

# Board meeting

September 29, 2023

## Meeting information

Date: September 29, 2023  
Time: 9:00 - 10:30 AM Eastern Time US/Canada / 2:00 PM - 3:30 PM UK  
Location: Please join via Zoom link in the calendar invitation  
Meeting type: Regular  
Notice given: January 4, 2023  
Next meeting: November 17, 2023  
9:00 - 10:30 AM Eastern Time US/Canada / 2:00 - 3:30 PM UK

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## Advance reading

Context and goals for the meeting [ITEM A]  
Voting and decision register [ITEM B]  
- Decisions made since last meeting: Minutes of August 11, 2023 BOD Meeting  
Approved  
Action log [ITEM C]  
Latest monthly report [ITEM D]

## Discussion agenda

*All times U.S. Eastern*

**9:05** Questions on the advance reading  
**9:20** Revised Bylaws **[Decision]** [ITEM E]  
**9:50** Proposal for a Fundraising Advisory Board **[Decision]** [ITEM F]  
**10:10** Recognition of outbound Board members  
**10:20** AOB

# Minutes

Approved: [September 23, 2024]

Published: [November 24, 2024]

Secretary Signature: *MMB*

## Attendance

### Board of Directors

Board members present:

- Please sign in to the attendance tab in [this spreadsheet](#)
- Scott Edmonds
- Brooks Hanson
- Kristi Holmes
- Ian Mulvany
- Jason Williams

Board members absent:

- Caroline
- Devika
- Andrew

Board members (late or early departure) *[BOD members please put your name here if you missed/will miss a portion of the meeting]:*

Board Chair/Secretary Present:

Quorum (6): Yes

### Guests

Please sign in (first name, last name, title, affiliation):

- Jennifer Gibson, Dryad
- Mark Kurtz, Dryad

## Notes

### Advance reading

Context and goals for the meeting.

Jason: Importance of reflecting on the meeting's context and goals. Ensuring alignment and orientation for all members. Request for all to keep looking at monthly reports.

It was noted that the monthly reports are coming together nicely and becoming very helpful. [ITEM A]

### Revised Bylaws **[Discussion]**

Mark led the discussion:

1. Electronic voting discussion: voting requiring unanimous consent were highlighted due to North Carolina law.
2. Mark and Jen: emphasized the importance of adhering to legal requirements and aligning practice within bylaws
3. We need templates. Unanimity? Software to manage voting? The Members need to approve proposed changes to the Bylaws

**Motion: Vote to approve sending the proposed Bylaws changes to the membership for ratification**

**Proposed: Ian Mulvany**

**Seconded: Jason Williams**

**Motion carried**

[ITEM E]

### **Proposal for a Fundraising Advisory Board [Decision]**

#### **Notes:**

- 1) Jen proposed the formation of a Fundraising Advisory Board to focus on development and fundraising. This committee was missing from Dryad's portfolio of activities.
- 2) The importance of involving non-board members ("Friends of Dryad") with expertise in fundraising was emphasized

Donna of Dryad will likely be involved with this group.

**Motion: To approve the formation of the Fundraising Advisory Board**

**Proposed: Jason Williams**

**Seconded: Ian Mulvany**

**Motion carried**

[ITEM F]

Motions and votes are documented [here](#).

### **Recognition of outbound Board members**

#### **Notes:**

Thanks to the outgoing BOD members for their contribution. This is the highest form of voluntary activity. A combination of positive attitude and gravitas is both necessary and gratefully received.

1)Departing members: Caroline, Fiona, Arashta, Judy, Johan. Effective October 15, 2023.

2)Special recognition of Johan for his leadership and contributions.

3)Certificates are being prepared. Johan, as past chair, merits some owls.

**Motion: N/A**

**AOB: DONM November 17, 2023**

Meeting Adjournment: [time] 14:54 UK / 9:54 Eastern Time US/Canada