**CHEA Board of Directors Meeting Minutes**

Tuesday, April 7, 2015, 8:45 p.m.

La Reunion Co-op, 7910 Gault St., Austin, TX 78757

Board members present: Donny Goff, Board Chair, Corey Matthews,Board Member at Large, Abigail Tatkow, Community Board Representative, Clayton Matthews, Treasurer, and Hannah Wright, Secretary.

Also present: Ryan Nil, of La Reunion, Phil Wilson, of Sasona, Richard Simones, of La Reunion, David, visitor, Cynthia, of La Reunion, Meg Seidel, of La Reunion, and Hannah Frankel, of La Reunion.

Donny Goff called the meeting to order at 9:00 p.m.

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| **Agenda** | **Action** | **Comment** |
| Review of previous meeting’s minutes. | Clayton moves to approve minutes. Seconded. Minutes approved for March 24, 2015. |  |
| Treasurer update. | Discussion. | We have a CPA! There are a few questions Clayton still needs to answer. List of questions from CPA, some of which will be answered by Andi Shively…  For example, Do we have a written conflict of interest policy? Is it consistently monitored and enforced? No, but we need one. Basically, nondisclosure of material benefit to an individual is in violation of the conflict of interest policy. Also, recusement from vote in case of conflict of interest.  Also, Do we have a written whistleblower policy? No, but we need one.  How do we make 990 public for inspection? Need to redact personal info, post on Wiki.  Where are our financial records kept? Various places, on the cloud, in cabinets, etc.  Finally, do we have a written document retention and destruction policy? No, but we probably will need one in the future.  Clayton will talk with CPA and Andi Shively, about how important these missing elements are. Then, Donny will help with policy boilerplate language as needed.  Hannah of the North: keeping good financial records would really help us when applying for grant money. Tax returns from years past, financial documents, the lease, etc.  Clayton: Sasona passed a budget to increase rents by 3.5%, which would mean that CHEA would get 2.5% more than last year. We will talk more budget later... |
| Co-op tour update. | Discussion. | Abigail was busy last month. Talked with Kim, who said that ACBA will be talking about the possibility of the tour at the May board meeting! Right on. More to come.  Abigail will write a one-pager to present at ACBA.  During SXSW, Abigail talked with a potential stop on the East side.  Critical Mass Co-op Awareness Bike Tour! |
| Development of new co-ops? Avalon, Marjorie Daw, etc.? | Discussion. | Marjorie Daw had a party… Other than that… Hannah of the North talked with Don Jon, and MD is in an uncertain state, and they are not certain what will happen when their lease ends in 3-4 months, and the house costs about $600,000… They are kind of talking with NASCO, and they are also participating in the filming of a reality TV show… Maybe the pilot could be a concurrent crowd-funding opportunity, to coincide with the end of their lease. They cannot sign another lease because the owner wants to sell it. They have to make an offer at that point… Their future is uncertain… Hopefully they can stay together as a co-op, find another building, etc…  NASCO ranked potential properties, scale of 1-10, on being up to code, and MD was in the bottom two or so... |
| CHEA part-time administrator position. | Discussion. | The controversial proposal… Donny and Ryan had a conference call with Daniel Miller, and NASCO could fund this fully! It will take a few months for this to happen.  There was a lot of stuff said at the GMM, about the proposal, and Donny regrets saying that the board would vote on this, because it is not on him to make that policy call. Felt fear and distortion at that moment, and felt if he didn’t move forward, the proposal would be killed. Is actually likely that houses will end up voting on this eventually. |
| "Proposal: To avoid conflicts of interest, paid staff positions in CHEA may not be held by CHEA members." -- Richard Simões, of La Reunion | Discussion. | Richard: might be good to have this conflict of interest policy in place, to remove any concern of conflicts of interest for CHEA members, because people can campaign, develop position, and have monetary gains.  La Re has not had best experience with fixer position, and part of someone’s campaign for fixer was that he really needed it, and we would be kicking him out, if we didn’t vote him in. Doesn’t want to revisit that situation, mixing housing with livelihood.  Wonders if judgement is being clouded for actual necessity of this, since those promoting it are those who would like to take up position as a source of employment.  Brian Donovan was the one who initially mentioned it. As a co-op member, Richard says that he has seen certain names cropping up in minutes, that he has not usually seen, and that gives him concern.  Not entirely convinced of the necessity of this position. Felt discouragement to take this up as an issue at GMM. Wondering, if this motion passes, will we see the same amount of campaigning for it?  Donny: can see where Richard is coming from, can see that things would be cleaner if it was an outside person. Other co-ops who have done this have tried both ways, with members and non-members, pros and cons to both. This position came from some of the things that Ryan has brought forward. But also, there are certain tasks that the houses have repeatedly let fall through the cracks, like data entry, long-term maintenance projects, etc. To Donny, that is enough to warrant a position. This is not a done deal, the board brought this to the houses for feedback.  