

**York Neighborhood Association
Board of Directors
Special Meeting Minutes for January 5, 2014
Accepted: __-__-__**

Present:

Board members:

Don Hilty-Jones (President), Lisa Anderson (Treasurer), Judy Hopkinson
(Secretary), Mark Schofield (Vice President), Kirsty Charlton, Tom Scott, Anne
Mackie

Guests:

Maureen Godwin, Barbara Davenport.

Call to Order 2:02pm

Main topic of discussion regarded the growth of the York Farm project, and the ability of the YNA Board to provide appropriate oversight.

Generally discussion regarded communications issues with the York Farm Committee (YFC).

Concerns were voiced regarding a lack of documentation supporting purchases in the past and a lack of requests for prior approval when the committee submitted grant proposals and other resource requests both in the past and, apparently, ongoing. A number of specific instances were discussed in previous Board meetings and were alluded to during this discussion. The reason for calling the meeting and the current discussion was an announced "merger" of the York Farm with another non-profit.

Highlighted related concerns regarded employment of interns and various other liability concerns with respect to the lack of sufficient documentation on file with YNA as submitted to the Board by the YFC.

Also discussed was the status of the committee and if indeed it was a sanctioned committee. A review of past minutes such was the case based upon committee reports at a few Board and/or General meetings, however, no motion was present in the minutes reviewed that actually established the committee. Given the amount of committee reports the consensus was that the founding motion must have been made but omitted from the appropriate minutes or that the minutes of said meeting may not have been available during research.

During the discussion, it was questioned if any changes to the YNA Bylaws were needed to avoid similar issues in the future. The consensus was that the Policies & Procedures currently being worked on by the ad hoc Policies & Procedures committee is already addressing some of

the issues and should address the remaining issues highlighted by the discussed series of events.

The unanimous viewpoint was that the York Farm (YF) had grown to such a size that it was beyond the scope of the YNA Board to manage properly and that it was time for YF to separate from YNA.

Motion 20140105.1 Motion to Separate York Farm (YF) from YNA Given Size, Scope & Breadth of YF Activities: (Moved: Tom, Second: Lisa)

- That a letter of separation be composed by Don (President) addressed to Byron Bagwell (YFC Chair) and the YF Committee regarding separation as per this meeting's discussion, including an itemized request for documents composed by Lisa (Treasurer) and a request for any other documentation of which should be on file with YNA even if the Board may not as yet be knowledgeable of said documents;
- That a form letter be composed by Don notifying third parties of the separation (cc to the YF);
- That the MNAC representatives (Tom and Anne) contact the City to determine changes in insurance that will be required by the separation;
- That the above letters be approved by the Board via e-mail.

The motion carried unanimously.

An additional topic of discussion was brought forward regarding the status of the Policies & Procedures Committee (P&PC) progress.

Subsequent discussion determined the need to amend the Bylaws to make the P&PC a standing committee.

Thus, it was the consensus that two goals for 2014 should be:

1. The Board should review the Bylaws with respect to the above and for general review;
2. The P&PC should complete the first accepted draft of the Policies & Procedures to be accepted by the Board.

The P&PC membership was confirmed as Tom, Lisa, Mark, Anne and Don.

Motion to adjourn (Tom, Mark Second) carried.

Adjourned 4:01pm.

Respectfully submitted: Thomas R. Scott, Board Member.