



### **Special Virtual Meeting Minutes**

**Date:** August 6, 2025

**Time:** 10:00 a.m. – 10:24 a.m.

**Location:** Microsoft Teams (Virtual)

#### **Call to Order**

The meeting was called to order at 10:00 a.m. by Mairead Painter, Co-Chairperson. This meeting was called a Special Meeting for the purpose of reviewing and voting on the proposed Bylaws and Charter for CEJC.

#### **Roll Call**

##### **Present (via video/audio):**

- Liliya Vynar – Chair Backup
- Mairead Painter – Co-Chairperson
- Nora Duncan – Member
- Michael Martone – Member
- Dorian Long – Member
- Kelli Lefler – Member
- Erin Leavitt Smith – Member
- Laura Snow Robinson – Member
- Alison Dvorak – Member
- Claudia Mejia – Member

#### **Quorum:**

Mairead Painter confirmed a quorum was present.



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### **Purpose of Meeting**

The sole purpose of this special meeting was to review, discuss, and vote on adoption of the proposed Bylaws and Charter for CEJC.

### **Discussion and Actions**

#### **A. Charter Review**

- Mairead Painter confirmed that all voting members had reviewed the final version of the Charter distributed prior to the meeting.
- **Motion:** Approve the Charter as presented.
  - **Made by:** Alison Dvorak
  - **Seconded by:** Nora Duncan
- No discussion or opposition.
- **Vote:** All in favor – motion passed unanimously.

#### **B. Bylaws Review**

- Members reviewed the proposed Bylaws and discussed possible amendments, specifically in **Article IV, Section 3.3**.
- Comments included:
  - Clarification on how an entity can be voted on as a Member Organization.
  - Suggested punctuation adjustments and replacing “shall” with “may” to reduce uncertainty.
  - Additional recommendations to improve clarity and conciseness from Kelli Lefler and Alison Dvorak.



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- Recommendation from Dorian Long to insert the article “a” to remove ambiguity.
- Mairead Painter shared her screen and updated the document in real time based on member recommendations.
- Revised language was distributed via chat for final review. All voting members agreed with the amended language clarified Section 3.3.

#### **Original Section 3.3:**

Steering Committee Member Organizations. The Co-Chairs shall nominate an individual or entity to be a Member Organization on the Steering Committee. Upon a motion of any Member Organization Representative, and confirmation the addition of the nominated individual or entity does not exceed the number of voting representatives permitted in Article 3.1., the Representatives of the Steering Committee shall vote to add the individual or entity as a Member Organization in accordance with Article 6.3.

#### **Amended Section 3.3:**

Steering Committee Member Organizations. The Co-chairs shall nominate an individual or entity to be a Member Organization on the Steering Committee. Upon a motion of any Member Organization Representative, and confirmation, provided the addition of the nominated individual or entity does not exceed the number of voting representatives permitted in Article 3.1., the Representatives of the Steering Committee shall take a vote to add the individual or entity as a Member Organization in accordance with Article 6.3.

- **Motion:** Approve the Bylaws as amended.
  - **Made by:** Alison Dvorak
  - **Seconded by:** Michael Martone
- No further discussion or opposition.
- **Vote:** All in favor – motion passed unanimously.



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#### **Motions Summary**

<b>Motion #</b>	<b>Description</b>	<b>Motion By</b>	<b>Seconded By</b>	<b>Vote Result</b>
1	Adopt the proposed Charter as presented	Alison Dvorak	Nora Duncan	Passed – Unanimous
2	Adopt the proposed Bylaws as amended	Alison Dvorak	Michael Martone	Passed – Unanimous

#### **Other Business**

- None.

#### **Adjournment**

Motion to adjourn made by Nora Duncan, seconded by Mairead Painter.  
Meeting adjourned at 10:24 a.m.

#### **Submitted by:**

Liliya Vynar, Secretary  
August 13, 2025