



Andy Beshear
Governor

Jaime Link
Education and Labor Cabinet Secretary

Bylaws (Adhoc) Committee **Minutes**

August 4th, 2023
12:00pm – 1:00pm
Zoom
Meeting ID: 848 1774 3583

Members Present: Chair, Katie Wolf Whaley, Vice Chair, Morgan Turner, Amanda Owen, Tal Curry, Diana Merzweiler (joined after minutes were approved)

Members Absent: Jeff Edwards

Staff Present: Kentucky Office of Vocational Rehabilitation (KYOVR) Administrator, Nanci Howard, KYOVR Administrative Specialist, Pepper Caudill

Staff Absent: KYOVR Staff Assistant, Betty Whittaker

Guest(s) Present: None

Welcome, Introductions and Agenda Review:

Chair, Katie Wolf Whaley called the meeting to order and requested a motion be brought forth to approve the June 19th, 2023, minutes. **Member, Amanda Owen made the motion to approve the minutes from the June 19th, 2023, meeting. Member, Tal Curry provided a second to the motion. A vote was taken, and the motion passed unanimously.** Katie explained the purpose of this meeting was to go over the bylaws draft and discuss suggestions made by KYOVR Legal Representative, Dondra Meredith. She screen-shared the document so that the committee could go over the suggested edits together.

Bylaws Draft Suggested Edits Discussion:

Discussions began with a section of the bylaws draft that mentions voting via email and it was determined by the KYOVR Legal Team that this is a violation of the Open Meetings Act. Therefore, it was discussed as to whether the bylaws would delegate the Executive Committee to have emergency powers to act between meetings or call an emergency (special) meeting as defined under the Open Meetings Act. Member, Amanda Owen stated that she was in favor of the legal team's direction to follow the Open Meetings Act provision regarding special called meetings. Member, Diana Merzweiler joined the meeting late and Chair, Katie Wolf Whaley provided a verbal recap of discussions up to this point, for Diana. Diana questioned whether a provision could be added to the bylaws draft that stated in the event of a lack of quorum for full council meetings, the Executive Committee could be

enacted to conduct business on behalf of the council. Amanda stated that this could be a good idea however because there are so few special meetings called, it might not make sense to have that provision. Katie stated that as of now, there has not been an issue with meeting quorum and therefore this may not be a necessary provision. Member, Tal Curry stated that he is also in favor of the legal team's direction to follow the Open Meetings Act provision regarding special called meetings. Vice-Chair, Morgan Turner stated that he agreed with Amanda's idea. Katie confirmed that the census of the group was to follow legal team's direction on this matter and there was no opposition. She asked if there were any other changes that the group wanted to discuss and Diana asked if there could be a financial provision added to the bylaws draft however it was discussed amongst the group that since this council does not have a working budget and its purpose is to make recommendations concerning such matters, this item would not be added to the bylaws draft. Katie requested that KYOVR Administrator, Nanci Howard and KYOVR Administrative Specialist, Pepper Caudill make herein discussed updates to the bylaws draft and share the updated draft with the KYOVR Legal Team for final review. Katie then explained to the group that should there be any further direction provided by the KYOVR Legal Team a meeting would be called at that time, however the goal is to have the final draft approved by legal and submitted to the full council for approval at the next quarterly meeting scheduled in October 2023.

Future areas of focus:

- **Submit final draft of the bylaws to the full council for approval at the next quarterly meeting scheduled for October 2023.**

Action Items: None

Public Comment: None

Adjournment: Chair, Katie Wolf Whaley thanked members for their attendance and called for the meeting to be adjourned. Member, Amanda Owen made a motion to adjourn the meeting and a second was provided by member, Tal Curry. A vote was taken, and all were in favor. The meeting was formally adjourned.

Next Meeting Date:

TBD

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