

BAGRS Board Meeting 3/10/2011

4:00 p.m. meeting called to order, via conference call, to vote on a change to the by laws

Board members present:

- Ray Turner, Chip Gierhart, Don Watters, Richard Murray, Russ Miller, Bob Evans, Nancy Norris, Steve Smith and Bill Allen

Topics:

1. Proposed change

- “The Board discussed the effective date of the term limits applicable of officers and directors under the Amended and Restated By-laws approved by the Members at the annual meeting on February 26, 2011. Mr. Evans pointed out that the most reasonable interpretation was for current directors and officers to be grandfathered, such that their term limits would begin to run as of February 26, 2011. Nevertheless, all of the officers and directors expressed a willingness to apply the term limits retroactively to the date they first took office. It was pointed out, however, that if this was the interpretation approved, then Mr. Gierhart had already served three years as Treasurer and would be unable to continue to serve. The Board agreed that it would be difficult to find a new Treasurer to replace Mr. Gierhart immediately, and it would be in the best interest of the Society and its members if he served one more year while a replacement candidate was located and trained. The Board therefore decided to implement the term limits beginning February 26, 2011, with the understanding that all directors and officers in office on that date would in effect act as though the term limits were retroactive and resign at the expiration of their respective terms as measured from the date they first took office except Mr. Gierhart, who would resign the office of Treasurer effective at the 2012 annual meeting of members. Whereupon, on motion duly made and seconded, the following resolution was adopted:

RESOLVED, that pursuant to Article X of the Society’s By-Laws, the Board

interprets the term limits expressed in Sections 6.02 and 8.05 of the By-Laws to commence on February 26, 2011.”

- Action Item The motion was approved unanimously

2. Old and New Business (Russ Miller)

- Topics: Russ discussed the idea of placing an ad in the Garden Railroad magazine for the West Coast Regional Meet garden tours. Russ will send out proofs as he receives them. He is also looking into a Chartered train ride in Niles Canyon probably the Wednesday of the tour week

Adjourned at 4:30 p.m.