Name	Susan Kaelin
	3117 Taylorsville Rd TAYLORSVILLE, KY, 40071
Email	Sckaelin@gmail.com
How many years have you been a member?	43
Select your district	District 6: Kentucky, Tennessee, District of Columbia, Virginia, and West Virginia
Requirement 1: Directors elected must live in the District Zone you will serve.	I live in the District Zone I will serve
Requirement 2: Directors elected must communicate with members of your District by sharing information, seeking input and answering inquiries	I will communicate with members of my District by sharing information, seeking input and answering inquiries as needed or requested.
as needed or requested.	
Requirement 3: Directors elected must have a working knowledge of the CCA Bylaws (2021), CCA Board of Director Code of Ethics, CCA Code of Conduct (formerly known as the Code of Ethics), CCA website, CCA Newsletter, Public Outreach, and other CCA documents as needed to participate in discussions and actions of the Board of Directors.	I have a working knowledge of the CCA Bylaws (2021), CCA Board of Director Code of Ethics, CCA Code of Conduct (formerly known as the Code of Ethics), CCA website, CCA Newsletter, Public Outreach, and other CCA documents as needed to participate in discussions and actions of the Board of Directors.

Requirement 4: Directors elected must be familiar with the organizational structure of the CCA and its Operations Manual (pending approval).

Requirement 5: Directors elected must have a basic understanding of Robert's Rules of Order (12th Edition) and why it is important.

Requirement 6: Directors elected must be willing to commit to attending electronic or telephone meetings as scheduled on a regular basis (typically monthly).

Requirement 7: Directors elected must have internet access to be able to actively participate in the Board Discussion Group, committee meetings, and Board meetings.

Requirement 8: Directors elected must have basic computer and word processing skills, including the ability to open and edit word processing documents and spreadsheets.

Requirement 9: Directors elected must agree to follow the District Director Guidelines, CCA Code of Conduct, Board of Director Code of Ethics, CCA Board Confidentiality Agreement, and disclose any conflicts of interest and sign the Pre-election and Annual Conflict of Interest form. Documents may be found at https:// www.collieclubofamerica.org I am familiar with the organizational structure of the CCA and its Operations Manual (pending approval).

I have a basic understanding of Robert's Rules of Order (12th Edition) and why it is important.

I am willing to commit to attending electronic or telephone meetings as scheduled on a regular basis (typically monthly).

I have internet access to be able to actively participate in the Board Discussion Group, committee meetings, and Board meetings.

I have basic computer and word processing skills, including the ability to open and edit word processing documents and spreadsheets.

I agree to follow the District Director Guidelines, CCA Code of Conduct, Board of Director Code of Ethics, CCA Board Confidentiality Agreement, and disclose any conflicts of interest and sign the Pre-election and Annual Conflict of Interest form.

#### Describe your qualifications and responsibilities relating to the role of District Director.

I was on the constitution committee for four years that resulted in the current constitution that the club is governed by. I was grounds chair at the 2023 national specialty, and prepared the bid for the 2023 National Specialty. Butch Schulman and I organized Take the Lead on Millionaires Row at Churchill Downs. I have participated in judges education, and have also taught judges education at the Louisville Kennel Club cluster. I am a lifetime member of the Louisville Kennel Club and have worked at their training classes. I have been Vendor chair for the Cluster, and wrote the monthly newsletter for the Louisville Kennel Club.

Professionally, I have a masters in information systems and database management with a minor in human resources. I also have a bachelors in accounting. I have been extensively trained in process reengineering in my career at UPS, which has served me throughout my career. I have my PMP (project management professional) license, certified in database design, and certified in agile.

I currently am the manager of the project management office for Transmission at the utility that provides electricity throughout Kentucky, areas in Tennessee and Virginia as well. I manage a half billion dollar

portfolio and currently have 20 direct reports. I have been with the utility for 10+ years.

In the past 10 years, I have mentored new employees that have joined our organization in their careers, mentored University of Louisville, students in the career of a information technology, mentored girls in S.T.E.A.M. at the James Grace Academy, and continue to volunteer at the Home of the Innocents in their fundraisers and events for the children that live there.

For your personal biography, in addition to the qualifications you have included above, please answer the following questions about the CCA District Director's role and responsibilities.

## What is the District Director's role in relation to the CCA Board and club as a whole? Use the CCA Bylaws (2021), Director Code of Conduct, and Confidentiality Agreement in formulating your answer.

