

# PROJECT REFLECT

Board of Directors Annual Meeting

730 Neely's Bend Rd, Madison, TN 37115

\*Tuesday August 16, 2022 @ 5:30 P.M.

**\*MEETING CONDUCTED IN PERSON and VIA ZOOM**

## CONFERENCE

### BOARD OF DIRECTORS - Voice & Vote

Cobb, James, **Chair** (X)  
Hytche, William (X)  
Johnson, Ramona, **Secretary** (P)  
Marrs, Christy (1)  
Raphael, Fr. John, **Treasurer** (X)  
Taylor, Robert (X)

### CORPORATE MEMBERS - Voice

Boyd, Irene  
Faulkner, Mark, **Chair**  
Horton, Rebecca  
Kibby, Fr. Patrick  
Mulloy, Diane  
Ney, Paul

## AGENDA

1. Prayer (3 min.)
2. Review/Approval of the Minutes from the Previous Board Meetings (June 21, 2022)
3. Re-election of Current Directors
4. Election of New Directors
5. Election of New Officers
6. Corporate Members Report (Mark Faulkner)
7. Executive Director/Administrator's Report (Ahmed White)
8. Financial Report (Ahmed White)
9. Approval of 2022-2023 Budget
10. Chairman's Report (James Cobb)
11. Committee Reports
12. New Business/Open Items
  - a. Proposed Amendment to bylaws provision for Special Vacancy
  - b. Tennessee General Assembly SB 2407 requirements (Library Collections Review)
  - c. Organization Strategic Planning
  - d. Relations/Interaction between Board of Directors and Corporate Members
13. Adjourn

### ***Motion that the current by-laws be amended to read as follows:***

23. Special Vacancies. If a vacancy in Board membership results in there being fewer Directors than required by the Bylaws or Charter, and if such vacancy is not filled within ninety (90) days of the event that caused the vacancy, any Director may apply to a court having equity jurisdiction in the county in which the Organization has its principal office to have such court appoint a sufficient number of Directors so that the Organization will have the number of Directors required

by its Bylaws or charter, whichever number is greater. Any Director position to be filled by reason of an increase in the number of Directors may be filled by election by the Board of Directors in conformity with Section 13 for a term of office continuing only until the next election of Directors. At that time, the newly elected Director may stand for election for his or her first three-year term of office. ***During a special vacancy, for the purposes of filling the vacancy and conducting all regular duties of the Board of Directors until the minimum number of directors is re-established, a quorum shall be established by a majority of the current directors.***