

**STCA Special Board Meeting
February 5, 2015 -- Via Conference Call**

A special meeting of the Board of the Scottish Terrier Club of America was held on Thursday, February 5, 20256, via conference call. President Hill called the meeting to order at 8:35 P.M. The following Board members were present: C. Hill, L. Kelly, R. Spence, P. Williams, H. Prince, N. Hurren, S. Russell, J. Waite, M. Browne, J. Burge, A. Green, P. Wooster. Absent: K. Edell. Entering the call late: T. Thomas.

President Hill reminded the Board that discussion in writing on the Board list as well as at meetings and conference calls should not be shared without permission. It is necessary to be able to speak openly in discussion without being publicly quoted. Minutes will reflect all topics and decisions made.

Words from the Constitution, Article I, Section 2, were read which state the Objects of the Club. They are principles and purposes set forth for the club when founded and serve as guidelines that direct all members in stewardship of the Scottish Terrier Breed. She asked the Board to take the words to heart in all deliberations. The Constitution makes it clear that we are custodians of the Breed, Board members charged with guiding the club need to keep this in mind for making wise decisions currently as well as for future of the breed. All pure bred dogs are under fire from negative forces outside the dog world which would remove our rights to follow the stated objects of the club as mandated by the Constitution. Be ever mindful that the purebred dog world is under attack. All members must unify in the Parent Club as a family. All negative actions and comments toward the club are a direct attack on the breed and reflect on its role as guardian of the breed.

President Hill then stated the purpose of this special meeting as being to consider retention of a lawyer for needed legal advice, and to retain legal services when needed in future. The proposal is to retain Fran Garb, a lawyer whose practice is in New Jersey (where we are incorporated), She is a member of STCA. She offered her hourly rate for the actual work she does to \$100 for STCA. She requests a signed retainer, but with no fee. Hill noted that Ms. Garb has already given us 4-5 hours of her time without charge in helping to write a rescue disclaimer for the STCA website.

Prior to this conference call, a member of the Board had stated to Hill that we would be in violation of our Constitution, Article I, Section 3, if we were to hire a Club member and pay for her services. Upon further study of this part of the Constitution, and after consultation with Mr. Michael Liosis, of the American Kennel Club, Club Relations Dept., it was confirmed that hiring this lawyer would not be in violation of the Constitution.

A motion was made by Steve Russell, seconded by Jerry Burge, that we retain Fran Garb as our attorney to advise us on legal matters. The motion passed.

Motion: to adjourned at 9:05 P.M. Williams/Wooster. Passed unanimously.

Respectfully submitted,
Helen Prince, Acting Recording Secretary for Theresa Thomas