



NORTHEAST COALITION
OF NEIGHBORHOODS

**NECN Board of Directors Meeting
Monday, August 3, 2015
NECN Office – Conference Room
Approved Minutes**

Meeting Attendees

Board

Alan Silver, At-Large, President
Loulie Brown, At-Large, 1st Vice President
Katie Ugolini, Concordia Rep., Recorder
Paul van Orden, Eliot Rep., Parliamentarian
Luke Groser, Woodlawn Rep., Exec. At-Large
Dave Johansen, Alameda Rep., Exec. At-Large

Garner Moody, Boise Representative
Joan Ivan, Eliot Representative
Micah Meskel, Humboldt Representative
Rachel Lee, Sabin Representative
Robin Stevens, Vernon Representative

Staff

Damon Isiah Turner, Executive Director
Lokyee Au, Community Committees & Public Affairs Coordinator
Anjala Ehelebe, Board Assistant

Guests

Mark Fulop, consultant

Announced that tomorrow night is a special charity event at Oregon Public House that benefits the Backpack Program through November.

Meeting called to order by Alan Silver at 7:00pm

Review and Approval of Consent Agenda

Rachel had two changes: list the slate by acclamation, as it is currently not listed. Consistently in the minutes acclamation is misspelled as acclimation, change to the correct spelling. No further changes.

Motion to approve minutes as amended by Robin, seconded by Katie. Micah and Luke abstain because they were absent that meeting. Motion passes.

Executive Committee Updates

Loulie states that the plan is to refine the finance report to a two to three page template.

Paul briefly said the Rules committee met on Friday to start developing protocol for deciding voting.

Luke says Personnel committee wants to revise some words regarding introductory periods, health benefits and holidays in the Employee handbook. Will make these changes and have the Executive Director review them and send it out. It is always unfolding, improving, and dynamic.

Executive Director's Report

Damon is presenting this earlier in the meeting because there is a Last Thursday meeting going on tonight that he is trying to attend. He has been meeting with key organizations. Also met with Hatfield Fellows at PSU. Big change in neighborhood communication grants as to sending them out twice a year, for projects to be decided by the associations themselves. Easier recordkeeping too. Closing out fiscal sponsorship for Good in the Hood.

Lokyee presents information about the Residential Infill Committee process started by the Mayor. Bureau of Development Services came to the coalitions asking for one representative from each to be on this committee. NECN had two choices, Garlynn Woodsong (Concordia representative) and Steve Elder

(Concordia representative) and NECN chose Garlynn to be our representative because his application made it clear how he could contribute. Members present are satisfied that Garlynn is a good fit. At a minimum he will update the NECN LUTC, and also the Board. Katie says it would be nice if he gave a written report to LUTC which could be used at the NECN Board. **Dave motions to confirm Garlynn Woodsong as the Residential Infill Committee member from NECN. Louie seconds the motion. Vote: passes unanimously.**

Essentially there have been chats between NECN staff and Mayor's office and Alberta Main Street about Last Thursday. Alberta Main Street and the Mayor's office want to keep management with themselves, and not another group. Alberta Main Street is wanting to be part of a stakeholder committee and not the lead. More information to this Board by August 31st. Michael O'Connor is part of a group that has alternative plans for Last Thursday, and is being very persistent in his ideas.

Katie says on August 17th, SALT will have a strategic planning meeting as to how they can go to neighborhoods and recruit some members. Aging in Place presentation on Sept 21st. October doing emergency preparedness.

Announcements

N/NE Neighbors for Housing Affordability is having its potluck tomorrow night, 6:30ish.

Sabin CDC is having an affordable housing event, Sat Aug 18, a booth on the corner of 15th and Alberta.

Fred Stewart is running for City Council, former chair of King Neighborhood Association (NA).

Question from Robin as to who can serve on Board committees, do they have to be Board members?
Answer: No.

LUTC

Dave talks about the Going Greenways and presents the letter from the LUTC asking the City Commissioners to take actions making it safer. Second to last bullet point has a period after "speeders", delete the period. Change last sentence wording "...thank you for your consideration of our comments..."
Dave motions to approve the letter with the changes as noted. Micah seconds the motion. Vote: passes unanimously.

Alan has a couple of questions and asks for the letter to be sent to him so he can ask Garlynn who wrote the letter, then Alan will forward the letter to staff for finalizing and distribution.

