

KNA Meeting Minutes - December 07, 2015

6:04pm - Nick LaRue LaRue kicks off meeting:

*“King Neighborhood Association’s business has been severely impacted by a single board member through formal grievances and barrage of antagonistic emails. Differing opinions and point of views are important to KNA’s process, but a state of constant grievance is unsustainable and counterproductive to the spirit of coalition system. Efforts have been made by many board members defuse the tension but no resolution is in sight. Clearly the situation has become untenable as evidenced by calling this emergency meeting. As volunteers, the board has limited time to devote to the neighborhood and every hour spent addressing arbitrary grievances is an hour not spent working to make King an even better neighborhood than it is now.*

*Since November 2014, KNA has received, six formal grievances sapping a considerable amount of energy and morale from our meetings, our board members, and the North East Coalition of Neighborhoods’ staff. These grievances trigger a substantial amount of work for multiple board members including: committee formation, committee meetings, response drafting and attendance of appeal hearings. In addition to these grievances, email communication frequently includes belittling and disparaging language when an action of the board does not meet this member’s satisfaction. In several instances*

*Later this evening during NECN’s meeting, a hearing will be held relating to the appeal of the August and September grievances. The October and November grievances are currently working through the grievance committee process.”*

Margaret O'Hartigan:

*“Point of order: How was the meeting called?”*

Nick LaRue:

*“KNA website, sent out via Mail Chimp.”*

Margaret O'Hartigan:

*“You called the meeting, acting as chair?”*

Nick LaRue:

*“Yes. I called the meeting”*

Motion is made by Diego to vote to remove Margaret O'Hartigan from the board

Leigh seconds the motion

Nick LaRue advises to please keep comments to 30 seconds each.

Margaret O'Hartigan: reads statement:

*“Tonight you are attempting to act in violation of state law governing removal of nonprofit directors elected by members or directors. According to the first clause of ORS 65.324: “The members may remove one or more directors elected by them with or without cause.” Clause 9*

*only allows for a board removal of a director such as myself as follows: "If at the beginning of a director's term on the board, the articles or bylaws provide that the director may be removed for reasons set forth in the articles or bylaws, the board may remove the director for such reasons." Please note that "Without cause" is not a reason. If the Oregon Legislature had meant for boards to be able to remove a director "with or without cause", then legislature would have used that specific phrase, as it did in bestowing such power upon the general membership. As board members, you are not permitted to remove me from the board without reason. Nor are you permitted to remove me "With Cause" for the simple fact that the bylaws in effect at the time I was elected this past May provide only one reason for by removal from the Board, and that is for lack of attendance — and I've attended every public meeting since my election.*

Nick LaRue:

*"Anyone have a comment?"*

Eileen Kennedy:

*"All of our actions, we've taken to Adam. We have difference of opinions."*

Margaret continues reading...

*"Emergency meetings — as tonight's is labeled — are only allowed under KNA Bylaws for the Board — and may be called by the Chair or 3 directors. Meetings for the general membership other than the annual meetings are scheduled by the board — and a decision must be made, as must all board decisions, in pen meeting to which the public may attend. Therefore, because this meeting labeled "Emergency Meeting", and because it was not called for by the Board acting in an open meeting, this meeting is incontrovertibly a Board meeting, meaning you are acting as directors and not as members — and hence you are constrained under ORS 65.324(9). Should you proceed in your attempt to remove me from the board, you will be attempting to act in blatant violation of the law."*

Nick LaRue:

*"Does anyone else have anything to say?"*

Margaret O'Hartigan continues:

*"Let there be no doubt why this meeting was called for my removal from the KNA Board - it is retaliation. Retaliation against me for pointing out an objecting to nonfeasance or dereliction of duty by KNA officials, as well as Board's repeated violation of KNA Bylaws and ONI Standards governing open meetings. It is retaliation against me for filing grievances in an attempt to expose these violations to the public eye and to public record.*

*"Each one of you who votes for my removal from the board tonight —in addition to violating ORS 65.324 - is invalidating the votes of neighbors who wanted me to represent their interests, many of whom asked me to run. Even if every one of you Board members votes to remove me, you will not equal the number of non-board votes I received this May. Were you to succeed in your illegitimate goal to remove me to subsequently replace me, a majority of the Board will have been appointed to their positions by the Board itself rather than elected by the general membership. This is not democracy. This is the tyranny of a handful of people who have chosen to repeatedly violate the KNA bylaws, ONI Standards and state law that govern a nonprofit organization such as the KNA."*

Diego:

*"This is a meeting that every meeting of the KNA neighborhood can vote."*

Margaret O'Hartigan:

*"That's incorrect because the chair called the meeting."*

Diego expresses disagreement.

Jeff Scott:

*"I use to enjoy where the heart of the KNA was taking care of the neighborhood, green kings, PDC and expose more of the neighborhood. Its hard to go to meetings now because they are so tense. People are volunteers, not paid. We are just trying to do good work. Trying to do as best you can isn't perfect. When we failed, to slap us with a stick, that's why I left."*

Margaret O'Hartigan:

*"What is not mentioned are the multiple meetings that the board of directors have deliberated and made decisions online. The bedrock of public meetings of democracy is public meetings and public record."*

Community member:

*"Question: I'm curious as it seems like they are retaliating against you, how do you address how to address what Diego has said about belittling people. If you can't be respectful...?"*

Margaret O'Hartigan:

*"Belittling comments have been made by board meetings. My behavior is different. The only difference is that I believe the KNA provides a framework. Repeatedly, the board has gone out of it's way to violate it. Musical chairs played without every posting online, so none in the general public can run. A classic violation. I filed the grievances because they would not address these at the board meetings."*

Margaret O'Hartigan:

*"Can you state for the record that you are passing out the ballots to everyone, not just the board members?"*

Nick LaRue:

*"Please fill out both questions"*

Margaret O'Hartigan:

*"Point of order: 'they need to be members'"*

Nick LaRue:

*"Adam Lyons will collect and assist with counting the votes"*

Margaret O'Hartigan:

*"Hey Nick LaRue, their will be a grievance filed for this meeting. And I think you know the grounds."*

Nick LaRue:

*"I understand that"*

Margaret O'Hartigan:

*"Regardless of the tally, I'll be expecting to perform as a board member wednesday as this is an illegitimate vote"*