

SUUSI Foundation Board Meeting Notes 6/19/2018

******APPROVED******

Board Members present: QUORUM ACHIEVED (5 voting members present)

Jay Camp (Appointed 2018)

Paul Langrock (Appointed 2018)

Bill Neely (Appointed 2018)

Derrick Peavy (Appointed 2018)

Wilson Farrell (Appointed 2018)

Board Members Absent:

None

Opening: Online meeting via zoom. Meeting was called to order at 6:05 pm

Meeting's purpose:

This special meeting was called to adopt the bylaws of the SUUSI Foundation.

Derrick moved to adopt the bylaws as drafted.

Paul seconded the motion.

Wilson summarized the changes to bylaws that had been made from the original copy from that which Mark Burnette drafted. Changes included those voted on January 28, 2018 and a number of other changes made to align the bylaws with our practices. These other changes included:

- Removal of the Executive Committee with powers beyond any other committee
- Removal of the Executive Director; President will fill this role
- Removal of the Chairperson. President will fill this role (and the Vice-president in that person's absence)

- The Advisory Board was changed to an Advisory committee and was moved to the Committees section
- Elimination of proxy voting.
- The Fiscal year designated as being tied to the SUUSI Fiscal Year

The board discussed how the bylaws could be amended in the future. The current draft called for a simple majority. After a discussion, the board concluded that it shall be required that 5 of 7 voting members approve a bylaw change.

Voting was unanimous in favor of adoption of the bylaws as drafted with the discussed revision of bylaw change regarding the voting requirement.

Discussion turned to the next meeting. The Board agreed that we would meet on the Saturday before SUUSI (July 14, 2018) in conjunction with the SUUSI Board meeting. That meeting's primary purpose would be to select the 6th and 7th Foundation board members so that the SUUSI Board could approve them as per the Foundation Bylaws. The following names were discussed as possible appointees:

- Christine Magnarella Ray
- Phil Sterner
- Marilyn Schuyler
- Sol Winner

The July meeting should also elect board officers and sign the annual affirmation statement regarding conflict of interest, which Wilson will prepare.

Meeting was adjourned.