

ITLA BOARD OF DIRECTORS ZOOM MEETING

JUNE 13, 2023, 7:00 PM

Pre-meeting discussion that President Russell Freeman had called Larry Smith, Past President, and said he would be attending the meeting but would be late joining. Larry Smith texted Mr. Freeman and asked that he appoint someone to conduct the meeting until he could join. It was agreed by the board that Larry Smith would open the meeting.

7:13 PM Larry Smith called the meeting to order and then gave the invocation.

Roll Call by Craig Perez

President	Russell Freeman (will be late)	
Vice President	Lizz Huntsberry	absent
Director At Large #1	John Moxley	present
Director At Large #2	Connie Ollive	present
Region 1 Director	Gordon Musgrove	present
Region 2 Director		vacant
Region 3 Director	Joel Dickinson	present
Region 4 Director	Mike Metcalfe	present
Region 5 Director	Shadow Seaman	present
Region 6 Director	Terry Brink	present
Region 7 Director	Justin Sabio	present
Region 8 Director	Jeremy Johnson	present
Region 9 Director	Bill Henderson	present
Parliamentarian	Brad Westmoreland	present (non-voting member)
Past President	Larry Smith	present
Office Staff	Craig Perez	present (non-voting/to give report)

Quorum Established- Yes

Larry Smith asked Craig Perez to give the BOD the office report.

Craig Perez: We (ITLA) are behind on all matters in the office. His first day at the office the door keys could not be located, and he was not able to get into the building. A locksmith was called to open the doors and the door locks were changed at that time, also. The passwords for the computers and other keys were found in the office. Craig took an inventory of the office. Teresa (former office staff) has helped train Craig on the I-Registry System. He said that there are months and months of work to do, some work found in the office was a year behind. He stated that in his opinion he honestly didn't think Russell Hooks

was aware of the lack of work being done by the office staff. Piles of paperwork were hidden throughout the office. Craig talked to one ITLA member that came into the office to get their paperwork and they were told that both the office printers were not working that day. Craig also found that much of the paperwork (cattle registrations, transfers, ect) was being done it was not being sent out/mailed. Joel and Kara Dickinson came to help/work in the office and in four days they were able to process a month's worth of work. Craig reports that the office was low on supplies, the filing system was delinquent several years (papers not filed correctly or not filed at all). Brad Westmoreland and his daughter have assisted with the filing. Approximately one thousand dollars worth of membership dues have been brought up to date. Incoming paperwork has been caught up to April 2023 except for a few that he is waiting on copies of brands for them to be completed. Craig has been reporting daily to Larry Smith weekly and to President Russell Freeman. Craig then reported on the number of registrations, transfers, corrected papers, number of new memberships and stated that there had been a few lifetime memberships in the past month. Craig has also been trying to learn the ITLA show circuit computer program so that he is ready for the Championship Show in October. Regarding transfers, he believes the previous staff was not aware of the importance of the information on those records and their value to the association. Every day there is some lack of information on the pedigrees because most members don't always fill out the forms completely. But every day it is getting better. It could possibly take a year or two to purge all the incorrect information out of the system and get it corrected. We have had some members complain of porn links on the ITLA websites and some getting on the I-Registry are getting thousands of pop-ups. Abe (computer tech) has been unwilling or unable to assist with these problems. Craig has been working 10-15 hours a day to get things caught up. He has put out over 350 pieces of mail all over the USA and to over 12 countries. Teresa has been coming into the office 2-3 hours at least once a week to assist mainly with membership packets.

Mike Metcalfe asked if Craig knows anyone locally to help with the I-Registry pop-ups.

7:34 President Freeman joined the meeting.

7:35 The zoom conference call disconnected. 7:37 All BODs re-connected to the meeting.

Larry Smith said he knew of someone in Glen Rose that could look at the I-Registry and get it corrected. Larry to contact them.

Craig said if the BODs know of members that are having problems with their paperwork to have them call the office. He will talk with them and try to get the problem(s) corrected with over the telephone.

7:40 Craig Perez left the meeting.

President Russell Freeman now conducting the meeting.

Financial Report by Larry Smith

DOC-U-Sign and ITLA checking account in order with updated signatures.

Account Balances:

October 2022 \$60,015.32

April 2023 \$48,471.05

June 13, 2023 \$57,359.09 plus PayPal total is \$59,908.01.

Larry stated that all the ITLA bills were paid and caught up at the end of April.

There were several checks found in the office that the bank would not honor because they were over six months old. Some of those members chose not to continue (registrations, transfers, membership dues). And Russell Hooks was paid \$7500.00 during this time.

Larry has been in contact with the new bookkeeper, Melissa Meyers, and she now has access to records and will be able to keep the financial records current. We still need the past bookkeeper's (Judy Williams) assistance with the 2022 records and get them to the new CPA.

Joel Dickinson- I know Craig has been putting in lots of hours. What are we paying him per hour?

Larry Smith- When Craig was interviewed, he was offered \$15/hour, he asked for \$18/hour. He was hired at \$16/hour. He has been working sixty (60) hours a week. \$1900.00 for two weeks straight pay. Teresa has been working, when possible, 2 or 3 hours a week. She is thinking of taking a part time position. Larry has asked Craig to cut back his hours to a forty (40) hour week.

