

From: Judy Draucker <jdraucker@richmondva.org>

Report of May 2007 Electronic Meeting of the NAWCC Board of Directors

Dear Members,

Following are the results of actions taken in the May 2007 Electronic Meeting of the NAWCC Board of Directors:

MOTION: Made by Secretary Draucker, seconded by Director McIntyre: As provided in the NAWCC Bylaws, Article IV Elections and Appointments, Section 7 (c), appointment of the following Members to the Board of Directors for a four-year term commencing June 5, 2007, has been confirmed by majority vote of the Board of Directors:

Bruce S. Bazelon (PA)

Dr. C. David Collard (TX)

Peter Klein (FL)

A quorum being present, the motion is approved, having received a majority vote of the Board of Directors.

Voting yea: Bazelon, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr.

Voting nay: None

Absent: Bryan

MOTION: Made by Director Hubby, seconded by Director Collard: That the Board approve a revised and updated Board of Directors Code of Ethical Conduct, for the purposes of aligning its name with the Member Code of Ethical Conduct, to clarify conditions of Board membership regarding potential and actual conflicts of interest, and to specify conditions of acknowledgement of the Code by potential candidates for election or appointment to the Board.

A quorum being present, the motion is approved, having received a majority vote of the Board of Directors.

Voting yea: Bazelon, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr.

Voting nay: None.

Absent: Bryan

MOTION: Made by Director Hubby, seconded by Director Collard: That the Board approve a revised and updated Nominating and Elections Committee Operations Manual, for the purpose of clarifying actions to be taken by the NEC and the Board with regard to acknowledgement of the Board of Directors Code of Ethical Conduct by potential candidates for election or appointment to the Board.

A quorum being present, the motion is approved, having received a majority vote of the Board of Directors.

Voting yea: Bazelon, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr.

Voting nay: None

Absent: Bryan

MOTION: Made by Director Hubby, seconded by Director Collard: That the responsibilities of the Secretary be defined to include direct notification of Board actions to affected parties, by amendment to the Standing Rules Article III Section 1(c) as follows:

(c) Monitoring and Notice Given of Board Action Items (Amended May 30, 2007)

- 1) The Secretary will be responsible for maintaining a record of all outstanding action items approved or directed by the Board, monitor the status of those items, and report to the Board no less than quarterly on the progress toward completion.
- 2) Unless otherwise stated in a Board motion or directive, the Secretary will be responsible for giving prompt notice of Board Actions directly to parties affected by such actions.

A quorum being present, the motion is approved, having received a two-thirds (2/3) majority vote of the Board of Directors.

Voting yea: Bazelon, Collard, Draucker, Gregory, Grosby, Hubby, McIntyre, Orr.

Voting nay: Klein, Landis

Absent: Bryan

MOTION: Made by Director Hubby, seconded by Director Collard: That the Board approve an amendment to the Standing Rules Article VII Section 1(d) for purposes of removing a conflict with the Bylaws, as follows:

d) Committee Chair Term of Office (Amended May 30, 2007)

As provided in the Bylaws Article III, Section 5, the Board appoints all Committee Chairs not otherwise specified in the Bylaws or these Standing Rules. All appointments shall include an effective starting date. The Board shall communicate starting dates to incoming and outgoing Committee Chairs. Committee Chairs serve at the pleasure of the Board. Unless removed or as otherwise provided for in the Bylaws or these Standing Rules, Committee Chairs shall serve from the effective starting date until notified of their end of term or re-appointment by the next Board.

A quorum being present, the motion is approved, having received greater than a two-thirds (2/3) majority vote of the Board of Directors.

Voting yea: Bazelon, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre.

Voting nay: Orr

Absent: Bryan

Comments from the membership are welcome and should be forwarded to the Secretary at jdraucker@richmondva.org.

Judy Draucker

NAWCC Secretary

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