

SOECA MEETING MINUTES: May 12th, 2021

* Special Remote Meeting via Zoom *

Prepared by Claire Zietz, Secretary

22 in attendance.

President Chris Reynolds announced that this special meeting was being held to take a vote on the proposed SOECA bylaws updates, 501(C)4 incorporation, and the creation of a Bylaws Committee.

TOPIC: PROPOSED SOECA BYLAWS UPDATE, 501(C)4 FILING, BYLAWS COMMITTEE

- President Chris Reynolds
 - Mr. Reynolds began with a brief history on how we are not compliant with modern tax code. PayPal alerted us to the fact this past winter.
 - He listed the different options we have to be in compliance.
 - This vote would not be the final word – we will be forming a SOECA Bylaws Committee to look into a more long-term focus.
- Jean Cavanaugh had a question about newsletter distribution: will we be going back to a paper newsletter. Chris said it has been a challenge to get volunteers to distribute newsletters during COVID, but we will be resuming ASAP.
- Kathleen Samiy had a question about the term “classes” under Article II: Membership 2.1 and wanted to strike that language and wait for the Bylaws Committee for approval.
 - Chris stated that we incorporated the bylaws suggestions from the lawyer the board hired and worked to incorporate his suggestions while honoring the current feel of the SOECA organization. The term “class” is a legal term. While the aim was to vote on the proposed bylaws as-is, he suggested we can take a separate vote for that language as a second vote.
 - Chris showed the proposed bylaws to those members present.
- Chris then proposed a motion to adopt the proposed bylaws
 - Members present voted via chat
 - Vote: 18 yes, 1 no
 - Motion passed
- Anne Vorce made a motion to strike the section which incorporates the word “class” in Article II: Membership 2.1 Members
 - Vote: 5 yes, 12 no, 2 abstain
 - Motion did not pass
 - Chris explained that the newly formed Bylaws Committee can look at this later and propose amendments.
- Chris proposed a motion to vote for the second aim of the meeting: does the membership approve of the board pursuing incorporation of SOECA as a 501(C)4 entity
 - Passed unanimously with 21 voting yes
- A final motion was proposed to create a Bylaws Committee
 - Vote, by voice – passed unanimously
- Chris announced that anyone who would like to serve on this committee to please contact him: urbaneconomist@gmail.com.

- Chris also announced that the June meeting will be the last meeting of the year and will include board elections.
 - We will try to have a hybrid meeting – via Zoom and perhaps in person at Zinnia
- Jonathan Bernstein asked if will we be buying liability insurance for the board. Chris replied that we have no current plans but that this something we could pursue.

There being no further business, Mr. Reynolds adjourned the meeting at 7:43pm.