Joel Dickinson- There is still a lot of April paperwork to complete, a pile a foot tall. He works on the daily items first and then on the older items.

Larry Smith- Craig wants to keep on pushing to complete the work.

Larry spoke with the new CPA. The 2021 income taxes have been signed and filed. Penalties \$7000.00 plus are due June 19, 2023. On April 26, 2023, an extension was filed for the 2022 income taxes.

Russell Freeman- Thank the ITLA office staff and volunteers for all their hard work. Mr. Freeman says that he has had calls from several ITLA members that have issues with Craig Perez working in the office and does not believe he will be a long-time hire. Russell asked Larry Smith if Craig had started putting together an operation manual for the office equipment and procedures.

Both Larry Smith and Brad Westmoreland stated that they thought he started on the office operations manual.

Brad Westmoreland- asked how much Melissa Meyers was being paid as bookkeeper.

Larry Smith- Melissa Meyers pay is fifty dollars (50) an hour. Larry to ask MS Meyers if she would work for a monthly wage.

Larry said that the previous bookkeeper of thirty years worked for six hundred dollars (600) a month. She kept the books, paid the bills, paid employee wages, gave monthly financials, and ran errands for the office. The financials were up to date for September for the October conference and general meeting.

Brad Westmoreland- I think she was let go without knowing all the information and the situation was not handled appropriately. Brad said he was willing to coordinate with Larry to talk with Judy Williams and ask if she would be willing to come back as bookkeeper.

John Moxley- Stated as treasurer, he never had a problem with Judy as long as she can get the things done on time for monthly financials.

Larry Smith recognized by President Freeman- to go back to the issue regarding Craig Perez's 60-day hire agreement.

Joel Dickinson- Moved to extend Craig Perez's work contract another 60 days.

No second

Discussion:

8:15 Zoom conference call disconnected 8:16 All BOD reconnected.

Russell Freeman- Craig Perez has a very questionable and bad reputation. After talking with some of the TLBAA board members they have indicated that they do not want to continue with the dual registry if Craig continues to work in the ITLA office handling registrations. This is an ethic problem that could come back and make things worse.

Shadow Seaman- Dual registrations are a big thing for the ITLA.

Russell Freeman- If he (Craig) decided to do something for personal gain it could get us (ITLA) in a big mess. His moral character is in question. I think we need to keep him on the 60-day evaluations.

Joel Dickinson- Amended his motion to: A sixty (60) day extension of Craig Perez's current work contract.

John Moxley- Seconded the motion.

Motion carries unanimously.

Brad Westmoreland- ITLA needs a D&O policy regarding illegal activity to protect the association.

Discussion: Region 2 Director vacant position

John Moxley- had talked with Nelson Hearn of Nam Tam Longhorns. Mr. Hearn meets all the requirements, and he would be willing to take the position.

John Moxley moved to nominate Nelson Heard as Region 2 Director. Motion dies for lack of a second.

Discussion:

Joel Dickinson- Thought Mr. Hearn's name should be passed on to the by-law committee and that the position should be filled at the general meeting so that that director could serve the full term, with that BODs and President.

Brad Westmoreland- We are having the discussion today, that would give a twenty-day notice to the board members. The official change could be passed at the next BOD meeting and then presented to the general membership in October.

Joel Dickinson- Talked about the nominating committee. This would give time for the BOD and the ITLA membership to submit names to the nomination committee. Joel then asked Brad Westmoreland to "finetune the motion" and compare to the by-laws and send to the BODs for review to be able to move forward at the next BOD meeting.

Brad Westmoreland said that he would do that and email it to the BOD in the next week. Things to consider might include moving directors from one position to another, timeline regarding filling a vacant position, review of by-laws.

Minutes from previous meetings

Lizz Huntsberry to submit written minutes from the previous meetings of Nov 2021, April 5, 2022, July 2022. And Connie Ollive to submit written meeting minutes for October 2022, and a called BOD meeting for April 27, 2023, so that they can be filed in the office.

Russell Freeman- says that he bought something at the 2022 Conference, during a fundraiser event and wasn't sure he paid for it because he had no receipt, nor has he ever received a bill for it.

It was noted that Kyla Lovejoy was taking payments and it was likely in her paperwork at the office.

John Moxley said he would look through the financial records.

Justin Sabio- said that Kyla was using a receipt book, it should be in the office.

Joel Dickinson- said there are boxes and folders from the convention in the office and the receipt book was likely in one of those boxes.

Russell Freeman- Thanks to Sara and Kara for working on The Drover. The advertising prices have been lowered in hopes to attract more advertisers. BOD directed to look at the new advertising list.

John Moxley- Thought it was a good deal to make it affordable.

Joel Dickinson- stated it is cheap to add pages to The Drover. Hoping that lowering the cost it will increase the number of ads.

Larry Smith- The cover and an article for \$500.00. One time per person or ranch.

Joel Dickinson- That was Kara and Saras' idea also.

Brad Westmoreland- 20-day notice for the next two BOD meetings/

July 11, 2023, and August 15, 2023

Joel Dickinson- Motion to adjourn.

John Moxley- seconded the motion.

Unanimous

Meeting adjourned at 9:08