

Minutes for Kansas City Neighborhood Advisory Council
(KCNAC) on 07/13/2004

KCNAC members in attendance: Lynda Callon, Steve Eklund, Rodney Sampson, Forestine Beasley, and Greg Hugeback. (Roll Call)

Absent Members: Dennis Carroll, Jay Stock, Cynthia Canady and Bruce Pennington.

City staff in attendance: Renea Nash, David Reynolds and Bennie Jackson.

Meeting called to order at 4:15 pm.

Old Business:

Amendments to the Bylaws...

Steve states that the wording should be "...provided by..." in Section IV. And in Article V, Section 7c, the wording should be "...Neighborhood and Community Services..."

Discussion—*What is a quorum two-thirds (2/3) or three-fifths (3/5)?* Lynda says, "ten (10) would be a lot". This number would cause a difficulty in obtaining a quorum in order to conduct business. Also, she adds as a possibility, a quorum could be "...2/3 of the Executive Committee..."

- Article VI references to two-thirds quorum of the Executive Committee as declared by David. However, in Article V Section 5, Board of Directors, the Executive Committee quorum is three-fifths.
- In Article V Section 5, two-thirds is noted as a quorum, which is a large number needed for attendance in order to proceed with transactions. The point is to have a reasonable quorum in place that will not delay business. Lynda and Greg (?) states that "3/5 is good because it more than half".
- In Board of Directors, Section 9, Resignation, Termination, Absence... For recording purposes David states the wording as "Board members may be removed by other reasons by at least two-thirds vote of remaining board members." Steve asks, "Is it an automatic removal? David continues by saying, "No." And changing the wording to "Board members may be drop..." "Do we want to change the wording so that it is automatic?" Steve asks.
- Bennie adds, "...miss three (3) consecutive meetings a member will be given a written notice from the secretary..."
- Lynda says, "The board can choose not to act".
- Steve wants to know whether to include those board members who has been present at least one of the past three meetings in the quorum.
- A quorum consists of two-thirds board members who at least have attended one of the last three meetings. This must be reviewed by legal.
- David proposes a hypothetical circumstance. There are fifteen KCNAC members and on the average seven members attend a meeting. In Section 9, when a member is absent for a second time for no reason (no show), the member will receive a notice from the secretary notifying him/her about their absent. In this case, it will hinder KCNAC business.

- Lynda says, does this gets them off the board to obtain a quorum or replace these positions?”
- David continues to add, “what about those who have items pending which will interfere with the KCNAC meetings?” Lynda, “The board can choose not to act.” David, “...choosing not to act unless it is extenuating circumstances.” Steve, “can you place the member on inactive status to prevent the member from being on the quorum?” “An active member is defined as someone who has shown up at least 3 meetings at any given time.”
- A suggestion is made that a member in an inactive status will drop the number for the quorum.
- Lynda agrees to leave the quorum at two-thirds and go with the inactive status of a member. Steve adds, “the medical conditions could be a reason for a member being place on inactive status.” “The Executive Committee can make the decision not to act or place a member on inactive status,” Linda.
- Steve, “Inactive means a member can remain on the board but will not interfere with business.” The objective of an ‘inactive status’ is to prevent a hindrance to KCNAC business. Lynda suggests the group proceed and review this matter later.
- Steve, (Section 5, Resignation, Termination, Absences...) “Split this section into two parts ‘A’ and ‘B’. Section 5A reads as follows, “For the purposes of determining a quorum at a given regularly monthly meeting, any board members who is either present for that meeting or has attended at least two (2) previous regular monthly meeting shall be considered an active member. Section 5B reads as follows, “A board member not meeting either of these criteria shall be considered inactive.” Section 5B, the same wording as Section 5A except, “...meeting must be attended by at least two-thirds of the active...”
- Bennie and David ask, “When will a member become inactive?”
- A quorum for the Executive Committee is two-thirds (5 votes) this could cause a problem. However, a quorum of three-fifths provides flexibility. Therefore, at presence it is ok, but as the board reaches its full capacity its dynamic will change as declared by Lynda.
- In Section V heading add, ‘Status’. Move Section 9 into Section 5 and then break it into smaller section due to creating an encumbrance paragraph. Possibility a new heading, ‘Termination Membership Status’. Change the word ‘drop’ to ‘remove’ in this section.
- Lynda cites the responsibilities of the Executive Committee as being responsible for determining committees as needed, selecting new members (*after group discussion, this would give the committee too much power, it is removed from its responsibilities*) convening monthly meetings, meet with department heads and council members...
- Steve summarizes the responsibilities as “For all business not specifically delegated to the entire board...”
- Rodney (?), The Executive Committee is charged with maintaining the structure and integrity of the board. They are the leaders for setting the path of the mission.”
- Steve redefines the responsibilities, “Executive Committee is responsible for advancing the mission of the KCNAC or conducting business that advances the mission of KCNAC except for specified by the whole board.” Lynda adds the “Executive Committee is the voice.”

