



**March 18, 2025**

Attendance: Charles, Harrison, Art, Tim, Audrey, Fane, Alisha, Katy Beckman, Katherine, Antjuan, Lashonda, Tawanda

Everyone did an intro for new members:

- New member Alisha: Has experience in nonprofit governance, and grant funding. And now have a nonprofit/business that provides social services. Heard about CFAC through Kheprw institute.
- Kitty Beckman: Helpings of hope, provide growing spaces like urban farms for people to grow cultural foods. And got awarded the John Bonner space at Arsenal Tech.

Alisha: Where are the documents filed with the state?

Harrison: It was filed and was regretted

Alisha: Is it a c3 or c4?

Harrison: We were going to be under a fiscal sponsorship and right now we have a MOU with CWU.

Alisha: So you are not operating, and spend money then you can get in trouble. And take a look at the roles and responsibilities.

Fane: We are having a massive restructuring conversation and are now moving on how we want to be structured.

Charles: For clarity, if we get approved, will we be legit?

Alisha: No, there are many more documents that you need to have, articles of incorporation, bylaws etc.

Harrison: Folks changed some things in the past like the bylaws so we don't have original bylaws.

Alisha: Can you send out Robert's rules to the board?

Fane: We started with them but we got feedback and will also be changing them.

**Old Business**

- Last meeting Follow-up: Approval of the minutes and member updates on the 3/4/2025 including recording meetings.
  - Alisha: In order for us to vote, we have to have a member base.
  - Charles: We have  $\frac{2}{3}$  of voting member base now.
  - Lashonda: Not all the members are not on the band app though.
  - Fane: We are trying to mainstream the communications and most of the members are on the band. And if you have any recommendations on another platform please let us know.
  - Art: We have all talked and agreed we wanted a more horizontal structure, because there was a disagreement with the executive structure and then everyone stepped down from an executive position and now we are here trying to move forward.
  - Alisha: There has to be some type of hierarchy.
  - Art: We reverted back to voting members.
  - Alisha: everyone who is a voting member raise your hand
  - Katherine: We are revisiting the past, we are trying to talk about a structure first, and then move forward with the documents that Alisha talks about. And Robert's rules are not required and there are some issues with it.
  - Fane: In the last meeting we had a vision based conversation and what we want it to look like now, it's not what we want it to look like.

- Harrison: We also accepted the money when we were functional and have not spent it.

#### New Business:

- Discussion about replacing the voting member body with a steering committee and vote.
  - Harrison: Motion to dissolve member body and move to a consensus member body
    - Charles seconded the motion.
    - Voting: 4/6 yes and 0 nos: passed by  $\frac{2}{3}$  rds
- Proposed Leadership Structure for CFAC:
  - Charles: The body would be working committees listed at the top of the document, and each working committee would have 2 co-chairs, and they would be the steering committee and that would be the leadership body that would be voting on internal voting procedures relating to funding and structure.
  - Alisha: Are there leadership positions?
  - Charles: We will first vote on the structure and then fill in the positions.
  - Audrey: We could each read one of the sections.
  - Audrey: Read the first section of the proposal: See document attached.
    - This is just a proposal and would get more clarity.
  - Harrison: Questions and concerns?
  - Art: Read the second section of the proposal.
  - Harrison: That would be the way we function, any issues or clarifications.
  - Tim: What's up with the once a month meeting,
  - Audrey: It's a functional structure for the steering committee not steering.
  - Fane: I like it, there are some committees that can only meet once a month, but there are needs of the committee who will meet based on the workload.
  - Charles: The meeting frequency is the people getting the work done and meeting the needs of the city.
  - Fane: When we go to formalize this then we define the meeting style.
  - Audrey: I move to amend the 3rd bullet point. Add, "working committees should at least meet quarterly."
  - Art seconded the motion.
  - Vote: 7 votes in favor, and one against. Passed with 100% votes.
  - Antujan: Why is this structure more horizontal than anyone being able to vote?
  - Katherine: Working committees is where the work happens, the steering committee is making sure the work is coordinated among the structure. And they would have final decisions over budget and all that.
  - Katherine: I think each committee would come up with its own structure that works for them.
  - Fane: It's important to give the committees as much flexibility to the individual working groups.
  - Harrison: Any other questions?
  - Harrison: Read the Steering committee section of the proposal.
  - Alisha: I would just like to see the expanded version and these should be given to the steering committee so they can actually steer.
  - LaShonda: I am not in favor of the co-chair, that is a lot for people to handle, maybe a shared responsibility, with a facilitator that gets rotated.
  - Harrison: I think that rotating them will help with this. We will discuss this more in detail on Sunday.

- Kartheirne: I think these roles are to make sure the tasks are done within the committee.
- Charles: LaShonda would it be okay to keep the co-chair name in it.
- LaShonda: I would feel better to have something around shared responsibility. I think it should just be a facilitator, because if we put a label on it, it comes back to power.
- Fane: There was a suggestion for people to use language that is not hierarchical. But I think that is something we can flush out at the retreat.
- Alisha: We will be able to talk more. I would like to see time commitments and roles by the end of the retreat.
- Tim: The titles that we have on this, aren't they the same hierarchical structure we want to get rid of.
- Katherine; there may be some type of paid staff, they are not coordinating anything they are taking direction from the committee structure.
- Harrison: The last thing we have to vote on is the steering committee.
- Fane: I think we need to table it, 2 people have left and are now not at quorum.
- Harrison: I seconded
- Vote: everyone is in favor.
- Meeting adjourned