

North Shoal Creek Neighborhood Association
Special General Membership Meeting Regarding Bylaws
December 14, 2010
Pillow Elementary School, 3025 Crosscreek Dr.

The meeting was called to order at 6:35.

Call to Order and Adoption of Agenda

Dallas Maham motioned to adopt the agenda. There was a motion by Sherran Williams to add Nominating Committee to the agenda after the Bylaws Committee Report. The amended agenda was adopted by consent.

Bylaws Committee Report - presented by Lois McEvoy

The Bylaws Committee members (Lois McEvoy (committee Chair), Jerry Horn, Kevin Wier, and Sherran Williams) were available for questions throughout the Bylaws discussion.

Lois provided a general overview of the proposed amendments before reviewing the specific amendments that were mailed to members at least 10 days prior to the special meeting. Although it looked like multiple changes, some of the proposed changes were simply “trickle down” effects of amendments made in a prior sentence or section to maintain consistency throughout the Bylaws document. The primary amendments were: 1) amending the membership year to begin in January and end in December to match the fiscal year, 2) amending the definition of membership, 3) clarifying and refining officer duties, and 4) refining the Bylaws’ compliance with Robert’s Rules.

Based on Roberts Rules, the membership could vote on each amendment on a one-by-one basis or the membership could decide to vote in totality (vote on all of the amendments at once). It required a 2/3 vote to decide to vote in totality. Also according to Robert’s Rules, members could not modify the amendments at the meeting. Members had to vote on the amendments as they were stated. If an amendment was modified, the modification would be sent to the membership before it would be eligible to be voted on. Amendments required a 2/3 vote to be approved.

Vicki McFadden motioned to vote in totality and if the amendments did not pass in totality, then vote on the amendments on a one-by-one basis. Thirteen people voted in favor of totality voting and ten people voted against totality voting. The motion did not receive the required 2/3 vote, so the amendments were discussed on a one-by-one basis.

Article IV

The amendments to Article IV focused on re-defining membership and the membership year. Juliet Kernion motioned to adopt amendments IV 1 and eliminate the former IV 3a. Twenty-three people voted in favor of the motion, and one person voted against the motion. The motion carried with 2/3 vote, so IV 1 was amended and the former IV 3a was removed.

There was discussion over IV 2. The two main points of discussion were 1) some people felt the former phrasing is working and 2) other people felt the former phrasing is biased against single member households since multimember households receive multimember voting rights but pay the same amount of dues as single households. Some associations limit voting to one vote per household. Twenty-one people voted for the amendment and one person voted against. The amendment carried with a 2/3 vote, so IV 2 was amended.

Helene Maham motioned to vote on amendments to IV 3 and IV 4a in one vote. The amendments were accepted by over 2/3.

Finally, the amendment striking the former IV4 passed unanimously (IV 4a was amended and became IV 3a).

Article V

The amendment to V 1 drops “ex-officio” because it is a legal term that does not apply neighborhood associations. There was discussion over why the amendment to V 1 also suggested removing the President from the Bylaws Committee. Some members felt that the President should be on the committee because he/she should be active in Bylaws amendments and other Bylaws discussions. Other members felt that the Presidency is a position of power and were worried about the President pursuing personal agendas on the Bylaws committee. Eleven people voted for amending V 1 and eight people voted against the amendment. The amendment did not receive the required 2/3 vote, so it was not accepted.

Dallas Maham motioned to vote on the amendments to V 2, 3, and 4 in one vote. The motion to bundle the amendments pass by over 2/3. There was discussion over the amendments to V 3. Some people were concerned that having a 30 day time frame would make it harder to find a secretary. Other people felt that the 30 day time frame would help with communications. Nineteen people voted for the amendments to V 2, 3, and 4, and two people voted against the amendments. The amendments passed by a 2/3 vote.

Article VI

The main amendment to Article VI is the addition of 7e. The amendment refers to a single expenditure for \$1,000 or more requiring the approval of two-thirds of the membership present at general meetings. Dallas Maham motioned to vote on Article VI as a whole. The amendments to Article VI passed on a hand-vote.

Article VII

The amendments to Article VII are based on bringing the language in line with the other amendments. There was discussion regarding the 10% listed under VII 4. The 10% is part of the original language and is very achievable. There was also discussion on VII 7a and 7b. A member was concerned that the amendment to VII 7a does not specify that a hard copy of the notice will be delivered. The amendment to VII 7b refers to posting on the website; 7b was supposed to have deleted “and by mail or flier.” Dallas Maham motioned to approve the amendments to Article VII except for 7b. The motion passed by a hand-vote.

Article VIII

The amendments for Article VIII were to open committee membership to all neighborhood association members without requiring Board of Director's approval and to provide more information about the Nominating Committee. Vicki McFadden motioned to accept the amendments to Article VIII. The motion passed by a hand-vote.

Article IX

The amendment to the introductory paragraph is to specify that people who decide to run for Officer or Board of Directors need to be members of the association. They can join the day of the elections. They just have to pay their dues before they can be nominated. The amendment passed by a hand-vote. The amendments to IX 1a also passed by a hand-vote.

Vicki McFadden motioned to vote on Article IX 1b, 2c, and 3b as a whole. Thirteen people voted in favor of the motion and four people voted against the motion. The motion carried, so IX 1b, 2c, and 3b were voted on as a whole. Sixteen people voted for the amendments and two people voted against the amendments. All amendments to Article IX passed by over 2/3.

Article XVI

The amendments to this article were based on legal language updates. The amendments passed by a hand-vote.

Nominating Committee Report - Evelin Vorzimmer

The Nominating Committee would like to recruit more nominees for next year's board. The board has 11 positions (4 officers and 7 board of directors). There are only 7 nominees for the 2011 board. Nominees for secretary and treasurer are still needed. The deadline for submitting a nomination statement is December 17th. After Dec 17th, members may be nominated from the floor at the January 4th elections.

Other Announcements

The Holiday Illuminary event is Tuesday, December 21 at 6pm at Pillow Park. Please contact Amelia Cobb if you can volunteer to set-up, coordinate, or clean-up the event.

The Urban Forestry Grant was approved by the City of Austin.

The City of Austin has formally invited NSCNA to participate in NPP (Neighborhood Partner Program).

Mobile Loaves and Fishes will hold a meeting with another neighborhood association regarding the proposed homeless trailer park. More information will be coming soon.

Thanks to all who helped with Coats for Kids.

The meeting was adjourned at 7:50.

Submitted by Kate Brien, Secretary

Approved,

A handwritten signature in black ink, appearing to read "Chip Rosenthal". The signature is written in a cursive style with a large, prominent initial "C" and "R".

Chip Rosenthal, President
January 9, 2011