

PAC 14 Board Special Meeting
August 24, 2009 @ 4:00 PM
at Salisbury University: Nabb Research Center

Members in attendance: Phil Tilghman, Mark Thompson, Sue Revelle, Angie Jones, Marvin Long, Elizabeth Bellavance, Carolyn Widdowson, and Debbie Campbell. Mike Goodson and Creig Twilley attended representing PAC 14. Meeting was opened by Phil Tilghman. Sue Buske joined group via phone.

Action- Minutes from the August 10, 2009 meeting will be corrected and approved at the next regular meeting.

Agenda Item: Approve Final Version of By-Laws

Discussion - Discussed By-Laws

Agenda Item: Financial Reports

Handouts Disseminated - The following financial reports were disseminated:

- Annual Funding Overview
- Usage Data
- FY10 Budget (working/estimate)
- FY10 Budget (estimate under 501c3 status)

Discussion - Mrs. Campbell presented a concern for approving PAC 14's budget for FY10.

Action - The following motion was made by Mrs. Campbell: "The budget that was developed by management be brought formally to the board for adoption and potential approval." No second was given for the motion.

Agenda Item: By-Laws

Discussion - Ms. Sue Buske joins group via phone to discuss changes submitted for the By-Laws:

- Overview of sections 4.01, 5.01, 5.04, 5.05, 5.08, 7.04, 7.05, 8.01, 8.02, 6.07, 11.01, and 11.07
- Motion made to amend Section 9.09 Mr. Tilghman stated that "a separate section describing the duties of the Executive Director be created and duties as follows: 1. Shall supervise, direct, and control the activities and affairs of PAC 14, INC. 2. The Executive Director shall have full and exclusive authority to hire, fire, supervise, and discipline the staff of the organization. 3. Shall have such other powers and duties as the Board of these Bylaws may prescribe." Mrs. Campbell moves that we change the section, language and presentation of the Executive Director as just prescribed by Mr. Tilghman. Motion was seconded and passed with majority in favor.
- Discussed section 13:02 Motion made to amend first sentence to state "All meetings of PAC14, INC. and the Board are open to the public in accordance with the Maryland Open Meetings Act." Motion was second and passed with majority in favor.

- Motion made to amend second sentence of Section 13.02 to read as follows “All meetings of PAC 14, INC. and the Board shall be held in accordance with these By-Laws and Robert’s Rules of Order. No second given.
- Motion made to amend Section 13.02 to read as follows “All meetings of PAC 14, INC. and the Board shall be held in accordance with these By-Laws and Robert’s Rules of Order provided that the failure to observe Robert’s Rules of Order shall not invalidate any action take.” Motion seconded and passed with majority vote.
- Motion made to establish Section 11.09 “The Board of Directors may establish an Executive Director Evaluation Committee.” Motion was seconded and passed with majority vote.
- Motion made to amend Section 12.02 “PAC 14, INC. shall contract for an audit of its records with a Certified Public Accountant on an annual basis and its records shall be open to members of public for inspection.” Motion was seconded and passed with majority vote.
- Motion made that the word may in the first sentence of Section 8.03 be changed to shall. Motion seconded and passed with majority in favor.
- Motion made to amend Section 7.11 by adding business days after two in the second sentence. Moved and seconded, passed with majority vote.
- Board agreed for Sue to rewrite Section 6.03 addressing concerns discussed.

Action - Revised By-Laws will be submitted to the County and City for placement in Brief Books for the upcoming Work Sessions on September 14 & 15, 2009.

Agenda Item: MOU

Discussion - Ms. Buske joins via phone to discuss developing MOU’s for the City, County, and Salisbury University.

Action- The Board agreed to allow Mike, Phil and anyone interested in helping to work on MOU’s and have completed by September 1, 2009.

Agenda Item : Adjourn

The Chair opened the floor for additional comments. None offered, the meeting was adjourned by Mr. Phil Tilghman, Chair at 6:30 P.M.

- By-Laws to be presented at the City and County work sessions all Board Members encouraged to attend.
 - City Council - September 14, 2009 @ 7:00 PM
 - County Council - September 15, 2009 @ 1:00 PM
- Next Board Meeting to be announced.