



Mission: To collaborate with the SE Portland community to build informed, inclusive, and participatory neighborhoods that support our social and ecological well-being.

BOARD MEETING MINUTES

June 6, 2022 at 7:00 pm – 9:00 pm | Via Zoom Conference Call

ATTENDANCE

Board Members present:

Brooklyn NA (BAC) – Stuart Zeltzer
Buckman NA (BCA) – Maren Boehmer
Foster-Powell NA – Lotus Romey-Yu
Eastmoreland NA – Dianne Levinson
Hosford-Abernathy Neighborhood District (HAND) – Bruce Bikle
Kerns NA – Dave Weaver (Vice Chair)
Laurelhurst NA – Jan McManus
Mt. Tabor NA – Paul Leistner
North Tabor NA – Kimberly Bandy
Reed NA – Anne Tillinghast
Sellwood-Moreland Improvement League (SMILE) – Elaine O’Keefe
South Tabor NA – Tina Kimmey (Co-Chair)
Sunnyside NA – Ash Hester (Co-Chair)
Woodstock NA – Anna Weichsel
82nd Ave of Roses BA – Nancy Chapin (Secretary)
Inner SE Action – Kat West
Portland Community College (PCC) – Amy Bader
At Large – Shazia Abdulla
At Large – Cat Davila
At Large – Kimberléa Ruffu
At Large – Lindy Walsh (Treasurer)

Board Members absent:

Brentwood-Darlington NA – Kimberly DiLeo
Creston-Kenilworth NA – Rachel Davies
Mt. Scott-Arleta NA – Daniel Portis-Cathers

Board Members sending regrets:

Staff present: Nanci Champlin (Executive Director)

Guests: Sharon Wynde (Board Administrator), Allen Field, Doug Klotz, Jim Pierce, Brian Hochhalter, Kim Nurmi

BOARD DISCUSSION MEETING

7:00 The board meeting was called to order.

Introductions + Announcements (Ash)

- SE Uplift’s mission statement and community agreements pertaining to behavior during board meetings were shared.
- Introductions and announcements were posted by board members in the chat.

Executive Session – Mediation Update (Tina)

7:08 The board went into Executive Session to provide an update on mediation, and discussion about rejecting Allen Field as RNA Board Rep if SEUL-initiated mediation is unsuccessful.

Return to Open Session at 7:54

Vote to authorize executive committee to adopt or reject a Memorandum of Understanding with Richmond Neighborhood Association at the June 22nd Executive Committee meeting.
(Tina Kimmey)

Motion (*Tina*)

Amended (*)*

Seconded (*Ash*)

In favor 16

Opposed 3

Abstentions 0

Result: **The motion passed**

Vote to reject Allen Field as the RNA Board Representative if SEUL-initiated mediation is unsuccessful. (Tina Kimmey) If it is unsuccessful reject Allen being on the Board for 5 years.

Motion (*Tina*)

Amended (*)*

Seconded (*Lotus*)

In favor 14

Opposed 6

Abstentions 1

Result: **The motion did not pass**

Executive Director Report (Nanci Champlin)

Program and Operations Updates:

The Grantee mixer was a big success. Big thanks to staff who made it a success: Alex for organizing and Lindsey and Paola for lending support. Several board members volunteered for set up, which was greatly appreciated: Shazia, Dianne and Tina. Attendees included Michael Montoya and Shuk Arifdjanov from the Civic Life Bureau. They both were very complimentary of SEUL. Nanci shared the comments from Michael Montoya. He was very complimentary of the event.

Final Draft FY 22-23 Scope of Work:

The goal was to align with funder's goals. We need to align with the city. There are seven focus areas. Nanci walked through the slides.

Discussion:

Elaine: Hybrid meetings. Do we have a timeframe? We just purchased the technology, and will test it. Sometime in July will be rolled out. We need to test the range of the equipment. We hope to have a toolkit that can be used by the community.

Elaine volunteered for SMILE to be a guinea pig.

Small grants: take a look at messaging regarding small grants, a volunteer with SMILE wasn't sure if they could apply. Suggests we clarify the small grants language.

Success measures: concerned about how we determine if someone is still there 6 months later where work happens across lots of committees. Hope the idea isn't to just dump surveys on NAs, concern about NAs not being set up for failure of an all-volunteer org.

Anna has the same concerns. Woodstock NA shifted work to what is engaging individuals on small-scale projects. How do we measure that engagement? It'll be really difficult, based on what we've experienced. We need clarification. Question about acknowledgment of orgs invited. Goes back to the question of how NAs are acknowledged with city-wide systems as a vital part of contributing and making decisions. Very distinct structure that we're contributing to.

The city is encouraging all orgs to become nonprofits, which means we'd need our own insurance. SEUL covers everyone. There is concern if we're talking about equitable access. There is a high bar to participation, by requiring liability insurance.

