

ISTS Business Online Meeting Discussion on the Amendments to the By-Laws and Constitution

Session 1: 20 Aug 2020; 4 pm California time. ~ 49 members attended

Session 2: 21 Aug 2020; 7 am California time. ~ 32 members attended including a handful of people who had attended Session 1

At both sessions Diego Amorocho welcomed everyone, clarified that these meetings were organized to officially address the covid-19 situation and were part of a 2-step process. This first meeting was to discuss the amendments to the By-Laws and Constitution, which when approved by the members, would be followed by an Emergency Response Plan that would also need the membership's approval. He acknowledged the hard work of the Board in the drafting of these documents and turned the meeting over to Kellie Pendoley.

Kellie Pendoley opened the meeting by acknowledging the traditional owners of the land and their elders past, present, and emerging. Kellie read out the proposed amendments.

Over the two sessions the following points were discussed:

- should virtual meetings and digital voting be included in the amendments?
- who defines "extreme circumstances"? The Board would define it because it is difficult to pre-define and the legal processes need some flexibility to address challenges. A few members indicated that the term "extreme circumstances" was appropriate.
- the membership should be given a week to review the document and provide input prior to voting.
- suspension of By-Laws only refers to relevant By-Laws and not the entire By-Laws document.
- In March 2020, there was no time to draft a response plan because it was an evolving situation impacting different people in different ways. If in the future the Board again needs to react to a situation and there is no time to get an Emergency Plan approved by the members, the Board will need to be trusted, as elected members of the Society, to do the right thing to safeguard the interests and welfare of the Society and its finances. However, these amendments also ensure that there is appropriate procedure in place.
- these amendments, like all past amendments, will not be reviewed by a US attorney unless the membership wants the money to be spent on an attorney's review.
- the Emergency Response Plan will define the time period during which it is instituted.
- voting on these amendments requires attendance at the ISTS online Business meeting; voting cannot be done independent of meeting attendance.
- a few edits were proposed and incorporated.

The amendments were circulated after the two sessions to the membership to review and provide edits/comments.

ISTS Business Online Meeting
Voting on the Amendments to the By-Laws and Constitution

Session 1 : 31Aug, 2020; 4 pm California time.

Session 2 : 1 Sep, 2020; 7 am California time.

Kellie Pendoley read out the final draft of the amendments, which included feedback from the membership.

Session 1:

Motion to approve the amendments: Richard Reina

Second: Sheryan Epperly

Session 2:

Motion to approve the amendments: Rod Mast

Second: Aliko Panagopoulou/Erin Seney

Members were provided a link to cast their vote.

Of 590 active members, 71 members voted.

We met our 10% required quorum.

Motion passes unanimously.