

WCUW 91.3FM

910 MAIN STREET, WORCESTER MA 01610

Special Meeting of the Membership, Tuesday, August 27, 2024, at 7:00 pm in person and by Zoom

MINUTES

Board and General Members present either in person, zoom, electronic or absentee ballot = 43 (all in good standing).

The Meeting was called to Order by the Chairperson, Mark Babson.

Chairperson, Mark Babson, and board members Scott Hayman and John Solaperto explained the PURPOSE OF MEETING:

The Board of Directors of the Corporation requests a Special Meeting of the General Membership to consider and then vote on a change to the By-Laws: https://wcuw.org/wp-content/uploads/2021/09/WCUW_Restated_By-Laws_2018-2020.pdf, as unanimously proposed by the Board of Directors and described below.

The proposed change to the By-Laws is to **DELETE** item (c) of Section 1: Qualifications of Directors, of ARTICLE IV: Board of Directors, which reads “ *In order to qualify for nomination to the Corporation’s Board of Directors a person must...(c) attend at least two (2) of the monthly Regular Meetings of the Board in the twelve (12) months prior to nomination....*”

And the BACKGROUND:

The current Board of Directors believes that item (c) of Section 1: Qualifications of Directors, of ARTICLE IV: Board of Directors, disqualifies too many persons for nomination to the Board of Directors and therefore greatly limits the Corporation’s ability to recruit qualified and motivated candidates for the Board of Directors from both its membership and the community at large.

- The By-Laws include thirteen (13) additional qualifications that a candidate must comply with.
- The Board of Directors is unaware of any other non-profits that include such a qualification in its By-Laws and believes our organization is disadvantaged by this condition when trying to compete with other non-profits in the community for motivated and otherwise highly qualified directors.
- The Board believes that a nominating committee, formal or informal, could accomplish the same goal that the “two board meeting requirement” was intended to accomplish.

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Various discussion ensued for approximately 5 minutes. No further comments or questions were asked.

General Member, Stephen Martin, moved to approve the By-Law Change and General Member, Diane Sutter, seconded the motion.

The Vote was tallied by the Executive Director, Troy Tyree. Forty-two members voted Yes, and one member voted NO. Therefore, the Bylaw change was approved by a majority vote.

A brief round of applause took place.

No other business was conducted at the Special Meeting.

Greg Check moved to adjourn the meeting and Nicholas Cozzens seconded the motion. All were in favor and the Special Meeting was adjourned.