- David reads the final version of the Executive Committee responsibility as, “Executive Committee shall be responsible for carrying out all business for advancing the mission of the KCNAC and is not specifically delegated to the entire board of the bylaws.” Steve inserted the word ‘which’ and it reads, “...mission of the KCNAC and which is not specifically delegated...”
- When does a board member request an inactive status? A board member may request in writing to the secretary that the board members may consider changing the member to an inactive status [due to illness, etc]. Involuntary changes of status will be communicated in writing from the secretary to the member. Lynda suggested a time period be added “...for one year”. Steve countered by saying, “let the future board member decide on the time”.
- Rodney (?) or Greg (?), “Can a member have a representative on the board in his/her place or a representative from the same area when a member is unable to attend a meeting?”
- Discussion is whether to write in a ‘substitution’ in which falls under ‘vacancies’. Then the best way to handle this is to fill the position in the next election. Therefore, ‘substitution’ could cause a problem when the replacement (representative) wants to remain on the board after the absent member returns. The solution is to leave this matter alone—no representative.
- *Determination Status:* (main section). In Section 7, “Only those members on active status shall count for determining quorum for a regular monthly meeting.”
- Involuntary changes of status will be communicated in writing to the members. Active and Inactive status role is only for purposes of a quorum. It is suggested that the changes of a member’s status be recorded in the minutes as well as the present and absent members to avoid any future problems.
- What is an excused absence? Unexcused absence? The board or the secretary receives an excused absence from the member. An unexcused absence is a no show or the board not receiving a call from the member.
- *Involuntary Termination...*Section 9, unexcused absence... “may be removed after three (3) missed consecutive meetings provided he/she is given a notice...inactive status may be dropped...”
- David reads the final version as follows, “A member may be drop for excessive absence from the board if they have three (3) unexcused absence from the board meeting within a year. Members may also be removed for other reasons by at least two-thirds of the vote of the main board members considering Missouri statutes concerning non-profit agencies. Voluntary resignation must be in writing and received by the secretary.”
- The meeting must be attended by at least two-thirds of the active board members including 2/5 of the Executive Committee quorum.
- Section 5 Number 10, Special Meetings, “...will be provided...” Article IV Section 1 and Article V Section 2 are sections that will be left to the Executive Committee. It was mentioned that Article V Section 2 be taken out. (?)
- Review Membership, Board of Directors, Executive Committee, Add Section to Article 2, Amend Article V Section 7 or Complete Article 6.2, as declared by Lynda.
- Lynda, Article 5.9 is redundant which has been taken care of and Article 5.6,10 belongs in the meeting section. Default voting procedure—omitted.

- Policy for members in good standing need to be defined as registered to vote, no outstanding (bench) warrants... (will clarify at a later date)
- Defer subcommittee until next time.
- Upcoming meeting in two weeks with John Stubblebean is in regards to the emails. Lynda will get back with Renea about the date, time, and place of the meeting.
- Question: Is there a concern for persons getting the aluminum out the recycling bins that are set out by the recycling participants?
- Community Policing—is an on going conservation.

New Business:

PMAC Meeting is scheduled for Thursday, July 15, 2004, 4 pm, at Robert J Mohart FOCUS Center.

Meeting adjourned at 5:26 pm.