

RNA Meeting, June 13, 2016: Election

Minutes taker Tom McTighe (thanks to Heather's laptop!)

6:45

Board introductions

Thirteen (14) board members attended: Greg, Erik, Doug, Tom, Heather, Kari, Cyd, Allen, Brenden, Jonathan, Denise, Elizabeth, Jordan, (Callie arrived late)

7:00-7:20: Candidate gave statements

Cyd, Matt, Paul, Doug, Brian, Jan, Elizabeth, Alan, Adam, Heather, Jonathan, Alexandra.

How many people read statements? Almost all. Found them helpful? Just a few fewer than almost all.

- Make it clearer how many seats are open.

Top 8 for two years, last of the nine for one year.

- Make it clear who's sharing a seat.
- Gogging wasn't effective, share link widely.
- Platforms or key questions: Ask candidates, structured questions: What are the most important issues?

7:20-?

Bylaws

Cyd explains proposals to changes in bylaws:

1. From Elections Committee

- a. How do we deal with seats that open between elections?

Proposed change: Seats that open up will be filled by an election

Discussion: Goal of Election Committee, Louisa: Include neighborhood, instead of appointing new board members, elect them, fewer impromptu elections. Want to increase participation build trust.

Allen: Put in the bylaws, one special session: membership rather than board should control elections.

Doug: Clarifying: We'd only have the semi-annual election if we're down to 10 members.

Elizabeth: Was the quorum concept one of the standing rules adopted in May? Cyd doesn't recall if it was April or May. Did we already vote. Cyd: Yes, it was passed as a standing rule.

Doug: Made these standing rules so they could apply to this year's election.

Cyd: We ought to spell it out in the bylaws. So it's not flexible. Should we leave this to a standing rule or a bylaw. We can only change bylaws once a year. Standing rule we can change during any monthly meeting. Need a 2/3 vote to change one, majority to add one.

Cyd: Straw poll. In the bylaws: About 20. In the standing rules: About 12.

Cyd: NEWS FLASH, new information just received: It's not in the standing rules OR the bylaws.

Louisa: There would be an annual election, end of the meeting. Five open positions would trigger mid-term election 6 months after the annual election. Only if in danger of falling below quorum, have special election. Every time give proper notice, one month. More rules, more complications from real-world situations. Board can always say we can have an election.

Cyd: Reflect back what Louisa said: there's no need to fill vacancies unless there are 5 open seats, then midterm election 6 months after annual election. Only if board falls below 5 members would there be a special election.

7:55: Cyd: Get your ballots in!

Elizabeth: Are we updating...Cyd: We're not updating standing rules right now.

Cyd:

1. No need to fill, unless there are 5 open seats, in which case they'd be filled at a midterm election
2. Only if board in danger of falling below 5 members would there be a special election
3. All elections subject to same rules of participation and candidacy and announcement

Elizabeth: Motion to vote on #2 as written.

Doug: Vote of everyone in room?

Cyd: Pass this as written, amendment to bylaws:

Callie: If we approve to pass as existing, to be governed by standing rules, it can later be added to the bylaws

Cyd: Hands up

Cyd and Greg count 25.

Doug: So it leaves open the option to put them in the bylaws.

Alan: Isn't it a 2/3 vote?

Cyd: I think it's a majority...checks bylaws...yep, by 2/3 vote of members present.

People left...counting again...6 no...13 abstentions...31 votes.

Cyd reads bylaw changing rule: By 2/3 vote of the members present and voting.

Are abstentions no? No.

Cyd: Good to get clear, glad people are asking questions.

Cyd: 25 minutes left

Doug: I move to add what we just voted on into the bylaws.

Cyd: Reiterates the motion's three parts

Denise: Is this under article 7?

Cyd, Doug talking...

Neighbor: Board members are talking over each other, we can't follow.

Doug: it's a matter of putting it in the bylaws instead of the standing rules.

Cyd: We can have a vote one way, then another way.

Doug: Straw poll went against the vote, maybe there was confusion.

Neighbor: I was confused.

Alan Field: Need to give two weeks' notice.

Cyd: Changes we're discussing, we did say we were going to discuss.

Alan F: Is this a new thing?

Heather: Not permissible to propose this new thing.

Cyd: Reads 6d. People should be given notice

Heather: This is new language

Cyd: Public should be able to propose new language
Heather and Cyd: discuss the process, what permitted

8:20

Heather: This seems challenging.

