

Community Housing Expansion of Austin

Regular Meeting of the Board of Directors
Wednesday, May 1st

In attendance, constituting a quorum:

Matt Dietrich - Human Resources
Natalie San Luis – Staff
Gatlin Cheyenne Johnson – Treasurer
Jax Freasier — Community Board Rep
Hannah Frankel — member
Trip Maker — Secretary

Agenda

Approve minutes (5 minutes. Action: Vote to approve.)
Staff report (5 minutes. Action: Listen, questions.)
Finalizing GMM details (10 minutes. Action: Discuss.)
Staff transition (15 minutes. Action: Plan for hiring and staff transition.)
CTAP Update (15 minutes. Action: Discuss.)
Centering anti-oppression: next steps (15 minutes. Action: Discuss.)
Budget (5 minutes. Action: Discuss.)

Community agreements

1. A meeting facilitator will be selected at the beginning of each meeting by the members present. Although the facilitator will be primarily responsible for guiding the conversation, all members are responsible for adhering to community agreements.
2. One Diva, One Mic: One person speaks at a time. When there are multiple people who want to speak on a topic, a volunteer will keep stack.
3. Move Up, Move Up: Please be cognizant of when you are speaking a lot and when you aren't contributing much. If you are speaking a lot, try to "move up" into the role of listening more.
4. Board members are encouraged to actively make the meeting a comfortable, productive space. Feel free to take care of yourself during meetings. Board members are welcome to suggest taking a short break, getting food, stretching and moving around, and a change in the style of discussion (i.e. break-out groups) as they see fit.
5. Time limit and desired outcome: When proposing an agenda item, please include a time estimate for the discussion and a desired outcome (i.e., discuss, vote). If the conversation goes over the allotted time, the group will vote on a time extension.
6. Garden: When new ideas or suggestions come up during meetings that aren't on the agenda but should be discussed in the future, they will be added to the "Garden list" (also known as a Parking Lot). The Board secretary will keep the list and the group can decide at the end of the meeting how these new ideas should be addressed.

Matt is facilitating.

Round of check-ins.

Approve minutes (5 minutes. Action: Vote to approve.)

Gatlin notices that he is listed as secretary and Trip's name is misspelled. Natalie will correct.

Changes accepted, minutes approved unanimously.

Staff report (5 minutes. Action: Listen, questions.)

- GMM/Bylaws change/CTAP

- No free keg from Black Star, but we will get a discount if we buy through them

- Text of proposals:

“Proposal 1: The Community Housing Expansion of Austin (CHEA) should pursue a partnership with ROC-USA to become a Certified Technical Assistance Partner (CTAP) and to assist manufactured home communities with becoming democratic, member-owned communities. To become a CTAP, CHEA should allocate no more than \$10,000 from the CHEA general funds as start-up funds for the CTAP line of business.

Proposal 2: CHEA should expand the Board by adding two additional Community Representative seats. To facilitate this expansion of the Board, the following amendments and addendum to the bylaws shall be made:

Article IV, Section 9: Quorum

At all meetings of the Board, the presence of a majority of the number of Directors in the office shall be necessary and sufficient to constitute a quorum for the transaction of business, provided that the majority of present Directors are members of the Corporation.

Article IV, Section 14: Non-Member Directors' Voting Rights

Directors who are members of the Corporation per Article II, Section 1 are designated Member Directors. Directors who are elected Community Representatives per Article V, Section 9 are designated Non-Member Directors. If a majority of Member Directors vote against a proposal, the proposal shall not pass.

Article V, Section 1: Elected Officers

The elected officers of the Corporation shall be a Chair, a Secretary, a Treasurer, a Human Resources Officer, and three Community Representatives.

Article V, Section 9: Community Representatives

The general membership of CHEA shall elect three non-members of CHEA to serve as voting Directors with the same responsibilities [omitted: "and assumed rights"] as the other Directors enumerated in these bylaws."

o Member recourse options (to be sent out with ballot):

"First steps: Members can always attend Board meetings (unless the Board is in Executive Session) and talk to their house's Board representatives about issues affecting them as members.

Article III Section 1: Special meetings. Members can call special meetings if they collect signatures from 50% of the membership. Section 5: Quorum is established if a majority of members are present for the special meeting.

Article IV Section 3: Members can nominate Community Board Reps.

Article X, Section 3 and 4: Members can propose amendments to certain parts of the bylaws; members can always suggest any change to the bylaws to their Board rep or to the Board directly."

• Staff transition

o Job description attached.

o I spoke to one interested candidate with co-op experience (Meshaal). He's sending me his resume and I will pass it along.

o Working on staff transition guide — will complete in the next week.

o Timeline? Interviews? Training? Exit interviews? Does anyone have any thoughts? I can take over with hiring in the absence of guidance but not sure what the Board wants my role to be here.

• Fair compensation with co-ops event going on this Saturday: <https://www.eventbrite.com/e/co-ops-fairness-and-compensation-with-watson-tickets-60514402206>. We should probably attend, considering CTAP employee discussion.

• Loose ends:

o NVC training compensation — did this happen?

o House culture discussions — still going to happen?

o Any word on new CTAP job description?

Matt says that we need to pass the budget at this meeting.

Gatlin says we have a little more wiggle room but will send out a link to the proposed budget.

Finalizing GMM details (10 minutes. Action: Discuss.)

Hannah recommends changing Facebook banner to something other than placeholder one.

Natalie will do it.

Matt requests the link: <https://www.facebook.com/events/418562675640677/>

Matt: Will make sure Sasona is prepared and clean for GMM.

5 items on agenda:

- State of the Co-Op presentation from the Board (Barak/Matt)
- Strategic planning (Barak/Matt)
- Anti-oppression and house culture conversation (Gatlin)
- Recognizing staff and staff recruitment (Matt)
- ROC-USA discussion and election (Hannah/Barak)

Brief discussion about GMM Facebook event.

