OSBA Board Special Meeting – Meeting Minutes

December 15th, 2019

Attendance:

<table>
<thead>
<tr>
<th>Name</th>
<th>Present</th>
<th>Name</th>
<th>Present</th>
</tr>
</thead>
<tbody>
<tr>
<td>Terry Lieberman-Smith, President</td>
<td>X</td>
<td>Peggy Garnes, Vice-President</td>
<td>X</td>
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<tr>
<td>Tim Arheit, Secretary</td>
<td>X</td>
<td>Michele Colopy, Treasurer</td>
<td>X</td>
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<tr>
<td>Angel Mitchell, Erie Basin</td>
<td></td>
<td>Dwight Wells, Top of Ohio</td>
<td>X</td>
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<tr>
<td>Nina Bagley, Heart of Ohio</td>
<td>X</td>
<td>Don Crock, Buckeye Hills</td>
<td>X</td>
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<tr>
<td>Joe Heider, Crossroads</td>
<td>X</td>
<td>Alex Zomchek, Miami Valley</td>
<td>X</td>
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<tr>
<td>Kelly Morse, Ohio Valley</td>
<td></td>
<td>Allyson May, Western Reserve</td>
<td></td>
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<tr>
<td>Sonny Ward, Erie Basin</td>
<td>X</td>
<td>Mike Doseck, Top of Ohio</td>
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<tr>
<td>Rick Blessing, Crossroads</td>
<td></td>
<td>Geoffrey Hultgren, Miami Valley</td>
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<tr>
<td>Jamie Walters, Maumee Valley</td>
<td>X</td>
<td>Rod Pritchard, Heart of Ohio</td>
<td>X</td>
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<tr>
<td>Open, Buckeye Hills</td>
<td></td>
<td>Jim Hopkins, Ohio Valley</td>
<td></td>
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<tr>
<td>Greg Bokan, Western Reserve</td>
<td></td>
<td>Dwight Wilson, Maumee Valley</td>
<td>X</td>
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The meeting was called to order at 7:30 pm by Terry Lieberman-Smith, President.

Rod Prichard raised point of order that the board had agreed that the next available meeting be in January during the Planning meeting. Tim Arheit noted that no motion was made and approved to cancel the Dec 15th meeting nor to schedule to the January meeting per the preliminary minutes shared with the executive committee. In addition meeting minutes needed approved in order to facility the handover of banking information.

Jamie Walters made a motion to finish this meeting as planned to finish up the business for 2019 so we can move on to 2020. Second by Sonny Ward.

✓ Peggy Garnes abstained,
✓ Rod Prichard opposed.
✓ Everyone else voted in favor.
✓ Motion carried.

Peggy Garnes motion to approve the meeting minutes from the October 20th board meeting. Second by Jamie Walters

✓ Rod Prichard abstained
✓ Everyone else voted in favor
✓ Motion Carried.

Joe Heider made the motion to approve the meeting minutes from the Fall Conference, November 2nd business meeting with corrections. Second by Peggy Garnes

✓ All voted in favor
✓ Motion carried.
Peggy made a motion to table approval of the December 7th planning meeting minutes so we can get it right. Second by Rod Pritchard.
  ✓ Terry Lieberman-Smith, Michelle Collopy opposed.
  ✓ Kelly Morse abstain.
  ✓ Everyone else voted in favor.
  ✓ Motion carried.

Michelle Collopy shared the estimates (attached) received for book keeping and asked for approval to send a letter of engagement to the current paid professional bookkeeper at W3 Global in order to continue data entry work for OSBA. Otherwise, all data entry ends 12/31/19.

Peggy Garnes made the motion to table contracting with a bookkeeper. Second by Joe Heider.
  ✓ Terry Lieberman-Smith opposed.
  ✓ Michelle Collopy abstained.
  ✓ Motion carried.

Tim Arheit brought up the topic of the Constitutional vote at the fall conference. While the vote was in favor of the Constitutional amendment. The current constitution requires a 2/3rds vote of those members in attendance. Unfortunately, less than 2/3rds of the members present at the fall conference cast a vote. In past years this was accepted as a passing vote, but it should not.

Tim Arheit made the motion to accept the vote as not passing due to less than 2/3rds of the member present casting a vote. Second by Rod Prichard.
  ✓ All voted in favor
  ✓ Motion carried.

Rod Prichard made the motion to Adjourn. Joe Heider seconded.
  ✓ All voted in favor
  ✓ Motion carried.