Under hybrid meetings – they are very difficult. Big question is facilitating good communication. Shifting back and forth from virtual and in-person is challenging.

Nanci invites other questions to be directed to her.

Updating the Board Member Onboarding Process:

Nanci walked through the proposed process for seating a neighborhood association board nominees. It's really important to have a process. It will allow us to maintain a board roster. We'll be able to determine if we have a quorum. It's our Bylaws, not these processes, that allows the board to vote to reject a board member.

Nanci outlined the process for seating at-large, business district and other organization board nominees.

Finance Committee Report (Lindy Walsh, Treasurer)

Review and Discuss Final Draft FY 22-23 Org. Budget:

Lindy walked through the draft budget.

The numbers aren't much different in the FY projection from the original budget. We budgeted conservatively. Budget vs projections, revenues came in higher than budget.

Lindy focused on what has a \$5,000 or greater difference.

Small grant income is zero now, and there is a corresponding expense. Total revenue for FY 23 doesn't include it. There's about a \$3,000 difference.

Expenses: personnel, we have staff full-time now. Includes a 5% raise for staff. This is important because the cost of living has gone up 3.9%. We've had a lot of staff turnover. That's impacted the organization. It's very costly to have staff turnover. It's hard on an organization to lose staff.

Hospitality – Covid is over so there's been some activity.

We didn't spend all that was allocated for the board administrator position.

Net income – zero net budget. We'll bring in as much as we spend. We're anticipating spending more in the coming fiscal year than we did this year. We have \$24,382 in net surplus this fiscal year.

Nanci said the reason we have zero for the small grants program is because we don't know yet what this budget amount will be.

Kimberléa asked about personnel and including raises for staff. Is the 5% increase a cost of living adjustment? Lindy: there is 1% for raises above and beyond cost of living. Finance committee wanted to provide the raise in recognition of staff's hard work. Lindy feels that going forward we should look at the director's staff separately than the staff. Kimberléa had additional concerns about inflation. Asked about the \$24,000 surplus, set aside about \$9,000 as

a bonus for staff for this year. Nanci sees it as a retroactive cost of living increase. Structured based on how long staff had been in their positions. E.g. Matchu and Paola had been with the organization the longest.

One-time Reserve Fund Requests:

Some of the things to do with the surplus:

Staff planning offsite, conference room enhancement, bike rack covers, landscaping. As we spend some of the budget there may be reasons to come back in July to use in the next fiscal year. The primary would be a one-time ask to fund the Board Admin position. Nanci would love to come back to the board to vote on funding for the board admin position but it's not included in this budget.

Lindsey has been hard at work regarding the building.

Lindy pointed out that staff have been hard at work working on the fixed assets report.

Board Administrator Report & Discussion (Sharon Wynde, Board Administrator)

Final Draft Code of Conduct Policy:

Sharon reviewed the final draft code of conduct policy. This policy was drafted with input from a number of individuals, in particular Paul Leistner and Lindy Walsh, as well as others. A draft was presented to the executive committee on May 16th, and members reviewed and commented on further changes to the draft. Developing this policy was an iterative process, with changes incorporated along the way.

The purpose of this policy is to define expectations of board members. It augments other policies including our Diversity, Equity, Inclusion and Access Code of Ethics. This Code of Conduct policy is to ensure that board members comply with all applicable laws, and the 3 fiduciary duties of nonprofit board directors, being the duties of care, loyalty and obedience.

The policy outlines guidance for interpersonal communications between and among board members, staff and the community at large.

Harassment is a legal definition covering harassment in the workplace experienced by certain protected groups. This isn't the colloquial meaning of harassment; this anti-harassment section pertains to this legal definition, and it aligns with SEUL's anti-harassment policy covering staff.

Harassment that is more considered colloquial in nature is what we've included in the Anti-Bullying section. There isn't a legal definition of bullying; this section seeks to provide examples of behavior that are unacceptable, and we've consulted a number of different sources in coming up with this definition and examples.

The Recourse section addresses the important role of witnesses to behaviors that are a violation of the Code of Conduct. It refers board members to the Conduct Resolution Policy.

Paul notes that Cyberbullying has increasingly been a problem in society, and recommends that we add language regarding Cyberbullying to the policy.

Final Draft Conflict Resolution Policy:

Sharon outlined the draft Conflict Resolution Policy. Like the Code of Conduct policy, the draft was also presented to the executive committee, and a number of changes were made.

The purpose of this policy is to outline a fair, transparent and equitable path toward resolving conflicts. It presents a process to follow prior to entering into a formal grievance. The policy outlines steps to follow to resolve a conflict. This starts with one-on-one communication between parties. If a resolution isn't achieved, then the further steps are:

First engage support from the board chair, and/or executive director, through a complaint to seek assistance in resolving the conflict. There are several possible actions outlined here.

