

Minutes of Special IGRA Trustees Meeting

Dec. 15, 2012, noon CST, called on Dec 10th via E-mail for a meeting by conference call. Called to order at 12:03 pm.

The following Trustees were in attendance:

CGRA	John Beck
TGRA	Mark Gurrola
GSGRA alt.	Ed Hamilton
AGRA	Ron Trusley
NMGRA	Kelly Peebles
ASGRA	Tom Lott
NGRA	Guy Puglisi
ILGRA	Ed Barry
SSRA	Glen Jones
GWGRA	Ray Ostmann
CCGRA	Peter Calabrese
LSGRA	Jody Harvey
SGRA	Chuck Browning

- Special Trustees meeting, chaired by Ed Barry, 2012 Trustee Chair.
- Main topic: Texas Rodeo variance for 2013 rodeo.
- Read second issue section of Benjamin's (Parliamentarian) E-mail (12/14/12) on the merits of allowing or not allowing the call.
 - **--- Email below ---**
 - All,
 - I am just now able to read and respond to this chain. I hope my comments are helpful and not too late.
 - The bylaws do not address using the Yahoo board group for Trustee communication/votes. I do not see a problem with this as long as the officers do not vote on the matter (an analogy would be the Secretary attending the Trustee meeting to take notes or the President attending simply as an observer), and I suggest that the Trustees decide this among the group.
 - The second issue is more complex. The bylaws explicitly allow telephone and electronic voting for board meetings, as outlined in Article VIII. Article X, Trustees, does not explicitly state that telephone and electronic voting are allowed. One principle of interpretation says that if something is explicitly listed in one section and not listed in another section, it generally means that it was intentionally not placed there. In this case that would mean that telephone and electronic voting were intentionally not explicitly permitted by the Trustees. I strongly suspect, however, that that was not the intent when telephone and electronic voting were placed in the bylaws. The Board and Trustees have so much overlap that we sometimes don't think about the distinction on this type of matter. To Ed's point, the voting section of Article X does not correspond precisely to Article VIII, and the use of the word "may" in Paragraph E could be interpreted to mean that other means of voting are permitted.
 - Another principle of parliamentary procedure is fairness and balancing of rights. I tend to have a less pedantic viewpoint on interpretation when considering fairness and try to err on the side of fairness if there is any question. That said, if the fair thing to do (fair to all parties—IGRA, the Board of Trustees, each individual Trustee, TGRA, and other associations) were to use telephone or electronic voting, I would not give a parliamentary recommendation to the contrary. Not knowing all the specifics of this matter, I will leave the fairness question, and the subsequent interpretation to permit telephone and electronic voting, to all of you.

- (A better structure of the bylaws would either place the telephone and electronic voting paragraphs in both articles or have a separate article regarding meetings and voting. I will add a note to look at this for next year.)

- ***Benjamin Avant***

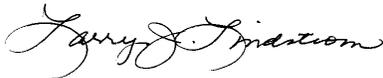
- ----- *end of email* -----

- Discuss having a majority approval/interpretation to this duly called meeting by conference call or end the call.
- Defer electronic polling issue/interpretation to Ray Ostmann, 2013 IGRA Trustee Chair and the 2013 Board of Trustees to address at the first Trustees meeting in St. Louis.
- Vote on interpreting that we are allowing telephone voting for special meetings referred to above. APPROVED 12 yes, 1 no.

(Detail information taken from November 27, 2012 E-mail)

TGRA is asking for an arena size variance for their March rodeo. They are asking for 110 feet vs. the required 120 feet.

- Originally moved by Tom Lott
- Originally second by Jody Harvey
- Question to Tom and Jody, does that still hold? YES they affirmed they still first and second.
- Discussion. NONE offered.
- Vote on the variance. APPROVED 12 yes, 1 no.
- Closed the meeting at 12:13 pm.



Larry Lindstrom, IGRA Secretary

Thanks to Ed Barry for recording the meeting.