



EAST MT. AIRY NEIGHBORS

EMAN Board Meeting Minutes November 11th, 2020 Meeting Conducted Via Zoom

Attendees: Cherese Akers, Janet Amato, John Autin, Charlie Baltimore, Althea Banks, Linda Bell, Michael Burrell, Krystal Marie Caraballo, Tonyelle Cook-Artis, Kristin Crandall, Brian Cullin, Nina Curlett, Elizabeth Dalianis, Sam Duplessis, Michael Galvan, Kendra Gudgeon, Jeffrey Hayes, Effie Heimann, Dutch Klugman, Cassie Lukasiewicz, Renee Mills, Kelly O'Day, Teri Ranieri, Brandon Ritter, Margaret Salamon, Susannah Stayter, Tiffany Thurman, Vearnessa Whigham

Absent: Patrick Jones, Arianna Neromiliotis, Jimmie Reed, Solomon Silber, Amy Tanner, Barbara Twiggs

Excused:

Community attendance: C. Bell, C. Campbell, D. Grimes, D. Fedeli, B. Zuckerman

General Session

Meeting called to order at 7:00 PM

Minutes:

No corrections to the minutes were offered. Janet made a motion to accept the October meeting minutes, with Cassie seconding the motion.

All were in favor and the October minutes were accepted.

Kendra/Kelly Standing Committee Reconstruction Report (See attached handout):

Kelly began by noting that some changes had been made to the document from the prior conversation. He also issued a reminder that the EMAN by-laws state each year the Board adopts standing committees and the President appoints chairpersons to committees. In 2019-2020, there were eight standing committees (see attached). An org chart for EMAN would be very helpful, as there are five officers and the by-laws don't specifically state much about the roles of these officers, especially with regards to the 1st and 2nd Vice-Presidents.

Dutch then noted that he is not interested in the Treasurer's role turning into a Financial Officer's position.

Kelly, acknowledging Dutch's concern, noted that there had to be a year by year evaluation of roles and responsibilities of individuals, and that his current proposal would put organizational development under the 1st Vice-President, while the 2nd Vice-President would focus on community development. Kelly then noted that with Dutch's position clear, there'd be a need for an individual to chair the financial activities of EMAN.

Under this proposal, the Executive Committee would then turn to be the chairs of committees (with the potential for one additional person to oversee the Finance Committee). This proposal would also give officers a role, while committees would operate exactly as they have been. The key difference with Kelly's proposal is that committees would now operate with a direct person responsible for direct contact to the Executive Committee.

Kelly then raised Charlie Baltimore's concern about layers of bureaucracy which was discussed in a previous meeting, noting that this is more about establishing a role for officers that have already been voted on by board than adding layers of bureaucracy.

Kelly then detailed the proposed roles of each officer (See attached).

After his overview, Kelly noted that the board has two options: continuing the past operations of EMAN with 8 committees and their respective chairs and co-chairs, or this new way with an established finance, organizational development, and community development standing committees that oversee subcommittees that would be laid out and defined by standing committee chairs.

Discussion:

1. Tonyelle's first comment was that she strongly suggests moving grants and fundraising from Treasurer to either John or 1st VP.
 - a. John then expressed hesitation about chairing and overseeing grants committee as he needs to delineate his role with Dutch still.
2. Linda noted that she didn't see any contradiction in the overlap for John's grants chair and oversight role; She also noted that if we adopt this proposed structure, then sitting VPs should have the option to pick which subcommittees they oversee.
3. Linda raised the question: Isn't special events fundraising?
 - a. Kelly mentioned that he was trying to address Margaret's concern from previous conversations, trying to be watchful of who's carrying out/executing fundraising vs. who's managing special events.
 - b. Tonyelle agreed with Linda that special events should be under fundraising.
4. Cassie commented that she understands the current committee categorization and does not understand why we need to restructure. Specifically, she agreed that VPs and Executive Committee needs more clear roles, but expressed concern that this could be too much and deter people from taking new roles. Finally, Cassie noted that turning over chairs of leadership could be unproductive if done every year because not much can be completed in a year to let people get their stride and understand how things operate.
 - a. Linda raised the question: are we to understand that chairs will operate with a 1-year review? That you can continue to chair a committee if you have a good annual review?
 - b. Kelly stated that there's a need to recognize rules of by-laws, which state a one year evaluation of the committee structure. He also stated he understands Cassie's concern about change over - 1st and 2nd VP could change year to year. But if we stay the same way, the board still has to formulate committees with Tonyelle appointing chairs.
5. John asked: Is this a way to make elections have weight to have vision for what happens to EMAN year to year?
 - a. Kelly noted that this is a good question. For right now, officers would operate as standing committee chairs. Come next June, this could be used as a "campaign" for what we do with membership, etc. This also runs as a support for Tonyelle, so things run directly up to Tonyelle so she can answer questions and then delegate things out to officers. Additionally, this allows officers to get hands-on activity to practice executive skills.
6. Tonyelle read the following comments: Brian supports moving grants under 2nd vp, with the Treasurer operating as a floating position, like the Secretary. Margaret thinks this still needs work to detail out subcommittees from 1st and 2nd VP.
7. Kristin then asked if the VPs would have to go to subcommittee meetings they're overseeing?
 - a. Tonyelle indicated that they would not have to attend, but would need to be available for guidance and answering questions, etc.
8. Kendra offered a proposal, stating that it sounds like there's broad level support to make a motion for something high-level. She continued, stating that it may make sense to make a motion there and then continue working to suss out subcommittee structure.