If the conflict hasn't been able to be resolved, at this point a formal investigation by the executive committee may be sought. The investigation's time, manner, review and decision process is outlined in the policy.

There is an appeal process to bring the conflict to the full board for review and decision.

There are remedies outlined in the policy, which may be imposed by the executive committee or board of directors, which will be recorded in meeting minutes. The consequences are listed in this section.

Updates to Non-NA Board Member Qualifications and Election Process (Nancy):

This is a simple change to the board development committee. It updates it to align with the Bylaws.

Committee Reports

- Board Development Committee – Tina Kimmey, Co-Chair

Tina updated on the process. The committee will meet this week. She wants everyone to reapply.

- Houselessness Action Committee (HAC) – Stuart Zeltzer

We're working on planning a houselessness summit. Next meeting 6/27. Will work on preparing for the summit. It's open to the whole community and any NA.

- Land Use + Transportation Committee (LUTC) – Matchu Williams

Matchu is out sick today so no update.

- Bylaws Committee – Kat West

No update at this time.

9:11 The board discussion meeting adjourned by Ash.

BOARD BUSINESS MEETING

9:11 The board business meeting was called to order.

Approval of the May Board Meeting Minutes

Motion Nancy moved to approve the May board meeting minutes.
Amended
Seconded Shazia
In favor 17
Opposed 0
Abstentions 2
Result: **The motion passed**

Vote to Affirm Board Member Onboarding Process

Motion Elaine moved to affirm the board member onboarding process
Amended
Seconded Anna
In favor 18
Opposed 0
Abstentions 0
Result: **The motion passed**

Discussion:

Vote to approve the FY 22-23 Organizational Budget

Motion Lindy moved the approve the FY 22-23 Organizational Budget
Amended
Seconded Kat
In favor 17
Opposed 0
Abstentions 0
Result: **The motion passed**

Adoption of Code of Conduct Policy

Motion Tina moved to adopt the Code of Conduct Policy
Amended The motion was amended to include language about Cyberbullying
Seconded Kat
In favor 15
Opposed 0

Abstentions 2
Result: **The motion passed as amended.**

Adoption of Conflict Resolution Policy

Motion Ash moved to adopt the Conflict Resolution Policy

Amended

Seconded Anna

In favor 15

Opposed 0

Abstentions 1

Result: **The motion passed.**

Adopt updates to the Non-NA Board Member Qualifications and Election Process

Motion Lindy moved to adopt the non-NA board member qualifications and elections process

Amended

Seconded Anna

In favor 17

Opposed 0

Abstentions 0

Result: **The motion passed.**

Move the July board meeting from July 4th to July 5th due to the holiday.

Motion Tina moved to change the July Board meeting date from July 4th to July 5th.

Amended

Seconded Anna

In favor 15

Opposed 0

Abstentions 1

Result: **The motion passed.**

9:21 The meeting adjourned.

Next Board meeting: Tuesday, July 5, 2022, 7 pm – 9pm, via Zoom.

Minutes Approved (Date)

