

AACTMAD Special Board Meeting  
May 3, 2009

4531 Concourse

Board members: Mark Hillegonds, Brooke Ratliff, Nawal Motawi, Robert Presser, Bronwen Gates, Ruth Scodel, Pat Micks, Carolyn Texley. Non-Board members: Gretchen Preston, David Pardy, Greg Meisner. Carolyn Texley recording minutes.

### **Officers**

Greg Meisner volunteered to join the Board. Discussion about appointing Greg. Mark has volunteered to be President or Vice President. Discussion about waiting until the regular May meeting to elect officers in order to have a conflict of interest procedure in place first.

**Brooke: motion to appoint Greg Meisner to the board. Nawal second. Discussion. Amended: communication to the membership will be sent out shortly with election results, Greg's appointment and solicit additional self-nominated board members to be received by May 20. Passed unanimously.**

Discussion about conflict of interest concerns. Monetary interest makes extra effort necessary to accommodate conflict. We need to address the appearance of conflict of interest to the membership community. A formally adopted policy with clear procedures should be sufficient. The board needs to make sure that we don't compromise our non-profit status. Third party audits would also serve to clear up any conflicts.

Discussions/decisions that should exclude Greg as an interested party are already becoming apparent, so would be straightforward to avoid.

Mark: The board needs to appoint the 2 board members to the 5 member nominating committee.

### **Slate of officers:**

**President: Mark**

**Vice President Greg (dropped out) Ruth**

**Treasurer: Brooke**

**Secretary: Carolyn**

**Greg: move to accept slate by acclamation. Second: Nawal. Passed.**

Greg volunteered to be a prominent leader, and to take on an external presence role  
Next meeting May 27.

New Board member orientation will be scheduled soon. Marge Cramton & Bronwen Gates volunteered to lead with Pat Micks.

Nawal: Board activity and many decisions will be coming up in the next couple of months, so there will need to be more meetings. At the next meeting, we will set up some dates. The board can take votes between meetings via email if the vote is unanimous.

**June meeting will be June 17 (1 week early). 7:30, 4531 Concourse.**

Ruth will lead the bylaws review for the clarification of election procedures. Mark suggested compiling a policy and procedures manual. Optimal situation is to have bylaws that refer to the policy. Ruth will work on the conflict of interest policy to modify the draft done by Ralph Rumsey (AACTMAD legal counsel).

Agenda items for May: nominating committee; business plan; monthly team updates; accepting more nominations for the board; structure for communications officer and IT (website, online storage, are we using IT as well as we should/could); other policies. Getting materials to be reviewed to the Board members one week in advance was discussed/suggested as a worthy goal.

Meeting adjourned 5:00.