Twin Cities Maker Meeting Minutes

May 25, 2011 at Hack Factory, Minneapolis, Minnesota

Attendees

Attendees: Wayne, Brandon, Karin, Michael, Riley, Bob

Scribe

Bob Poate

Agenda

- Review Resolution to amend existing bylaws.

Business

- Discussed changes to 3 subsections of existing bylaws relating to upcoming 2011 annual meeting.

  • Changing official notice of meeting to 5 days. Unofficial notice has already been given of the meeting but official notice is scheduled to go out around June 2nd consistent with statutory requirements. People who become members or paid dues after June 1 would be ineligible to vote. This shorter time frame helps more people to participate.

  • Allowing Proxy voting. This will allow non-local members or members who have schedule conflicts, to vote.

  • Quorum. A quorum of members will be at least 10 members, or not less than 30% of total members, whichever is less. This was not changed but clarified that proxy votes shall count towards quorum.

  • Changes being considered to be as inclusive as possible.

  • Board present adopted the resolution unanimously which is attached.

• Meeting adjourned.

HACK FACTORY OF MINNESOTA, INC.
D/B/A TWIN CITIES MAKER

RESOLUTION ADOPTED BY THE
BOARD OF DIRECTORS

Meeting May 25, 2011

WHEREAS, the Board of Directors has determined it is desirable to amend the corporation's existing bylaws to change certain provisions relating to annual meeting requirements in preparation for the upcoming 2011 annual meeting of the corporation;

NOW, THEREFORE, BE IT RESOLVED, that Article II, Section 2.7(b), Article II, Section 2.7(d) and Article II, Section 2.7(f) of the corporation's bylaws are hereby amended and restated in their entirety to read as follows:

2.7(b) Notice of meeting. Notice shall be given by the secretary of all meetings of the members by publication in a legal newspaper published in the county of the principal place of business of the association, or by publication in a house newsletter, regularly published by or on behalf of the association and circulated generally amongst its members, or by mailing a notice thereof to each member at his, her or its last known address including notification sent by electronic mail if authorized by the member, at least five (5) days before the date of the meeting. The secretary shall document compliance of this provision by preparing a copy of the notice given to members with proof of the mailing or publication attached. The failure of any member to receive any such notice of the annual or special meeting of the members shall not invalidate any action which may be taken by the members at any such annual or special meeting.

2.7(d) Voting. Proxy voting is authorized in the manner allowed by Minnesota statute.

2.7(f) Quorum. At any regular or special meeting of the members, a quorum necessary for the transaction of business shall be at least ten (10) members, or not less than thirty (30%) percent of the total number of members which ever is less. Members in attendance or represented by proxy shall count towards a quorum.