



Diane Collier
Chair

Angel D. Mescain
District Manager

COMMUNITY BOARD ELEVEN

BOROUGH OF MANHATTAN
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Bylaws Committee Wednesday, February 24, 2015 6:00 p.m. Board Office

***** Minutes *****

Present: Jose Altamirano, Judith Febbraro, Joseph Goldbloom, Jewel Jones, Alex Kohen, Nilsa Orama, Jonathan Winstone, Steven Villanueva, Diane Collier (ex officio), Angel Mescain (staff)

Absent: none

Excused: none

Guests: Neil Flynn

1. Call to Order

The meeting was called to order at 6:15 p.m. Jonathan Winstone made a motion to adopt the agenda. The motion was seconded by Steven Villanueva and passed unanimously.

2. Chairperson Introduction

Alex introduced himself and thanked and welcomed all who were in attendance. Alex spoke about the goals of the committee and, specifically, the need to review and address changes needed to the bylaws. Alex asked all present to think about what needed to be addressed first; in what order the committee would seek to address them; and what parts of the review did the committee want to assign. Alex also spoke about making incremental changes (two to three main changes at first) as opposed to working on the entire document at once as feedback and approval is needed from the full board.

Committee members provided a number of suggestions, including the following:

- Alex identified a need to address absenteeism, the elections process and the process by which board members could be removed;
- Jewel suggested that issues around quorum and the names of the committees should be addressed;
- Joe noted the need to review the bylaws of other community boards to identify areas of improvement in the current bylaws;
- Chair Collier highlighted the need to provide summary descriptions of committees and review the need for certain committees and removing those that are obsolete;

- Angel suggested the incorporation of more flexible language to allow changes to committee names, the creation or disbanding of committees without the need for additional amendments to the bylaws and more clearly specifying which committee should be standing committees;
- Angel also noted the need to correct a number of spelling, grammatical or other low-level errors in the existing bylaws;
- Judith supported the need to make the bylaws clearer and simpler, with less ambiguity and dense concepts; and
- Chair Collier also highlighted the need to review the provisions regarding CB11 staff.

3. Vice Chairperson Introduction

Nilsa introduced herself and continued the discussion described below.

4. Committee Member Introductions

Alex asked all present to think about three discrete issues/problems that currently CB11 has and to think about two items that CB11 does particularly well. He then solicited feedback from each member about discrete issues they each saw with the current bylaws as well as strengths of the current operation of CB11 that may be attributed to the bylaws.

Chair Collier also said that like the Constitution, the bylaws must provide guidance but be flexible. She liked the idea that Neil Flynn, the Chair of the Office Oversight Committee and a member of the Nominating Committee, had suggested to use a matrix in assessing candidates for office.

5. Discussion Concerning the Goal of the Committee

The committee continued its discussion about what the goal of the committee should be and what initial steps and considerations it would take. The committee came to a general consensus that it would begin a review of the elections process and the process by which board members are removed.

6. Member Responsibilities

Alex requested that all committee members attend each meeting (if possible), come to each meeting on time, prepared with actual proposed changes in hand and to be able to talk about specific motions and proposals.

Alex continued to discuss that committee members are asked to review and become subject-matter experts on each of the assigned bylaws in addition to CB1's bylaws:

Member	Expert on Bylaws of:
Jose Altamirano	CB1M, CB8M
Judith Febbraro	CB2M, CB9M
Joe Goldbloom	CB3M, CB10M
Alex Kohen	CB4M, CB12M
Nilsa Orama	CB5M, CB6B
Jonathan Winstone	CB6M, CB1S

Steven Villanueva	CB7M, CB8Bx
Jewel Jones	Will select two

Alex reminded all that the Manhattan Borough President is still reviewing bylaws with the possibility of making recommendations to the community boards. Chair Collier suggested that Alex reach out to the General Counsel for the Manhattan Borough President's office regarding any questions.

As per the earlier discussion, the elections process and the removal process and causes for removal will be the focus for the next meeting. All members were asked to review those two areas in CB11's bylaws as well as the assigned bylaws and come up with specific recommendations. Alex offered several suggestions for sharing the information; sending him an email directly with the recommendations, sharing the recommendations with the entire committee, or inserting recommendations into the body of the CB11's bylaws for discussion. It was further discussed that, to avoid broad discussions with limited results, that Alex would assist by consolidating the comments of members of the committee into proposed draft language from which the committee could then, at its next meeting, seek to more formulaically make suggested revisions.

7. Initial Election Process Discussion

This discussion was postponed for a future meeting date.

8. Determination of Future Meeting Dates

The next meeting of the Bylaws Committee will be Thursday, March 10, 2016 at 7:00pm. After that, meetings will be held the first Thursday of each month at 6:30 PM, beginning April 7 with the location to be finalized.

9. New Business

None.

10. Announcements

None.

11. Adjournment

A motion to adjourn was made by Steven Villanueva at 7:10 p.m. The motion was seconded by Jose Altamirano and passed unanimously.

Minutes prepared by Alex Kohen and Nilsa Orama.