July 5, 2022

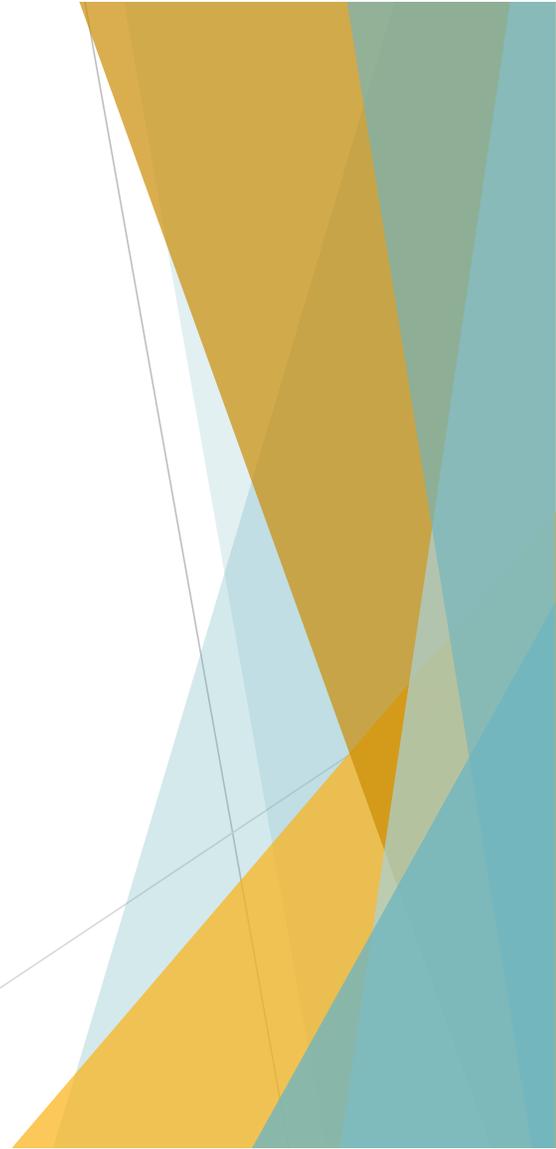
Secretary Signature

DocuSigned by:
Nancy Chapin
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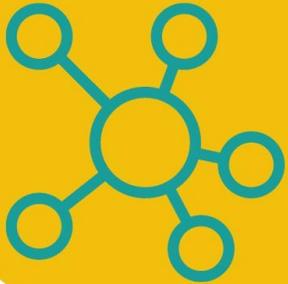
FY 22-23 CIVIC LIFE GRANT

Final Draft Overview



CIVIC LIFE'S LONG-TERM GOALS

**INCLUSIVE
STRUCTURES**



**ADAPTIVE
GOVERNANCE**



**FULFILLED +
EMPOWERED
PORTLANDERS**



SCOPE OF WORK FOCUS AREAS



ACTIVITIES FOR EACH SECTION MUST DESCRIBE:

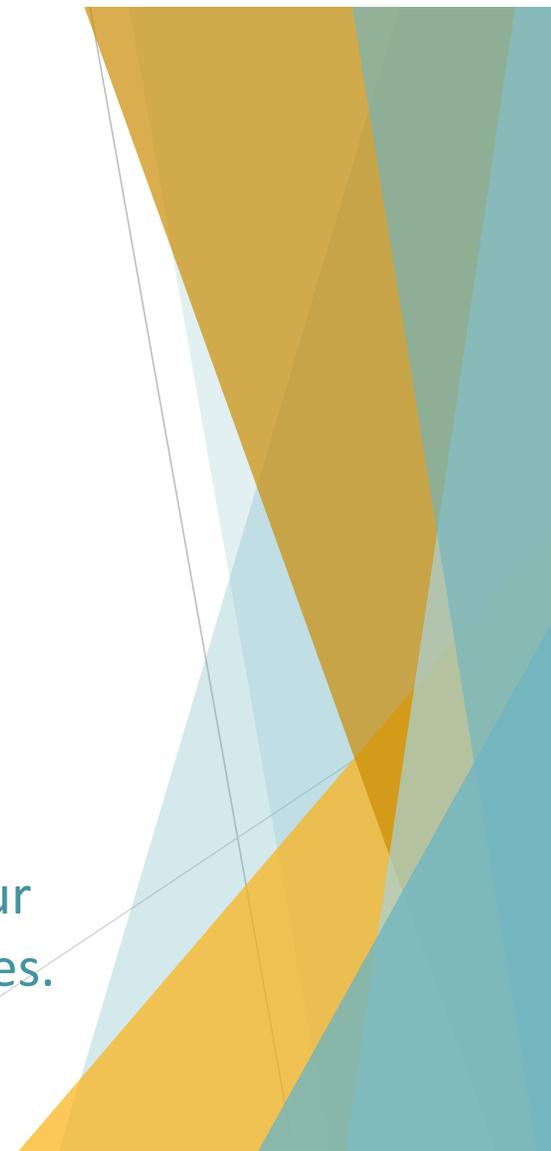
- How activities align with and advance Civic Life's long-term goals
- How activities include support and participation from historically underserved groups and individuals.

Does your DCO have a focus diversity, equity, or inclusion project, or historically under-served population or goals for the current grant year?

We will prioritize new outreach, engagement and partnership-building efforts with groups and individuals representing

- Renters,
- Disabled, and
- Indigenous

communities and we will provide tools and support to our core stakeholders to include these voices in their activities.





HIGHLIGHTS

- Attend stakeholder group meetings and events
- Promote hybrid-ready conference spaces
- Publish monthly E-news and Hey Neighbor Flyers
- Stipend for a houseless neighbor to participate in HAC

REQUIRED

- Survey NAs 3x/year
- Keep NA profiles in Civic Life Directory updated





HIGHLIGHTS

- Provide election support to NAs
- Help stakeholders achieve c3 status
- 3 new FSPs from marginalized communities
- Organizational development workshop series
- Pilot new fundraising tool w/training
- Board Roles and Resp training for stakeholders
- Host Ask-an-Expert Bylaws Session w/CNL

REQUIRED

- Liability Insurance for NAs
- Disseminate Communication Funds
- Reimburse NAs for state filings



HIGHLIGHTS

- Land Use Leadership Academy 2.0
- Land Use 101 Workshops / 1:1 Consultations
- Houselessness Summit + Toolkit for Neighbors
- Pilot Civic Engagement Committee
- Neighborhood Demographic Data Intern
- Board Alignment Workshop (customizable)
- Hybrid Meeting Training + Toolkit
- Reaching Renters Training + Toolkit
- Multi-part trainings: Communications, DEIA, Fundraising



