

COMMITTEES – IDEAS & GUIDELINES (BOD Adopted March 12 2013)

Introduction

East Isles Residents Association (EIRA) Bylaws (the Association's Constitution) contain a few paragraphs regarding committees (mainly in Article VI, Sections 1-6). By design Bylaws seldom encompass every aspect of committee operations, therefore organizations typically rely on other guidance, such as Roberts Rules of Order, and supplementary materials. This document is intended to provide ideas regarding committees and their operations.

The Importance of Committees – Why Rely on Them? Committees are a “work unit” of the organization, intended to break work into meaningful and manageable chunks, to remove time consuming detail from organization meetings, to allow more people to be involved, to expand the support base of the organization, to build commitment of members to the organization (Source: “Success by Design”, August 1998, Alberta Agriculture, Food and Rural Development).

The Committee Charge – Why Have One? The charge of a committee is intended to identify the committee's purpose (e.g., to investigate what, to recommend what, to take action on what). It provides the answer to “why” the committee is necessary. By identifying committee responsibilities, and specific problem(s) to solve and tasks to execute (often within topical areas) it helps focus the work of the group. A charge may result in a bulleted list of objectives (explicit, implicit, and consequential). The charge may lead to an “annual plan of action” with a budget attached, and needed resources listed.

Designating, Identifying & Sharing Information About Committees – The Basics. The EIRA BOD is charged with creating committees, and designating committee titles, purposes and goals (EIRA Bylaws Art. VI, Sec. 1), along with altering, accepting, or rejecting committee actions, and at times delegating limited authority to committees to act on behalf of EIRA consistent with the committee purposes and goals. Committees are subject at all times to the direction and control of the Board. Annually the BOD is to review and approve Committee operating policies. Each year, all EIRA members must be provided a list of all Committees, the purpose(s), goals(s), and membership roster of each committee, including the name and contact information for the Chairperson (EIRA Bylaws Art. VI, Sec. 2). Via committee meeting notices and summaries, members are to be kept informed of committee activities (EIRA Bylaws Art VI, Sec. 6).

Who can be on an East Isles Residents Association (EIRA) Committee? How can one join? IF you reside in East Isles, are age 18 or older, and become a member of EIRA (free and easy just by completing an EIRA Member form), THEN you are also eligible to serve on an EIRA committee. The EIRA Member form can be found on the EIRA website www.eastisles.org and should be available for the asking at any and all EIRA BOD. committee , or subgroup meetings and events. **Ways to “sign up” for service on an EIRA committee are several:** express your desire to become a committee member by checking the appropriate box on the committee's sign-in sheet (a sign-in sheet should be available at any and all meetings/functions/events of a committee), or express your desire to join a particular EIRA committee by contacting either the EIRA coordinator (email address is nrp@eastisles.org) or the particular committee chair at any time, or respond to an invitation to join an EIRA committee via an occasional announcement that EIRA is soliciting volunteers to serve on an EIRA committee, or come to an EIRA Board (BOD) meeting (generally held monthly) and declare your interest in joining a particular committee.

According to “Success by Design” (August 1998, Alberta Agriculture, Food and Rural Development) committees work efficiently and effectively when the following questions can be answered with a “yes” response: Is the purpose of the committee clear to all members? Does the committee recognize its time commitments both in terms of the overall project and at meetings? Is there good communication among committee members? Are members and the chair well prepared? Are minutes clear and concise? Does the committee evaluate its performance? Are members recognized and appreciated? Is the work of the committee recognized as making a valuable contribution to the organization?

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Committee Chair Duties (Roles & Responsibilities)

The chair, who typically presides over committee proceedings, is responsible for helping the committee organize, ensuring the work is accomplished, and facilitating its work.

The chair serves as primary contact person for the committee, and ensures that actions taken by a committee are forwarded to the EIRA BOD.

Know your committee members' names, and obtain their contact information (telephone number, residential mailing address, email address) to facilitate two-way communication. Arrange for methods to reach committee members who may not have regular or ready access to Internet or email communications.

Committee Chair: Annual Tasks

Ensures that the EIRA group has been designated as a committee by the EIRA BOD, has (or continues to have) a minimum of least three (3) members that comprise the committee, and meets *at least* once a year (EIRA Bylaws Art. VI on Committees, Sec. 2, Qualifications).

Annually updates and makes available to all EIRA members, information about the purposes, goals, and current membership roster of the committee, along with contact information for the Chair. As things evolve over time, this may involve revisiting and restating the description of the committee's charge, tasks, duties, and powers, and seeking new committee leadership (chairs or co-chairs) along with soliciting additional or new committee members.

Committee Chairpersons may participate with and assist the EIRA BOD in its annual review and approval of committee operating policies and guidelines. (The BOD is to review and annually approve operating policies for each committee per EIRA Bylaws Art. VI, Sec. 2).

Typically, the committee chair: produces an "annual written committee" report for the EIRA General Members' Spring (April) Meeting which helps the EIRA President summarize Association accomplishments (Art III, Section 1, Annual Member Meeting in April). Often the annual summary includes a list of committee member names (committee roster) and committee topics.

Committee chairs generally report periodically to the EIRA Board of Directors (BOD) during the course of the year, and forward all actions taken by the committee to the BOD; call committee meetings at the chair's direction, unless otherwise directed by the BOD; often create a plan for committee meetings and events (anticipated date, times, places for a specified period of time or annually); arrange for "speakers/presenters" and "other programming" for meetings/events to accommodate longer-term goals and more immediate business items that come before the attention of the committee.

