

Bylaws Committee Meeting Minutes, September 11, 2019

Present: Amanda Charland, Rosemary Fifield (chair), Ed Fox, April Harkness, Lori Hildbrand, Mark Langlois

Rosemary Fifield called the meeting to order.

Ed, April, and Rosemary had a phone conference with attorney Jeff Zellers on September 4, 2019, to discuss best practices for reviewing and possibly revising Co-op bylaws. Zellers described the bylaws as protective and advised being careful about putting too much into board policy rather than bylaws, recognizing that boards change regularly and policy can be changed easily, but bylaws require a member vote to be amended. If not in the bylaws, items will lose weight. Also, having everything in one place can be an advantage.

Rosemary distributed an annotated copy of the current bylaws, noting areas previously discussed as worth review. Members of the committee divided up responsibility for providing the committee with possible amendments for individual articles at the next meeting:

Amanda: Article III, Membership; Article IV, Rights of Members

Rosemary and April: Article V, Board of Directors; Article VI, Duties of Officers, Committees and General Manager

Mark: Article VII, Capital; Article VIII, Distribution of Net Savings

Next meeting: October date TBD