

Community Service Associates, Inc.
Class A CSA Board Meeting Minutes
Thursday, August 21, 2014

President Ryan called the meeting of the *Class A* CSA Board of Directors to order at 2:00 p.m., in the main conference room of the CSA Building

1. **Roll Call**

Present:	David Borghesi	Mark Griffith	Joe Kernan
	Rob Marsac	Charlie Miner	Charles Ryan
	Michael Tucker	Chris Widnell	
Guest:	Karl Becker		
Staff:	Jeanne Pearse		

2. **Term Length of a Class A Board Member's Vacant Seat**

The *Class A* members of the CSA Board met to discuss and insure all its members were in agreement as to the term length of a newly appointed board member that was filling a vacant seat of a *Class A* member on the CSA Board.

The CSA By-laws are unclear as to the actual term length, but historically, the new appointee completed the remainder of the term left open by the vacancy.

Some of the *Class A* members interpreted the by-laws as stating the appointee would only serve until the next annual meeting. The appointee would then have to participate and win in the annual board election in order to serve as a *Class A* Director. This would also change the rotation schedule from 3 open board positions annually, to one of the rotations having 4 open positions.

The annual meetings are held in May each year and don't coincide with the *Class A* board election ballots being mailed out between November 1st and December 1st each year. An amendment to the CSA By-laws was needed in either circumstance.

Mr. Tucker made the following motion which was seconded by Mr. Marsac and was passed by a vote of 5-3:

“RESOLVED, the *Class A* members of the CSA Board recommend the full board approve an amendment to the CSA By-laws revising *Article IV, Section 4. – Vacancies* to read: “Vacancies occurring in a class of Directors for any reason may be filled by a vote of a majority of the Directors of the applicable class then in office, although less than a quorum exists. Directors appointed pursuant to this

Section shall hold office for the remainder of the unexpired term of the vacant Directorship.”

A roll call vote was then taken as follows:

For

Mark Griffith
Rob Marsac
Charlie Ryan
Michael Tucker
Chris Widnell

Against

Dave Borghesi
Joe Kernan
Charlie Miner

3. **Adjournment** - With no further business the meeting adjourned.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Charlie Ryan". The signature is fluid and cursive, with a large initial "C" and "R".

Charlie Ryan
CSA Chair