Other responsibilities include: annual review of the EIRA Bylaws and all EIRA Operating Policies (e.g., Conflict-of-Interest, ADA, EEOC, Complaints/Grievances) along with annual distribution and solicitation

of committee members' signed (and updated) Conflict-of-Interest (COI) declarations, and obtaining the same from new committee members soon after they join the committee. On a timely basis, ensure that COI declarations and COI admissions are shared with and submitted to the appropriate party(s) (e.g., made known to other committee members and/or with the EIRA BOD and President, pursuant to the EIRA Bylaws Art. X, and EIRA's COI Policy).

Review other relevant documents that may apply to committee operations (e.g., EIRA's annual Community Participation Plan, portions of the EIRA Neighborhood Revitalization Plan, etc.).

Chair: Pre-Meeting Duties

Facilities & Materials. Ensure adequacy of facilities, equipment, supplies, materials, information, preliminary agenda, etc. for meetings/events. Schedule and hold events and meetings in open, public spaces, making reasonable and barrier-free accommodations given Americans with Disabilities (ADA) considerations.

Provide tools and information the committee needs to do its work.

Seek committee volunteers to assume responsibility for particular agenda items, topics, tasks. Identify and request volunteer assistance with facilitation, time-keeping, hosting, mentoring, research, etc.

Agenda Preparation & Circulation. Prepare preliminary-tentative committee meeting agenda(s). Circulate it in advance to committee members (and EIRA Coordinator) for their review, comment, suggestions.

With the assistance of the EIRA coordinator, arrange for adequate reasonable notice of the committee meeting time, date, place, and "subject" of each upcoming committee meeting (as required by EIRA Bylaws, Art. VI on Committees, Sec. 6 on Notice of Meetings, and Reports From Committees), so that any EIRA member may attend, and opening it up to any person expressing an interest in the subject(s) or involvement with the group.

Agendas need not be "highly detailed" but providing essential basic information facilitates attendance of committee members, and participation of general EIRA members and others who may wish to contribute, listen or observe, or otherwise be involved pursuant to EIRA's "open meeting" requirements (EIRA Bylaws Art. V, Sec. 15 on Open Meetings).

Quorum. Assess likelihood of quorum in advance of the meeting.

Change of Meeting Date/Time/Place. Make extra efforts to clarify to committee members and others when a meeting date/time/place has been changed (or if/when an alternative 'back up' date has been established). This may necessitate extra Internet/email and telephone communications, and signage at the meeting location (or in an advertisement) indicating changes that have occurred (e.g., posting a sign announcing the meeting has been cancelled due to inclement weather or tonight's meeting remains scheduled, but its location has been changed to _____ or the meeting has completely been rescheduled as follows -- provide details).

If posting anything, avoid using high-adhesive tape to minimize damage to painted surfaces, and ensure care and consideration at the "host site" to avoid damage to walls or any harm to the host's assets.

Chair: During-Meeting Duties

Before the committee meeting begins, ensure upon entering the building location of the meeting, that there is sufficient information to direct committee members, general EIRA members, guests and other interested parties to the specific room or location within the building where the meeting is to be held. This may necessitate posting additional signage outside and inside the building location (and indicating where handicapped entrances are, as well as elevators).

CALL the meeting to order on time, and acknowledge presence of a quorum (or not). Recognize limitations placed on proceedings that are not quorate (when a quorum of the committee does not exist).

Circulate an agreed upon “sign-in sheet”, which encourages folks to become an EIRA Member and/or an EIRA Committee member, and which identifies their interest in an agenda item or particular aspect of a forum/event. The “sign-in sheet” is intended to capture information as to whether any one present may have a current or potential conflict-of-interest (COI) regarding an agenda item. After circulation and completion of the “sign-in sheet, look at it for indications of interest (or COI) that may exist.

Have available and present, at all times during the meeting/event, several EIRA Member Forms to give to any E. Isles Resident (age 18 or older) who may want to join the EIRA organization on-the-spot.

Obtain committee member agreement on the agenda, accommodating “adjustments” as may be appropriate (e.g. ensuring that matters requiring adequate ‘pre-notice’ but which were not anticipated to be business items taken up at the meeting are handled prudently).

Start discussion by identifying tasks to accomplish during the meeting, along with time-sensitive matters.

Keep discussion on track by following an agenda and minimizing irrelevant topics. Honor volunteers’ time commitments and constraints or limitations by keeping focus on business items. Discourage interruptions and “side bar” discussions.

Maintain awareness for the duration of the meeting of “quorum” for decision-making purposes; process motions appropriately.

Give everyone a chance to speak, attempt to draw quiet members into the discussion. Invite all committee members, and EIRA members present, to engage in conversation on business items or the particular topic(s) that drew them to the meeting/presentation/forum – that attracted their attention and attendance.

While acting as a facilitator, avoid dominating discussions or dictating outcomes, as it is a “group decision” that is desired.

Demonstrate fairness, civility. Maintain decorum. Defend against lawsuits by discouraging personal attacks, inflammatory/defamatory/slanderous/insulting/disparaging comments.

Periodically restate what has been heard or expressed, to summarize accurately, and to acknowledge repetition, similarity of comments, consensus which may signal moving on with the discussion to address other additional aspects or closure of conversation on a particular agenda item.

Work toward consensus, and if and when it appears to be achieved, articulate what it consists of. Seek to confirm the group's perception (requires a quorum of the committee) of the prevailing area(s) of agreement. Ask if there is disagreement and what it consists of, and if any committee member wishes to abstain from what has been identified to be the consensus of the majority of committee members.

Acknowledge when there are strong conflicting views and/or a lack of consensus. There may be valid differences of opinion, and interpretations of fact. Recognize that lack of consensus may suggest the need for more information or time to resolve issues, or it may suggest that despite best efforts, the proposed resolution and disposition of an agenda item may not be satisfactory to everyone (a minority disagrees with the majority on the committee in part or whole).