HIGHLIGHTS

- Maintain and file development notices and notify NAs as needed

REQUIRED

- Collect/Archive NA Minutes + Sign-in Sheets
- Collect/Archive NA Organizational Docs on Civic Life website (Bylaws, Articles of Inc., IRS c3 determination)
- Support NAs in Complying with State Filing Deadlines (SOS and DOJ) / Reimburse Fees
- Store NA Election Ballots for 60 days



*Does not
include
anticipated
building
improvements*

HIGHLIGHTS

- Maintain district office that supports staff and accepts mail for 20 NAs, others
- 80% rental offices leased to underserved groups
- Conference rooms are hybrid-ready spaces
- Increase contract w/vendors from marginalized communities
- Install wayfinding signage that draws attention to the building's accessibility features
- Become Backyard Habitat certified and host educational workshops for community



HIGHLIGHTS

- Attend + Promote Grantee Events
- Provide Org Capacity Support to Grantees
- Host Grantee Mixer
- Provide quality Fiscal Sponsorship services

REQUIRED

- Design, launch, promote, support, award and administer a small grants program



- **Collaborate w/District Coalition Office peer organizations**
- **Diversify our board**
- **Reconstitute Diversity, Equity, Inclusion + Access work group**



NEXT STEPS

- June 1** Submitted final draft Scope of Work to Civic Life
- June 10** Send approved budget to Civic Life
- June 30** Send FY 22-23 insurance certificate to Civic Life
- July 14** Testify at Council hearing to adopt contracts
- Aug 15** Grant agreement released
- Sept 1** Grants in effect / Q1 payments advanced

