

NHIA Board of Directors Meeting – Special Meeting of the Board

October 13, 2015

The meeting was called to order at 7:00pm

In attendance

Alison Windram, Cliff Carroll, Diane Doub, Gail Boyarsky, Jim Worrell, Lindsay Carroll, Mike Doub, Mike Tapp, Sue Wilkins, Walter Fowler Absent: Ann Williams, Del Williams, Meg McCann

Restricted Agenda

- **Lack of progress:** DISCUSSION: to address our lack of progress and come up with possible ways to move on. Suggestions included:
 1. Send topics and any background material in advance so members can review prior to the meeting
 2. Minutes are an approved written record so any disputes need to be made in advance of the minute's approval.
 3. "[Guidebook for Board of Directors of NC Non-Profit Corporations](#)" and "[Principles & Practices for Nonprofit Excellence](#)" were recommended reading for all board members.
 4. Areas highlighted as needing attention by members of this board are a) transparency, b) act in the interest of the association and c) compliance with board decisions.
 5. Team work is needed to get things done; decisions are made by consensus so need to be followed by everyone.
 6. Having co-presidents has become a roadblock to getting things done; there is also some concern about it not being included in current bylaws. Both co-presidents agreed to put the president position up for election this November.

DECISION: The president position will be put up for general election at the 2015 November Annual Members' Meeting & Board Elections

- **By-laws Committee and Guidelines:** DISCUSSION: to determine the by-laws committee and give them their guidelines. The NHIA board officers have other responsibilities so will participate in later bylaw reviews along with the rest of the board. The membership will also need time to review proposed changes and must vote on any amendments to the bylaws.

DECISION: The bylaws committee will consist of Allison Windram, Del Williams, Kay Tapp, Mike Doub and Soren Windram. They are charged to rewrite the bylaws for consistency, clarity and accuracy.

- **ACTION: Bylaw Committee Members** are tasked with reading the "[Guidebook for Board of Directors of NC Non-Profit Corporations](#)" and recommended to read and "[Principles & Practices for Nonprofit Excellence](#)".
- **ACTION: Mike D** to call the first Bylaws Committee meeting
- **ACTION: Gail** to include names of the Bylaw Committee members in the November Members' Meeting and Board Elections presentation.

Next Meeting

Tuesday, October 27, 2015

Meeting adjourned at 7:50pm