Be clear about the language of motions, and restate if necessary. Do not leave a motion 'open to interpretation' or 'vague.' Take the time to refine the language. Assist the committee members, and any staff, to capture and document the unambiguous intent and essence of the motion.

Acknowledge whether motions passed or failed, or otherwise were disposed of, and if a count of the vote was requested provide the number of 'yeas, nays, and abstentions.'

Divide the work or consider appointment of subcommittees when necessary, relative to agenda items (e.g., consolidating information, assisting with ongoing/unfinished business/future business of the committee). Offer everyone a job.

Thank committee members, participants, others for attending the meeting/event.

ADJOURN the meeting.

Chair: Post-Meeting Duties

Share and forward immediately to the EIRA Coordinator any newly completed EIRA Membership forms submitted at any EIRA committee meeting or event, to add to the EIRA database, for e-mail notices and other communication efforts, to support enhanced and ongoing participation.

Inform immediately the EIRA Coordinator of any EIRA member who has expressed a desire to join the committee, in order that this person's name may be added to the committee roster on a timely basis, for calculation of committee quorum in the future, for email notices of committee business (e.g., tentative agendas, review of committee minutes or reports, etc.), and to share the new committee member's name with others on the Committee and with the EIRA BOD in order to provide relevant documents, operating policies and other orientation materials to the new committee member(s).

Address quickly possible or real Conflicts-of-Interest (COI) that may have surfaced, or linger, regarding any of the meeting agenda items (see: EIRA COI policy for further explanation).

For committees that prepare formal minutes, arrange for the write-up of draft minutes (with assistance of available staff or another committee volunteer agreeable to serving in a secretarial capacity) soon

after the meeting. Seek concurrence on draft minutes from committee members , recognizing any committee member not present at a particular meeting, can elect not to approve draft (or finalized versions of) minutes of meetings/events (s)he did not attend.

Supply committee minutes to the BOD on a timely basis (the BOD receives committee minutes for subsequent posting on the EIRA website). Include relevant attachments for posting or providing as Internet links for informational purposes (e.g., a power point presentation by a government official; a summary of remarks provided by a keynote speaker). If an attachment is not included, a brief summary of them should be included in the minutes.

In the absence of formal committee minutes, provide *a brief written summary* of committee activities, highlighting actions taken at committee meetings, deliberations, recommendations, etc. to keep the BOD and EIRA members informed.

Inquire with committee members regarding their unanticipated absence(s) from committee meetings, to determine their level of continuing interest, likelihood of future/continued participation, what might be improved, modified, corrected to eliminate or minimize impediments, if any, discouraging their active involvement, etc.

Thank active participants again, to reinforce their positive contributions and to sustain their commitment.

Periodically (or randomly) evaluate the meeting/event. Seek feedback.

If there is consistent lack of consensus or conflict emerges, consider employing assorted strategies that attempt to find areas of agreement in terms of what's best for the neighborhood overall, and long-term, rather than short-term perspectives (e.g., what's simply in it for me or a particular person/entity/situation or circumstance). When impasses arise, especially repeatedly, consider enhancing the committee skills as a working group whether in terms of communication, negotiation, conflict resolution, collaboration, planning, education, etc. , diagnosing the root causes and proposing solutions, including implementation of best practices.

Properly retain (or move into appropriate storage) committee records.

See Next Page -- Committee Member Duties

Committee Member Duties (Roles & Responsibilities)

Committee Member: Annual Tasks

Work with the Committee chair and other committee members to review & update committee operating policies, guidelines; any restatement or revisitation of the description of the committee's charge, task, duties, powers; review and approve, upon invitation of the committee chair, the "annual written committee" report that may be included in the EIRA General Members' Spring (April) Meeting summary delivered by or arranged for by the EIRA President; assist to update the current list of committee member names (committee roster); help the chair in creating the annual plan (or periodic plans) for committee meetings or events by suggesting speakers/presenters, topics/activities, etc. , to accomplish the work of the committee.

Review annually the EIRA Bylaws, read all EIRA Operating Policies (Conflict-of-Interest, ADA, EEOC-nondiscrimination, Complaints/Grievances). Submit annually a signed (and updated) Conflict-of-Interest (COI) declaration & disclosure to the Committee Chair (pursuant to EIRA requirements, and others that may apply such as those stipulated by a city contractual program like Neighborhood Revitalization).

Supplement the more formal annual (updated) COI declaration by separately reporting relevant COIs within five (5) business days to the Committee Chair, other committee members, and follow other relevant procedures regarding COIs.

Committee Member: Pre-Meeting Duties

Prepare oneself in advance of meetings (review materials, bring copies of relevant items to the meeting especially those provided to you earlier, organize your thoughts on upcoming agenda items – main points you wish to make, questions you would like answers to, relevant considerations or information you wish to share about an agenda item).

Read any tentative-preliminary agenda in advance, and suggest timely topical additions (or subtractions) to the preliminary to-be-circulated agenda (to determine feasibility of accommodating your suggestion sooner or later on), ask for desired information prior to the meeting (can something be made available to you before the actual meeting so you may give it your greater attention beforehand).

Inform the Committee Chair in advance, if you will not be present for all or part of an upcoming scheduled committee meeting. If you are unable to reach the Committee chair, attempt to inform in advance, the EIRA Coordinator or a colleague of yours on the committee about your likely absence.

Offer to assist (serve as a meeting greeter, help to circulate and ensure the sign-in sheet is rotated to capture late comers' presence; collect information/research something in advance that may be on an agenda; etc.). Assist with balancing workloads among the chair and committee members (avoid overloading some, and underutilizing others).

Committee Member: During-Meeting Duties

Communicate effectively: focus on main points you wish to convey briefly and clearly, offering some rationale or reasons for the position/viewpoint.