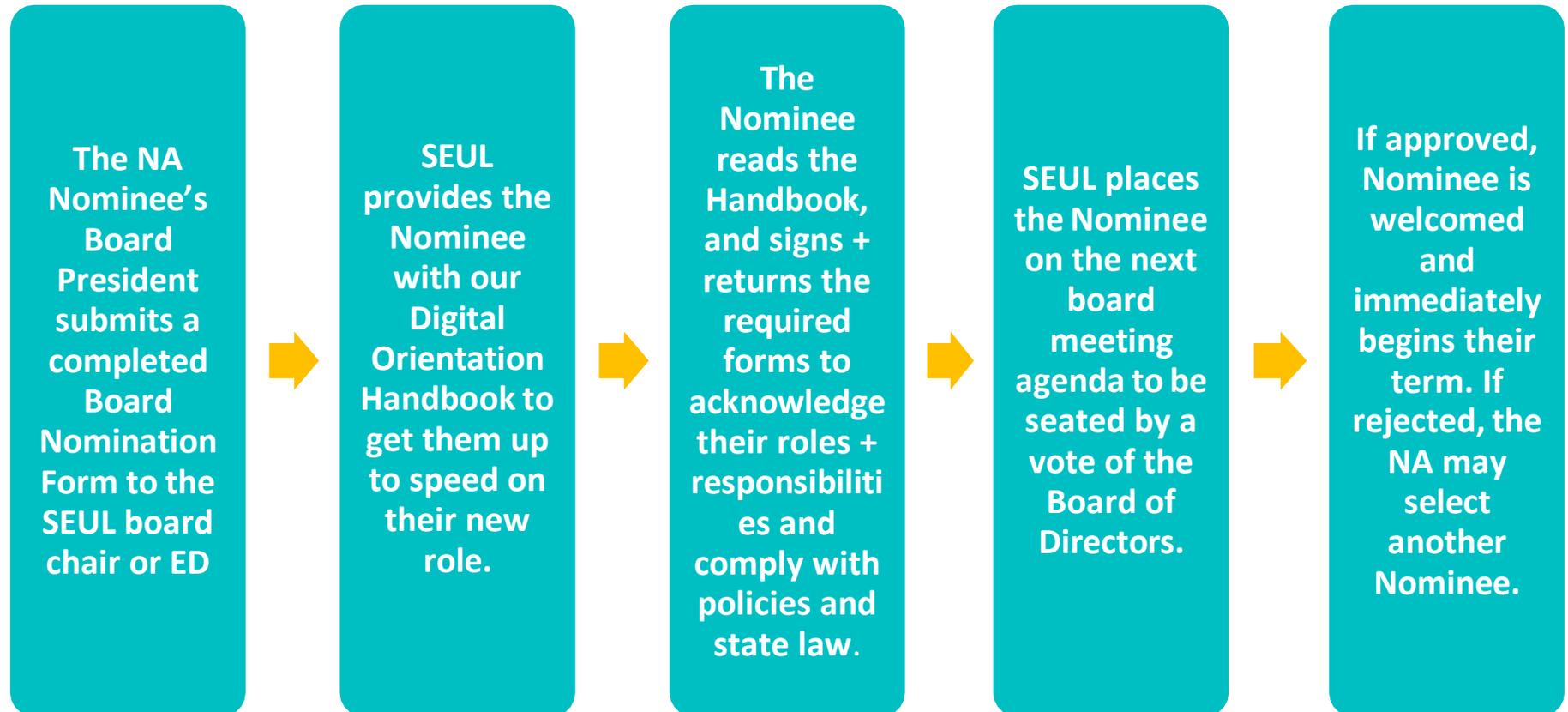


MEASURING SUCCESS

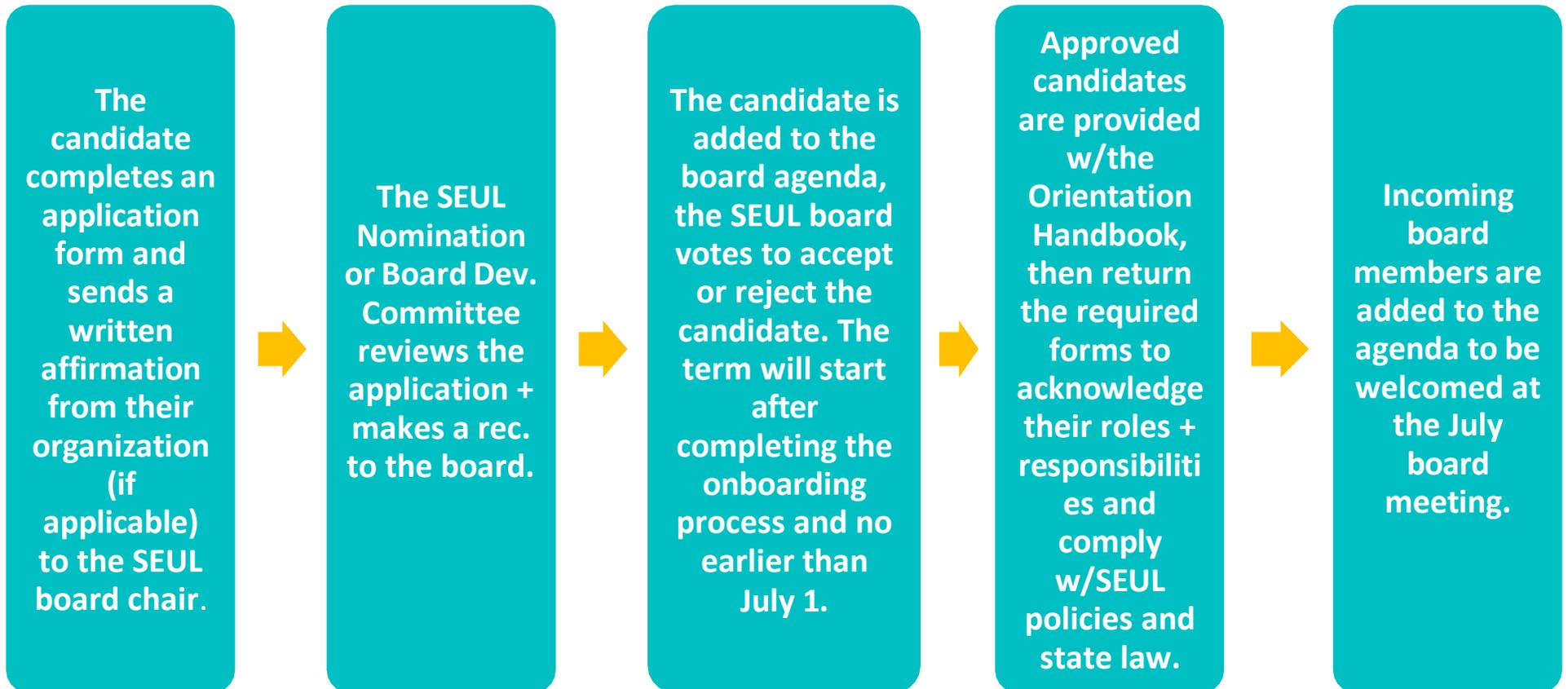
Civic Life wants the data collected for DCO and neighborhood associations

1. **Number of new individuals participating in the system**
2. **Demographics of District Coalition Office Boards**
3. **Participant experience**
4. **Number of new individuals who stayed engaged in the system for at least 6 months**
5. **Type of groups benefiting from the DCO core programming**

A. Proposed Process for Seating a Neighborhood Association Board Nominee



B. Proposed Process for Seating At-Large, Business District Association, and Other Organizational Board Nominees





FINAL DRAFT BOARD MEMBER CODE OF CONDUCT

Approved by the Board of Directors on XX, 2022

PURPOSE

As a nonprofit organization committed to fostering inclusive and participatory grassroots civic engagement in Portland, SE Uplift shall conduct itself with the highest legal, ethical, and moral standards of conduct in carrying out the organization's mission. Our reputation for integrity, fairness and equity requires the careful observance of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of professional behavior. We honor differences between each other and treat each other with respect and dignity.