My role as a district director is similar to the roles and responsibilities of my profession where I am to identify a potential conflict of interest to mitigate any violations that may result in termination, and exclude myself from any activities that may be a potential conflict of interest.

Similarly to my profession, I am to follow a strict code of conduct's and keep proprietary information and closed executive sessions confidential.

When CCA had to rewrite their constitution due to New York, not-for-profit laws, this added additional legal responsibility to the role of the district directors and officers as well. We have a fiduciary responsibility to protect the assets of the club, and make responsible decisions on behalf of the club.

The district director also has a responsibility to act in the best interest of our beloved breed, the Collie to protect our breed.

We also must represent our members as we are elected to represent them. It is my job to communicate to the officers and other district directors how my district feels about discussions and initiatives within the club.

## Given your understanding of the director role as developed in the previous question, how would you keep your CCA district membership informed of important information and seek member input and what tools would you use to do this?

In the past, I have used email communication to reach out to the members, I have had discussions at dog shows, and have talked via phone and text at various members request.

### What is the Director role in relationship to confidentiality? Use the principals outlined in the Board of Directors Confidentiality Statement when formulating your answer.

When I am allowed to cross post, I inform the members of any conversations that may take place with the board. Information from a closed executive session or proprietary information from the communication channel of the board is always kept confidential.

## What is the Director's role and responsibility regarding new membership applications, member reinstatement, and dues renewals?

The Director role and responsibility for membership applications and reinstatements is to ensure that the application is filled out completely with CCA member sponsors. When it is time for dues renewals I am responsible to reach out to my members who have not paid yet to give them a friendly reminder.

#### Why is having a working knowledge of the CCA Bylaws important to your role?

It is important to have a working knowledge of the bylaws to understand any limitations that New York places on the governing of CCA

### Why is a basic understanding of Robert's Rules of Order (12th Edition) important for a Director?

Roberts Rules provides a framework for conducting productive and orderly meetings to achieve our goals. It is important that directors have a basic understanding of these rules to be a catalyst to achieve the goals of our organization.

## Describe your understanding of the fiduciary responsibility a District Director holds as it relates to running the club including implications for costs in decision making, interpreting treasurer reports, national show bids, and any other financial matters of the CCA.

My fiduciary responsibility to CCA is to review and understand the financial reports, as well as review, national show bids and ask questions if I feel there is a discrepancy that could cause a negative financial ramification. I should also do the same on any initiative that the club discusses. A district director is responsible to protect the finances in the assets of the club.

# What is the significance of the following statement regarding NY Not-for-profit board responsibility (501(c)(7)): Directors must vote and make decisions based on the best interest and benefit of the entire organization and not just a particular group of beneficiaries or other directors.

The board of directors has three primary legal duties, which are "duty of care," "duty of loyalty", and "duty of obedience."

In duty of obedience, it is specifically stated that we are to ensure that the nonprofit obeys applicable laws and regulations; and that the nonprofit adheres to its stated corporate purposes and/or mission.

In duty of loyalty, it clearly outlines that we are to make decisions that are in the best interest of the nonprofit corporation, not in the best interest of an individual board member, or any other individual.

The duty of care identifies the responsibility of the director to ensure prudent use of all assets, people, and good will

#### Why do you want to serve, or continue to serve, your District and the Collie Club of America?

It is my desire to continue to work with the other members to promote and protect the breed, we love. I have enjoyed being on different committees, and also being the point of contact for people who are inquiring about our breed to educate them, and direct them to my members for further education, and to acquire their collie.

This nomination form must be complete and include a signed Pre-election and Annual Conflict of Interest Statement, Board of Directors Code of Conduct, and Confidentiality Agreement. An electronic Pre-election and Annual Conflict of Interest Statement, Board of Directors Code of Conduct, and Confidentiality Agreement are included at the end of this form for your signature.

Signature

Ann Karl

Part 1 of 2

### **Pre-election and Annual**

## **Conflict of Interest Statement**

I, the undersigned, am, or may become, a Director of Collie Club of America, Inc. (the "Club") and I hereby certify to the following:

Part 1

- I have received a copy of the Club's Conflict of Interest Policy, which is included in Article XIV of the Club's Bylaws.
- I have read the Club's Conflict of Interest Policy and I understand it.
- I acknowledge that I receive information which must remain confidential.
- I agree to fully comply with the Club's Conflict of Interest Policy.
- I understand that the Club is a tax-exempt organization and that in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

NO

NO

Part 2 of 2: To the best of your knowledge, are you an officer, director, trustee, member, owner, or employee of any entity with which the Club has a relationship?

