

**Nevada City Community Broadcast Group (KVMR)
Board of Directors- Vote Without Meeting Summary
Conducted by Email
August 15, 2020
Prepared by Barbara Brenner, Board Secretary
Approved by the KVMR Board August 24, 2020**

ROLL CALL

PARTICIPANTS: Directors Cameron Brady (Vice President), Maureen Boyle (Treasurer), Barbara Brenner (Secretary), David Franco (President), Paula Galindo, Diane McIntire, Elisa Parker, Rick Sharkey, and Lew Sitzer

POINT OF ORDER CORRECTION

The KVMR Board of Directors was requested to make a point of order correction to the vote taken on July 27, 2020 to approve revision of the Bylaws. This action is necessary, because record of a motion to conduct the vote could not be located in the meeting notes. Pursuant to Article 4, Section 14 of the KVMR Bylaws, Board members can consent to take action by unanimous written consent without meeting.

By e-mail to the full Board, Secretary Brenner moved to revise the Nevada City Community Broadcast Group Bylaws to adopt the following proposed revision of Article 5, Sections 2.B, and President Franco called for a second. Director Sitzer seconded the motion.

Secretary Brenner e-mailed a written ballot to the Board members, each of whom was asked to vote by responding either yes or no on the following issues.

- 1) Consent to the Board taking action without meeting.

- 2) Revision of the Nevada City Community Broadcast Group Bylaws to adopt the following revisions to Article 5, Sections 2.B and D as stated below.

Article 5, Section 2.B – revised

Nominations for Board Officers shall be submitted, in writing to the Board Secretary, by August 31st each year. Officer positions are open to Board incumbents and approved Board applicants for the upcoming term. Incumbent Board members may nominate themselves, other Board members or approved Board applicants for officer positions. Nominees must accept nominations to be considered.

Article 5, Section 2.D – revised

Ballots must be prepared five working days before officer elections. Board members who cannot be present may vote before the meeting in writing, up to the opening of the meeting where elections will take place.

The election to fill open Board seats will be held prior to the election of officers. At the conclusion of the election, officer candidate(s) not seated on the Board will be removed from the ballot. If any Board members have voted absentee in advance of the September meeting, they will be provided with a revised ballot and allowed 5 days to submit their vote to the Secretary.

Consent to the Board taking action without meeting carried unanimously, 9-0-0-0. This vote fulfills the requirement that the Board shall individually or collectively consent in writing to taking such action.

Revision of the Nevada City Community Broadcast Group Bylaws was carried unanimously, 9-0-0-0. This vote fulfills the requirement that changes to the Bylaws be approved, by written ballot, by a 2/3 majority of the full Board.