



Minutes of the Special Membership Meeting

October 27, 2015

Rick Rausch called the meeting to order at 7:05 pm. The purpose of the special meeting is to discuss a proposed revision to the current bylaws and obtain membership feedback for the OTTA Board.

Voting Members Present: Corinne Svoboda, Raymond Svoboda, Anne Giffels, Rick Rausch, Chris Nelson, Jerri Linn Phillips, Claire Leaman, Dorothy DeCarlo, Shirley Baugher, Norman Baugher, J. Allen Carley, Shannon Waterfield, Darlene M. Fahrenkrog, Diane Gonzalez, Paul W. Fahrenkrog, Michael Warnick, Deborah Early, Scott Early, Sharon Trost, Tom Leibig, Martha Connolly, Steve Mast, Jean Middleton, Vi Daley, Alan Lougee, Karen Pfendler, Phil Graff, Myrna Hogan, Richard Baehr, Richard Hyer, Alice Huff, Alan Naragon, Chris Huff, David Pfendler, John Waterfield, Larry Blust, Karl Hjerpe

Non-Voting Members Present: Mary Lynn Krohn, Barbara Guttman

Bylaws Committee Members Present: Rick Rausch, Anne Giffels, Martha Connolly, Tom Leibig

Though not present initially, a quorum was met by the time of the discussion.

Rick Rausch briefed the membership on the proposed changes to the bylaws, as given by the Bylaws Committee. He covered the activities of the committee over the last four months, the use of attorney Paula Goedert, and the procedures for the evening. He then led the membership through a section by section review of the proposed bylaw changes.

The following motions were put forth by membership. Articles and Sections can be referenced in the appended document, BYLAWS Comparison with Track Changes.

Article II - Motion to accept as amended: Alan Lougee, Scott Early 2nd. Passed by voice vote.

Article III, Section 1, Paragraph A - Motion to accept as amended: Alan Lougee, Scott Early 2nd. Passed by voice vote.

Article III - Motion to accept as amended: Alan Lougee, Scott Early 2nd. Passed by voice vote.

Article IV, Section 1 - Motion to retain original date of annual meeting, with revision of time to 630 p.m.: Shirley Baugher, Alan Lougee 2nd, Passed by a show of hands.

Article IV, Section 2 - Motion to remove language to include past president on Nominating Committee: Karen Pfendler, Alan Naragon 2nd. Passed by a show of hands.

Motion to adopt the sentence preventing family members from serving on Nominating Committee: Alan Lougee, Scott Early 2nd. Passed by a show of hands.

Motion to remove requirement of Nominating Committee to report to the Board of Directors: Karen Pfendler, Diane Gonzalez 2nd. Passed by a show of hands.

Article IV, Section 2, Paragraph A - Motion to retain the required number signatures for a nomination: Karen Pfendler, Alan Naragon 2nd. Passed by a show of hands.

Article IV, Section 2, Paragraph B - Motion to retain the Secretary as acceptor of nominations: Karen Pfendler, Shirley Baugher 2nd. Passed by a show of hands.

Motion to retain December 10th as deadline for nominations: Karen Pfendler, Jerri Lynn Phillips 2nd. Passed by a show of hands.

Article IV, Section 3 - Motion to keep as amended: Scott Early, Alan Naragon 2nd. Passed by a show of hands.

Motion to use August 1st as date of voting membership count: Alan Lougee, Scott Early 2nd. Passed by a show of hands.

Article IV, Section 8 – Make voting procedures “Appendix A” to the Bylaws. Karen Pfendler moved, Alan Lougee 2nd. Passed by a show of hands.

Article IV, Section 9 - Motion to accept as amended, except change the suggested November 01 date to: “The first day of the fiscal year”: Scott Early, Alan Naragon 2nd. Passed by a show of hands.

Article V, Section 2 - Motion to reject all proposed changes: Alan Naragon, Karen Pfendler 2nd. Passed by a show of hands.

Article V, Section 3 - Motion to accept as amended, except change number of meetings from 6 to 8: Deb Early, Scott Early 2nd. Passed by a show of hands.

Article V, Section 5 - Motion to accept as amended: Scott Early, Myrna Hogan 2nd. Passed by a show of hands.

Article V, Section 7 - Motion to accept as amended: Shannon Waterfield, Alan Lougee 2nd. Passed by a show of hands.

Article V, Section 8 - Motion to accept as amended: Deb Early, Scott Early 2nd. Passed by a show of hands.

Article V, Section 10 - Motion to accept as amended, and add conflict of interest statement as “Appendix B” to Bylaws: Alan Naragon, Chris Huff 2nd. Passed by a show of hands.

Article VI, Section 4 - Motion to accept as amended: Scott Early, Alan Lougee 2nd. Passed by a show of hands. Article VI, Section 7 - Motion to accept as amended: Scott Early, Steve Mast 2nd. Passed by a show of hands.

Article VI, Section 7, 8 - Motion to accept as amended, other than Motion to restore language about a September Members meeting: Karen Pfendler, David Pfendler 2nd. Passed narrowly in a show of hands.

Article VI, Section 8 - Motion to accept as amended: Phil Graff, Dorothy DeCarlo 2nd. Passed by a show of hands.

Article VII Committees - Motion to accept as amended: Alan Lougee, Larry Blust 2nd. Passed by a show of hands.

Article VIII, Proposed Section 5 - Motion to accept as amended: Alan Lougee, Scott Early 2nd. Passed by a show of hands.

Article X - Motion to accept as amended: Allen Carley, Karen Pfendler 2nd. Passed by a show of hands.

Motion to allow access only to member names and addresses: Larry Blust, Karen Pfendler 2nd. Passed by a show of hands.

Article XII, Section 1 - Motion to accept as amended: Rick Rausch, Karen Pfendler 2nd. Passed by a show of hands.

Article XIV, Section 2 - Motion to accept as amended, except to change the November 1 date to "The first day of the fiscal year": Larry Blust, Karen Pfendler 2nd. Passed by a show of hands.

Article XIV, Section 3 – Motion to accept as amended: Scott Early, Steve Mast 2nd. Passed by a show of hands.

The meeting adjourned at 9:10 PM.

Respectfully Submitted,

Karl Hjerpe

Secretary, Board of Directors

Old Town Triangle Association