Assist with distinguishing (personal) opinion(s) from fact(s) during discussion and deliberations.

Politely correct known inaccurate information. Seek clarification of what may be “confusing” to you.

Encourage others who have not spoken to do so, and to actively solicit other committee members’ participation in discussion, deliberations, and activities. Invite into participation and the conversation any other EIRA members in attendance, especially if they are present for a particular agenda item.

Expect to be treated with dignity, and afford the same to others. Don’t interrupt another committee member (although the Chair may do so) or engage in side conversations. Model civility. Avoid behaviors or commentary that may result in lawsuits or complaints/grievances (e.g., personal attacks, insults, defamation, slander, etc.).

Demonstrate care and consideration toward the host site; avoid any damage to the host site’s walls, tables, furniture, facility, etc.

Committee Member: Post-Meeting Duties

Help with cleanup or teardown (e.g., putting tables/chairs away, removing meeting materials like extra paperwork associated with the meeting or event, properly disposing of debris/waste, etc.).

Review draft minutes of meetings on a timely basis, and chose to approve or not (committee members not present at a particular meeting/event should not be compelled to “ok” minutes for that meeting/event). If offering suggestions/corrections for minutes, be specific about the nature of the clarification, change, or objection you are offering or raising as this will assist the recorder, provide some rationale for alternations to the minutes that you are offering, and to the extent possible, clearly articulate language changes that would accommodate your concerns.

Before the next committee meeting, strive to complete and fulfill tasks you’ve agreed to undertake. Share preliminary results with the Chair (to avoid delays/surprises). Request others’ help as needed to complete the work (e.g., editing assistance, leafleting, phoning, researching, etc.).

Provide feedback.

If something was unfair/objectionable at a committee meeting/event, recognize your “due process” rights to raise the issue and seek corrections/remedies (you may contact the BOD Chairperson, providing a full explanation from your perspective). Seek to constructively resolve the matter, offering suggestions that might remedy the situation, and some acceptable time-frame for resolution.

See Next Page – Who Can Serve on an EIRA Committee; When & How to Join; Termination

Who Can Serve on an EIRA Committee – When & How to Join A Committee? How to Terminate?

Become an EIRA Member to join a committee *at any time!*

An EIRA general member in good standing, may at any time, at any committee meeting or event, join a particular committee, and have full rights of participation, including voting on matters before the committee.

To be an EIRA member one must be age 18 or older, reside in East Isles, and become an EIRA Member by filling out an EIRA Member Form at any time, free and at no cost. EIRA membership is for “one year” from the date of EIRA Member Form completion, but may cease before that if the person no longer resides within East Isles.

Termination; Resignation

The committee chair (and other committee members) does not have the right or power to exclude a committee member from participation or to terminate a committee member. By the affirmative vote of two-thirds (2/3) of the current members of the EIRA BOD, any committee member, including the Chairperson of any Committee may be removed from service, without cause, at any time. (EIRA Bylaws, Art. VI, Sec. 5).

Generally, a committee member ceases to serve on an EIRA committee when and if: **(1)** (s)he explicitly gives notice, to the Committee Chair, that (s)he does not want to or is unable to continue to be on the committee (notification preferably made in writing, which may include use of email), which amounts to resignation; or **(2)** the committee member, age 18 or older, no longer resides in E. Isles; or **(3)** an East Isles resident chooses not to be an EIRA member (e.g., allows his/her EIRA membership to lapse, decides not to renew his/her EIRA membership, declines offers to join EIRA). EIRA Membership is free, without cost, simply by completing an EIRA membership form and meeting the EIRA member eligibility requirements (\geq 18 years of age, and residing within the geographic boundaries of the East Isles neighborhood. (EIRA Bylaws, Art. VI, on Committees, Sections 1 and 2, 4, and 5; EIRA Bylaws Art. II on Membership Sec. 1)

Reports of Committees

Committee chairs are expected to provide periodic or progress reports on the committee’s work to the EIRA Board, and to keep EIRA members informed (EIRA Bylaws, Art. III, Sec 1; Art. VI, Sec. 6).

Committee Annual Reporting

Each committee chair is expected to submit an annual report (preferably in written form) on the committee’s work for the Spring (April) EIRA General Members’ Meeting.

Committee Members Input

All committee members are encouraged to participate in preparing the committee's (semi)annual or final report (generally 'delivered' by the Chair), and if a formal report is required, committee members should be invited *to vote on the report at a committee meeting*.

Content of a (Final or Annual) Committee Report

When submitting a final (or annual) committee report (generally written by the chair, with review/ suggestions – input/edits by the committee members) consider including a synopsis of the committee's charge, names of committee members who served during the past year or who are known to be committee members, a summary of the work accomplished by the group over the year (or during the otherwise relevant time-frame), number of meetings held (and when), processes relied on (especially outreach to EIRA general members – the broader E. Isles constituency, public participation efforts the committee engaged in), milestones or especially significant endeavors, and if relevant, a statement of findings. Provide formal committee recommendations separately from the report.

Share credit for what the committee has done by publicly recognizing committee members and their contributions.

See additional guidance regarding committee reports elsewhere in this document.

Questions to Help Committees Succeed; Contracts; Finances

Key Questions

Courtesy of Minneapolis' Lyndale Neighborhood, as provided by City of Minneapolis Neighborhood & Community Relations (NCR) staff member, Robert Thompson are these five **(5)** Key Questions:

1. How does this proposal help achieve **the mission of the organization**?
2. Have **appropriate stakeholders** been **informed** and **involved**?
3. Is there **community ownership** of the proposal?
4. Has an **appropriate budget** been developed?
5. Has **the money** been secured?

