**Board Meeting 05/28/14**

# Agenda:

* Possible Change to Conflict of Interest Policy/IP
* Pay for OOC architect review
* OOC Update + addition of new groups
* Review report from [1023.org](http://1023.org/)
* Gittip, Amazon (instead of paypal)

CA code of nonprofits: quorum for member votes is ⅓ of the “voting power” (i.e., ⅓ of all members):

<http://www.leginfo.ca.gov/cgi-bin/displaycode?section=corp&group=05001-06000&file=5510-5517> - section 5512

but our bylaws require a 75% majority vote of all members - doesn’t make sense.

should be:

quorum is ⅓; 75% of members present needed to change the bylaws

**Under section 6.10 - Voting:**

**replace section B. Approval by Majority Vote with:**

**B. Member quorum and voting**

**One-third of the voting power, represented in person or by proxy, shall constitute a quorum at a meeting of members. If a quorum is present, the affirmative vote of 75% of the voting power represented at the meeting, entitled to vote, and voting on any matter shall be the act of the members, unless otherwise required by the California Nonprofit Public Benefit Corporation Law or by the articles of incorporation.**

**Unanimous board vote to adopt the new language for the bylaws. May 28 2014, 8:30pm**

**board members present: Patrik, Anthony, Simona, Matt, Mary, Cere, Ryan, Ahnon**

# Possible Change to Conflict of Interest Policy/IP

Difficult issue - won’t be able to resolve tonight.

Rephrase COI statement to clarify that any \*use\* of the knowledge should be free as well

“Free as in air”

# Update of CCL Articles of Incorporation

**Unanimous board vote to approve the new Articles of Incorporation May 28 2014, 10pm**

**board members present: Patrik, Anthony, Simona, Matt, Mary, Cere, Ahnon**