

MEETING Agenda & MINUTES - 6/14

7:00 PM, June, 14, 2015 | Location: Bike Kitchen

Agenda

Last Meeting Follow-Up

- First meeting!

New Business

- Assigning term lengths
 - the Directors of the Corporation shall be divided into two groups for the purpose of staggering the two-year terms of the Board of Directors. Half (or if there are an odd number of Directors, half plus one) of the Directors (identified in the Appointment as Group A) shall serve two-year terms, and such Director positions shall be up for election at the annual meeting occurring two years from the date of the Appointment; the remaining Directors (identified in the Appointment as Group B) shall serve one-year terms, and such Director positions shall be up for election at the annual meeting occurring one year from the date of the Appointment. At every annual meeting thereafter, either Group A or Group B Directors, depending on the group of Directors whose term has then expired, shall be elected for two-year terms.
- Assign officers
 - The Officers of the Corporation shall be a President, a Secretary, and a Chief Financial Officer. The Corporation may also have, as determined by the Board of Directors, a Chairperson of the Board, one or more vice presidents, assistant secretaries, assistant financial officers, or other officers. Any number of offices may be held by the same person, except that neither the Secretary nor the Chief Financial Officer may serve concurrently as President or as Chairperson of the Board of Directors.
 - The board should have a meeting and choose officers and name who should be on the bank account. Record it in your meeting minutes. First: name the officers. Use the words, "Resolved: So-and-so is elected treasurer," etc. Then name who is on the bank account. You can sound official about what access each person has. At the least make sure for one person (CFO) it says "... And any other bank related duties" or something to catch all.
 - On a second piece of paper (so we don't confuse them) say Resolved: Evangeline Lowrey is removed from all access to or use of the bank account.
 - Have all of the board members sign both with dates and titles
- Future meeting dates
 - Regular meetings of the Board of Directors shall be held on the first Tuesday of January, April, July and October at 9:30 pm (PST), unless such day falls on a legal holiday
- Exchange contact information
 - for the purposes of contacting to schedule meetings
- Fundraising
- Core objectives

Attendees

Board members in attendance: Robert Martin, Sean Narcisse-Spence, Scott Marinoff

Staff members in attendance: John-Paul Ferguson [Advisor to the Board]

Board members not in attendance: Hannah Bowen, Chris DiGiamo

Scribe

Scott Marinoff

Minutes

- Call to order at 8pm, Sunday, June 14
- Quorum established with the presence of three members of the board
- Assigning term lengths
 - Need to assign three members to two year terms, remaining to one year terms
 - Agreed that three highest vote getters will be assigned two year terms (unanimous)
 - alternatives initially presented included drawing names at random or by vote
- Assigning officers
 - President, Secretary and Chief Financial Officer must be assigned
 - Scott expressed interest in continuing with financial obligations as CFO
 - Robert happy to take on any of the positions
 - Will see (via email) who is interested in which positions and go from there
- Scheduling meetings
 - Per bylaws, to happen quarterly. RM, SNS, SM in agreement that may not be frequent enough
 - Desire to change culture, want more frequent meetings, either monthly or bi-monthly
 - Discussion regarding frequency: monthly is ambitious, would do so knowing that some would be cancelled, may diminish importance of board meetings; however, every other month is still frequent and do-able, can schedule to take place prior to work nights.
 - SNS, RM, SM agreed to start an hour prior to next work night
 - then, aim for bi-monthly after
- Exchange contact info
 - via email
 - will share mobile, email and maybe Facebook
- Fundraising?
 - Tour de Cupcake?
 - A few of them happened, decent/good turnout, but not necessarily as 'successful'
 - We need to talk.
 - Start google doc with ideas
- Core objectives
 - What does everyone want to achieve on the board?
 - Sean
 - D'n'R cluster is respected

- Figure out class staffing; can we make it more nimble?
 - Robert
 - D'n'R cluster also on his mind, currently experiencing harassment. would like to develop into more proactive cluster (staff trainings, mindfulness et al).
 - Would recommend/nominate Colin and Nasa for that cluster
 - JP explains history of D&R cluster, why/how it came about
 - Scott
 - Make the place more physically welcoming, design it to be more easily organized
 - RM: more agreed upon policies among staff
 - SNS: better signage for D&R policy
 - Better waste disposal
- Timebank
 - RM, JPF expressed concerns about accepting TB hours at the BK
 - JPF informs us the decision was made at a staff meeting, recommends writing up a protocol, proposing to
 - SNS proposes TB hours to be used for membership and day use only.
- Assigning officers (again)
 - Resolved: Scott Marinoff will be acting Chief Financial Officer of the board, responsible for the accounting of the Bike Kitchen and any other bank related duties.
 - Resolved: Robert Martin will be acting Secretary of the Board, with the right to handle any bank related duties.
 - Resolved: Sean Narcisse-Spence is acting President of the Board
 - Former board member informs that these positions have always been nominal, legally just need to be assigned
- JPF explains...
 - we are third/fourth generation
 - when jp came in 2009, the first gen was on their way out
 - seems people used to be elected just as they were getting burned out
 - (bookkeeper and treasurer do not have to be one and the same)
 - jp was only staff mechanic on board
 - made for strange arrangement in the kitchen, people thought about things differently
 - people were already checking out, were barely able to launch D&R cluster
 - best recommendation is to not involve ourselves in interpersonal issues among staff
 - "Legal is board stuff, financial health is heavily board, long term planning is a mix"
- Meeting adjourned at 9:35pm

Action Items

- Update wiki with current board members, noting term lengths, next election date [SM]
- Agree on officers (President - Sean, Secretary - Robert, CFO - Scott) [all]
- Confirm availability for board meeting dates [all]
- 'Reply All' with contact information [all]
- Contribute to fundraising brainstorm document [all]
 - [Brainstorming doc on Google docs](#)
- Expand on desires for the BK, objectives while in office [HB, CDG]
- Prepare proposal for TimeBank participation ahead of next staff meeting [RM]

- Sign off on re-assignment of responsibility for finances [SM to prepare doc, all to sign]
- Plan more anti-patriarchy training, perhaps bi-annual, (as a staff requirement?) [SNS?]
- Find where those business cards are [SM]
- Schedule meeting with JP to discuss strategic planning [TBD]

Next Meeting Agenda Items

- Discuss fundraising ideas and formulate plan for the next year
- Outline long term goals and prepare strategy for BK
- Plan meeting with JP to review and advise RE proposed strategy
- Report on financial situation
- Report on proposal for D&R cluster, anti-patriarchy training
- Take on Esther as financial consultant
- Schedule future board meetings
- What to do in case of a D&R cluster case that involves a board member