

CGM Open Foundation BoD telecon – 20130719

(The dial-in numbers are not published to prevent prankster dial-in. Ask Stuart if needed.)

Attendees:

Lofton Henderson (Director)
Stuart Galt (Director)
Don Larson (Director)

Previous Minutes:

None.

Purpose:

This is the first meeting of the CGMOF. The main purpose is adoption of the Bylaws.

Proceedings:

The Bylaws residing at <http://www.cgmopenfoundation.org/Legal/Bylaws-CGMO-Foundation-20130719.htm>, with heading “Adopted: July 19, 2013”, were unanimously approved by the Directors. As stipulated in Section 5.6, a copy of these Bylaws, as well as any subsequent revisions, shall be printed and certified by the Secretary and kept at the principal office of the corporation. (*Action to Lofton and Don.*)

Officers positions were discussed and filled. Unanimously approved: Chair, Don Larson; Secretary, Lofton Henderson; Treasurer, Don Larson.

More Bylaws discussion: The Bylaws will be maintained on the Web site in such a way that any previous version can be referenced specifically, and a “Latest Version” link will point to whatever is the latest version.

Lofton noted that the new article 14, “Conflict of Interest Policy”, has problems with the fonts in the HTML version. This must be fixed before submission to the IRS for the 501(c)(6) application (unless lawyer submits the .DOC version.)

All discussed and agreed that Article 14 should be an external document in a “Policies & Procedures” section of the Web site, with minimal reference to require its observance in the Bylaws. Any changes require the execution of the Bylaws-amendment procedure (Article 10).

Lofton questioned whether the Bylaws should have an “Appendix A: Revision History”, and favored such. Discussion was inconclusive.

Lofton questioned whether BoD minutes should be posted on the Web site, and favored such, OASIS, W3C, etc do this. Discussion was inconclusive.

All discussed getting a “Join” procedure working. First, an email message to the Secretary will suffice. Then a form that can be printed and faxed or scanned/emailed. Then an actual interactive form. Stuart will work on it.

Next BoD Meeting:

The next CGM Open Foundation BoD meeting is not yet scheduled.