

**MERYTON LITERARY SOCIETY, INC.
NOVEMBER 5TH, 2008**

**MEETING OF THE BOARD OF DIRECTORS
AGENDA / MEETING MINUTES**

IN ATTENDANCE

| | |
|---|----------------------|
| x | Stacy Harrison Klung |
| x | Pamala Duffy |
| x | Connie Joki |
| x | Kristin Hubbard |
| x | Ellen Pickels |
| x | Julie Drivere |

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| x | Gail McEwen |
| x | Jill Crehan |
| x | Michele Reed |
| x | Sarah Hunt |

Item #1:

Acceptance of Resignation from BoD: Elaine Sieff

Elaine tendered her resignation via email to the Officers of the corporation.

Passed by a Vote of 6 Yea, 0 Nay

Item #2:

Appointment of new member of BoD to replace, Alicia Bellamy

Nominee: Angie Hudgens

Passed by a Vote of 6 Yea, 0 Nay

Item #3:

Personnel Issue – Data Private

Item # 3a:

Notification of Item 3

Resolution of Item #3 and Item #8 to be done Via Priority Mail or Federal Express.

Passed by a Vote of 5 Yea, 0 Nay, 1 abstained

Item # 4:

Acceptance of Privacy Statement covering all MLS websites

In light of recent actions by a member of the BoD, the OoC would like to implement a Privacy Statement which would govern how users privacy will be used by the BoD and OoC. Please read word document Privacy Statement which was sent with this agenda.

Passed by a Vote of 6 Yea, 0 Nay

Item # 5:

Bylaw modification

Recent events and a subsequent legal review of the MLS bylaws have brought to light a few bylaw changes that need to be made to clarify the intent of the document. These changes involve the involuntary removal of a

member of the Board of Directors and the proposed changes will make it easier for the removal of members by a simple majority vote of the remaining BoD.

Please see MLS Bylaws Rev 5.

Passed by 5 Yea, 1 Nay

Item # 6:

Statement of Accounts

Balance Sheet & Budget for 2009 Fiscal year presented for review. See Attachment: MLS Balance Sheet

Accepted as Presented

Item # 7:

Back up Board (BUB)

Accepted as Presented

Item # 8:

Separation of AI from MLS

- \$764.11 payment to Abigail Young for Expenses she paid out of her own personal account.
- Data Assets of AI have been removed to Austeninterlude.org
- Additional payment requests from Abigail

See Attachment: AI Proposal - Private Data
See Attachment: AI Timeline – Private Data

Option 1 Passed by vote of 6 Yea, 0 Nay

Item # 9:

Chairman of the Board

- The Officer's of the corporation would like to suggest that the BoD take advantage of the provisions in the bylaws to appoint a Chairman of the Board. This person could be the liaison between the Officers and the Board of Directors. During the recent troubles the officers could have contacted the Chairman of the Board and let that person decide when was the most opportune moment to bring the board in on the events.

Kristin nominated Connie. Accepted Nomination but only for a period of one year.

Passed by a Vote of 6 Yea, 0 Nay

Item # 10:

Filling Additional Board of Directors – January 2009

Board will determine who are in top five. Then members will be contact to determine interest. Followed by a vote and seating of new board member by mid-January 2009

Personnel Issue – Additional Data Private