Meeting called to order at 7:42 PM, Thursday, July 31, 2008.

In attendance:

Wolfwings (Chris Armstrong) Halex (real name withheld) Travis (Craig Rickel) Shanya Almafeta Drake (Timothy Bayless) Heros (Joel Ricketts) Baka (Matthew Collins)

Motion by Travis to replace Bylaw 2 with the following text:

Bylaw 2: Definitions Section 1: All references to days, months, or years refers to calendar days, months, or years. Seconded by Heros, passed unanimously.

Motion by Heros to add section 2 to Bylaw 2: Unless otherwise specified, a majority of votes shall refer to a majority of the votes cast. Seconded by Halex. Passed unanimously.

Motion by Heros to amend section 2, Bylaw 2: Add 'or required' after 'specified'. Seconded by Baka. Passed unanimously.

Motion by Travis to amend Bylaw 3, Section 3, Item 4, part a: add the text, "Which require them". Seconded by Baka. Passed unanimously.

Motion by Heros to amend Bylaw 3, Section 3, Item 4, part a: Change 'which' to 'that'. Seconded by Travis, Passed unanimously.

Motion by Travis to amend Bylaw 3, Section 4, Item 1, part a: replace 'member' with 'inactive member'. Seconded by Halex. Passed unanimously.

Motion by Travis to amend Bylaw 3, Section 2, Item 2, new part after a: Return to active status by making a motion as part of new business requesting such at a general membership meeting, which must be ratified by a simple vote of members present. Seconded by Heros.

Motion by Heros to amend motion as follows: replace 'which must...' with 'which must be seconded. Said motion then automatically passes." Travis seconded. Passed unanimously. Amended motion 5-0.

Motion by Heros to amend Bylaw 3, Section 1, Item 1, part a: Replace 'has attended a membership meeting within the past 90 days' with 'has attended a membership meeting as an active member within the past 90 days'. Seconded by Halex. Passed unanimously.

Motion by Travis to amend Bylaw 16, Section 1: rewrite to read: These bylaws or a section therein may be suspended if approved by a three-quarters majority vote, or whatever vote would be required in the bylaw being suspended, whichever is more strict. Seconded by Heros. Passed 3-0.

Motion by Heros: Amend Bylaw 17, Section 1, change two-thirds to three-quarters in both cases. Second by Drake. Motion passed unanimously.

Motion by Travis, Amend Bylaw 17, add section 2: Upon dissolution of the organization, the final act of the Treasurer shall be to liquidate or dispose of all assets owned by the organization, resolve all outstanding obligations of the organization, and dispose of remaining funds as required by the Articles of Incorporation. Seconded by Drake.

Travis introduced amendment to Bylaw 10, section 2: Replace 'the president' with 'the president and the treasurer'. Replace 'the treasurer' with 'the business forum'. Drake seconded. Passed unanimously.

Heros introducing amendment to Bylaw 10, section 2: add 'each' after shall. Seconded by Travis. Passed unanimously.

Heros introduced motion to amend Bylaw 12, Section 1: to replace 'server' with 'server or online service'. Add to the end of Section 1: A private area or section of a larger online service shall be sufficient for these requirements. Seconded by Halex. Passed unanimously.

Travis introduced motion to add a new Bylaw 19. Seconded by Halex. Passed unanimously.

Travis introduced motion to amend Bylaw 5, Section 4, add item 6: Resolve disputes arising from interpretations of the Bylaws, Standing Rules and Orders, Articles of Incorporation, and Parliamentary Procedure. Seconded by Halex. Passed.

Heros introduced motion to amend Bylaw 5, Section 5, item V: add: including active and inactive status. Seconded by Halex. Passed

Travis introduced motion to add a new Bylaw after Bylaw 16: Interpretation. Seconded by Baka. Passed unanimously.

Motion by Heros to add an item after Item III in Bylaw 17, Section 3. If the vice-president is not available and an immediate decision is required, the chair of the meeting shall provide an interim interpretation until such time as the vice-president can rule. Seconded by Halex.

Travis introduced motion to amend Bylaw 7, Section 1, to add: The call shall be made on the business forum and the vote shall begin a minimum of forty-five days later. Seconded by Halex. Passed unanimously.

Heros introduced a motion to add section 3 to Bylaw 2: Definitions – add new: The assembly or the whole of membership shall refer to all active members gathered at a general or special membership meeting, or who vote on an issue in the business forum. Seconded by Halex. Passed unanimously.

Heros introduced a motion to add section after section 3 of Bylaw 8: An officer's term shall begin at the beginning of a fiscal year and expire at the end of the corresponding fiscal year. If an officer is elected to a post that is currently vacant, then the officer's term begins immediately but shall expire at the usual time. Seconded by Drake. Passed unanimously.

Heros introduced a motion to add text to Bylaw 7, Section 1: The time requirement may be waived by a two-thirds majority of the assembly if the officer position is vacant. Seconded by Halex. Motion fails.

