



## MUAA General Board Meeting

August 8th, 2024

### AGENDA

#### Microsoft Teams Virtual Meeting at 5:30 p.m.

##### Call to Order & Welcome Call to order 5:32pm

- Jimmy Black, MUAA President
  - Sign up for committees if you have not already
  - QR code above goes to herd alum website. Foundation Logo QR code goes to the donation page.

##### MUAA General Business

- Attendance & Minutes Review – Misty Ferguson, Secretary
  - Any minutes updates?
    - No updates needed.
  - Updated minutes should be up on the website soon.
- Treasurer's Report – David Collins, Treasurer
  - Ended 23-24 with 19 donors making 52 gifts = \$5640. Ended 23-24 fiscal with \$30,001 in account total.

##### Alumni Relations Team Report – Matt James & Walker Tatum

- Homecoming in two months
- Back from trip to MD, help to push to Universities United event at the end of September - post about it
- Next week headed to NC - Raleigh and Charlotte
- August 19th - Start of new President &CEO Nicco Karigosian - Press release on Monday.
- As of today, Alumni Relations team grew from 3-6 (now includes communications team)
- Homecoming:
  - Theme for 2024 is The Marco Olympics - Dot Hicks is grand marshal
  - Events for the week:

- Picnic on the plaza has been on Friday, but going to be no longer at same location - moving with the decorations awards to the bonfire on Friday evening. Need to figure out Stamfeed.
  - Monday is unity walk - flag making contest
  - Tuesday, Wednesday, Thursday is mostly student stuff.
  - Thursday night is outdoor hoops in Huntington - downtown, but not at Pullman.
  - Friday - 9:00am - 2pm or 3pm Meeting during the day, Class reunions at 4:00pm, parade at 5:30 to Harless Field, followed by community bonfire at 6:30 - 8:30. Home soccer game (vs. JMU) as well at 7:30pm. Black Hall of Fame at 7:30pm. (Rough volunteer numbers for bonfire, as many as possible - mix and mingle with students. Would like as many as possible.) Walker and Matt to MC. Brad and Dot will light the bonfire with torch.
  - Saturday - Game and Tailgate three hours prior to kickoff.
  - More meetings in two weeks for more details.
  - Matt and Walker gathering ticket information. - if you need, do not buy.
  - Annette - do you know if we have a discount code for hotels? - Matt looking now. - *Doubletree 10 room block- needs booked by August 21st.*
  - Jill - Friday campus awards. What other items would we be involved with?
  - Laura - will we need parade judges? Yes, we will.
  - Tiffany - Need to choose date on stamfeed and volunteers for Sounds like thursday is a better night than Saturday after the game. Wants people to vote on who is coming. Jill mentioned the volunteer link will go up for those to sign up. People mentioned that if they will be at the meeting, they will be there. Some will be out of town and not able to come.
  - Misty to send out summary of events after this meeting.
  - Walker - if anyone was not at the in-person meeting, get with jimmy and jimmy will let Walker know and he will ship or get together for pickup the items.
  - Matt - additional passes to support alumni and boxes at the game and for any game.
  - Annette - where will the tickets be located? They should find out soon. And hopefully get good seats.
- Please respond to Melissa's email on who needs a name tag.
- Please fill out the survey that was sent out during the Summer Board Meeting.
- Finalizing agenda for homecoming meeting finalized. Want everyone to be there as much as possible.
- Tomorrow Tammy will be reaching out to all chairs to set up a call to go through committee goals and how to achieve. Refer to Summer board meeting minutes to view slides.

- Introduced Chairs and Committees

Chapters: (Barbara White/Annette Green)

- o Barbara - Annette and Barbara have been busy

- Annette working on chapter handbook and leadership material. Some things need to be updated.
    - Going to change Chapter of the Year application process. Instead use Chapter progress reports and then be able to pull out different awards. Judging criteria was established last year. Wants to be more measurable and objective.
    - Options for chapter president training. - In-person and virtual.
    - Traveling to Durham on August 15th, Charlotte on August 16th to get everyone re-energized.
    - Richmond is stagnant, may meet with Raleigh and Annapolis in Richmond.

- o Committee meeting on August 19th. President's meeting the follow month.

- o Some posing as alumni chapters, so need to look at those and determine what is going on and get a handle on what is going on across the country.

- o Columbus chapter launch at Ohio State Game - let Matt know if coming to game to attend separate event.

- Events: (Rashad Sanders/Tiffany Ferrari)

- Need to talk to Steve Wellman about Stamfeed dates, since his company usually the sponsor

- Business & Development: (Ben Workman/David Collins)

- o Next step is to send note out to full committee beginning of next week to find out what days work for meetings. First Steps.

- o Initial agenda item, finalize items for Nike/BSN flash sale

- o Follow up with Reeves to set up table at 9th street live to promote flash sale for homecoming

- o Thank you gifts for "Friends of MUAA" - what can we provide?

## Committee B Reports – Janie McDaniel, VP1

- Membership: (Melissa Blatt/Melanie Pagliaro)

- o Missy working to get Augeo information together and out to people.

- Walker - Missy sent email to some of Exec committee that detailed royalties. To discuss at September meeting.

- By-Laws: (Steve Wellman/Austin Smith)

- o Austin discussed items below:

Presenting a proposal to amend the bylaws as follows. This amendment is intended to address some complications in our election process.

