**Legal and Bylaws Committee: December 10, 2020 Minutes**

Meeting Attendees

Members Present: Joanne Machalaba, Barry Mendelsohn, Stu Joseph, Patricia Degnan, Rob Torcivia, Bill Nyquist, Michael Freedman, Stephanie Hantman, Kristen Neu

Proposed New Member: Mark Kempner

This meeting was called to order on Thursday, December 10, 2020 at 8:08 p.m. on Zoom

Old Business

1. Committee reviewed wording on July 2020's motion for the revisions of the election procedures
   1. This was brought back to L&B as there was a possible misunderstanding of what part of the motion was required by NJ legislation changes, and what part of the motion was initiated by L&B and not required by NJ
   2. Committee reviewed minutes from July 2020 Board Meeting; minutes reflect that the attorney clarified what was required before the vote of the motion was taken
   3. Committee sought feedback from members of past election committees, which were in agreement that the changes in this motion were improvements and beneficial to WML
   4. Committee agreed that the motion as exists is in spirit of the NJ legislation changes and will not be proposing a revision
2. Noted that the Motion to amend Admin Guidelines Section F was passed at November 2020 board meeting
3. Following the Admin Guidelines
   1. Committee reviewed response from counsel regarding committee’s proposed wording for an “intro” to the Admin Guidelines. Committee made minor changes and drafted a motion to present at the December 2020 Board Meeting
   2. Committee voted in favor of presenting motion (9-0 in favor, 1 ineligible to vote)

New Business

1. Committee Member eligibility to vote
   1. Committee reviewed this guideline-Must have attended 3 meetings within 12 months, not specifically the calendar year; therefore, the member can vote on the 4th meeting in the 12 month period (Section B, 2 of Admin Guidelines)
   2. Clarified that Chairperson is an immediate voting member, but OIC(Exec Board) is not
   3. Sometimes this is difficult to track, especially in larger committees; Committee recommends tips such as maintaining a simple spreadsheet and/or seeking help of a committee secretary
2. Reviewing July 2020’s meeting minutes
   1. Minutes included a reference to past minutes that were not accurate
   2. Committee chose not to revise minutes
3. Confidentiality Agreement
   1. Committee discussed a Confidentiality Agreement for Board Members; we currently do not sign one at the beginning of each board term; also discussed a similar agreement for employees
   2. Committee agreed that this would be useful
   3. An agreement will be drafted by attorney and come back to L&B for review

The meeting was officially adjourned at 9:58 PM.

Minutes written by Kristen Neu(Chair); Minutes approved by Mark Kempner (OIC)

The next meetings are: January 14, 2021 at 8pm on Zoom; February 11, 2021 at 8pm on Zoom