Put another way: has the committee involved appropriate stakeholders and can it prove that? Has community leadership, at least one board member, staff or a volunteer come forward to "own" it, any community partner(s)? Has a budget been developed? Have resources been identified to meet the budget?

See Next Page – EIRA's Mission Statement

EIRA's Mission Statement as follows:

East Isles Residents Association (EIRA) is a neighborhood-based organization whose primary goal is to improve neighborhood livability, develop a greater sense of community, and promote the well-being of its residents. EIRA encourages resident involvement in order to understand and take action on issues that impact the neighborhood. EIRA develops initiatives that address a wide range of topics that residents believe to be important. Our focus is on increasing neighborhood involvement, preserving the vitality of the neighborhood, and making improvements that make East Isles one of the City's most vibrant communities.

Note: The preceding EIRA "Mission Statement" was adopted by the EIRA Board, December 11, 2012

Typical Board of Directors' Questions of a Committee

Separately, NCR's Robert Thompson suggests committees might anticipate typical questions posed by a Board of Directors regarding Committee proposals:

Did the committee have adequate information to decide? Were the processes used appropriate (open, transparent, participatory)? What was the quality of input, factors considered, pros/cons, other options considered/offered/articulated, salient points of discussion, and the rationale underlying the committee's decision(s)/recommendation(s)? If "consensus" was achieved, how was that done?

The preceding gives a sense of the importance the City of Minneapolis (partner with EIRA) places on resident-based neighborhood associations to foster inclusivity, participation, and engagement. EIRA has contracts with the City that must be met given funding EIRA receives from the City. The City's monetary support facilitates the work of the Association and its various committees. Contracts with the City include those let under the City's "Community Participation Program" (CPP), and its Neighborhood Revitalization Program (NRP).

Contracts and Representations

Committee chairs understand (as should committee members) that without express authorization of the EIRA BOD, no committee has authority to speak for EIRA, to adopt any public position in the name of EIRA or to enter into any contract or incur any financial liability in the name of EIRA. The BOD may delegate a committee limited authority to act on behalf of the Association consistent with the Committee's purposes and goals. (EIRA Bylaws Article VI, Sec. 1; and Art. VII on Compensation, Reimbursement, and Contracts, Loans, Checks and Deposits)

Fiscal Sponsor , Budgets, Reimbursements for Expenditures

If EIRA or another entity is expected to or may be sought to act as a "Fiscal Sponsor", then this possibility should be addressed early on with the EIRA BOD, and consideration given to using an appropriate "Agreement" for that relationship.

As for budgets, if the committee will engage in fundraising, then it is desirable that the nature of this be made explicit to and approved in advance by the EIRA BOD to avoid conflicts and competition between the committees. Care should especially be exercised with reassignment of certain funds, such as Neighborhood Revitalization Program (NRP) allocations, if they were previously committed for other purposes. The City Neighborhood & Community Relations Dept. (NCR) has the authority to, and is in a position to directly or through contract, audit neighborhoods with which it has contracts. Neighborhood associations also typically file annually with the IRS.

If EIRA funds or those EIRA receives under contract, are used to buy equipment (e.g., tents), materials or supplies (e.g., napkins), then recognize that these are generally “owned” by EIRA, rather than for the sole use and possession of a particular committee.

Expenditures (and reimbursements) require prior approval of the BOD (EIRA Bylaws Art. VII, Sec. 2). Given the volunteer “base” upon which EIRA is built, generally EIRA members, officers, directors, and committee members are not compensated or paid for their time.

Importance of Identifying Conflicts-of-Interest (COI)

Increasingly, sensitivity and heightened awareness regarding conflicts-of-interest exist within the profit, nonprofit, and not-for-profit worlds. EIRA is no exception to this. Folks are increasingly interconnected, people have multiple interests and relationships, and few people are one dimensional.

Key questions include: If there exists or existed a COI, when was it disclosed (at the earliest opportunity)? Is it a real or perceived COI? What is the nature of the COI (e.g. a financial interest, ownership/investment interest, compensation arrangement, ‘prospective’ arrangement, nonpublic information used for private gain, an explicit or indirect promise, etc.)?

Did a committee member with a COI recuse him/herself from “decision-making?” Short of “decision-making” recusal, if the committee member, an EIRA member, an E. Isles resident, chose to actively participate in the discussion, or influence the decision-making of others, was the nature of the actual/potential conflict-of-interest made explicit and public at the meeting(s) during presentations or deliberations?

What type of COIs have emerged within neighborhoods (or elsewhere)?

- Failure to disclose a current ‘contract’ associated with a proposal or plan that is under discussion, when pitching/presenting the proposal, voting on it, and influencing the votes of others.
- Undisclosed inducements to support or oppose something (e.g., accepting a gift certificate or discount in advance of advocating for or speaking against something or thereafter, sometimes as thanks for voting that went a particular way or resulted in an outcome) at an association or committee meeting/event/forum/ workshop, function.
- A future promise or inducement associated with a project/development under consideration by the association or one of its committees (e.g., you or a member of your family or a firm that either is associated with, will provide services or goods relative to the project/development such

as completion of a needed study, marketing, management, supply equipment or materials, or dual/multiple loyalties, etc.).

- A conflict may be due to a 'relationship' you have: a spouse's parent owns land to be sold, contingent on a rezoning, or a rental arrangement at a site, which if supported by the association or one of its committees would affect the land purchase price and/or lease payments to a family member or a firm employing a family member.
- If funds are allocated by the neighborhood to accomplish XYZ project, someone advocating for it and/or voting for it, is in line to be paid for his/her work on the XYZ project.
- Dual membership or Cross-Affiliation loyalties: a "member" of a neighborhood committee, which is being asked by another organization (identified as ABC) for some determination regarding provision of services, or use of facilities, or construction of something by ABC, *is also* a "member" or otherwise somehow has a relationship with ABC (e.g., client of ABC, employee or contractor or franchisor or franchisee of ABC, speculative or current investor in ABC, owner of ABC, strategic or other partner of ABC, subsidiary of ABC, etc.).