Cyd: Feels we did give notice. Takes stack after free-form discussion with Heather.

Neighbor: Topic is fine as notification.

Neighbor: This is our only chance to really vote. We shouldn't have to wait until next June.

Alan: Asks Doug to withdraw his motion.

Doug: Withdraws motion.

Alan: Moves to adopt #1: No need to fill vacancies, 5 seats,

Tom and Brenden count 28 in favor

5 not in favor

Abstain: 11

Motion PASSES:

Alan: Moves to clarify motion.

Cyd: #3 covers that.

Alan: Moves #2: Clarifies, fewer than 7 would be in danger of going below quorum.

Straw poll: 7 in danger of falling below quorum===11 8? ===7

Cyd: Are ppl. Clear? Neighbors: No.

Alan Field: Need two weeks' notice. Shouldn't tweak language.

Cyd and Brenden: 20

Against: 6

Abstaining: 15

Motion PASSES

Alan: Moves to add #3.

Cyd re-reads.

(Grammarians weigh in on a different proposal)

Louisa: Subject to rules as defined in standing rules or the bylaws.

In favor: 23

Against: 4

Abstained: 14

Motion PASSES

8:25

SE Uplift not ready yet with the vote.

Cyd: Deciding which to vote on next...free-form discussion with Doug.

#1, article 5: membership:

Clarify membership requirements

Brenden: Is a nonprofit a business?

Doug: Add: "for profit or nonprofit"? "business" might be a confusing label.

Not a government agency.

Alan F. Nonprofit is not a business, Election Committee said not to.

Adam: Nonprofits are valued members of the community, are point is to include the most people we can.

Neighbor: This is hard to follow.

Alan on board: We shouldn't give organizations a vote. Spirit is to include small businesses, not large corporations.

Matt: A church, Legacy, both are nonprofits.

Bonnie: Was this ever sent out? I'm not on the list. Got no email. Difficult to follow. Hard to weigh all the details thoughtfully. If this is the only time of year for public to participate, we should have at least two weeks.

Cyd: I put it out 3 weeks in advance.

8:50

Neighbor: Asks for clarification. Is it the person or the business who is a member of the neighborhood? I should be able to send a delegate if I can't make a meeting.

Neighbor Betsy: Absentee votes. When that's rolled out, we may not need the "representative" language. Where do we draw the line on business size? Could McDonald's vote?

Cyd: Absentee votes not allowed. Person could phone in. This needs to be worked out.

Alan on the board: Owner is engaged enough, they'll come to the meeting. But if we allow people to designate, people who aren't engaged could vote. People who work here might be a good idea to allow them to vote.

Louisa: New Seasons. If we want business to be engaged, we have to let an employee be a member.

Doug: A manager might be a more legit member than a CEO.

9:00

Cyd reads election results:

92 or more made a majority

Alexandria

Alan Field

Heather/Chris

Cyd

Jonathan

Elizabeth

Jan

Two didn't get a majority. Thanks everyone!

Callie: Moves to hold off on the business-as-member vote.

23 in favor. 7 opposed. Abstentions: 9 Motion PASSES

Cyd: Vote on Officers. Members of the old board vote. This is an interim appointment. Who will be eligible to vote when we vote again next month?

9:10 Discussion of Officer elections

Newly elected board members can be officers, but can't vote.

Alan F. nominated, declines. Cyd only candidate. Vote for Cyd: None opposed, Cyd

abstains.

Vice Chair: Elizabeth, Alan Field nominated.

5 votes for Alan. 9 for Elizabeth.

Secretary: Tom nominated. Vote: Tom abstains. Unanimous.

Treasurer: Jonathan nominated. Alan Kessler nominated. Jonathan elected. Kari abstains.

9:20

Cyd takes questions from the floor.

- a. Neighborhood will have another election for the remaining two seats, among the remaining candidates.
- b. Chalkboard, whiteboard, projector so we can all follow along.
- c. Technical discussions, we should all have technical documents in hand
- d. How will we be informed of the second election? Email list, website, paper newsletter, SE Uplift. NextDoor === less official. People who gave their email will be notified.

Announcements

Heather announcement: Division Design guidelines published.

Doug announces Land Use meeting.

TODO:

GO BACK AND CITE SPECIFIC NAMES OF PROPOSALS

Clean up text

2. From SE Uplift

Website, handouts