

**Texas Migrant Council, Inc.**  
**Db**  
**New America Corporation**  
**BOARD OF DIRECTORS**  
**SPECIAL CALLED MEETING MINUTES**

**LOCATION:** *Conference Call*

**DATE:** *AUGUST 17, 2007*

**ROLL CALL:**

<b>MEMBER</b>	<b>PRESENT/ABSENT</b>
Ms. Sandra Martinez, Chairman	Present
Mr. Louis Daniel Liskai, Vice-Chairman	Present
Mr. Leonel Lopez, Treasurer	Present
Ms. Graciela Camargo, Secretary	Present
Ms. Diana Palacios, Sgt. At Arms	Present
Mr. Juan Jose Balli, Charter Member	Present
Mr. Vidal Cantu, Jr., Charter Member	Present
Mr. Blas Castaneda, Member	Absent
Mr. Francisco Flores, Member	Present
Mr. Miguel Lopez, Member	Present
Dr. Hilda Medrano, Member	Present
Ms. Blanca Munoz, Member	Present
Ms. Maribel Garcia, Member	Absent
Judge Juan Velasquez, Member	Present
Ms. Alana Rico, Member	Absent
Dr. Rene Cantu	Present
Ms. Elaine Tafolla, PC President	Absent

**Gallery Present**

Ms. Mary G. Capello	Chief Executive Officer
Ms. Minerva Mendoza	Board of Directors' Secretary

**Agenda:**  (y)  (n)

**Materials provided/distributed:**  (y)  (n)

**Minute Taker:** Minerva Mendoza, Board of Directors' Secretary

<b>Item/Subject</b>	<b>Discussion Referenced materials, copies, etc.</b>	<b>Action/ Motions</b>
I. Meeting Called to Order	Ms. Sandy Martinez, Board Chair, called the meeting to order at 5:00 p.m.	<b><i>Called to Order</i></b>
II. Roll Call	Ms. Grace Camargo, Board Secretary, called roll. Thirteen (13) out of seventeen (17) board members were present.  Quorum was established.	<b><i>Quorum Established</i></b>

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<p>III. Action Items</p>	<p><b>A. Approval of Consent Agenda Items</b> <i>(previously emailed)</i></p> <p>1. Mr. Dan Liskai, Board Member, moved to approve the July 14, 2007 Board of Directors' meeting minutes.</p> <ul style="list-style-type: none"> <li>o Mr. Leonel Lopez, Board Member, seconded.</li> <li>o <b>Approved Unanimously.</b></li> <li>o No Discussion.</li> </ul> <p>2. Ms. Graciela Camargo, Board Secretary, moved to table the CACFP Menu for Infants PY 2007-2008 and Toddlers and Pre-Schoolers Menu PY 2007-2008.</p> <ul style="list-style-type: none"> <li>o Mr. Dan Liskai, Board Member, seconded.</li> <li>o <b>Approved Unanimously.</b></li> <li>o No Discussion.</li> </ul>	<p><b>Handouts Approved</b></p>
<p>IV. Items to Discuss</p>	<p><b>The following reports were discussed and approved unanimously:</b></p> <p><b>A. Executive Committee Meeting Minutes</b></p> <p><b>B. Board of Directors' Meetings ( Monthly vs. Bi-Monthly)</b> The Executive Committee recommended to leave the board meetings as they currently are, bi-monthly, until the end of the year.</p> <p><b>C. Committee Meetings</b></p> <p>1. <b>Developing a Calendar of Committee Meetings</b> - A calendar of all committee meetings will be created by Ms. Minerva Mendoza, Board Secretary, and sent to each board member.</p> <p>2. <b>Minutes</b> - All committee meetings will be recorded and transcribed by Ms. Minerva Mendoza, Board Secretary.</p> <p><b>D. By-law Amendments</b></p> <p>1. <b>Board Representation of all states where TMC does business (Texas, Ohio, Indiana, Iowa, New Mexico, Nevada, Oklahoma and Wisconsin)</b> - The Executive Committee recommended that the by-laws be amended to include language on having representation from all states where TMC does business. The Board added that a minimum of two (2) board members represent from each state, and requested for advertisement to be done in each state where TMC does not have representation so we can secure Board Members from those states. The Executive Committee also recommended that the By-laws be amended to reflect the New America Corporation name in them.</p>	

	<p><b>2. Charter Membership-</b> After a brief discussion, the board members requested to research adding charter membership to the by-laws and that charter members not be penalized and required to attend meetings. They also discussed that charter members should have voting rights. <b>Item will be legally researched.</b></p> <p><b>E. Absences -</b> The By-laws Committee recommended to amend the absenteeism policy to reflect the removal of any board members having three (3) absences whether excused or not excused. This By-laws amendment would take effect on January 2008. If this amendment is approved, the By-laws committee will compose a letter on absenteeism to distribute to all board members. Ms. Blanca Munoz voiced her concerns and mentioned that allowances needed to be made in some circumstances. Mr. Juan Velasquez, Board Member, requested debate on the issue. Ms. Sandy Martinez mentioned that the Executive Committee currently decides if there is just cause for being absent. Ms. Munoz requested that the whole board vote on the absence excuses for board members. Mr. Dan Liskai recommended enforcement of the existing absence by-law. <b>Item will be legally researched.</b></p>	
<p><b>V. Executive Session</b></p>	<p>Members of the Board had no items for Executive Session.</p>	
<p><b>VI. Sound off Session</b></p>	<p>Members of the Board had no item for Sound-off Session.</p>	
<p><b>VII. Adjourn</b></p>	<p>Ms. Graciela Camargo, Board Member, moved to adjourn the Special Called Meeting.</p> <ul style="list-style-type: none"> <li>o Mr. Dan Liskai, Board Member, seconded.</li> <li>o <b>Approved Unanimously.</b></li> <li>o No Discussion.</li> </ul> <p>Meeting Adjourns at 6:00 p.m.  <i>* A recording of the monthly board meeting is available upon request from Ms. Minerva Mendoza Board of Director's Secretary.</i></p>	<p><i>Adjourned</i></p>

APPROVED BY: \_\_\_\_\_  
 BOD Chairman

WITNESSED BY: \_\_\_\_\_  
 BOD Secretary

BOD Approved on:  
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