The current version of Section 3.4 of the bylaws states:

Each year, no more than ten (10) Directors shall be included on a ballot and elected from the active membership of the Corporation. The Nomination Committee will develop a ballot of a minimum of ten (10) and a maximum of twenty (20) nominees to run for the Directors' positions, with consideration to the balance provision contained in this paragraph of this article. Ballots listing the new Director nominees will be sent to all Active Members of the Corporation at least thirty (30) days prior to any Board meeting. The Active Members must return the ballots to the Alumni Office within fifteen (15) days of the circulation of ballots. The nominees who receive the highest number of votes will be elected as Directors of the

Corporation; however, a balance shall be maintained so that at least five (5) Directors elected each term reside outside Cabell, Wayne, Mason, Putnam, Kanawha, Lincoln, Logan and Mingo Counties in West Virginia, Boyd County in Kentucky and Lawrence County in Ohio. No more than two (2) full time employees of Marshall University can serve as elected Directors at one time. The Secretary of the Corporation will notify all nominees of the results of the election. The remaining nominees will be listed in order of votes received and designated as alternate Directors for three (3) years.

**As you can see, Sentence 2 directly contradicts Sentence 1. These two provisions state that there can be no more than 10 nominees on the annual ballot for Director positions, then state that the ballot shall include at least 10 and no more than 20 nominees. Obviously, this is irreconcilable. Also, the current version requires at least 10 nominees and at least 5 from the local area and 5 from outside the local area, and in some years, we simply do not have that many nominees, so we need a provision to deal with this. Finally, we have no tiebreaker under the current version of the bylaws.**

The Constitution & Bylaws Committee has drafted the following amendment, and Austin, Jane, or another designee will ask for a motion to approve. Let me know if you have any questions. The Amendment will:

- Eliminate the contradiction so that the ballot will contain 10-20 nominees, with 10 to be elected
- Add clauses to state that the minimum number of nominees on the ballot is 10, and the minimum number of nominees on the ballot is 5 from the local area and 5 from outside the local area, **ASSUMING THERE ARE ENOUGH NOMINEES TO MEET THESE REQUIREMENTS**
- Add a tiebreaker, whereby the tie is broken in sequential steps by (a) electronic vote of the Board or in person, and if still tied, (b) years of service on the Board, and if still tied, (c) President's discretion.

Proposed Amendment:

Section 3.4. Elections. ~~Each year, no more than ten (10) Directors shall be included on a ballot and elected from the active membership of the Corporation. T~~ Each year, so long as there are enough nominees to fulfill the following requirement, the Nomination Committee will develop a ballot of a minimum of ten (10) and a maximum of twenty (20) nominees to run for ~~the~~ Directors' positions, with consideration to the balance provision contained in this paragraph of this article. Ballots listing the new Director nominees will be sent to all Active Members of the Corporation at least thirty (30) days prior to any Board meeting. The Active Members must return the ballots to the Alumni Office at least ten (10) days prior to the annual meeting. The ~~ten (10)~~ nominees who receive the highest number of votes will be elected as Directors of the Corporation; however, a balance shall be maintained so that at least five (5) Directors elected each term reside outside Cabell, Wayne, Mason, Putnam, Kanawha, Lincoln, Logan and Mingo Counties in West Virginia, Boyd County in Kentucky and Lawrence County in Ohio, ~~provided that there are enough nominees who would fulfill this requirement~~. No more than two (2) full-time employees of Marshall University can serve as elected Directors at one time. The Secretary of the Corporation will notify all nominees of the results of the election. The remaining nominees will be listed in order of votes received and designated as alternate Directors for three (3) years. **In the event of a tie, the tie shall be broken in the following sequential manner:** (1) By vote of the Board, to be conducted at the first Board meeting after the election via secret ballot or by electronic means, at the discretion of the Executive Committee; (2) Years of service on the Board between the candidates receiving the same number of votes; (3) President's discretion.

- Any questions?

- Mikala - point of order, need thirty days notice in order to vote, so we will need to vote next month
- Matt says can waive bylaws and vote now if you can.
- Tabling until next month for a vote in September, to fulfill the 30 days notice requirement.

MISC: Homecoming Volunteer Needs, StamFeed updates, 9<sup>th</sup> Street Live B&D Table Volunteers

**Adjournment:**

- Lots of follow-ups
- Tiffany question - updates on board website - who does it?
  - How to pull up calendar.

**Upcoming Dates:**

- **September General Board Meeting: September 12th 2024 at 5:30 p.m.**
- **Homecoming Meeting: Friday Morning October 4<sup>th</sup>, 2024 (Start Time TBD)**

**Go Herd!**

**Attendance:**

**Misty Ferguson**

**Annette Green**

**Austin Smith**

**Barbara White**

**Becca Hayes**

**ben workman**

**Chris Dickerson**

**David Collins**

**Emily Gaskins**

**Laura Greer**

**Irv Johnson**

**Jill Jackson**

**Matt James**

**Jimmy Black**

**Krista**

**James Lester**

**Jane McDaniel**

**Melanie Pagliaro**

**Michael Perry**

**Brad Profitt**

**Sharon Maynard**

**Mikala Shremshock**

**Feon Smith**

**Walker Tatum**

**Tiffany Ferrari**