Matt asks who wants to talk about anti-oppression. Gatlin volunteers.

Time extended by 5 minutes.

Natalie: Strategic plan is out of date and has a lot of passed deadlines. How do we want to present the strategic plan? Most of the work tasks are past their deadline and that might reflect negatively on the Board, particularly as we're asking membership to vote on adding a new line of business.

Time extended by 3 minutes.

Gatlin: We can talk about it in the context of — planning is important, we're a volunteer Board, please participate and help us work towards our organizational goals.

Gatlin: Moves to create a subcommittee to review strategic plan headed by Gatlin.

Hannah: If that doesn't happen, you can frame and distill it.

Time extended by 5 minutes.

Matt asks who wants to do recognizing staff/staff recruitment. Big post-it stickies on the wall to get membership to contribute what they want staff to do. Matt volunteers.

Matt: Do we want to allocate money for a keg?

Gatlin: We have \$200 for GMM. Last year's pizza cost almost exactly \$100. We can also allocate more money.

Natalie will call Black Star to reserve keg.

Matt asks Trip to help with the gathering of the food on the day of the event.

Matt: We need to keep talking to people about ballot measures.

Hannah: On that note, this Sunday at 7:30 is the second Mary Q&A call.

CTAP Update (15 minutes. Action: Discuss.)

Matt: We need to make sure we like the bylaw changes suggested.

Hannah: Says she likes them

Trip: They are concise and clear.

Matt: Voting issue is clear.

Hannah: ROC USA call update. They talked about CHEA's financial "skin in the game." Agreed that \$10k sounds like a reasonable number. CHEA has \$40k in the CHEA bank account. Sounds like the money would not be drafted from CHEA accounts at any time; more like it will be held in our accounts and it may be put towards CTAP.

Gatlin: Where did this number come from?

Hannah: \$10k is about 5% of our funds. It's more in line with the scope of the project that they're financing.

Matt: Whatever number we land on, this will be one of the sticking points.

Gatlin: \$23,000 goes to lease and loan every month.

Hannah: If that is a sticking point for the membership, we can ask Mary to lower it to \$7,500.

Gatlin: We have \$35k after paying everything.

Matt: What if we still ask about \$7,500?

Hannah is on board.

Other things from the call:

Hannah: Daniel will be asking interviewees for pro forma/evidence of past projects. Also, JP Morgan Chase wants us to show definite action in the next few months. Mary wants to start doing pre-interview calls around May 15th.

Matt: Voting is starting on May 19th.

Hannah: We can do it as preliminary screening for a job that isn't yet funded.

Matt: Doesn't think we should promote it until membership has approved it.

Hannah: Suggests starting an email thread with Mary about it.

Hannah: Wants to talk to Gatlin about budget. There are two "outs" in the contract — at a three year point and 10 year point.

Time extended by 3 minutes.

Matt: We need to also focus on Board recruitment. Neither of Matt's two candidates responded. Hannah has heard from one person who is interested.

Hannah: We need to close the loop with the staffing/salary issue. Will ask Mary about \$7,500 amount.

Matt will call Mary about new staff hire process and ask if it's possible to wait until vote goes through.

Gatlin and Hannah will meet to discuss staff costs/salary re: budget.

Staff transition (15 minutes. Action: Plan for hiring and staff transition.)

Natalie will finish onboarding document before leaving (May 11). Asks how the Board wants to proceed with hiring.

Trip: We need to hire someone as soon as we can. We rely on Natalie heavily and it would be great to have another staff person come in while there can be an overlap.

Matt: Natalie has reached out to someone already who lives with Jax. To do our due diligence, we should make it a broader call. Priorities: Completing staff transition plan, recruiting, set up interview with Meshaal. Matt plans to meet with Meshaal at Concordia on Saturday, if Meshaal is available.

Centering anti-oppression: next steps (15 minutes. Action: Discuss.)

Trip: Would like to get Hana to get to Sasona.

Natalie: Seems like the Board is spinning their wheels but it's important to keep this conversation central.

Jax: Building strong interpersonal ties is important.

Matt: Making it a tangible, spoken part of who we are, from the point a new member moves in.

Trip: There will be times when there is a large turnover of institutional memory and something that is needed is dredged up from what is written down. That's something we can do — write something down that commits us to this intention.

Jax: Apathetic people get extremely engaged when they are challenged on anti-oppression.

Budget (5 minutes. Action: Discuss.)

Gatlin sent out draft budget. Some rearranging of funds with regard to travel/staff. Will be discussed and voted on at next meeting.

The Garden (it's where we park things on our rickety bike rack):

- General Membership meeting

- Nasco institute in Austin
- New member orientation
- Inter-Co-Op Jamboree
- Outreach influenced by strategic plan.
- Offering an org chart tree of Nasco family organizational structure
- “A board retreat” to discuss the strategic plan - Matt D????
- Institutional memory
- Onboarding packet for new members
- Employee Evaluations
New as of 4/3
- Items on membership survey besides income data.
New as of 4/17
- Exploring property management software to automate some labor
- Revamp of chea.coop website and logo
- Group.me or text-based community-wide communication system
- Conflict support teams
- Document explaining where members’ money goes and what goes to NASCO/what happens with that money
- Master list of all the things that the Board should review periodically
- A list of policies that Board members should be aware of and perhaps sign
- Document storage and retention policy for each house and for the organization

New Business:

Future Agenda Items:

Approve minutes (5 minutes. Action: Vote to approve.)

Staff report (5 minutes. Action: Listen, questions.)

Budget (10 minutes. Action: Vote.)

Next meeting time:

May 15th, 7 PM, La Reunion