Ryan: the fixer and this position are different -- however, with the example that Richard mentioned, there was nondisclosure of a conflict of interest. In regards to those who are interested in campaigning, Ryan would still spend a lot of time on this, to find and save money as house treasurer, will continue to look for ways to find funding. By denying CHEA members, you are cutting out some very qualified applicants.  Phil: Richard said a lot of what he wanted to say. Was concerned that board would vote, without house voice. Sasona had a guest, someone who had a part-time admin position, with Cumbia in Chicago, and she was a non-member. Said there was trouble with the member-admin situation. In her experience, being a non-member did not keep her from doing a good job. Loves the idea of NASCO paying for it. Biggest concern is that if the wrong person gets the position, then it will be a conflict of interest, potential abuse of power, even with checks and balances, if it goes to someone w/o good communication skills, will make living in house very difficult. If one person is seen as a rule-enforcer.  Hannah of the North: biggest point is that she wants the position to exist, no matter who has it, no matter what they do, can still flesh out job description, we cannot grow and succeed if we don’t start paying a staff person. To not do it, would be selfish, fractured thinking, we have been lucky with motivated volunteers, but there is the lack of continuity. Wants us to make our own luck by hiring staff to do something, organizational capacity building, built to last, and built to do even more. Would be foolish to not move in that direction, especially since it is paid for. Thinks it would be unnecessary to disqualify CHEA members within applicant pool. Thinks that in this conceptual stage,  Sense of injustice, because there are so few ways of compensating motivated members seems unfair. As a housing co-op, sees the importance of turning back opportunities to house members.  Corey: the proposal that Richard brought -- there is greater potential for conflicts of interest in admin position, but not so much for advocacy and development. Sympathetic to the risks of having members hold the position… Could pass a resolution that no member before a certain date could apply for this, people from outside of CHEA could get more priority, to mitigate the risks.  Meg: Would have to have dedicated office space, could be a computer lab, but they would have to be available in a setting where people could come in, like office hours. Does not see a conflict of interest for a CHEA person, sees it as an unattractive part-time job. Would be great for NASCO to fund admin and outreach position. Cannot have this person asking for money to pay themselves, so NASCO funding would take care of that. Thinks we should fine tune the proposal, get funding squared away, figure out hours, review processes.  Donny: it is within bylaws for board to look to health and safety of organization. This thing becoming so controversial means that we will bring forward a better fleshed out proposal, have education, and have house votes. This person would have responsibilities, but no power. It would be a ‘Gofer’ position, and the person will have to rely on cooperation of houses to get anything done. This person will have no decision making or policy making power. Admin would be doing paperwork for board and houses, they would not be rule enforcers.  Cynthia: thinks that we should get NASCO to hire someone on the outside, because she has seen mistakes made before. Has been a treasurer and a president, has seen a lot of mistakes made. We should get a gofer, from the outside, get this thing going, we’ve been needing this for a while. Thinks that we should take our time, to decide this. Thinks NASCO should have control, get some of that off of our backs. La Re is just starting, Sasona has been going a while. We all need to decide on something to do with this, even if it takes two or three months, if they qualify for the job, and we trust them, can go from there. Knows people at La Re and Sasona and trusts them. NASCO has some money out there, so we can start working with that!  Ryan: about the GMM, was about contentious as he had imagined, and a lot of the feedback was good. Made a lot of sense. Understands fear of power grabbing. Thinks that clearer definitions and a more apt title would help -- board assistant. Would be more like a reporter, reporting to the board. This person would be an employee of the board. There are a lot of resources available, and there are resources from NASCO to help with training. Things that the board deems particularly critical, for example, account reconciliation, and with some of the NASCO money, could take some of that money to offer a reward to the houses, to reconcile QuikBooks. Find goals, ways of addressing them. Using different strategies to achieve goals. Agrees with Meg, is interested in job, but it won’t pay well, would be a labor of love, if it worked out.  Meg: feels that we are not fully utilizing NASCO, the proposal has some holes that NASCO could help fill, might want to give a labor position, to contact someone at NASCO, for example, they offer two free education lessons per year. Sees that people can get tired of labor, but we need to fully utilize NASCO resources. Disappointed that we don’t buy food together. That we don’t get together more than once a year. Thinks we need to throw more labor at it. Thinks we need to figure out how to track down our resources. Get people in houses to communicate more with NASCO.  Abigail: in her opinion, this position needs to exist. Feels that her reasons for thinking about that have already been said. Has seen that expansion and development takes a lot of volunteer hours. That money coming from a non-profit needs to be used for the best candidate, regardless of where they live, have open call for applications. Would be a waste to disqualify CHEA members. Could put in stops to keep members from taking advantage.  Donny: if we did have this admin person, they could help get NASCO education lessons going. If it is someone’s job, to help us gather our resources, it would help. Could separate position from expansion, and could first focus on making us solid, so we could be legal and continue living. Sorry that we used the evictions as an example, because it set the wrong tone at the GMM. Would not give that person any power.  Phil: doesn’t think that people at Sasona are really into expansion. The people who wanted expansion came to La Re. Those who didn’t, stayed at Sasona. A lot of people at Sasona are already happy in their house. Could be a good idea to have an outside perspective on the organization, so that’s a reason to have non-members do it. Also, doesn’t want it to be left open to an unqualified member. |
