

Albuquerque Square Dance Club, Inc.
A Non-Profit Corporation
Meeting of the Board of Directors
July 19, 2021

Meeting conducted by computer application Zoom. Board Members present on Zoom: Ben Allen, Gale Askren, Margaret Bolshazy, Jerry Gilbreath, Alice LaCelle, Larada Horner-Miller, Lin Miller, Sheri Pastian, and Bob Stevens. Absent: None

Zoom meeting set up by Larada Horner-Miller. Meeting was **called to order by President Jerry Gilbreath at 7:00 pm.**

Jerry called this meeting to discuss 1) preparations for the August 14th Special and Annual meetings and 2) a complaint received by Board members about an unvaccinated caller.

Meeting preparations:

- Sheri reports that we had 135 members in 2020, plus 58 life members, totaling 193. Getting a **quorum of 20 people** should be no problem for the meetings.
- We have an **email from cuer Randy Pratt requesting that we use ballots rather than a hand-count for the Special Meeting votes re petitions.** Jerry thinks doing ballots would require too much time and delay the meeting, particularly with having to count the ballots. Larada, Margaret, Gale, Bob, and Lin agree with Jerry re the hand count. Lin said, "If it is good enough for the US Congress, it ought to be good enough for us." Ben said that we should always consider feedback from members and revisit issues as needed, but **the By-laws require a ballot *only* for a Board election.** The hand count is practical and feasible, and we would better spend the time we have on discussion instead of handling ballots. Alice said there is a lot of resentment about the petitions, and a hand count will only create more resentment. Paper ballot are doable if we count them after the special meeting instead of during the meeting, but we would not be able to give the results until after the special meeting, which could be a problem. Jerry concluded that the **Board vote is to stick with the hand count** for the proposed By-law changes.
- **Jerry asked whether any By-law changes would take effect immediately,** or whether a committee would have to be appointed to prepare the new By-laws and then a second vote taken to approve the language. Gale thinks the By-law revisions need to be reworded to be have the proper clarity. Lin agrees and said the membership would need to vote again on the proposed wording, but he doesn't think the By-laws are clear on *when* By-law changes take effect. Margaret questioned why we would have two votes on the same change to the By-laws. In her experience on Boards, only one member vote was made. Per Larada, **our By-laws state as follows:**
 - Section 3. **Membership Initiated Amendments:** Amendments may also be initiated by written petition to the Board, signed by not less than 10% of the membership requesting submission of the proposed amendment to the membership at the next annual meeting or at a special meeting called for the purpose of voting on the proposed amendment.
 - Section 4. It will be the duty of the secretary to record and keep a current and accurate account of all changes to these bylaws and to issue to the Board updated copies of these bylaws within 45 days of their adoption. The Board may, at its discretion, have updated copies published for the general membership.
 - Alice found the following info at <https://www.parli.com/newsletter/how-to-amend-bylaws>: "When does the Amendment take Effect? It **takes effect immediately unless the members adopt a proviso for it to take effect at another time.** A proviso is an incidental motion and can be adopted while the by-law amendment is pending."
 - Ben said that **legislation, in general, becomes effective immediately after is it passed, unless otherwise indicated. If the by-law changes were to pass, then it would affect who could run in the election at the general meeting following the special meeting.** Term limits implementation would affect Sheri, and caller/cuer restrictions would affect Jerry so that they would not be eligible to run. Changes would not affect current Board members until they are up for re-election.
- **Jerry said that Karen Zakovec, his go-to Parliamentarian, feels that some of the Petitions may be invalid.** Alice wants to know if there is documentation to back up such a claim, and if so, it needs to be presented to the Board. **Jerry said he will arrange a meeting with Karen present to give us those details.** He knows that she does not think the petition for a run-off election is valid. **Ben said he would be shocked to find that the petitions for By-law changes could be invalidated.** Per Jerry there is a question regarding whether some of the signatures on the petitions are valid. Ben feels that there are probably more than enough signatures that *can* be verified to make the petitions valid. Gale and Sheri know of two invalid signatures on some of the petitions, but there would still be more than enough signatures.

- Per Ben, as discussed previously, **the petition for a run-off election** is not a request to change the by-laws, so it does not automatically require a vote by the members. Jerry noted that, **under Robert's Rules of Order, we have already established that we cannot have a run-off election once the winner was declared.**
- **Jerry will be appointing Karen Zakovec Sergeant at Arms** to help keep order and enforce time limits at the **Special and General Meetings**. She has studied Robert's Rules of Order and is willing and prepared to serve.
- **Sheri will be giving a Treasurer's Report** at the Annual Meeting. She will report the financial and membership info for **the year 2020**, *without* including data for fiscal 2021. The 2021 financial data will be presented at the Annual Meeting for 2021, held in January, 2022.

Complaint: The Board received a complaint regarding an **alleged violation of the ASDC guidelines re ASDC pandemic restrictions**. The Hot Chile Steppers are reported to have used a caller who is not vaccinated for COVID19. Jerry called for discussion:

- **Larada was approached at a dance and informed that the Hot Chile Steppers are employing a caller who is not vaccinated.** The individual reporting this was quite upset. Larada feels that we need to respond to this complaint. She is also aware of an unvaccinated dancer that attends Hot Chile Stepper dances. We have dancers who would love to attend dances, but they are staying home because they are not vaccinated and they are obeying the rules.
- **Alice said that she has heard the same complaint** from other dancers, and the individual concerned is very open about not being vaccinated. There is a flyer posted at the Hall that drew attention because it features the caller. Alice contacted one person who complained to obtain as much info as possible, and is confident that at least one unvaccinated person is openly attending Hot Chile Stepper dances. The Board needs to enforce the guidelines.
- Ben said that we, as a Board, are not requiring people to provide proof of vaccination, but if it is really generally known that the caller is not vaccinated, because they have openly discussed it, that is a different matter. **As long as we have our facts straight, Ben does not object to taking some action on the complaint.** He thinks we need to ask Randy Pratt, who rents for the Hot Chile Steppers, for the details.
- Gale thinks we may not need COVID restrictions for much longer, as everything will be fully open. Jerry and Alice are worried that we may go the other way, and have more restrictions from the governor due to increased COVID cases.
- **Lin said we need to verify our facts** before we take any action, but **if the facts are established, we need to take action.**
- **Bob said that he feels that people should dance at their own risk**, so he thinks we are “beating a dead horse.” But he has no objection to the Board taking action if guidelines have been violated.
- Larada suggests that **if we have a violation of our rules, and if it continues, we need to cancel the Hot Chile Steppers contract.**
- **Jerry will send Randy an email advising him of the complaint, and stating that if there has been a violation he must take action to prevent this from happening again, or his contract will be terminated. The Board voted unanimously in agreement with this action.**
- Jerry said that the Sundancers have a signup sheet with the vaccination question for enforcement of ASDC requirements. **Ben said that having a signup sheet re vaccination is not an ASDC requirement. We are talking about open violations, which only applies if the renter is aware there is a violation.**

Alice asked for approval to send out an update for ASDC members re who can vote at the Special and General meetings. Should we include anything about barring guests and children from the meeting? **We voted against allowing guests or children with Ben as the only dissenter.**

Per Jerry the **spotlights on the roof have been repaired.**

Meeting concluded at 8:23 p.m.