



Virtual Meeting June 14th – June 17th , 2018 By-Law and Conflict of Interest Policy Review

<p><i>Minutes approval:</i></p>	<p><i>Yea: Laura Miller (via Slack, 8/1/18), Jared Reynolds(Slack, 8/2/18), Sandra May (Slack, 8/1/18)</i></p>	<p><i>Nay: None Abstaining: None Missing: Gary Miller, Jessica Livingston.</i></p>
---------------------------------	--	--

Draft by-laws were emailed to Gary Miller, Sandra May, Jared Reynolds and Jessica Livingston on June 14th at 12:03 pm by Laura Miller.

At 12:16 pm Laura distributed the proposed Conflict of Interest policy.

On June 15th at 2:25 pm Gary Miller noted the address for Making Matters was missing for Section 1. He also proposed staggered terms for board members to prevent having a complete turnover every iteration but otherwise approved the bylaws as drafted.

At 3:17 pm Laura added the address to the document and suggested we table staggering board terms until additional members were added.

At 6:24 pm Jessica Livingston noted a small grammar error and queried whether the proposed rules on quorum would work while the board was its current size of 5, and how an odd numbered gathering would impact any meetings.

On June 16th at 9:31 am Gary opined that when there was an odd number of members all majority votes would be greater than 50% which is preferred in terms of consensus, and that while the board remained small as a practical matter allowing half to constitute quorum would help the board function.

At 10:24 Laura asked whether the wording should be changed to "simple majority".

At 4:40 pm Jessica felt it could be stay as is.

At 9:16 pm Sandra May advised she was comfortable with the bylaws and conflict of interest statement as written. She did have procedural questions about how the meeting notices and calendar referenced in the by-laws would be handled but felt these issues could be addressed later, and as new secretary requested the board member's physical addresses.

At 11:59pm Laura Miller requested a motion and a second... and for all members to also weigh in on the Conflict of Interest policy.

On June 17th at 1:03 AM Gary moved that the bylaws and conflict of interest policy be accepted as proposed.

At 9:45 AM Jared Reynolds seconded.