Linda then made a motion to accept broad, overall structure as given w/ Sec. and treasurer float, with the division of organization development and community development split between the VPs.

Michael Burrell seconded the motion.
Sam, Cassie, Margaret, and Tonyelle abstained.
The motion passed with the majority in favor.

Kelly agreed to go back and make updates based on the feedback of the board.

At the conclusion of the conversation, Tonyelle requested that chairs and co-chairs of standing committees BCC email addresses when email individuals who are outside of the board to save privacy and ensure people only respond directly to you.

Anti-Racism Committee Update (see attached):

Tiffany began by stating that the committee surveyed last year's board members to check racism and classism embedded in the board. The survey had about a 70% response rate.

John then went on to present key findings from the survey (see attached).

Tiffany also noted that the board cannot do anti-racism and anti-classism work in the community without first making sure the board was aligned. The committee is now issuing a set of recommendations for the board (see attached slides). Feedback on the recommendations is due to Tiffany and Linda by Wednesday, November 25th.

Tiffany then turned the meeting over to Carolyn Campbell, an Anti-Racism Committee member. Carolyn introduced a goal to start a new Speaker Series in conjunction with WMAN to provide a common ground in response to critical community topics (see attached slides). These would start twice a year in the beginning and hopefully grow to as often as 8-12 times per year.

Tiffany and Charlie had a brief conversation about the goals and work of the committee, noting that this was a holistic approach to board development and addressing community issues, and was motivated by an attempt to return to EMAN's strategic values.

Michael Galvan then made a motion to make the Anti-Racism Committee a standing committee of EMAN. Michael Burrell seconded the motion.

Charlie abstained, all others were in favor. The motion passed.

Tiffany and Linda are to serve as chair and co-chair of the committee.

Treasurer's report:

Dutch began the Treasurer's report by noting that he emails the Treasurer's report every month.

He began his overview with an analysis of EMAN's expenses. EMAN's largest expense is the Salary, Taxes, and service charge for the Executive Director, approximately \$43,000 per year, and constitutes 80% of the budget. Payroll is run through a 3rd party, Paychex. Office expenses run 20% of the budget. The highest part used to be rent, but this no longer holds because of the pandemic - \$500 per month or \$6,000 per year. Insurance - \$1,100 per year, Accountant Expenses - \$1,300 per year, Membership Database - \$1,200 per year

Dutch then overviewed EMAN's income. The largest source of income comes from the Wells Fargo Grant, about \$24,000 per year, which we've now lost. \$10,000 a year comes from community grants, although there is a concern now that we've changed the structure of the grant, will EMAN still receive that \$10,000? EMAN also receives dividend income from the Eagle Worker's Compensation Trust Fund. Over the last 6 years, that has given EMAN \$243,000, but the annual amount received is continually shrinking. EMAN receives dividend income from Vanguard Fund, about \$5,000

a year. There are also membership fees, roughly \$4,000 a year. And when it occurs, Mt. Airy Day distribution averages about \$3,900.

Dutch then discuss the Vanguard Fund, or our rainy day fund, which has EMAN doing well overall. We are projecting a \$15,000 deficit this year. We can use the rainy day fund this year to cover this, but unless things change, EMAN is looking at a \$30,000-40,000 deficit next year.

