

Minutes of ECIA Bylaws Review Committee Meeting

Nov. 11, 2021

1. a. Call to Order - by Chair Amelia Adair at 3:32 PM.
b. Attendance: **Members** Amelia Adair (Chair), Nolan Zisman (Secretary), Jim Caruso, and Jody Price. Sue Daniel joined the meeting a bit later. A quorum was present. **Others:** Staff Liaison Ciara Walsh; Guest Dan Drobnis.
2. Approval of Agenda - Approved 4-0-0.
3. Approval of the Oct. 28 Meeting Minutes -Approved 4-0-0;
4. Open Forum: comments from ECIA members (limited to 2 minutes per member) - None
5. Old Business:
 - a. Proposed Bylaws Revisions: Review current spreadsheet of suggested Bylaws revisions for these items, which have not yet been discussed:
 1. Item #8, Article VIII, Section 2 – removal of director. Definition of “Just Cause” added and referred to in petition form. Approved 5-0-0.
 2. Item #10, Article XI – Regulation of committees - Recommend to Board to put open meeting definition into the format of each committee’s charter. 5-0-0.
 3. Item #27, Article XII, Section 2 – Expand definition of “Special meetings of members”. No change 5-0-0.
 - b. Discuss Election Committee feedback on Item #s 12 and 34

Item 34: Recommend inclusion of provision for electronic voting when we have a process in place. 5-0-0.

Item 12: No change recommended. 5-0-0.
6. Review Bylaws Review Action List and Annual Calendar - Asking Board members for feedback asap after 11/16 meeting.
7. New Business: Review draft list of key revisions proposed, for use at the upcoming Board. Format change, Amelia to send to BRC for final review and feedback.

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8. Chair, Staff and Board liaison reports: Nothing to Report.
9. Announcements: next meeting date Dec 9, 3:30-5:30 to review red-line markup of Proposed ByLaws.
10. Adjournment: at 5:24 PM.

Respectfully submitted by Nolan Zisman, Secretary