MINUTES

**BARISTO NEIGHBORHOOD ORGANIZATION**

Regular Session Board Meeting, 2:00PM, March 09, 2023

## Notice of Meeting

In accordance with the bylaws, notice of the meeting and agenda for the Regular Session of the Board of Directors of the Baristo Neighborhood Organization was provided via direct email to members and supporters, and posting on BaristoPS.com and Nextdoor.com. The regular meeting was held on the above referenced date.

## Call to Order

The meeting was called to order at 2:05 PM by Ned Barker, Chair.

## Roll Call

Present: Ned Barker, Chair/Secretary; Patrick Vincent, Vice Chair; Michael Conway, Treasurer; and Angie Thill, Director. A quorum was established.

Member Martin Pichinson attended.

## Treasurer’s Report

Michael Conway, Treasurer, reported a balance of $435.52 in funds remaining from the account held by the prior board, 2007 – 2018.

Michael reported that certain incorporation-related measures must be taken in order to create a new account at Pacific Premier Bank. In the meantime, Michael has secured the funds.

Michael further detailed expenses incurred so far, totaling $669.95. The expense amounts are for postcards / mailing for last year’s annual meeting, web site (Wix.com) fees, and one year’s fee for our PO Box.

# Future liabilities were said to include costs for a neighborhood-wide cleanup, costs for the upcoming 2023 Annual General Membership Meeting and the cost of D&O insurance.

# Michael personally pledged to donate funds to cover the one-year $248 cost of the PO Box, and the $150 estimated cost of the Annual Meeting breakfast!

# The expected $800 cost for incorporation that was shown on the slide is now $5.00 according to Patrick Vincent who is managing the filing process with the State.

## Approval of Minutes

The Organization had its last board meeting February 12, 2023. The minutes were distributed to the Board members and posted on the Organization’s website. Ned Barker moved to approve the minutes as written and Angie Thill seconded the motion. All four Directors were in favor, none opposed.

## Board Business

**INSURANCE**: Ned reported that no bid will be forthcoming from the local State Farm. Both Ned and Patrick agreed to make further inquiries with other agencies.

**INCORPORATION**: Ned proposed that the board reverse its earlier motion to incorporate to form a 501(C)(3) and instead form a 501(C)(4). He sited pushback on the C3 configuration from two Members and from ONE-PS. Ned further researched current incorporated NOrgs and discovered that 15 of the 15 incorporated NOrgs were formed as 501(C)(4) organizations. Ned then made a motion to take the necessary steps to incorporate the Baristo NOrg as a 501(C)(4); Angie Thill seconded the motion and it caried unanimously.

**BYLAWS**: Ned explained that our predecessor Board was not able to ratify the new (2019) Bylaws proposed by ONE-PS. So, in a sense, we are “suspended” between the old Bylaws (2007 – 2016) and the 2019 Bylaws since they must be ratified by a vote of the full membership. Ned pointed out key differences in the two sets of Bylaws, and recommended that the Board “endorse” the 2019 Bylaws, and ask the Full Membership to accept them, with some minor updates, at our upcoming Annual Meeting. Ned Barker moved that the Board so move, Patrick Vincent seconded it and it carried unanimously.

## -Standing Committees

[None established yet.]

## Old Business

**FUNDING**: The Board discussed creating a page on the website that could accept voluntary donations. Ned reminded the group that many NOrgs do this, as was discussed at the last meeting. There was significant discussion on the details, during which time it was agreed that a “suggested” amount of $25 per year might be reasonable, but smaller amounts should also be made available and called out as well. It was also agreed that electronic donations should be offered but that our PO Box mailing address should also be prominently shown as a non-digital option. Ned Barker moved that the web page be created with donation amount options and with a mailing address option clearly notated. Angie Thill seconded the motion, and it carried unanimously.

Additional discussion ensued regarding the creation of a Sponsorship page on the website. It was thought that business, especially restaurants, might advertise on our site for a small annual cost. After considerable discussion, this topic was tabled for later review.

**NEIGHBORHOOD CLEANUP EVENT**: The board agreed to take this up at the upcoming Annual General Membership Meeting.

**SURVEY**: The board Survey, approved at the February meeting, is ready for launch. A plan was developed and agreed upon: the Survey will be linked to the upcoming Annual Meeting, whereby the results of the Survey will be publicly announced for the first time. This will allow and promote the formation of committees to support the expressed priorities of our neighborhood.

 Most businesses will have to be called on in person. A flyer and a countertop card will be developed for distribution to businesses and apartments “Real estate signs will be appropriately located (and later collected) in key locations throughout the neighborhood. The Board intends to include information about the annual meeting on all of its Surveys. Further, a Survey QR Code will be on every piece of Annual Meeting marketing, thus closing the loop and driving (it is hoped) attendance at the annual meeting.

**2023 ANNUAL GENERAL MEMBERSHIP MEETING:** The Board agreed upon a date and time: **Saturday, 10:00AM, May 06, 2023** – hopefully at the nearby Palm Springs Pavilion, located adjacent to Sunrise Park (near the Swim Center).

## ONE-PS Meeting

The March meeting of ONE-PS does not occur until March 14. However, in the meantime, the city is moving forward with a Blue Zone initiative (briefly discussed at our last meeting). Ned and Patrick have been invited to attend a “Community Leadership Keynote Event” on Wednesday March 15. Both have accepted.

Ned also talked about and promoted the upcoming ONE-PS picnic at Ruth Hardy Park on Saturday, March 25.

## Member Comments / Discussion

No comments were forthcoming.

## Adjournment

The next meeting will be the Annual General Membership Meeting on Saturday, May 06, at 10:00AM.

Ned Barker made a motion to Adjourn at 3:22PM, and it was seconded by Angie Thill, carried unanimously.