

## Minutes of the Meeting of the Cincinnati Contra Dance Board 08-16-21, 7:05 PM, via Zoom

Attendance: Board members - Debra Barrett, John McCain, Larry Lankford, Charles Wallner, Tricia Gorman, Kurt Grannan, and Mary Rekers.

Note: Due to technical difficulties or other commitments, some board members were not present during the entire meeting. Inability to vote was not recorded as an abstention. Also attending were Eve Mountainsmith and Terri Spiegel of the bylaw amendment committee.

**Note:** Votes taken are listed as Yes/No/Abstain, e.g. 7/1/1.

### Status of the dance-

We have already canceled dancing for the rest of August. Should we continue deciding weekly about the restart or try to look further ahead?

Comment: I don't think the covid situation is going to change fast enough that we need to decide week by week.

**Motion:** Shall we look further ahead than weekly about the restart? **Vote:** 6/0/0.

Should we line up bands and callers, tentatively, for September, or wait until we plan to restart?

Comment: I suggest we cancel September and don't start lining up bands and callers until we are actually ready to restart dancing.

Comment: I think one or two months is ample for bands to prepare.

**Motion:** Shall we wait to start scheduling bands and callers until we have decided a probable restart date? **Vote:** 6/0/0.

Should we involve the re-entry committee in our restart decisions? They seem ready to help out if we have a role for them.

Comment: We need to keep non board members involved if we can.

Comment: If there is something for them to do, then we should involve them. But the board's responsibility is the safety of the dancers. The data from the Ohio Department of health says we should not be dancing.

**Motion:** Shall we not involve the re-entry committee in the decision of when to restart dancing. **Vote:** 3/2/1.

### Clarifying the proposed downsized Pigtown substitute for 2022-

Should it just be pitched for locals?

Discussion:

-I think we should keep it local, we will have a limited capacity at the WFAC. We also don't want to bring in people from high risk areas.

-Are we excluding non-locals or are we just not going to market it to non-locals?

-It could be stated up front that this is a limited capacity event.

-People are traveling now. Why do we need to limit to locals? If it is going to be just for locals, it should probably be a one day event.

-We typically lose money on Saturday dances. I don't think we will do any better with a Friday

and Saturday dance if we remain local.

-Maybe we only promote to locals first, then if it appears that it will not reach capacity, promote to other communities.

-Maybe we only promote to regional dancers.

-Due to time limits, we should table this and discuss it at another meeting.

## **Presentation of proposals from the bylaw amendments committee-**

Eve read the proposals and there was some discussion. The proposed amendments are numbered as listed below:

### **Amendment 00**

Use Roman numerals instead of Arabic numbers for articles.

Capitalize all instances of "voting member(s)" and "voting membership".

At the end of the bylaws, "These bylaws were amended on \_\_\_\_ and last adopted in full on \_\_\_\_"

### **Amendment 01**

In article 3, add spacing to make a long paragraph into several shorter paragraphs.

### **Amendment 02**

Change article 4: "Voting members may vote at meetings of the voting membership, hold office, and serve on ~~standing or special~~ committees. The voting membership sets the overall policies of the CCD such as ~~yearly dues, schedules, fees, membership privileges, and rental of facilities.~~ These policies will be established in ~~annual and special~~ meetings of the voting membership."

And article 6: "~~Policies not outlined in Article 4 may be established, revised, or rescinded by the board.~~"

*Comment: This gives more flexibility to the board for setting policies. It does not preclude the membership setting policies.*

### **Amendment 03**

There were numerous iterations that the Amendments Committee hopes to pare down, so this amendment was not presented

### **Amendment 04**

Change article 5: "~~The quorum for transaction of business at a voting membership meeting is the number of current board members plus ten percent (10%) of the voting membership, including an officer to preside, and a board member to take minutes.~~ **Meeting of the Voting Membership shall be the lesser of 20 members or 20% of the Voting Membership.**"

*Eve: This simplifies the definition of a quorum.*

### **Amendment 05**

Change article 5 "~~A majority vote of those voting is necessary to transact any business brought before the voting membership, including the election of the board, except as otherwise noted in Articles 6 and 10.~~

Meetings of the board, the voting membership, and committees shall be conducted in a spirit of cooperation."

