2011 MAS Spring Council Meeting Minutes
Meeting held: Sunday, July 10, 2011  2:00pm – 2:45pm EDT
By teleconference

Attended: John Henry Scott, Jeff Davis, John Mansfield, Jim Bentley, Rhonda Stroud, Vin Smentkowski, Lucille Giannuzzi, Vern Robertson, Ian Anderson

Executive council members missing: Ed Vicenzi, MAS Secretary (vacant), Heather Lowers, Andy Deal, Tom Kelly, John Donovan

Call to Order
John Henry called the meeting to order at 2pm and announced that a quorum might never be reached for this telecon, based on emails received from Executive Council members who said they could not participate.

Quorum Call
By 2:15pm there were only five members of Executive Council on the phone (Scott, Mansfield, Davis, Bentley, and Stroud). Of the remaining voting members of Council only Tom Kelly’s participation was uncertain, and it seemed unlikely he would call in after 2:15pm. John Henry explained that without a quorum, Council was unable to vote or conduct official MAS business, but that an informal conversation for the benefit of those on the phone was permitted and might be useful.

Note
Based on Robert’s Rules of Order Newly Revised, the telecon still constitutes an MAS Council meeting even though a quorum was never established. Without a quorum, no official business can be conducted, votes do not count, and the Council does not have the power to change the status quo. However, meetings that are unable to transact business or lack a quorum are meetings nevertheless RONR p.338.

Discussion
John Henry announced that Scott Davilla has resigned as MAS Secretary, effective about two weeks ago. Scott’s resignation email explained that he will forward MAS-related communications to John Henry and that he has neither the time nor the will to continue assisting MAS. Scott offered to send Council audio recordings from the 2010 Summer Council Meeting and 2010 Business Meeting, but that he will not produce minutes for those meetings or the subsequent Winter Council meetings. Council suggested that we ask everyone to send in any personal meeting notes we have of those meetings (email them to mascouncil@microprobe.org). John Mansfield will pursue a possible Acting Secretary offline. Anyone willing to help out during the SC and Business meetings in Nashville can be appointed to the role of Acting MAS Secretary via a simple majority vote of Executive Council according to the ByLaws.

Action Item
John Mansfield will report back to MAS Council as soon as possible about possible candidates for the vacant Acting Secretary position.
Discussion At the Summer Council Meeting in Nashville we plan to get an update from Tom Kelly on the Finance Committee changes, and Council should decide quickly what to do with the money in our Schwab account. MAS Treasurer Jeff Davis told us we are currently getting 0.01% interest in our transitional account.

Discussion John Mansfield gave Council an update on the Nominating Committee status. John Henry will conduct an email vote to add Caroline Miller to the Nominating Committee, and John expects to send out the report from the Committee for Council review soon. Council will most likely vote to accept the report by email, so it can discuss and approve the slate of candidates provided in the report at the Summer Council meeting in Nashville, so in turn it can present the slate to the membership at the Wednesday Business meeting.

Action Item John Henry will conduct an email vote to add Caroline Miller to the Nominating Committee.

Discussion MAS Logo status. Not much has changed regarding the logo since the March telecon. Vern Robertson said his daughter is attending Parsons School of Design in Manhattan and will ask her to submit a logo design before the summer meetings.

Discussion Ian noted a problem with the MAS website. Some folders and Zope objects have disappeared, and he is concerned. He asked Nicholas to investigate.

Discussion John Henry reminded Council of the status of the changes to the MAS Sustaining Members dues and the need to present a ByLaws change to the Business meeting to get it on the electronic ballot in the winter. The change is very small and increases the number of individual memberships granted with each Sustaining Membership from two to three to synchronize our membership structure with that of MSA. When Ian joined the telecon this discussion was continued, partially recapped, and went on to include a review of Council’s plans to broach the subject of synchronizing Regular Member dues at the Business Meeting in Nashville. Because this last item is expected to be controversial, no more than a beginning to an open and transparent exchange of views among the membership is anticipated in Nashville.

Adjourn The meeting was adjourned at 2:45pm.