

## **HPPOA Bylaw Committee Meeting Minutes 26 October 2022**

### **APPROVED**

Meeting called to order at 4 PM.

Present: Alissa Hanshew (Chair), Jon Lohendorff (Vice Chair) Lanell (Secretary) and Mayelin Stillwell.

Absent: Leslie Blyth, Keala Stant, and Elizabeth Bonnell

Guest: Leilani Bronson-Crelly

Member Input: (BLC no longer has an inbox at the office in which to retrieve member bylaw input forms. Jon will look into recouping it)

Leilani Bronson Crelly stated she was on the BLC 8 years ago. (NOTE: The BLC was formed on 26 Oct 2014. She was on the BLC for a couple months in late 2016) Ms Crelly said she wondered why the BLC has not accomplished much since it was formed. She stated she had previously submitted a couple of bylaw amendment suggestions.

### **NEW BUSINESS**

1. Appoint new chairperson - Alissa volunteered to be the chair. Alissa was unanimously voted in as the new BLC chair.
2. BLC Report for 30 Oct 2022 Membership Meeting - Alissa will write something up and email it to us for review.
3. Road Traffic Safety Committee - discussion ensued whether to create this committee as a standing committee, and whether this committee would function best as a membership or board committee. Mayelin stated it used to be a board committee and at the whim of the board, they can dissolve this valuable committee. Jon suggested it be called a Safety Committee to address all matters of safety. He said the board currently has a road committee. Mayelin clarified that it's not a "committee", but a group composed of a few board directors. We discussed the pros and cons of being a membership committee vs a board committee. To be discussed further at a future meeting.

### **OLD BUSINESS**

1. Article IV Definitions - Jon wanted to revisit the term "shall" and add it to Article V Definitions as Sec 24. Jon will write up a definition to bring to the next meeting.
2. Article IX Officers - Sec 1. Mayelin shared previous BLC's proposed amendments for Article IX Sec 1 and Sec 1 (a) and discussed the intention for each proposal. Proposed verbiage, "**Officers shall be bonded to include a background check.**" The committee

concluded that this be an amendment proposal. We need to do further research and define the criteria.

(a) Terms - Discussion went on to previous BLC's proposed amendment. This proposed amendment's intent was to stop the abuse of power by past officers who wanted to remain officers past their one year term. Proposed verbiage, "The office terms shall be elected by the directors following the **June** membership meeting at which.....", and proposed verbiage, "The office terms are for one year and commence after the **June membership** meeting.....". Jon suggested we not add proposed verbiage, "or until their 1 year term expires whichever comes first". We also discussed the issues with quorum requirement when the new board meets after the membership meeting to vote in their new officers. It appeared that board directors, except for one officer, in Jun 2016 purposely didn't attend the membership meeting so the new board couldn't be sworn in. The outgoing board directors were still in power at the Jul 2016 board meeting (see Jul 2016 board meeting minutes) and conducted business before swearing in the new board.

Jon thought one of the abuses could be resolved if the bylaws were followed and to not announce the winners of the election until the membership meeting as stated in the bylaws. The reason the winners have to be announced at the June board meeting is to accommodate the Orientation Meeting as mandated in the bylaws, which is scheduled between the June board meeting and the June membership meeting.

Sec 2. President - Discussed board president's role at membership meetings, preside "as needed". The president can turn over the chair duties to a membership representative after protocol of the meeting is met....i.e. establish quorum, president and treasurer report. We discussed whether the president in a role of ex officio at committee meetings can vote. Alissa will research this. More review is needed in section 2.

Sec 3 Vice President - Current definition of VP duty is to assist the presidential duties, and to maintain a committee list. We discussed whether any clarification was needed. It was thought that how it's currently written is self explanatory but that it can be clarified under Article X Committees.

Meeting adjourned at 5:33 PM.