



BCOA Special Board Meeting
Conference Call
Thursday, June 29, 2006 8:30 PM EDT

In attendance: Barbara O'Neill, Karen Mays, Jim Gibson, Lydia Pruett, Kathleen Kapaun, Shen Smith, , Karen Staudt-Cartabona, R.Lynn Shell-Whitlock, Laurie Kasowski, Rebecca Peters-Campbell.
Absent: Irina Terra (out of the country) and Cynthia Gredys. A quorum was established.

The meeting was called to order by President Barbara O'Neill, at 8:36 PM EDT.

Article X – The Administration of the Beverly C. Taylor Trust for Borzoi Rescue

Feedback from the membership at the annual meeting was incorporated into the draft. Barbara O sent to the attorneys, who made a few revisions.

The Attorney Associate who is working for with us is Denise Tran of the offices of Sharon Sakamoto, Aoki, Sakamoto, Grant, LLP, Seattle, WA.

Revisions by the Attorney and the Board:

- a. The Attorney added "irrevocably"
- b. The Attorney changed the name to BCOA Taylor Trust Committee
- c. New paragraph was added – removed the word Trust so it reads "consistent with Borzoi rescue purposes".
 - 1) Change create to **creating**
Clarified that the Committee oversees the Trustee (wisely invested and financially secure)
 - 2) Attorneys added that the Trustee is a member of the committee (non-voting). **Add hyphen in non-voting. Add "at least one of the committee members has a Borzoi rescue background"**.
 - 3) Add **s** to Committee Member(s)
 - 5) Change to "Greater than 50% of the voting members of the committee shall constitute a quorum"
 - 6) Phone conference was specified
 - 7) Clarified that a monthly statement is a monthly rate of investments, quarterly report is combined statement
 - 11) Net trust income was added
 - 12) Attorneys took out Directors investment strategies, put in Committee's investments guidelines

and reporting requirements. Added "by the Directors and amended **by the Committee** (remove blue) when necessary".

Section 3

- 3) Change organization to **organizations**

Barbara O'Neill read back all changes.

A motion was made by Lydia Pruett, with a second by Jim Gibson, to accept the attorney's revisions, along with the Board's corrections and approve Article X in its entirety.

Discussion: Karen Staudt-Cartabona stated that she would prefer to see a final version with the changes before voting. Lynn said that we all marked our copies with the revisions so it was clear how the changes

read. Barbara O'Neill said that she would make the changes tonight and send to the Board. If any typos, she will be correct as the motion states "the Board's corrections".

The question was called. There were nine in favor. Karen Staudt-Cartabona voted against. MOTION PASSED

Laurie Kasowski made a motion to adjourn, with a second by Kathleen Kapaun. MOTION PASSED. Meeting was adjourned at 9:16 EDT.