See the EIRA Bylaws (Section X) and the EIRA Conflict of Interest Policy and Disclosure Form for more information; and feel free to inquire with the EIRA BOD President or EIRA Coordinator.

Roberts Rules of Order are Helpful to Smaller Groups

Relaxed Rules (for Groups Under 12 in Size)

According to author Nancy Sylvester, author of the book The Complete Idiot's Guide to Robert's Rules, © 2004, pages 16 & 17:

"Henry M. Robertestablished less stringent rules when there is a meeting of a board with no more than 12 members present or a committee:

- It is not necessary to rise in order to make a motion or when seeking recognition by the chair.
 - There is no limit on the number of times a person may speak.
 - The presiding officer does not have to leave the chair when making a motion or when participating in debate.
 - Motions to close or limit debate are not allowed.
 - Motions do not need to be seconded.
 - A motion can be reconsidered, regardless of when the motion was made.
 - A motion may be reconsidered by anyone who did not vote on the losing side (e.g. a member who was not present can move to reconsider, as can a member who abstained).
 - If the motion to reconsider is made at a later meeting, it requires two-thirds vote without notice, or a majority vote of all committee members who voted with the prevailing side are present or have been notified."
- Roberts is all about protecting the rights of the minority, ensuring legality, and expediting business.
 - Various meetings serve different parliamentary purposes. All of them should follow parliamentary procedures, however.

- It is essential to establish a quorum before any meaningful business is conducted.
- The level of formality that you use at your meeting depends on how many people are involved; the purpose of the meeting, and how much time and money is available.
- Robert's provides for less stringent rules for meetings with 12 or fewer members (see preceding).

Participation & Voting

Under Roberts Rules of Order according to The Complete Idiot's Guide to Robert's Rules, by Nancy Sylvester, © 2004, p. 195:

“The bylaws are meant to ensure members’ rights. If a member is given a right in the bylaws, it cannot be taken away without changing the bylaws. “

For example, the author notes that running for office is a membership right.

It's important to know what member rights are, and what if anything is required of committees, committee chairs, and committee members under the bylaws.

Each committee member has one (1) vote on all matters before the Committee (EIRA Bylaws, Art. VI, Sec. 2).

Electronic Voting is not authorized under EIRA Bylaws except *in a very limited circumstance* (e.g., the BOD may, but is not required to, rely on email voting for approval of EIRA BOD minutes, and in doing so must rely on a “reply all” function). Use of e-mail voting for other purposes was thoroughly discussed by a prior EIRA Bylaws Committee that considered pros and cons, reviewed drafts of electronic voting policy(s), but chose not to advance anything along those lines; there was no support for electronic voting for decision-making by the EIRA BOD whether it involved BOD business beyond minutes or committee business. Extreme care and prudence is required regarding electronic communications among and across committee members to the extent that use of email could be construed as arriving at ‘consensus’ for action that is NOT transparent, open, participatory, or inclusive, and provides inadequate access opportunities and creates barriers relative to ADA and equal opportunity challenges. State law for nonprofits must be considered as well, relative to holding (a)synchronous “electronic meetings” and/or voting electronically.

There is no proxy voting.

Agendas

A good agenda prepared in advance, provides an outline for the meeting, and also assists with creating summaries (or minutes) of meetings. Care should be invested in creating easy to read and understand agendas.

Under Roberts Rules of Order according to The Complete Idiot's Guide to Robert's Rules, by Nancy Sylvester, © 2004 (p. 178):

“The Least You Need to Know:

- Robert’s specifies the order in which items of business should be taken up
- Only business that the group has previously discussed should be included as unfinished business
- Your group can change the order of the agenda, but it requires a vote to do so
- Create and use a computer template to prepare the agenda for every meeting.”

The Robert’s order of business is (p. 170): Minutes; Reports of officers, boards, standing committees, then reports of special or ad hoc committees; Special Orders; Unfinished business and General Orders; New business.

Additional tips from Nancy Sylvester’s book The Complete Idiot’s Guide to Robert’s Rules, © 2004

P. 171: Reports can be dispensed with quickly if they are put in writing in advance and distributed before the meeting, and then the Chair can ask if there are any additions to the printed report.

P. 173 & 174: Special Orders creates a specific certain time for a specific subject, giving it absolute priority at that time. Example: time certain in a meeting for the election of officers.

P. 175: General Orders involves an item postponed until a certain day or event.

Methods to Take Items Out of Order (p. 115): General Consent (by will of the group if there are no objections, perhaps to hear a speaker recently arrived), Suspend the rules by 2/3 vote, Lay on the table by majority vote with a separate motion to take it from the table, Reconsider making an item a general or special order by 2/3 vote.

Brief Summaries vs. Minutes

EIRA Bylaws encourage committees to produce brief written summaries of their meetings. These are often provided orally to the BOD by the committee chairs (or the EIRA coordinator on behalf of a committee chair), and subsequently written up in the monthly BOD meeting minutes.

Not all EIRA committees are or will be expected to produce minutes, but any may do so. It is highly desirable that these two (2) EIRA committees produce regular minutes, dependent on paid staff to assist in that endeavor: the EIRA Zoning & Land Use Committee, and the EIRA Neighborhood Revitalization Program (NRP) Committee.

The order of topics covered in minutes of a meeting generally follows the outline of the agenda applicable to the particular meeting.

To the extent that minutes are needed from other EIRA groups or committees, the Association can provide information regarding the production of adequate and suitable minutes appropriate to the situation or endeavor. Generally transcripts are not necessary, but on some occasions it may be desirable to rely on a recording device of some sort and make its use known to participants.