This Code of Conduct aligns with board members' roles of serving as a liaison between SE Uplift and the community, and to contribute to oversight and governance of the organization. It defines expectations of board members so that SE Uplift is a safe and welcoming place for all. This policy also provides guidance for resolving matters where the behavior of a person or group requires attention. It is intended to augment, not replace, previously enacted policies such as our Diversity, Equity, Inclusion, and Accessibility Code of Ethics. Board members have an obligation to review and comply with all SE Uplift policies.

COMPLIANCE WITH LAWS + REGULATIONS

SE Uplift board, officers and staff will comply with all applicable laws and regulations at the federal, state, and local levels, and will conduct business in accordance with the letter and spirit of all relevant laws. This includes the ONI Standards for Neighborhood Associations, District Coalitions and Business Associations (City code 3.96) and the three fiduciary duties required of nonprofit board directors (OR Nonprofit Corp. Act) which include:

- Duty of Care, requiring board members to actively participate in governance and oversight of an organization's activities;
- Duty of Loyalty, requiring board members to provide undivided loyalty by acting in the best interest of the organization at all times; and
- Duty of Obedience, requiring that board members ensure the organization complies with applicable laws, regulations, and its own policies and mission.

If any allegation is ever brought forth that is a clear violation of this Code of Conduct and rises to the level of a potential violation of law (e.g. assault) SE Uplift will seek appropriate legal counsel.

INTERPERSONAL COMMUNICATION

We rely on one another's good judgment to uphold a high standard of integrity for ourselves. We expect all board members to be guided by both the letter and the spirit of this Code, as we are entrusted with accountability for the organization's well-being. All SE Uplift directors and officers shall act in a professional, businesslike manner and treat each other and community members with dignity and respect. Communication among board members and with staff shall be respectful and appropriate, and should be mindful of its volume, length, frequency, and tone. Directors and officers should not use their positions to obtain unreasonable or excessive services or expertise from SE Uplift staff or impose unreasonable or excessive demands on the time of other directors. In meetings together, SE Uplift board members share a collective responsibility to hold ourselves and each other accountable to our community agreements, including participating without dominating; actively listening; and allowing for diverse perspectives.

Anti-Harassment

SE Uplift is committed to creating an environment free from all forms of harassment, including sexual harassment and harassment based on gender identification, race, color, religion, class, national origin, age, political or union affiliation, disability, marital status, sexual orientation, whistle-blower status, citizenship, military or veteran status, pregnancy or other factors protected by local, state and federal law.

Harassment includes but is not limited to: stalking; verbal, written or physical intimidation; offensive verbal comments; physical assault and/or battery; harassing or non-consensual photography; bathroom policing; inappropriate physical contact; or unwelcome physical attention.

Anti-Bullying

To provide a safe, welcoming, and productive environment for the Board of Directors to govern SE Uplift consistent with the organization's mission and values, the board and staff should be able to carry out their duties free from all forms of bullying behavior.

SE Uplift defines bullying as abusive, unreasonable and/or repeated conduct that results in reduced productivity, efficiency, and/or morale and increased absenteeism and turnover. Its effects can impact an individual, a group, or the entire organization. "Repeated conduct" refers to the persistent nature of the behavior and can refer to a range of behaviors over time.

Bullying can include, but is not limited to:

- Threatening, humiliating, or intimidating conduct
- Physical, nonverbal, or verbal abuse
- Interference or sabotage that prevents work from getting done
- Abuse or misuse of power that manipulates, undermines or harms
- Any behavior severe or pervasive enough to create an environment that a reasonable person would find hostile, excessive or abusive
- Encouraging or supporting other people to engage in bullying conduct

Specific examples of board member bullying can include, but are not limited to:

- Belittling someone's idea, perspective or lived experience
- Dominating organizational discussions
- Gatekeeping access to information that others need to remain informed
- Excessive demands of, or micromanaging the work of, members of the board, a committee, or staff
- Spreading destructive gossip, rumors, or innuendo
- Using bullying behavior to influence a decision-making process
- Undermining productivity through excessive communications or frivolous grievances
- Microaggressions, defined as a verbal or written comment or action that subtly and often unconsciously or unintentionally expresses a prejudiced attitude towards a member of a historically marginalized group.

RECOURSE

Any board member who witnesses behavior they consider a violation of these standards has a moral responsibility as a bystander to diplomatically interrupt harm as it is occurring. If any board member that experiences conduct they consider a violation of this policy may attempt to settle the matter through one-on-one communications with the party or parties involved. If a matter cannot be resolved by direct dialogue among the parties, or if a board member is not comfortable addressing the matter directly with the other party or parties involved, the board member is encouraged to follow the procedures in SE Uplift's Conflict Resolution Policy.



