

**December 1, 2015
HSOV “Annual” Board Meeting
Meeting called to order at 7:05 P.M.**

**Present: Sandra Brightwell, Becky Johnston, Teresa Cunningham, Celeste Ridgway,
Kelly McGilton, Shelly Kidd, Scott Martin, Jared McGilton, Deb Ryder**

President's Report: By Sandra Brightwell

>Advised everyone this was the annual board meeting for voting of new board member(s).

Approval of Minutes:

>Motion to approve November 3, 2015 HSOV minutes made by Jared M. and second by Shelly K. All were in favor.

Treasurer's Report: By Becky Johnston (presented within the Interim Directors Report below).

>Distributed November 2015 Balance Sheet and P&L (as of Dec. 1, 2015).

“Donations Other” includes an unanticipated donation of \$7.4K from Mr. Martin Jamison.

“Fundraisers Other” includes River City Finance Group of appx. \$2K.

“Tax Penalty Exp.” represents untimely tax filing resulting in a penalty; since corrected.

“Repair/Maintenance Vehicles” of appx. \$300 represents tires for shelter vehicle.

“Repair/Maintenance Facility” includes appx \$600 storage building since offset by donations.

>Peoples Bank as of 11/30/2015:

Regular: \$48,233.59

PayPal: \$344.61

>Marietta Community Foundation (MCF) – as of October 31, 2015

General Fund: \$22,362.81

Fac/Building Fund: \$34,964.24

Medical Fund: \$27,355.19

Schafer Trust: \$1,650,377.78

>Motion to approve the Treasurer's report made by Kelly M. and a second by Teresa C.
All were in favor.

Manager's Report: By Scott Little

>Not present (see attached – provided post Dec. 1)

Interim Director's Report: By Kelly Goedel

Distributed outline of subjects of conversation (see attached not inclusive individual personnel matters) certain of which also included within “New Business” below:

>Provided update of various events, fundraisers, presentations attended throughout November;

>Provided update on sale of Dodd's Run Rd. property being a survey pending (recommended by Attorney Webster. Teresa C. suggested we obtain quote for survey as can be very expensive and after net of realtor's commission, legal fees, transfer tax, etc.. will likely breakeven. Celeste R.

suggested if only at a break-even scenario then perhaps Quit-Claim the property a neighbor;
>Description of change in 2016 of board meeting reports (including committee) to meet legal guidelines and for efficiency.

Operations/Building and Grounds: By Deb Ryder
>Future goals/projects pending information, quotes, etc.

Fund raising: By Jamiann Voshel (Not present)
>Shelly K. and Becky J. gave update on the upcoming Fur Ball Fundraiser;
>Putnam Commons – 14 trees for raffle including an HSOV tree – minimum bid \$300.

Nominations: By Jared McGilton
>Two board positions will be voted upon tonight. The candidates are Chris Murphy, Julie Lowther, and Teresa Cunningham (running for second term).

Spay/Neuter: Becky Johnston
>Nothing to Report

Newsletter/Face book/Pet finder/Feline Rescue: By Sharon Paul
>Gave update (see attached)
>In addition, Marietta Times prints approximately 12 animals (bi monthly) sponsored by area business such as American Flags and Poles, Fur's A Flyin, etc.

Canine Rescue: By Celeste Ridgway
Pleased with the loyal and dedicated assistance from our faithful rescues and extended thanks and appreciated for all who participate in that process.

Computer/Web Hosting: By Scott Martin:
>The internet website invoice is due this month of December.
>Printer issues have momentarily been resolved.

Foster Program(Dogs): By Deb Ryder
>Currently only Seven (7) dogs in foster as compared to the average of 12-15. Celeste R asked everyone to continue to plea for qualified fosters (home).

Adoption Follow-Ups: By Celeste R.
>JoEllen Gray is assisting with this and is up-to-date through October 2015.
>No report provided by Wendy Irvine (not present) for the felines.

Thank You Notes:
Donna Ball reminded/advised that will not be performing this 2016.
Teresa C. expressed thanks and appreciation to Donna for all the work in preparing the Thank You notes for the recent Paws Walk as there were many compliments upon receipt.

Membership: By Teresa C.
>Only one new member post October 1st.

Volunteer: By Amber Delong

- >This winter includes Working Man's Store, Donation Trees @ C&C, Tractor Supply & Kmart;
- >YMCA Friday family night taking a dog and cat from 5:00 – 7:00;
- >WVU-P called for a “Pet Your Stress Away” day;
- >Ongoing nursing home visits;
- >St. Patrick's day planning an adopt-a-thon at Pet Supplies Plus in Pksbg.