Brian then questioned if EMAN was ready to look at expenses, and targeted a few larger line items that could potentially be cut to save EMAN funds. Dutch responded that EMAN hasn't had a budget in years, because of Vanguard, EWCTF and Wells Fargo, there hasn't really been a need to develop one. John added that we need to focus on getting more income, not just cutting expenses.

Linda made a motion to accept the Treasurer's report, with Kendra seconding the motion. All were in favor, and the Treasurer's report was accepted.

Zoning Committee Update:

Cassie began the Zoning Committee update by noting that EMAN has just received Directors and Officers (D&O) insurance. But, to cover non-EMAN members of the Zoning Committee, the committee is requesting E&O insurance as well. Linda agreed with Cassie and stated that it was an issue that could no longer be tabled.

Tonyelle inquired whether we had spoken to other organizations to see how they operate, with Cassie mentioning that the City had sent out a city to see if D&O insurance covered nonmembers.

Natalia mentioned that the E&O insurance quote she had received stated that the cost would be \$1,434 a year.

Brian questioned how somebody would have grounds in a lawsuit to sue somebody on a committee? Jeffrey responded that this originated out of an example in Old City, where a developer sued the RCO because the RCO opposed a development, and RCO had to fold because they couldn't defend themselves

Brian noted that we could either continue to pay annually for insurance with the small probability that a developer decides to sue the entire Zoning Committee. Or, EMAN could ask members of the Zoning Committee to sign an indemnification agreement with EMAN that EMAN agrees to cover any loss to individual persons due to their actions on the Committee in the instance that there is a lawsuit.

Dana, a non-board member on the Zoning Committee, spoke about her experience coming from the Fishtown neighborhood. As development increased, members were subject to lawsuits and the RCO almost dissolved. Dana stated that as long as slap suits exist, this will be an issue, especially as development increases in Mt. Airy.

Charlie noted that we can't make these sorts of decisions without taking into account our current financial situation, especially in the age of COVID-19. Linda stated that this is a small price to pay for the security of volunteers on the committee.

Kendra then made a motion for EMAN to get E&O insurance. Teri seconded the motion. With Brian and Effie abstaining, the motion passed.

Quintessence Expansion

Jeffrey then turned the discussion to the Sedgwick Theater, which is planning to expand. Specifically, they are pursuing a Governor's grant to renovate the theater and work on a parking lot off Chew. They are asking EMAN for a letter of support for the expansion.

Tiffany suggested that we get the plans for the expansion first. She was not comfortable voting on a proposal with no plans, and indicated this vote could be conducted via email at another time. Jeff agreed to get a formal presentation and timeline to the board.

Meehan House

Dana then addressed the Meehan House at 121 Pleasant Street. The Philadelphia Historical Commission will be meeting Dec. 3rd to potentially add this property to the historical registry. Dana mentioned that the Awbury Arboretum, Bartram's Garden and Cliveden had already written letters of support for the proposal, and was now asking EMAN to write a letter of support as well.

Jeff noted that in the plans for the property, they are indicating tearing down the house. The neighbors support preservation of the house to make a more sensible design out of the property.

Linda noted that this is an active, open variance. It will be heard by the ZBA on December 11th. In addition, Althea has been working with the near neighbors on this property, and they have decided they do need a lawyer to represent them about this property. The lawyers need a recommendation from a nonprofit for the neighbors to get representation at the ZBA. Tonyelle asked if this work would be pro-bono, which Linda stated Althea would know.

6717 Chew Ave.

Vearnessa began a conversation about the process for 6717 Chew Ave. An email including the developer was sent to the full attendance list from the previous community hearing. Tonyelle noted her new policy on BCC'ing all individuals for privacy. Cherese voiced concerns about the length of the community hearing, and Linda expressed concerns about professional email accounts being used for Zoning Committee communication. Tonyelle requested Natalia to look into getting EMAN email addresses for committee chairs (these will have an additional charge). Jeff noted that he and Cassie distributed flyers to neighbors in advance of the meeting, and have changed the process so that the first meeting is no longer exclusively with the developers, but includes neighbors as well.

Guest Speakers:

Carla Bell announced that Pleasant Playground will host its Annual Community Dinner November 24th from 5-7 as a take-out service. Contact Cherese if you're interested in volunteering.



Meeting was adjourned at 9:26