

Alpaca Breeders of the Rockies
2009 By-laws Committee Minutes
April 16, 2009

Attending: Phil Neas (attending for Allie Neas), Doug Harness, Larry Zierer, Becky Zierer (BOD liaison), Tim Tobeck

The meeting opened at 7p.m. Minutes of the last meeting, March 19, were approved with no corrections or changes.

There were three active agenda items to be discussed.

1. Addition of two new members to the Board of Directors (Article V of the By-laws in order to address critical areas the current board is unable to address such as fiber.

The committee decided not to recommend a change at this time since the Board is addressing future strategy which may include realigning duties of current members to include these areas.

2. Succession plan for President (Article VII).

There was much discussion of the need for continuity and experience in the office of President of the Board of Directors. Although there was a strong consensus that we would like to see the Vice President move into the President position as a form of succession, it was agreed that asking for a four or five year commitment to office was not reasonable and would limit our ability to secure candidates for those roles. Subsequently, no succession plan is being recommended at this time.

3. Discussion of the number of members needed to achieve a quorum for meetings (Article IV, section 4)

The committee discussed changing the definition of a quorum to a percentage of those members present for voting purposes. It was decided that a small number of farm members could unduly influence important votes if this change was made. As a result, the committee is recommending no change to this By-law.

There was discussion on whether to pursue use of the internet for proxy votes to gain greater member participation and reduce expenses in trying to secure a quorum.

Tim Tobeck will follow-up with ABR's legal counsel for input on experience she may have on advice establishing a secure system for internet proxy voting in order to simplify effective voting and get greater member participation in vote and advice on succession plans she may have experienced from other organizations.

The meeting adjourned at 7:50p.m. The next conference call for the committee will be May 14, at 7p.m.

Respectfully submitted, Tim L. Tobeck