| Results of GMM discussion on Admin. position (discussion). | Discussion. | Donny: learned a lot of things during that business meeting. Seems that Sasona and La Re have drifted apart culturally. Surprised at the amount and energy in resistance to the CHEA admin. position.  Clayton: heard word from Sasona about concerns regarding conflict of interest in having CHEA members hold the position -- one house receiving favor over the other.  Phil: has concerns about the proposal as it was written. Generally, some concerns at Sasona have been similar to Phil’s.  Meg: makes more sense to get into hiring once we have worked with NASCO on funding it. Takes a few months to work that into the budget.  Hannah of the North: La Re talked at last meeting about how to increase inter-house interaction. Felt strange to go back to Sasona and to not always feel welcomed there. Also saw the tension that comes from living in one house, being used to welcoming those people, and then having a whole new set of people showing up to be welcomed.  Phil: wants people from La Re to feel welcome at Sasona all the time. Doesn’t want his opposition to proposals to be interpreted as unwelcomingness. Also, feels uncomfortable about having guests pay for meals. Would like to see that changed.  Donny: feels strange to Donny, too, since he lived at Sasona, too, for four years, then moved to La Re. Co-ops are developing separate cultures. Which is good, and natural. But, maybe the angst could stem from the house members not knowing each other that well. Sometimes, we need to work together, and so, we need to get closer. La Re had an idea for a two-house labor holiday, where the house not hosting the GMM gets the labor holiday. WIll cause the organization problems in the long haul, if we don’t work on inter-house harmony.  Ryan: finds it weird about putting money in the jar. Feels welcomed by some…  Meg: thinks we should go into food buying together, even if it starts small, we should have something that we are doing together.  Richard: worth noting that La Re has gotten an occasional member from Sasona, who left on less-than-good terms, so there is baggage there. |
| CHEA budget: review last year and begin budgeting for coming year (discussion). | Discussion. | Time for us to start making budget -- new budget year starts June 1. … Maybe July 1. Time to start making decisions.  Ryan and Clayton started talking about it last week. For example, we need to start budgeting to be members of ACBA.  NASCO is raising what CHEA pays them by 1.8%. For us to include tax prep, ACBA dues, NASCO loan, member dues to NASCO, and have a little bit of wiggle room, we need to increase the amount we collect from houses by 2.5 or 3% from each house. Clayton has been looking at different percentage options. Sasona just passed a motion to raise rent about 3.5%. Sasona will be talking about how that shakes out soon, per person.  Ryan: doesn’t know about having La Re paying a higher percentage. Seems unfair, to have La Re pay 3%, with Sasona paying 2.5%.  Clayton: could mandate, have houses paying 3%. To make it fair, keep CHEA solvent. Hears Ryan’s concern.  Donny: felt like a few times, CHEA was scraping by. Want to make sure that we at least cover the activities we are going to do. Planning for things like ACBA, plus cushioning, because things come up. Asked Clayton to pull up 2.5% and 3% budget.  Clayton will bring options to the next meeting.  Sidenote, a gofer could do budgets, too!  Ryan: the only reason that CHEA is solvent right now is because of the the La Re cash reserve, so this is an emergency situation. We NEED to raise the budget. Cannot rely on La Re’s cash reserves. Repeat, EMERGENCY SITUATION! NEED TO KEEP CHEA SOLVENT! |
| Voting on ACBA Board (Donny received a packet on this last week) (vote). | Tabled, until we find the ballot... | Donny has the ballot sent by the ACBA -- which will be to elect the board at the ACBA.  Tabled, temporarily.  Can email results, Donny will email ballots, have a quick email discussion. Board members, check inboxes. |

**New Business**

Co-op board party this Friday! It’s Free! RSVP by tomorrow, 6:30 p.m, its on a boat! The boat leaves by 7:15 p.m. Is on ACBA.coop website. Hannah of the North will be tabling there, will bring some La Re stuff, a CHEA poster. Bring photos, artifacts, etc.

Co-op Summit this weekend!

Corey: income forms, have been getting La Re people to fill out forms. Have gotten all but three so far! They are not anonymous, but they are confidential. Complied all data, and it is anonymous in the charts. We are a little over 70% 50% MFI, so we’re doing okay.

Next meeting will be April 21, 2015, 8:45 p.m. @ Sasona Co-op, 2604 Paramount Ave., Austin, TX 78704

Meeting adjourned at 10:30 p.m.

Hannah Wright, Board Secretary

**Agenda for CHEA Board of Directors Meeting**

Tuesday, April 21, 2015, 8:45 p.m.

Sasona Co-op, 2604 Paramount Ave., Austin, TX 78704

1. Treasurer update.
2. CHEA budget.
3. Co-op tour.
4. CHEA part-time position.