PASADENA SHOWCASE HOUSE for the Arts

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Minutes
Special Meeting of the General Membership
May 29, 2013
2:00 PM
Approved on June 5, 2013

CALL TO ORDER

A special meeting of the General Membership of Pasadena Showcase House for the Arts was held at 891 Flintridge Avenue, La Canada Flintridge. The meeting convened at 2:09 PM. President, Kathryn Hofgaarden presided and Secretary, Barbara Damerel was present.

QUORUM

There were 29 voting members present.

SPECIAL BOARD ITEMS

Revisions and amendments to the Standing Rules and Bylaws

Kathryn Hofgaarden announced that MOTION FORMS would be used for all motions made during the meeting.

Donna Gotch reported that the 2011-2012 Board of Directors had agreed to hire Ms. Nancy Sylvester, professional parliamentarian, to review PSHA's Standing Rules, Bylaws and Policies and Procedures. Donna reported that the Policies & Procedures Committee, which she chaired and which consisted of Katherine Watkins, Kathryn Hofgaarden, Callie Hoffer, Marybeth Rehman-Dittu, Joan Vienna, Jill Fosselman, Gretchen McNally, Eileen Reilly and with Linda Polwrek and Chuck Rubin as alternates, had met 8 times solely to review the Standing Rules, Bylaws and Policies & Procedures; and, that the Board of Directors had held 3 special meetings to review the recommendations made by the Policies & Procedures Committee. Donna announced that a thorough review has been completed and that a special meeting of the general membership is being held to review and approve the recommendations from the Board of Directors to the Standing Rules and Bylaws.

The recommendations from the Board of Directors were reviewed and the following motions (motion forms were numbered) were made:

1. **Standing Rules**

   Motion was made by Eileen Reilly: that the membership approve moving the Standing Rules, as amended, to the Bylaws and Policies and Procedures as recommended by the Policies & Procedures Committee and then reviewed, amended and approved by the Board of Directors. Motion was seconded. Discussion followed. The vote was unanimous. **Motion carried.**

2. **Article III**

   Motion was made and then amended by Eileen Reilly: that the membership approve the amendments to Article III of the Bylaws as approved by the Board of Directors and forwarded to the membership on May 5, 2013; except that in Article III, Section D, 7., "b." will be deleted and "c." will become "b." and "d." will become "c." Motion was seconded. No discussion followed. The vote was unanimous. **Motion carried.**

3. **Articles IV and V**

   Motion was made by Jill Fosselman: that the membership approve the amendments to Articles IV and V of the Bylaws as approved by the Board of Directors and forwarded to the membership on May 5, 2013. Motion was seconded. Discussion followed. The vote was unanimous. **Motion carried**.

4. **Article VI**

   Motion was made by Gretchen McNally: that the membership approve the amendments to Article VI of the Bylaws as approved by the Board of Directors and forwarded to the membership on May 5, 2013. Motion was seconded. Discussion followed. The vote was unanimous. **Motion carried**.

5. **Article VII**

   Motion was made by Eileen Reilly: that the membership approve the amendments to Article VII of the Bylaws as approved by the Board of Directors and forwarded to the membership on May 5, 2013. Motion was seconded. Discussion followed. The vote was unanimous. **Motion carried.**

6. **Article VIII**

   Motion was made by Eileen Reilly: that the membership approve the amendments to Article VIII of the Bylaws as approved by the Board of Directors and forwarded to the membership on May 5, 2013. Motion was seconded. Discussion followed. The vote was unanimous. **Motion carried.**

7. **Article IX**

   Motion was made by Eileen Reilly: that the membership approve the amendments to Article IX of the Bylaws as approved by the Board of Directors and forwarded to the membership on May 5, 2013. Motion was seconded. Discussion followed. The vote was unanimous. **Motion carried.**

8. **Articles X, XI, XII, XIII and XIV**

   Motion was made and then amended by Eileen Reilly: that the membership approve the amendments to Articles X, XI, XII, XIII and XIV of the Bylaws as approved by the Board of Directors and forwarded to the membership on May 5, 2013; except Article XII shall read, "The current edition of *Robert's Rules of Order* shall govern…". Motion was seconded. No discussion followed. The vote was unanimous. **Motion carried.**

ADJOURNMENT

The meeting was adjourned at 3:10 PM.

Barbara Damerel
Secretary 2012/2013
5-29-13