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**The City of New York
Community Board 8 Manhattan
Rules and By-Laws Committee
January 19, 2022 – 6:30 PM
Conducted Remotely on Zoom**

Please note: The resolutions contained in the committee minutes are recommendations submitted by the committee chair to the Community Board. At the monthly full board meeting, the resolutions are discussed and voted upon by all members of Community Board 8 Manhattan.

Minutes

Present: Vanessa Aronson, Elizabeth Ashby, Michele Birnbaum, Lori Bores, Taína Borrero, Alida Camp, Saundrea Coleman, Rebecca Dangoor, Billy Freeland, Ed Hartzog, Craig Lader, Valerie Mason, Jane Parshall, Peter Patch, Rita Popper, Barbara Rudder, Abraham Salcedo, Barry Schneider, Rami Sigal, Cos Spagnoletti, Russell Squire, Marco Tamayo, Carolina Tejo, Elaine Walsh, and Charles Warren.

Items for Approval:

Item 1 Nominating Committee

Item 2 Decorum (unanimous)

The meeting was called to order at 6:39 PM.

Item 1 - Nominating Committee Process

The Co-Chairs opened the meeting by addressing the need to discuss the Nominating Committee process after the confusion and frustration regarding recent elections. The Co-Chairs flagged several inconsistencies that needed to be amended. Procedurally, any changes to the by-laws must be made in the form of amendments that pass by a majority vote. The stated goal was to go through the issues identified by the Co-Chairs and others that might be raised by other members of the board during the meeting in order to produce several amendments that would be voted on at the following full board meeting.

The first issue raised by the Co-Chairs for discussion was the inconsistency regarding the requirements of the Nominating Committee's report at the October Full Board Meeting. The inconsistency stems from two contradictory clauses (highlighted below in yellow). The use of "shall" in the first clause mandates the selection of at least one candidate for every position whereas the use of "may" in the second clause permits the Nominating Committee to report no names for a position.

D. Election of Officers:

1. At the Community Board's regular meeting in September, a nominating Committee of seven members shall be elected by majority of the Board. The seven nominees receiving the highest number of votes shall constitute the Nominating Committee, and the Nominating Committee shall at that meeting, select a Committee Chairperson by a majority vote. Any ties shall be resolved by lot. The deliberations of the Nominating Committee shall be confidential. **Such Committee shall report to the Board at its October meeting one or more candidates for each of the offices to be filled pursuant to Article II of these by-laws,** and any additional offices the Board may determine

necessary. No member of the Nominating Committee shall be a nominee of the Committee. No member of the Nominating Committee may serve for two consecutive years.

2. The nominating Committee shall make its report to the Community Board at its regular October meeting of the Board and **may with its report suggest one or more Members for each Position.**

The Co-Chairs opened the conversation to the rest of the attendants of the meeting. The first member of the board who spoke mentioned frustration with the confidentiality of the Nominating Committee's discussions. The second speaker also expressed concern about confidentiality and questioned the notion of having a nominating committee at all. Due to the amount of hands raised, the Co-Chairs decided to let every board member make a general comment before returning to the discussion regarding the inconsistencies in clauses D1 and D2. The two members that did respond to the inconsistency in question stated their support of the "may" clause rather than mandating at least one name for every position be required for the Nominating Committee's slate.

Members of the board spoke both in favor and against having a nominating committee. Some items addressed were:

- Members questioned if those nominated from the floor were taken as seriously as candidates named in the Nominating Committee's slate.
- The issue of running for board office and not being able to be serve on the Nominating Committee was raised
 - While members of the Nominating Committee cannot run for board office in the same year does limit the number of potential candidates, all members choose whether or not they want to serve on the Committee if nominated to be part of it.
 - The question of whether or not preventing someone who is running for secretary from participating in the Nominating Committee and it's discussion of who should be selected as chair stifles the democratic process. Does the fact that said candidate for secretary still ultimately votes on who they want to serve as chair eliminate that concern?
- Does the Nominating Committee and the notion of nominating members to serve on that committee cause divisiveness? Do we make it clear as to whether or not in practice participating in the Nominating Committee is in fact optional?
- Does the Nominating Committee have any credibility anymore after the discord of the most recent election? Is it even necessary when we seem to be having more and more contested elections? Should we have criteria for serving on the nominating committee?
- Term Limits were mentioned as a reason why we should disband the Nominating Committee because members will now have a limited amount of time to serve and run for office.
- Is it offensive that the Nominating committee picks some and not all of the candidates who put forward their name?
- Concern about having even more candidates running for office without the existence of a Nominating Committee was mentioned. Would that hinder a lack of majority consensus on the ultimate election of a chair?
- The confidentiality of the process was viewed both as hindering the democratic process for the full board and preventing transparency as well as confusing for newer members who serve on the nominating committee who might have questions about the process as well as important for members of the committee to freely and candidly evaluate fellow board members and for candidates who appear before them especially because it protects candidates who do not come out of the Nominating Committee from being known.
- Was the purpose of the Nominating Committee actually supposed to recruit board members to run for office or to decide based on the individuals who put forward their name as candidates? Since we do not have a shortage of candidates interested in running for office anymore, do we even need a Nominating Committee?
- Will the elimination of a Nominating Committee discourage new members from being willing to put their name forward for board office?
- Should all candidates speak and answer questions during the election?
- Is the Nominating Committee a waste of time?