Part 2 of 2 continued: Is there any transaction in which the Club is a participant and which you have or may have a conflict of interest?

Signature

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### Board of Directors Code of Conduct

Members of the Board of Directors for the Collie Club of America (hereafter referred to as "Club" in this document) serve in leadership positions and, therefore, are held to a higher standard of conduct than nonboard Club members. By signing this Code of Conduct, each Board member demonstrates his/her commitment to honest and ethical Board service by agreeing to the following provisions.

As a member of the Board of Directors for the Collie Club of America, I will	Adhere to the Club's By-Laws and act within the boundaries of its authority as defined by New York State Non-Profit law.
As a member of the Board of Directors for the Collie Club of America, I will	Strive at all times to discharge my duties and serve the interests of the Club as a whole regardless of my personal interests. This includes being fully versed in the governing documents of the Club and Director Guidelines.

As a member of the Board of Directors for the Collie Club of America, I will	Use due diligence and sound judgment to make the best possible business decisions for the Club taking into consideration all available information, circumstances, and resources.
As a member of the Board of Directors for the Collie Club of America, I will	Immediately disclose to other Board members any conflict of interest as soon as I become aware of the potential conflict.
As a member of the Board of Directors for the Collie Club of America, I will	Treat other Directors and members of the Club with respect at all times and refrain from making personal attacks on, or inflammatory comments about, anyone.
As a member of the Board of Directors for the Collie Club of America, I will	Provide member feedback and participate in discussions on Club motions and actions, but support and abide by all duly adopted Board decisions once made.
As a member of the Board of Directors for the Collie Club of America, I will	Continue to remain a Club member in good standing for the duration of my term.
As a member of the Board of Directors of the Collie Club of America, I will NOT	Reveal any discussion or decisions made during any properly closed Executive session of the Board without prior approval of the Board.
As a member of the Board of Directors of the Collie Club of America, I will NOT	Use my position and/or decision-making authority for personal gain or to seek advantage over another Club member.
As a member of the Board of Directors of the Collie Club of America, I will NOT	Share specific comments or identifying information from the Board discussion group without permission.
As a member of the Board of Directors of the Collie Club of America, I will NOT	Divulge personal information about any Club member that was obtained in the performance of Board duties.
As a member of the Board of Directors of the Collie Club of America, I will NOT	Misrepresent known facts in any issue involving Club business.
As a Board member, I have read the Board of Director Code of Conduct presented above. I agree to abide by the requirements of this policy and to inform the Board President immediately if I believe any violation (unintentional or otherwise) of the policy, has occurred.	I agree

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## Board of Directors Confidentiality Agreement

Confidentiality refers to the duty to preserve privileged information and to share entrusted information responsibly. Board of Director members are cautioned to demonstrate professionalism, good judgment, and care at all times in handling any information relating to the Collie Club of America (hereafter referred to as "Club" in this document) to avoid unauthorized or improper disclosures of confidential information.

Board members are expected and encouraged to discuss Club business with one another and with members. However, there are limits to what is shared and how it is shared as outlined below.

Therefore, the undersigned hereby acknowledges and agrees to the following:

Any document or form created by I agree conducting Club business is considered proprietary and all information contained therein shall be considered confidential and will not be discussed, duplicated, published or released in any format unless said document or form is originally intended to be non-confidential or until instructed to be disclosed or published by a majority vote of the CCA Board of Directors. All information discussed or reviewed I agree in a closed Executive Session meeting shall be interpreted as confidential and will not be discussed or released to anyone not in attendance at that meeting without prior Board approval. Specific or identifying information I agree shared or discussed on the Board discussion forum will not be shared outside the board without permission. General topics of discussion may be shared with members for feedback.

l agree

Any Club information, personal comments, or any member personal data collected by the Club will be considered confidential information and will not be discussed or released in any manner unless through an approved venue and/or for a clearly delineated specific purpose (such as the website, committee chairs, member and judge bios, election materials, etc.).

I agree with and shall abide by all provisions of this Confidentiality Agreement. I understand and agree that failure to abide with any and all provisions listed herein may result in immediate loss of access to information and potential disciplinary actions by the Club.

l agree

Signature

Sen Kark