

TCC BOARD MEETING  
11-20-07

November 20, 2007

**CLOSED BOARD MEETING DO NOT POST**

\*Signifies agreements of the board at this meeting

- \*\*Motions

Attending Mark Henley, Rick Provisor, Susan Clark, Pat Harding, Jamie Scher, Billy Portman, Neil Shaw, Martin Schmidt, Michelle Harper, Lisa Jehnle, Chryssa Lighthouse, Oliver Duggal, Belinda Ellis

\*\*Motion made to allow Oliver Duggal be allowed to act as an adviser to the Board. 7 Yeahs, 1 Nay

Mark Henley protests that Oliver was invited to a CLOSED meeting.

All recording devices must be shut down advised by Oliver. Jamie, Lisa and Chryssa confirm they are not recording

Meeting was called order at 7:25 PM by Michelle Harper

AGENDA:

- 1) Is this a official meeting if it is not at the Community House?
- 2) What is a Meeting for purposes of eligibility for voting or running for office?
- 3) Review current Bylaws as to how they pertain to the election.
- 4) Who can run for office particularly with Adrian Wright, Julie Levine, Stephanie Lalouz, Lisa Salloux, Ron Lebow, Jim Rosenberg.
- 5) General Procedures of Board Members and general members as to how they affect the election process. Emails going out to General Members that are not from the official email/Corr. Secretary.

Code states Board may meet any where they want as long as there is notification and have plenty of time to meet.

ITEM 1

\*Board agrees that we can meet at this location for a closed session. All meetings, shall meet at the Community House when they are OPEN. If they are CLOSED, we can meet any where. Item 1 YES this is an official meeting

ITEM 2 of Agenda

Adrian recollects that last year it was voted that committee meetings counted towards the number of meetings to make a member eligible to vote. Committee meetings shall be considered meetings of eligibility if they have the following: has to go through official procedures, meeting must be a board approved committee, have an agenda, minutes taken, sufficient notice to members to attend, sign in sheets, a board member shall be in attendance other than the officer who called the meeting.

Code 5510 Unless the bylaws state otherwise meetings can be any where. Rick P states that there is a longstanding practice of holding committee meetings outside the community house is a precedent.

\*Agreed that Committee meetings count for eligibility to vote if it has the above criteria met.

Noted that advance notice of at least 10 days but not more than 90 days are required for meetings not regularly scheduled.

#### ITEM 3 of Agenda

All officers attending this meeting are members. Article IIIa of the Bylaws.

Procedures are voted on to clarify bylaws

\*Board Agreed that Nominees must be a paid member and need 3 TCC meetings in the previous 12 months prior to the nomination but not including the vote meeting.

Mark protested this decision. His interpretation of the Bylaws is that nominees do not need to be members at the time of nomination.

\*Gen Mems eligibility to Vote must have attended 2 meetings prior to the vote meeting and be a paid member.

Unsubstantiated opinion: If a member joined in August 06 then their membership would be due May of 2007 or. Membership is due May of each year as the Membership Month.

Noted: Membership Committee calculated the number of meetings members attended from the start date of their membership to validate their eligibility to vote. Rather than from the Membership Month of May.

Nominating committee's role is to determine the integrity and character of a nominee. So that the nominees will be of good character for the role as an officer. Nominating Committee's job is to check if the nominees are paid members or the committee can delegate this task to another member. Nom.Com must do the proper background check for those positions that have signing authority.

\*Board agreed James Rosenberg has not attended the three meetings thus ineligible to be an officer for 2008.

Ron Lebow attended 3 meetings but membership lapsed on 9/8/2007 he renewed 11/07.  
Adrian Wright active member of the Nominating Committee

\*Board agreed Ron Lebow is eligible to run.

\*Board agreed Lisa Salloux is not eligible to run unless she can provide proof she has attended 3 meetings prior to the nomination Oct. meeting.

\*Party at Froggys not an eligibility meeting.

Oliver's opinion about calling the private exclusionary meeting was OK BUT the procedure should have been to notify Jamie & Adrian then ask them to recuse themselves of this meeting until after the Board meets.

Billy's opinion is to follow the letter of law and the spirit of the law.

\*\* Motion made by Lisa 2<sup>nd</sup> by Belinda to determine Adrian's eligibility to run for the Board due to her participation with the nominating committee. 4 yeas 6 against

\*\*Lisa makes a motion that Adrian may submit evidence that proves she stated she would complete NomCom duties but not officially be on the NomCom by Friday Nov 23 then the Board will reconsider rescinding the previous vote by calling another vote. 9 yeas

Mark Henley interprets the Bylaws and Robert Rules of Order of which are incorporated by reference to the Bylaws as allowing Nominating Committee Members to run for office thus opposing the Board's majority opinion.

\*\*Motion made by Chryssa, Belinda 2nds motion that Julie Levine is not eligible to run due to stating publicly she was not running at the General Membership meeting on Nov 8 and her participation on the Nominating Committee. 8 yeas, 2 nays, 1 abstention

\*Board agrees Stephanie Laloux is not eligible to run for office because she is not a member.

Mark Henly agrees to interview lawyers through informal discussions to represent the club/corporation interests in regards to legal issues.

Board can indemnify themselves civilly but not criminally

Meeting Adjourned 12:25 AM