Dave reports that TriMet is changing lines, most seem good. Dave mentions that the Development Review Advisory Committee is made mostly of developers and there are efforts to change this. Discussion of trash collection problems in some neighborhoods; also issues in Woodlawn about fuel storage safety.

Vernon NA Board Recruitment

Robin wants best practices to be explained to her for recruiting people to the NA board. Does anyone have emails or flyers that we've used to recruit board members? If so, would we please share them with her? Dave says there's 7 on the Alameda board, each newsletter asks for new board members. Katie says you can ask folks to join at events. Maybe a person could get started with running one event, a board commitment can be overwhelming. Joan said their solicitation for board members bit them in the derriere because folks who joined had issues they were angry about and no interest in the bigger picture. Katie says the board sets up ethical guidelines as to how they have to interact with each other.

Board Reconfiguration

Mark has created a draft policy manual, please everyone read this, then next month, discuss and approve. One new policy inserted, at Micah's suggestion, on how to manage Board Member and employee

contacts. Also, as an outgrowth of national whistle blower issues, there is a procedure for dealing with individual Board members trying to investigate staff possible whistle blowing: summary, no individual Board member investigates alone. Board member brings it before the Board for next actions, if any.

Mark says things are going well, the Board is functionally working together. Ended the fiscal year close to target. Created the bioswales and got some money for doing so.

Now the Board is at a place where the bylaws must be changed based on the new situation. Please review the Board Policy Manual, not looking for typos, but for items of policy you may have issues with. Next Board meeting, focus in detail on areas of disagreement.

Bylaws:

1. Are there things in bylaws that don't need to be there now we have a Policy manual?
2. What are the big changes we want to introduce, changes in committee structure? Changes to meeting times? What needs to go in because we've made these changes?
3. Once done, hand over to legal counsel for them to review for sufficiency.

He identified 14 issues that have come up in conversations. (See the second page of Mark's Bylaw Change Recommendation for discussion). The numbers in these minutes do not exactly match his numbering, and discussion changed certain numbers from his suggestions.

1. Going to every other month Board meetings. Say Board of Directors on odd months and Executive Committee on even months.
2. What if a subcommittee really needs to get something before the Board?
3. Business as usual for subcommittees.
4. When to put Emergency Board meeting on the agenda - Does Executive Committee meet to deal with a hot item or does an Emergency Board meet to resolve the hot item? [A downside of having Executive Committee do deciding is when a NA says that "my NA doesn't have a rep on the Executive Committee" it's not fair. Alan says every neighborhood has opportunity to have folks on committees. Has it ever happened that the Board trumped a committee decision? Yes, says Katie. Straw poll: Executive committee can sign off on committee decisions, 2/3 of Board says yes, 1/3 not sure, two abstentions.
5. (6 & 7 & 8) NECN has standing committees that are named in the bylaws that don't meet. Maybe the Executive Committee absorbs the work of the Finance and Personnel committee?
9. Shift to only one representative per NA (12). Discussion: If the NA doesn't appoint, the Board can select from that neighborhood. Micah asks if a NA doesn't appoint, could we add another At-Large? Well, a bylaws change could create a range of allowable members. Not in accordance with ONI guidelines. Joan says her impression was that the original two persons served as alternates. Dave thinks a smaller Board is more workable. What do we do if the four officers deduct neighborhood representative?
10. Add 4 At-Large members that represent stake holders (define the difference between stake holders, organizations and community leaders)
11. Add 4 community leaders
12. Regarding Board members from fiscally sponsored programs; they are technically NECN employees. Need to develop rules for them to excuse themselves from voting on issues that affect them. Add such information to Conflict of interest reports annually. [Note that King and Sabin are fiscally sponsored neighborhood associations, not programs, and not paying an admin fee.]
13. The 2nd VP position goes away. Okay? Do you want to have President or Chair? Recorder or Secretary?
14. We have to have an annual member meeting to vote on _____. That blank item to vote on has never been specified.

More discussion. Luke says don't tie our hands in the bylaws. Just say: we will have At-Large members. Then in the policies, get specific about the process of recruiting. Luke also suggests saying in the bylaws: you can create administrative committees, don't name them. Simplify, simplify, simplify.

Meeting adjourned at 8:55 p.m.

Minutes taken by Anjala Ehelebe.