FINAL DRAFT CONFLICT RESOLUTION POLICY

Approved by the Board of Directors on XX, 2022

PURPOSE

The purpose of this policy is to outline a fair, transparent and equitable path toward resolving any conflicts involving SE Uplift decisions or with members of the board and to avoid the escalation of matters to a formal grievance. The formal grievance process outlined in the ONI Standards and incorporated into SE Uplift's bylaws should be regarded as a last resort.

Occasionally, disagreements may occur, sometimes passionately, and we must all work together to hold each other to a higher standard of conduct. However, if a situation arises that warrants more than a reminder from any SE Uplift board member – where it is difficult to determine the proper course of conduct, a witnessed violation or where questions arise concerning the propriety of certain conduct – the SE Uplift Board of Directors are required to pursue these steps to resolve any conflicts in which they are involved. Members of the public or stakeholder organizations in conflict with SE Uplift are strongly encouraged to use this policy to resolve the matter. Matters involving employees shall follow the process outlined in the Employee Handbook.

Anyone who experiences a conflict with a board member, or that experiences conduct that they consider a violation of a SE Uplift policy is encouraged to attempt to settle the matter through one-on-one communications with the party or parties involved. However, anyone who considers themselves harmed by harassment, bullying, or otherwise toxic behavior will not be required to confront or interact with the accused.

If a matter cannot be resolved by direct dialogue among the parties involved, the following conflict resolution procedures may be used to resolve the matter. If at any time during the process outlined below a formal apology is offered by the accused and is *accepted by the complainant*, then this will be recorded, and the case closed.

- **Engage support from the Board Chair and/or Executive Director through a complaint:** Complainants should first bring the matter to the attention of the Board Chair and/or Executive Director for assistance in resolving the conflict in a manner appropriate to the situation. This could include, but is not limited to, facilitating dialogue among the parties, advancing the matter to the Executive Committee, or recommending that mediation be pursued. Mediation may be done by a committee, comprised of members from the Executive Committee and/or Board of Directors, that the complainant and the accused find mutually acceptable. Mediation may also be facilitated by a professional mediator, if warranted. If mediation is accepted and is successful, the result will be documented, and the case will be closed.
- **Request a formal investigation by the Executive Committee:** If the above attempt to resolve the conflict is unsuccessful, complainants may request a thorough, impartial, timely and confidential investigation and decision by the SE Uplift Executive Committee. If any board officer is a party to the complaint, they will be recused, and the remaining committee members will select an alternate from the board.

- **Time and Manner:** An investigation by the Executive Committee must be requested within 45 days of the alleged violation, and the Executive Committee shall have 60 days in which to conduct an interview and issue a decision. The request shall be made in writing to the Executive Committee and summarize the conflict in a signed 500-word (maximum) written testimony.
- **Review:** The Executive Committee shall review the complaint to determine validity. Confidentiality will be maintained during any investigation to the extent allowable by law.
- **Interviews and Decision Process:** If the complaint is found to be valid, the matter will proceed to an interview of the Executive Committee in executive session where both sides of the conflict will be able to state their experience on the matter, and relevant information will be presented and considered before a decision is made in public to dismiss the matter or apply an appropriate remedy at the Executive Committee's discretion. All situations, regardless of outcome, will be approved by a vote of the Executive Committee, and the result documented in the meeting minutes by the Board Secretary.
- **Appeal to the Board:** A decision by the Executive Committee may be appealed in writing to the full Board of Directors by either party within 14 days of the ruling. The appeal must state, in 250 words or less, the reason for the appeal.
 - **Review:** The board shall review and deliberate the appeal, the original complaint, and Executive Committee findings in an executive session held at the next regularly scheduled board meeting.
 - **Testimony:** Both sides of the conflict will be able to state their case. The Board Chair/s (or designated representative) shall, at their discretion, limit testimony and presentation of information to eliminate repetition or presentation of irrelevant information. After allowing all interested persons the opportunity to be heard, the Board shall vote in public. Any party to a complaint under review will be recused from board deliberations and voting.
 - **Decision:** If the board decides that there is no merit to the complaint, then the case will be recorded in the minutes and closed. If the board decides that there is merit to the case, it may prescribe an appropriate remedy at its discretion.

REMEDIES

Appropriate consequences may be imposed by a vote of the Executive Committee or Board of Directors and recorded in meeting minutes including, but not limited to, any of the following:

- A formal warning and/or censure
- Requiring a formal written apology
- Removal from committee/s
- Requiring anti-bullying or anti-harassment training at their own expense
- A resignation request or vote by the Board of Directors on removal from office

If a complaint results in a decision to remove a board member from office, the offender's organization, if applicable, will have two (2) months to put forward a replacement.

These policies should be reviewed by the Board and amended as necessary at least every two years.