Minutes might vary in terms of the “purpose” of the meeting. For example, less detail may be needed for a regular committee meeting without much controversy or significant decision-making vs. a broadly

attended meeting with many participants and a fair amount of diverse commentary and assorted options. The intent of the meeting may suggest it's important to capture, collect and consolidate the opinions, views, sentiments, concerns and pros/cons expressed by the attendees on a topic (to document and summarize the information obtained, to perhaps support or develop a recommendation or subsequent position, or to organize, analyze, and share the bulk of public input with another body).

Reports of Committees – Additional Considerations

Additional Information on Committee Reports from The Complete Idiot's Guide to Robert's Rules by Nancy Sylvester, © 2004 indicates (p. 224 & 225), to paraphrase:

It's an official statement formally adopted by majority vote of the committee, containing information presented to other body regarding action taken or recommendation of committee. May include information or facts it obtained on the issue and conclusions drawn, a description of how it went about carrying out its assigned task, conclusions and recommendations often based on research conducted.

Committee reports are presented by the Committee Chair and made to the parent body (p. 227) and may simply be filed (such as a treasurer's report) p. 223 or according to Robert's Rules of Order Newly Revised © 2000, p. 511 in the case of partial or progress reports.

If a committee member agrees with most of the majority committee report (s)he may add a statement that (s)he concurs with the report except by specifying a particular portion disagreed with, and can add a note indicating what (s)he doesn't agree with according to "Robert's Rules of Order Newly Revised" © 2000, p. 512.

Minority reports or recommendations can be made, as well (e.g., a minority within a nominating committee may propose other nominees) according to "Robert's Rules of Order Newly Revised", © 2000, p. 420, which book also indicates that in general, minority reports are typically made immediately after the report of the committee (p. 511) .

Committee recommendations may be made in the form of one or more resolutions offered, with no comment, only the resolutions need be in writing and the statement that the committee recommends their adoption be given orally.

If there is a desire to implement the conclusions or adopt recommendations of a committee, or to add to them or modify them, then a motion can be made to do so according to The Complete Idiot's Guide to Robert's Rules by Nancy Sylvester ©2004 (p. 225). This is also indicated by "Robert's Rules of Order Newly Revised" © 2000, p. 512, which adds that the receiving body can also take no action and may choose to postpone the matter indefinitely or until other appropriate action is taken.

Special Procedures/Considerations/Formats

Additional procedures for widely dispersing recommendations for Bylaws changes, noticing the specific recommendation well in advance to members who are being asked to vote on them, is often and generally required by Association Bylaws (regardless of whether the changes are recommended by a

Bylaws Committee or by the BOD). See EIRA Bylaws regarding modification requirements to amend EIRA Bylaws, and also Robert’s Rules of Order Newly Revised, © 2000, pps 570-580.

Wiley Publishing, Inc. ©2005 suggests this format for “notice” of Proposed Amendments to Bylaws:

In accordance with the bylaws, notice is hereby given that the following bylaw amendments will be considered at the regular membership meeting on _____ at _____.

Amendment #1: _____

Current Bylaw	Bylaw with Amendments words inserted or added are <u>underlined</u> ; words removed are struck out	RATIONALE

A Nominations Committee’s handling of reports and recommendations of candidates require careful handling. See Robert’s Rules of Order Newly Revised, © 2000, pps. 419-430, the EIRA Bylaws regarding annual meetings, BOD elections, filling vacancies, etc. The Complete Idiot’s Guide to Robert’s Rules by Nancy Sylvester, © 2004 highly recommends a “procedures manual” for the Nominations Committee, terming it an Association’s most important committee , devoting an entire chapter to it (pps. 191-199).

Governing Documents for the East Isles Residents Association (EIRA) and its Committees

These include relevant federal and state laws, EIRA Articles of Incorporation (originally 1951, and amended 1979), and EIRA Bylaws (thoroughly revamped – revised & restated in 2006 with creation of the 11-member EIRA BOD; subsequent revisions and amendments), operating policies (specifically on Conflict-of-Interest that flowed from the 2006 Bylaws changes; and policies adopted in 2012 by the EIRA BOD at the urging of the City’s Neighborhood & Community Relations Department (NCR) associated with accommodations for the disabled and handicapped given Americans with Disabilities considerations, Complaints & Grievances, and Non-Discrimination/equal opportunity). Additionally there are contracts involving EIRA and the City of Minneapolis (administered by the Neighborhood & Community Relations Department) involving its Community Participation Program (CPP) and its Neighborhood Revitalization Program (NRP).

Most of these documents are downloadable at the EIRA website: www.eastisles.org If you have difficulty accessing them, please contact the EIRA Coordinator for assistance at this email address: nrp@eastisles.org

Typical Committee Challenges or Pitfalls

Organizations tend to be relatively static unless there are significant disruptions, challenges, crises or changes associated with one or more of the following: leadership, finances, and/or the marketplace.

Given that most organizations exist within a dynamic ever changing environment, it's a balancing act to accommodate the past-present-future. Some helpful means, methods, and tools exist for associations and committees to pilot the ships, get the crew working together, to navigate well through the seas whether smooth or choppy, whatever the internal or external dynamics of the moment.

The following information is presented to indicate that challenges, pitfalls, and problems, when they emerge, are not unique to a particular committee. To recognize fairly common concerns is an initial step to seeking solutions for improvement.

