

OPRC Special Board Meeting Minutes
Re: Bylaws
April 27, 2009 – 7:00 pm – Conference call

Board members present: Shiela Haviland, Liza Craig, Karen Freeman, Betsy Burnett

Article 2

Board of Directors are also officers. This needs to be clearer in the document. Members of the Board of Directors also act as Officers in our organization.

Number of quorum is important to state. And since we have 4 voting board members, the fact that the President is the tie breaker vote needs to be clear.

Article 4 **CONTRACTS, LOANS, CHECKS, DEPOSITS, AND OFFICIAL BOOKS AND RECORDS ... ?** Ask Kate about that. Do we need it?

Article 5

AGM? It was not a success last year; but we concluded that we must continue to host.

Art. 5; Sect. 3 Elections

The Presidential election process needs to be more clearly worded.

Art. 6 Sect. 2

We mention policies and procedures, but there isn't a clearly written document stating these. They are kind of buried within these bylaws and throughout our website. More structure from the top may be necessary. Maybe include some verbiage about how chapters are expected to abide by OPRC Policy and Procedures. BUT we need to create a Policies & Procedures manual. Whitney to work something up based on what we already have -- We have safety standards policy. We have membership policies. Chapter governance: Officers; See the booklet Betsy did.

Art. 7 Sect. 4

Should we get involved in membership terminations at the chapter level? Does national's role in membership terminations need to be worded in our bylaws?

We concluded that Shiela will edit the bylaws based on our meeting, and we will have another conference call May 4 to discuss.

Meeting adjourned at 8:00 pm.