- One member mentioned that the Nominating Committee plays a vital role in ensuring we can continue to function well as a city agency and that eliminating it before attempting to improve it is premature.
- Nominating Committees provide an opportunity to screen candidates and without it, we would not have time to have a proper screening process.
- One member felt as if running for board office as a newly appointed board member would have been impossible without going through the Nominating Committee. The Nominating Committee prevents the election from becoming a popularity contest and ensures new board members who might not be as well-known have an equal chance.
- Without the Nominating Committee, we would not be able to speak as a full board with each candidate for the 30 minutes that have been typical over previous years

A motion was made to disband the Nominating Committee and was seconded. The Co-Chairs gave all who wanted to speak a chance to speak before the question was called.

1: Motion to disband the Nominating Committee¹

PASSED by a vote of 15-9-1

In Favor:

Aronson, Ashby, Bores, Coleman, Freeland, Hartzog, Lader, Patch, Popper, Rudder, Salcedo, Spagnoletti, Tamayo, Tejo, Walsh

Against:

Birnbaum, Borrero, Camp, Dangoor, Mason, Parshall, Schneider, Squire, Warren

Abstain:

Sigal

Item 2 - Decorum At Meetings

The Co-Chairs mentioned that the idea for this particular amendment came from former Manhattan Borough President Gale Brewer's "model by-laws." It was noted that it was sad that the former Borough President felt the need for this to be spelled out in the by-laws but that the merits of decorum being an important aspect of service could not be debated. While it is difficult to tell people how to act,

Someone was against the clause that states people should sit in the front, but that item of the amendment is verbatim from the former Borough President's example. While we cannot mention the treatment of board members by staff in the by-laws because staff do not adhere to them, the co-chairs agreed to revisit that issue in another way.

The Following Resolution was acted on:

- 1. When meetings are held in person, Members shall, whenever practicable, sit in seats adjacent to each other and apart from the general public so that they are identifiable as board members.**
- 2. Members shall not engage in private discourse that is disruptive or commit any other act tending to distract the attention of the Board from the business before it. When speaking or debating, Members shall confine their remarks to the matters under discussion or debate, avoiding negative personal comments. Members should treat each other with courtesy and respect in meetings and in any other interactions outside**

¹ An amendment must be crafted to replace the Nominating Committee in the By-Laws if the motion is successful at the Full Board.

of meetings. In addition, Members should also treat Community Board staff, all members of the public, and applicants appearing at the Board with similar courtesy and respect. Divergent opinions shall be respected by all Members and Committee Chairs shall be respectful of the public.

PASSED by a vote of 24-0-0

In Favor:

Aronson, Birnbaum, Bores, Borrero, Camp, Coleman, Dangoor, Freeland, Hartzog, Lader, Mason, Parshall, Patch, Popper, Rudder, Salcedo, Schneider, Sigal, Spagnoletti, Squire, Tamayo, Tejo, Walsh, Warren

Against:

None

Abstain:

None

Item 3 – Old Business

There was no old business.

Item 4 – New Business

A member of the Board suggested a working group be formed to address an updating of the Board’s by-laws and for that group to be members of and report back to the Rules & By-Laws committee. A discussion then took place with various members of the Board opining about whether or not there is a need for a working group or if these matters should be handled by the Rules & By-Laws Committee. A motion was made to table the discussion about whether there should be a working group. The motion was seconded.

PASSED by a vote of 18-0-4

In Favor:

Aronson, Birnbaum, Bores, Borrero, Camp, Dangoor, Hartzog, Lader, Mason, Popper, Rudder, Salcedo, Schneider, Sigal, Spagnoletti, Squire, Tejo, Warren

Against:

None

Abstain:

Coleman, Patch, Tamayo, Walsh

The meeting was adjourned at 9:39 PM.

Taína Borrero, Rebecca Dangoor, and Charles S. Warren, Co-Chairs