

**BOARD OF DIRECTORS MEETING
May Minutes
Thursday, May 1, 2008, 7:00 PM
Rockridge Library**

Meeting called to order to 7:10 with a quorum present.

Present:, S. Flashman, A. Floystrup, J. Gabel, J. Martin, P. St.John, R. Spitzer, K.Taylor, D.Truchlikova, M.Walberg, D.Kinthead (non-voting) Guest: S.Montauk (arrived 7:30, left 8:30)

Absent: D.Patton, E.Peterson

Item 1: Administrative (40)

A) Approval of march and April minutes.

- **MOTION:** Move to approve minutes of March 6, 2008 BOD Meeting. *Motion:* Flashman
Second: Truchlikova (Approve: S.Flashman, P.St.John, R.Spitzer, D.Truchlikova,
M.Walberg Abstain: A.Floystrup, J.Martin, K.Taylor, J.Gabel)
- **MOTION:** Move to approve corrected minutes of April 3, 2008 BOD Meeting. *Motion:*
Walberg *Second:* Truchlikova (Approve: all Abstain: S.Flashman)

B) Consent forms

New board members Gabel, Martin and Taylor handed in their consent forms for online voting.

C) Distribution of Redbooks to new members (deferred until the board retreat)

D) Appointments to BOD vacancies (2)

Discussion of how best to advertise to fill 2 existing board vacancies. It was decided that the vacancies should be advertised in the Rockridge News, by email using RCPC Constant Contact and on Rockridgeresidents.org. It was discussed that one position has historically been designated as the "merchant position." The question was posed if it still made sense to have a designated merchant position in light of the historical lack of interest shown by the merchant community in participation on the RCPC board. Stu felt that someone should represent business interests, and Annette pointed out that many people, including several current board members, have home-based businesses. The question was raised as to whether the College Avenue retail community (shopkeepers) interests could be represented by home-based business people. It was decided to ask the Rockridge District Association (RDA) to circulate the offer of a position on the board among their membership.

E) NCPC (5)

The NCPC meets every 4th Thursday. Annette explained what the group is an volunteered to be the RCPC liaison to the group. Margaret asked if we could or should get a liaison from the NCPC to RCPC, and Jon stated that he was not favorably impressed with the NCPC website.

F) Yahoo group moderator privileges (10)

A general discussion of Yahoo Group moderator duties and privileges.

- **ACTION:** Annette will send out an email with the moderator duties and privileges menu.

Item 2: Election of Officers (15) All

Nomination and election of Chair, Vice Chair, treasurer, secretary. Ronnie indicated that she would not be Chair, and Annette indicated that she would not be Vice Chair.

- **MOTION:** That Stuart Flashman be elected Chair. *Moved:* St.John *Seconded:* Floystrup *Unanimously approved. Abstaining:* Flashman
- **MOTION:** That Ronnie Spitzer be Vice Chair. *Moved:* Walberg *Seconded:* Taylor *Unanimously approved. Abstaining:* Spitzer
- **MOTION:** That Joan Martin be treasurer. *Moved:* Floystrup *Seconded:* Truchlikova *Unanimously approved*
- **MOTION:** That Katy Taylor be secretary. *Moved:* Gabel *Seconded:* Walberg The motion died when Katy declined to accept the post for a full year.
- **MOTION:** That Katy Taylor be secretary for a period of six months. *Moved:* Walberg *Seconded:* Trucklikova *Unanimously approved*

Item 3: Financial (30) Susan Montauk

Immediate past treasurer, Susan, stated that she is the current Business Manager for the Rockridge News, and that she has been training with former Consultant for Treasury Services, Sally Fitzhugh, to take over her duties. Susan

gave out 4 handouts: Balance Sheet, Profit & Loss by Class, Variance Report and Budget, which were discussed as follows:

a) Balance Sheet. March through April 2008. Details all accounts held and where they are located.

b) Profit & Loss by Class. Of particular note, the Rockridge News is now profitable due to changes in advertising rates and a significant reduction in printing costs achieved by switching printers. Joan asked if we counted as earned monies in but not yet used, i.e. a 6 month prepaid advertisement. She also questioned the sum \$999.36 under RNews administrative costs. This was discovered to be a misplaced entry for printing costs from the May issue which was billed and paid in April.

c) Variance Report. We are on target with income and under budget on expenditures.

d) Budget. A discussion was targeted why the Kitchen Tour earned less in 2007 than in 2005. The reduction was attributed to 3 factors, the downturn in the real estate market, a competing kitchen tour on the same day and scheduling the Kitchen Tour apart from RDA's Out & About.

Danica pointed out that we needed to authorize our rental payment to 1st Presbyterian Church for the May General Meeting.

