin and Kevin Monn, RBC Wealth Management financial advisors, gave an update on TICA's investment portfolio.

Fisher presented the financial reports, see appendix.

- 29.** Motion by Brown/Faccioli to approve Board Members payment of hotel fees for up to 7 nights. Faccioli/Brown called the question and passed. Motion carried with Hawksworth-Weitz and van Mullem opposed.
- 30.** Motion by Brown/Faccioli to approve the per diem rates as follows: Traveling days \$51.75, Tuesday \$47 (breakfast & dinner), Wednesday \$16 (breakfast), Thursday \$47 (breakfast & dinner), Friday \$64 (all three meals), Saturday \$33 (breakfast and lunch), and Sunday \$64 (all three meals - unless travel day). Motion carried unanimously.
- 31.** Motion by Brown/Faccioli for the Board Members attending the meeting to receive full reimbursement for airfare and travel cost. Motion carried unanimously.
- 32.** Motion by Stadter/Vlach to take no action on the advancement of the Experimental Caracat to Registration Only. Motion carried unanimously.
- 33.** Motion by Faccioli/Armel to accept the changes to the Savannah Breed Standard effective May 1, 2024. Motion carried unanimously.

Reports were received from the Serengeti and Toybob breed groups.

- 34.** Motion by Stadter/Cherau to appoint Jo-Ann LaPointe as the working committee chair for the Serengeti breed. Motion carried unanimously.

Harrison gave an update on WCC meeting in Australia, the meeting minutes can be found on the WCC website.

- 35.** Unanimous consent by Faccioli to leave committee of the whole. Without objection.
- 36.** Unanimous consent by Faccioli to adjourn at 10:52 AM PDT. Without objection.