Volunteers have reported these experiences serving on local neighborhood committees:

1. perception that the committee chair repeatedly has solutions in mind early on, and tends to convene meetings of other participants mainly to rubber-stamp the chair's recommendations/outcomes;
2. ongoing sense that some within the committee have communicated and/or met earlier, and decided, before other committee members were invited to the table;
3. committee meetings seemed disorganized and the 'rules' changed from meeting to meeting, there was a lack of consistency, it was off-balancing, and few knew what to expect from month to month;
4. the diversity of the group was unrecognizable in the minutes, summaries, work process – the breadth of content or opinions or views was seldom reflected in committee recommendations/reports;
5. even when consensus was achieved, when a lot of committee member and participant work occurred (genuine sincere comments offered, valid relevant points brought up, specific ideas and solutions offered) little of the commentary or agreed upon recommendations are shared with the BOD and other relevant parties/entities;
6. the committee's well-documented, well-written summary and recommendations are shared with subsequent decision-makers but are discounted, met with indifference or outright hostility or ridicule, disregarded, rejected, and the work ends up having no impact or influence;
7. serious work effort is conducted, recommendation or report issued, may even be 'accepted' or 'adopted' by another body or at another level, but then the substantive work is put on a shelf and subsequently ignored or forgotten;
8. volunteers are under-utilized, under-nourished, growth opportunities unavailable, satisfaction minimal;
9. newcomers, potential committee members, guests felt discounted, unwelcomed, marginalized; (10) the meeting was a waste of time;
10. few knew of the meeting or what it would be about;
11. people attend more out of defensiveness and worry about what might occur because things are so vague, poorly noticed, open-ended, and items are slipped in at the very last minute.

According to The Complete Idiot's Guide to Robert's Rules, by Nancy Sylvester, © 2004, p. 217 & 218 these typical pitfalls are associated with committees (whether resident-based neighborhood groups or others):

- Does the work, overridden by other group
- Does the work, but doesn't prepare an adequate, succinct report, so other group doesn't know what was done and how
- Does the work, but doesn't make specific recommendations
- Doesn't do the work

Committees, and the context of the association in which they exist, may also suffer from assorted dysfunctions. A City of Lincoln, Nebraska "How To" or "How2" Booklet for Neighborhoods, offers a variety of insights on "**Ways to Kill Any Organization**" which include *some of* the following:

Never say anything at the meeting – wait 'til you get outside; while at the meeting, vote to do everything, then go home and do nothing; the next day, find fault with the officers and other members; take no part in the organization's activities; get all the organization can give you, but don't give the organization anything; never ask anyone to join the organization; at every opportunity, threaten to resign and encourage others to do so; talk cooperation, but don't cooperate; when asked to help, say you don't have time; never learn anything about the organization; never accept an office or volunteer task – it's easier to criticize than to do things; if on a committee, show up late or leave early, and don't give it much time or service; never make a monetary contribution, much less contribute your time; don't do more than you have to, and then complain the organization is run by a clique.

It adds that according to a book (How to Organize and Raise Funds for Small Nonprofit Organizations by David Long) reasons for failure include: ineffective nominating committee; members do not have a good understanding of the organization and their role; lacking term limits, some serve year after year, and there's no new blood and no concerted effort to recruit and nurture new members; there's no effective way to eliminate non-productive members; appropriate committees have not been established nor volunteers recruited from among non-board members to serve on the committees; there is no annual plan; short and long-range goals and objectives are lacking.

Solutions exist when challenges occur. Resources are available. Seek assistance.

See Next Page – Additional Resources

Additional Resources

- City of Minneapolis Neighborhood & Community Relations Department (NCR) at www.minneapolismn.gov/ncr staff have suggested these websites:

www.nonprofit-info.org

www.mapnp.org which directs to napnp.nonprofitoffice.com (Management Assistance Project)

www.mncn.org which is the MN Council of Nonprofits

www.fieldstonealliance.org

www.boardsource.org

www.allianceonline.org

- Information specifically on Roberts Rules of Order includes:

Identified as the “official source” is www.robertsrules.com

www.roberts-rules.com

www.rulesonline.com

www.nancysylvester.com

<http://www.parlipro.org>

<http://www.elimina.com>

- Legal insights are available at:

<https://www.revisor.mn.gov/statutes/?id=317A> MN law on nonprofits

<http://www.nonprofitlawblog.com>

- Additionally some helpful sites include:

www.blueavocado.org

www.idealists.org/info/Nonprofits

<http://www.npguides.org>

en.wikipedia.org/wiki/Neighborhood_association

www.techsoup.org

<http://www.managementhelp.org>

<http://www.managementhelp.org/boards>

nonprofit.about.com

- Sites of interest, located in Canada:

<https://charityvillage.com>

<http://www.axi.ca>

- Universities, governmental units, and neighborhoods themselves, have created toolkits and “how to” guides, some include:

www.civfed.org/toolkit.htm from Arlington County

<http://ctb.ku.edu/en/tablecontents/>

<http://managementhelp.org/boards>

Lincoln, Nebraska features a neighborhood how to booklet in pdf file format

lincoln.ne.gov/city/urban/comdev/neighborhoods.htm as a link at that site

or lincoln.ne.gov/city/urban/comdev/pdf/neighassoc/NAhow2.pdf

Memphis, TN has a guidebook for neighborhoods

www.memphistn.gov/framework.aspx?page=873

The City of Renton, WA produced a neighborhood association workbook

[rentonwa.gov/uploadedFiles/Living/EDNSP/Neighborhood Workbook.pdf](http://rentonwa.gov/uploadedFiles/Living/EDNSP/Neighborhood%20Workbook.pdf)

Sioux Falls, SD has a Neighborhood-Association-Handbook.pdf

Many other cities (large and small) within the U.S. and elsewhere have resources for neighborhoods available at the municipal websites

IF you are aware of or come across other useful Internet or web sites, or other helpful resources, THEN please share such information with the EIRA Coordinator at this email address: nrp@eastisles.org

Thank You