

DRAFT Minutes of ECIA Bylaws Review Committee Meeting

Oct. 7, 2021

1. a. Call to Order - by Chair Amelia Adair at 3:38 PM.
b. Attendance: **Members** Amelia Adair (Chair), Nolan Zisman (Secretary), Sue Daniel, Jim Caruso, and Jody Price. A quorum was present. **Others**: Staff Liaison Ciara Walsh; Guest Betty Knight.
2. Approval of Agenda - Unanimously approved
3. Ratification of email vote to approve the Sept 22 Meeting Minutes - "Next Meeting Date" of Oct 24, corrected to Oct 21. Corrected minutes unanimously approved.
4. Open Forum: comments from ECIA members (limited to 2 minutes per member) - None
5. Chair, Staff and Board liaison reports:
 - a. Chair report - We should schedule our presentation for the November Board meeting which is scheduled for Nov 16. We also need to finalize our list of items to go to the attorney.
 - b. Board liaison report - Attorney willing to provide feedback no later than early December.
6. Old Business:
 - a. Review Bylaws Review Action List and Annual Calendar - established a target date in Oct to get committee questions to the attorney.
 - b. Proposed Bylaws Revisions:
 - (1) Board member as full-time resident changed to legal resident. Board always has power to remove director not performing their defined duties.
 - (2) Definition of "Open Meeting" revised with unanimous consent.
 - (3) Proposed changes to Term of Appointed Director referred to Election Committee for feedback. Not considered a priority at this time.
 - (4) Question of whether a stipend can be created for Board members to be referred to the attorney.
7. New Business -
 - a. Discuss plan for presentation at Nov. 16 Board meeting. We will extract proposed changes from the Bylaw document onto a separate document, showing old language, proposed new language and brief description of justification. This to go to the Board prior to their Nov 16 meeting.
8. Next meeting date: Oct 21 from 3:30 to 5:30 on Zoom.

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9. Adjournment: at 5:33 PM.

Respectfully submitted by Nolan Zisman, Secretary