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OCF Bylaws Committee Meeting

April 6, 2023

Committee members and Board Liaison present: Ann Bennett-Rogers, Arna Shaw, Lawrence Taylor, Lisa Parker, Heidi Doscher, Paxton Hoag

Absent: Palmer Parker

Member feedback: None

Meeting Discussion:

We are continuing to work through the lawyer feedback to the suggested Bylaw changes and preparing document to share at the coming work session. The document has been updated to include changes made at our last meeting.

- Article V, 1. Members - two classes of membership to include charter members because lawyer says having charter members is more than one class of members.
- Added V, 4. Dissolution in response to lawyer comment.
- Worked on V, 5. Termination of Membership, clarifying the language.
- Discussed whether or not to include additional language about remote meetings and decided it would be best to leave it out at this time.
- Article VIII, 5. Emergency Meetings (changed from On-site Meetings) had a response from one BUM suggesting 4 hours' notice.
- Agreed to delete Article VIII, section 9 at lawyer's suggestion as conflict of interest is covered in Article X.
- Fine tuning Article IX Officers, change will to shall, designate the Membership secretary to call Special meetings of members, agreed to other lawyer language.
- Agreed to lawyer language in Article X, revised to track ORS.
- Agreed to minor changes in Article XI.
- Woohoo, we got through it all!

Discussed how to present the recommendations at the April 17 board work session. Decided that Heidi would do the play by play (walk through the Bylaws and the suggested changes), LT would do the color commentary, Arna and Paxton will watch the chat box.

Tasks, To Do's, Summary

- Send the document of final (for now) recommendations for the .net site, linked to the meeting page. Request the work session be titled Bylaws.
- Send to Kirsten for the board packet by the 11th.
- This won't be ready for new business at a board meeting until changes that need to be made after the work session have been discussed and run by the lawyer.

The next Bylaws Committee meeting will be the board work session on April 17, 2023.