*Eve: The default is that a majority vote means a majority of those voting.*

*Comment: If we strike this out, it is not clear whether a vote needs the majority of those*

voting, a majority of the voting members present when the vote is taken, or a majority of the entire voting membership. This would leave open to argument what a majority means. We need to have clarity. A majority of those voting is very clear.

*Eve: We can probably drop the entire amendment. Terri agreed with Eve.*

#### **Amendment 06**

Due to a numbering error there is no amendment 6.

#### **Amendment 07**

Article 6. No changes to text, just rearrange some sentences.

#### **Amendment 08**

Change article 7: "The board shall meet a minimum of twice annually in the fall and in the spring, and at other times at the call of the facilitator or a majority of the board. ~~The quorum for a board meeting is a majority of the board. A vote by the majority of the board (instead of a majority of a quorum)~~ **A majority of the whole Board** is required to transact business at a board meeting."

~~Any meeting of the board may be held with the use of electronic participation in lieu of personal attendance of any one (1) or more board members, so long as each board member at such meeting is able to communicate with each other board member in attendance. In-person board meetings are open to the voting members except during executive session. While non-board members may express advice or opinions, only board members may vote.~~

**Board meetings may be held in-person or by video conference. Board members may attend in-person meetings by way of video conferencing technology. Any Voting Member may attend Board Meetings and participate in debate but only Board Members may vote. Executive sessions of the board may be closed to Voting Members.**

*Eve: This eliminates official board meetings via email or text, which are technically not legal board meetings in Ohio.*

#### **Amendment 09**

Change article 8

"The newly elected officers become board members and will assume their duties immediately upon the adjournment **conclusion of the election portion** of the meeting in which they ~~were~~ **are** elected"

"The newly elected board-members-at-large will assume their duties immediately upon the adjournment **conclusion of the election portion** of the meeting in which they were **are** elected."

*Comment: There is business that needs to be concluded by the current board before the new board takes office. New officers should not be installed before the finish of business.*

#### **Amendment 10**

Change article 9 – ~~Special~~ Committees

"The board and/or the voting membership may form **such standing and** special committees to carry out tasks or to report information to the board or the voting membership **as deemed necessary**. They shall keep the facilitator advised of their work. Such **Special** committees shall be dissolved upon the completion of their assigned work. **Standing committees**

**continue to exist until abolished. ~~Committee members must be voting members. A majority of each committee must be composed of Voting Members. The Facilitator is an ex officio member of all committees.~~**

*Comment: This allows some committee members to not be Voting Members, such as an outside expert on a topic.*

#### **Amendment 11**

Change article 10 "Amendments to the Bylaws may be made upon sixty (60) days' written notice to voting members. The notice will include ~~a copy of the currently applicable Bylaws and a copy of the proposed Bylaws and/or amendments~~ **relevant currently applicable text as well as the proposed text.** A 2/3 supermajority vote ~~of those voting~~ at a meeting of the voting membership is required for adoption."

*Comment: "of those voting" must remain for clarity.*

*Eve: I have no problem putting that back in.*

#### **Amendment 12**

Calls for Robert's Rules of Order to be used.

*Eve: This was not popular within the committee.*

*Comment: This is not popular with the board.*

#### **Amendment 13**

Changes wording about dissolution of the CCD in article 11.

*Eve: This is not a priority and should be tabled for another year.*

Next week when we discuss these proposed amendments, we will try to decide if the board wants to endorse or oppose or not comment on each of these proposed amendments.

Thérèse will train Deven in early September to take over scheduling our volunteers and Monday night bands and callers.

Meeting adjourned at 8:55 PM.

Respectfully submitted by Larry Lankford, secretary.