Travis motions that we amend Bylaw 8, section 3, striking period at end and appending: or with a twothirds majority vote hold a special election meeting.

New item under section 3: The special election meeting shall be considered to be a special membership meeting with the exception that if all officer positions are vacant it may be called by any active member. New item under previous item: During this meeting, the only items of business shall be the nomination and election of members for vacant officer positions.

New item under previous item: The voting procedure shall be as Bylaw VII, Section 4.

New item under previous item: If there is an election currently in progress on the forums for the vacant position the election on the forums shall be withdrawn.

New item under previous item: The new officer must be ratified as a motion before the assembly as per Bylaw 4, section 4, item 4.

Seconded by Halex. Approved.

Amendment by Travis to Bylaw 8, Section 3: change two-thirds vote to add 'of the assembly'. Seconded by Heros. Approved.

Motion by Travis amend Bylaw 5, Section 4, Item 3: 'Loss of the president' replaced with 'vacancy of the office of President'. Seconded by Heros. Approved.

Motion by Heros to amend Bylaw 5, Section 4, Item 5: 'secretary is absent' replace with 'secretary is unavailable or absent or the office of Secretary is vacant'. Seconded by Baka. Approved.

Motion by Heros to amend Bylaw 5, Section 3, add item: Serve as treasurer temporarily if and only if the office of Treasurer becomes vacant. Seconded by Halex. Approved.

Motion by Travis to amend Bylaw 5, Section 2, Item 1 by appending: by making a motion at any meeting. This motion does not require a second or ratification by the assembly.

Motion by Heros to create a new Bylaw before Bylaw 20: Section I: If any change to these Bylaws other items to be renumbered, references to the renumbered items shall also be appropriately modified by the change. Seconded by Halex. Moved to new section of Bylaw 19 Amendments unanimously. Passed unanimously.

Motion by Halex to replace all instances of 'Charter' with 'Articles of Incorporation'. Seconded by Baka. Passed unanimously.

Halex made motion to table Bylaws, seconded by Drake, approved Unanimously.

Travis proposes amendment to Articles: strike item 15, Numbering. Heros seconded. Approved unanimously.

Travis motions to pick Bylaws up, seconded by Halex.

Motion to adopt bylaws: 5-0. Motion passes 5-0.

Motion by Halex: Officers of MESA may serve as staff members for events in any capacity. Seconded by Baka.

Amendment by Travis: if approved by a simple majority of the assembly. Amendment passed. Passed 5-0.

Heros that we divide standing orders into categories as required to facilitate legibility. Seconded by Halex.

Travis: Dividing done by the Secretary. Amended. New motion: The secretary shall divide standing orders into categories as required to facilitate legibility. Passed unanimously.

New standing order from Travis:

- 1. Absentee votes may be submitted to the presiding officer of a meeting, provided they are written instructions giving 'yea' or 'nay' votes on specific motions presented before the assembly.
  - 1. If a motion on which an explicit instruction has been given is amended, and the written instructions do not provide instructions to the contrary on the amended motion, they shall abstain.
  - 2. Absentee votes count as being in attendance of the meeting and count towards any quorum required.

Seconded by Halex. Motion failed unanimously.

Halex moves to a Special Election Meeting right now, seconded by Drake. Passed unanimously.

A general membership meeting must be called to occur with 30 days of today (must occur on or before Aug 30, 2008).

Motion to recess general meeting until Wednesday night, Aug 6, 2008, at 7:30 PM. Seconded by Baka. Passed unanimously.

<u>Special Election Meeting</u> Travis (Craig Rickel) was selected as chairman of meeting.

Halex nominated Travis for President, seconded by Drake. Accepted. Heros nominated Halex for President, seconded by Travis. Declined.

Travis (Craig Rickel) is running unopposed. Passed 5-0.

Drake nominates Halex for Vice President, seconded by Shanya. Accepted. Travis nominates Heros for President, seconded by Halex. Accepted.

Votes for Heros: 2

Votes for Halex: 4

Halex (real name withheld) is new Vice-President.

Baka nominates Heros (Joel Ricketts) for Secretary, Wolfwings seconded. Accepted.

Heros is running unopposed. Passed 4-1.

Secretary is Heros (Joel Ricketts).

Halex nominates Wolfpaws (*real name withheld at member's request*). Seconded by Baka. Accepted. Travis nominates Heros (Joel Ricketts). Seconded by Halex. Accepted. Heros nominates Wolfwings (Chris Armstrong). Seconded by Shanya. Accepted.

Votes for Chris Armstrong: 5 Votes for Wolfpaws: 1

Treasurer is Wolfwings (Chris Armstrong).

All officer positions must be ratified at the General Membership Meeting on or before Aug 30<sup>th</sup>. Placed on agenda for that meeting.