

ICL Special Board Meeting Minutes

November 11, 2021

Virtual Zoom Meeting

Present: Joan Robinson, Sally Schriver, Dru Johnson, Dave MacMillan, Eric Reif, Priscilla Hibbard

Absent: Tracy Ragland, GwenEllyn Anderson, Jan Petroski, Dee Iltis, Vernelle Judy, Judy Gram

The meeting was called to discuss and approve changes to the proposed constitution before we send it to the full membership. It needs to be sent a week before the annual meeting on November 23, 2021. The changes came up after the proposed constitution was approved by the board on August 12, 2021.

- Article 4: The proposed constitution currently says that co-directors for board positions must be elected. The suggested change will say that the board can appoint a person to fill a co-director board position if needed. That person will serve until a successor is elected and has taken office.
- Article 9: Willamette University changed the dates of its fiscal year. We need our constitution to agree with the new dates. The new language is “The Fiscal Year for ICL shall be the same as the Willamette University College of Arts and Sciences.”
- Article 11: The current proposed constitution says that the nominating committee needs to send the proposed slate of offices to the membership one month in advance of the election. Joan suggested that was too much time and it should be one week instead. After discussion, the board agreed to change the language to 2 weeks.
- Article 14: This article is a new addition to the proposed constitution. It will say that the new constitution will take effect one day after the annual meeting. This will allow the new board to be elected to serve one year terms. After that, newly elected board members will serve two year terms.

Question and discussion—was there a motion to send out the new proposed constitution to the members back in August when it was approved? If there was a motion, the minutes don't reflect that.*

Eric moved to rescind the August decision by which the proposed constitution was sent to the membership. Priscilla second. Passed.

Dru suggested that the board have a parliamentarian. Dave said the position could be rotated quarterly among board members so more would have familiarity with Robert's Rules of Order. Priscilla said it would be best to ask the full membership if any had experience as a parliamentarian and was willing to serve.

Sally moved to accept today's amendments to the proposed constitution. Priscilla second. Pass.

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Eric moved to send the new proposed constitution to the membership so that it can be voted on at the 11/23/2021 annual meeting, Priscilla second. Pass.

Next steps—Dave and GwenEllyn need to figure out a way to vote on 11/23. Raise hands on Zoom? Dave noted that Roberts Rules doesn't say that votes must be counted, so a majority of raised hands could be fine. But could members vote twice? There wouldn't be a control against that. Dave said that he could easily count a majority of raised hands just by looking at the Zoom screens. But what about members who have phone access only? Dave says they also can raise hands (*9). Could we do an online poll? Polls allow for double votes for cheaters. Dave suggested we count no votes only. Far fewer and easier to count. Dave said we could vote for the slate of officers by acclamation. When we were in person in Kaneko, we voted by raising hands. Why is that a problem on Zoom?

Priscilla moved to adjourn, Dru second. pass.

* Although I was not present at the 11/11/21 meeting, I can answer this question. If a motion was made, the person making the motion would have been in the minutes as would the person seconding it, and the result (pass or fail). If no motion was made, I would have noted the board "agreed", "approved", or "discussed".

Tracy Ragland, Director of Secretarial Services