- **MOTION:** Move that a check be issued in the amount \$50.00 to 1st Presbyterian Church for space rental for the May General Meeting. *Moved:* Truchlikova *Seconded:* Spitzer *Unanimously approved.*

A general discussion of finances followed with Ronnie pointing out that we will be dipping into reserves and Annette adding that it will happen if we don't engage in additional fundraising. Joan commented that signatories for the RCPC accounts needed to be changed to reflect the new officers, and that the bookkeeper should not be a signatory. Stu wanted to know if it was time to revisit the idea of a Finance Committee, and all agreed that the stronger need is to form a Fundraising Committee.

- **MOTION:** Move to retain Susan Montauk as bookkeeper for six months. *Moved:* Walberg *Seconded:* Spitzer *Unanimously approved. Abstaining:* St.John

Item 4: Rockridge News (15) Don Kinhead

Don stated that printing of the Rnews has been moved to Fricke-Parks Press in Union City. They are both more responsive to our needs and \$300.00 per month cheaper.

- **ACTION:** Forward Susan Montauk's email about counting out the Rnews to the new board members.

The Rnews deadline for submissions is May 22. Don explained that this is the deadline for either submitting an article or notifying the Editor of space needed for last minute announcements or reports. Don will distribute "How To's" on articles to the new board members. Ellen will write an update article on the 4th Bore. Stu noted the need for prominent announcements regarding the meeting with Aroner, Jewel & Ellis Partners representing Safeway on the College Avenue renovation. If needed, Annette will write a bird article answering a Letter to the Editor about the disappearance of jays from the neighborhood.

Item 5: Board projects (25)

1) Communications (10)

Margaret reported on the use of Constant Contact software to maintain a member database and create newsletter emails. Current policy is to send not more than three emails per month. Stu wondered if we should formulate a formal policy to ensure protection of our 501c(3) status. Margaret felt that such a policy should include that announcements made via the eNewsletter should concern RCPC business, serve the neighborhood nonprofit groups, where possible, and avoid all commercialization. A general discussion followed about how to get more people in the community signed up for email contact with RCPC.

2) Caldecott Improvement Project (15)

Lawsuit, settlement discussions, \$1.5K fundraising match for \$3k pledge

- **MOTION:** Move to go into executive session. *Moved:* Floystrup *Seconded:* Truchlikova

Discussion of the motion followed a question by Katy as to why we were going into executive session. It was explained that this was done because we would be discussing our participation in the 4th Bore Coalition lawsuit, and potential settlement topics.

Unanimously approved. Abstained: Stu Flashman, who also recused himself.

Board entered executive session at approximately 9:20 PM.

- **MOTION:** Move to authorize the treasurer to issue a \$3,000.00 check for our share of the 4th Bore coalition legal fees. *Moved:* Floystrup *Seconded:* Spitzer *Unanimously approved. Not present for the vote:* Flashman.

Executive session ended at approximately 9:40 PM.

Item 5: Committees (60)

A) Schools (5)

A general discussion was held regarding the necessity for RCPC to take a role in the local schools, and the nature of that role with respect to the existing parent groups. Jon Gabel proposed Bill Kaufner, formerly vice-principal at Claremont Middle School, be asked to share his views about the current

situation at CMS, especially violence and petty criminal behavior on College Avenue. Jon suggested that Kaufner might also be a good choice for appointment to the board.

B) FROG (5)**Ronnie, I have no notes on this!**

C) FORL (5) Annette reported that FORL was financially solvent, and that they were working to replace the many worn out books in the children's reading section, especially books for very young readers.

D) Land Use Committee (45)

- **MOTION:** Move to appoint Ronnie Spitzer to the Land Use Committee for a six month term.
Moved: Floystrup *Seconded:* St.Jon *Unanimously approved.* *Abstained:* Spitzer

Hauser Creekside project meeting will be on May 8th. Ronnie will represent the board.

MOTION: Move to go into executive session. *Moved:* Gabel *Seconded:* Spitzer
Unanimously approved.

Board entered executive session at approximately 9:50 PM.

Executive session ended at approximately 10:05 PM

Item 6: General Meeting Schedule (25)

A) Town Hall meetings (15)

Danica is hosting the May General Meeting which will be at 7:30pm May 15th at the First Presbyterian Church on College Avenue. She will need help with set-up.

Annette will be hosting the June General Meeting on the website, unless the new Safeway plans are issued in time for the meeting. There was discussion about inviting Vivek Bahtia of Rockridgeresidents.org, and other community website experts to participate in the June meeting.

Meeting adjourned at 10:35 PM.

Respectfully submitted by Annette Floystrup, acting RCPC secretary.-

Time Allocated: 3 hours 30 minutes

Actual Time: 3 hours 25 minutes

START: 7:10 – 10:35