Unfinished Business:

- >Dodd's Run – already discussed above.

New Business:

- >Surveillance/Fire System: Sandy B. mentioned she would request we obtain another quote. Jared McGilton made a motion to move forward with the quote as previously presented and forth from Advanced Alarm Technologies. Becky J. moved to second. All were in favor except Deb R. Shelly K. and Sandra B. Motion carried by majority (5 to 3).
- >New Audit: After discussion, pend hiring Rae and Associates until additional quotes obtained.
- >Clarification of rule/duty of Secretary regarding minutes in 2016: Clarification provided
- >Final Budget Review: Per Kelly G. - pending.
- >New Banking Procedures: K. Goedel advised with be transitioning to “on-line” banking to take advantage of current technologies and services provided for cleaner accounting and efficiencies.

Public Comment:

Visitor, Peggy Squires, expressed recent negative experience of attempting to adopt from the HSOV in that went through the proper instructions of completing the adoption application and would be advised that the Shelter Manager would make a decision the following morning. However, upon returning home that evening learned on the HSOV site that the dog had been adopted that afternoon. Ms. Squires highly suggested that an improvement of communication between the staff and the public was needed.

Several volunteers who certain of which are at HSOV daily, including Holli Mannix, Donna Ball, Julie Lowther and Amber Delong, Marilyn House, expressed serious concerns of the care of the felines in comparison to that of the dogs due to lack of staff with very detailed examples and experiences on a daily basis described (with a definite mention that this has no bearing on Brittany D. as she is pulled all over the shelter), along with treatment of the public when visiting to the shelter, etc. When asked by Sandra Brightwell as to whether the volunteers felt comfortable in speaking with Kelly G. as Exec. Director, several expressed they did not.

The volunteers were encouraged by Sandra B. to understand that changes are being put in place and addition that Kelly M. and Celeste R. they should consider forming a Volunteer Committee to bring forth in the future in a reportable format suggestions, concerns, etc. Further discussion as to who the volunteers should address, whether Scott L. as Shelter Manager or Kelly G. as Exec. Dir., is dependent upon the nature of the question/concern and more importantly as stressed by Jared M. the urgency of the matter at hand (care of an animal in immediate need, distress, etc...)

- >Becky J. recognized Kelly M. last night on the Board after 6 years of service and appreciation.

Annual Election to Vote for 2016-2018 two (2) board seats that are available.

19 Present to vote resulting in 38 total votes: The two voted to the 2016-2018 term being: Teresa R. Cunningham (returning 2nd term) and Chris Murphy (first term).

Entered into Executive Session called by Sandra Brightwell as President.

Motion to return to public meeting made by Kelly M. and second by Becky J. All were in favor.

Motion to adjourn by Becky J. and second by Shelly K. All were in favor.

Respectfully submitted,

Teresa R. Cunningham, HSOV Bd. Secretary

POST DECEMBER 1, 2015 MOTIONS VOTED UPON:

Via email communication on December 17, Becky J. made the following motion (Subject: Safe Harbor form): “I move we approve the document required by MCF using the wording that they require concerning the safe harbor move”. Scott M. moved to second. The following responded in favor resulting in a majority vote: Teresa C., Celeste R., Jared M., Deb R., and Sandra B.

**At a special meeting called by Kelly G on December 17, 2015 (See Attached)
Motion by Becky J. and second by Deb R. - Those present signed the following composed by Becky J.: (Not present: Jared M. and Chris M.)**

“I hereby agree to these actions being an emergency and voted on by HSOV Board outside of normal monthly meeting”:

- 1) Buying a dryer at fair price;**
- 2) Giving director an manager authority to set volunteer guidelines;**
- 3) Kelly needs additional hours to get through end of year and we agree to do that;**
- 4) Giving director and manager authority to set any operational guidelines.**

(Signed by)

Becky J., Teresa C., Scott M., C. Ridgway, Sandy B., Shelly K., Debbie R.

Via email communication began December 28 by Teresa C. inquiring if we are going to vote for Kelly G. continued employment until at the January 2016 meeting as the motion of December 17th only provided for employment through December 21, 2015.

On same date, December 28, Becky J. made a motion via email as follows:

“I hereby move that we continue with the current salary arrangement with Kelly until January board meeting”. Debbie R. moved to second. All responded via email in favor being: Sandy B., Chris M., Scott M. Shelly K., Teresa C., Celeste R. and Jared M.