

# **SMILE Board Meeting Minutes**

June 17, 2020

Via ZOOM videoconferencing

Main Website

Procedural

[www.SellwoodMoreland.org](http://www.SellwoodMoreland.org) <<>> [www.SMILErecords.org](http://www.SMILErecords.org)

**OFFICERS PRESENT:** Simon Fulford, Vice President; Pat Hainley, Treasurer;  
Eric Norberg, Secretary

**BOARD MEMBERS PRESENT:** Elaine O’Keefe, Bob Burkholder, Gail Hoffnagle,  
Eriks Berzins, Elizabeth Milner

**ALSO ATTENDING:** Alan & Eric Fryer, R. Corless, Nancy Walsh, Leigh Nunez,  
Robinette Fitzsimmons, Sara Jones, Spencer Hannum, Chad Asbjornsen, Emily  
Golden-Fields, Melissa Mattern, Jim and Linda Burch, Rachel Lidskog-Lim, Karen  
McClish, Alexis Abrams, Nanci Champlin, Alex Armenta, Ayomide Nikzi, Cheri  
Bolton, Ashley Asbjornsen, Vikki DeGaa, Kelsey Ann Owens, Kim Borcharding,  
Jason Diegnan

*Due to social distancing measures ordered by the State of Oregon to avoid spreading the COVID-19 coronavirus, this meeting was conducted online using the ZOOM application, with advance notice of the meeting having been made online – advising how any interested persons could join it by requesting the admission code, and as noted above, a number did.*

Vice President Simon Fulford called the meeting to order at 7:36 p.m., and began by explaining the procedures in effect for the meeting. He determined that a quorum of the Board was present, and asked that the Board review the minutes of the May 20 “ZOOM-enabled” Board Meeting, a copy of which had been previously e-mailed to the Board. After the review, the Board requested a clarifying sentence – after which Elaine O’Keefe moved that the minutes be accepted as amended, and Gail Hoffnagle seconded the motion, which carried unanimously.

First on the agenda by her own request was neighborhood resident Emily Golden-Fields, who described an effort underway to place a ballot measure on the ballot of a future election to provide universal free preschool in Multnomah County; some 30,000 signatures would be necessary to put it on the ballot. She commented that such a ballot measure could be a boon for the Sellwood Community House, which could be such a provider – since County payments would be made for the preschoolers enrolled there. She asked no action of the Board; her appearance was informational only.

Next was a brief report from this year’s SMILE Election Committee. The committee has come up with a plan for this year’s SMILE Board Election, and is seeking approval from Southeast Uplift for elements of the plan. Tentatively, pending such approval, the election will be conducted at the August 5 General Meeting – virtually, if necessary – for which the special ballot procedures proposed would be needed.

The remainder of the meeting was devoted to the remaining agenda item, called “Supporting Sellwood Community House”, for which (it became evident) that the majority of the non-Board attendees were attending. Simon Fulford began by offering a letter to the SMILE Board to consider sending to the Sellwood Community House Board, requesting a joint meeting of the two Boards to address the “apparent issues” which arose in a similar community discussion in the General Meeting of June 3. The joint meeting would be requested on the theory that SMILE is still involved with SCH, despite the progress of making SMILE and SCH entirely separate nonprofit organizations. Gail Hoffnagle, a member of both Boards, agreed with having a meeting to catching up on SCH progress, but said she did not think that the SMILE Board should be involved with any SCH personnel “executive session”. Eric and Eriks said they had no objection to a joint meeting.

Leigh Nunez asked if Southeast Uplift should be involved in such a joint meeting, but Simon said he was unsure if that would be necessary; SCH could lose public support if a “mediated session” had taken place. But Simon agreed that the two Boards are somewhat entwined in membership. Eric remarked that if a mediator is believed necessary for such a meeting, former SMILE President, and the Friends of Sellwood Community Center (now House) original Chair Kevin Downing, is experienced in arbitrating, and an appropriate choice. Kelsey Ann Owens, who said she has a nonprofit background, said a “completely neutral third party” is needed – and then went on to say that such a joint meeting is “nonsensical”, and questioned SCH Board governance. She called for having no members in common between the two Boards, and for an open election for the SCH Board soon. Nanci Champlin commented that “Resolutions Northwest” mediates. Kim Borcharding wondered if a “transitional director” would appeal to the SCH Board; “it might resolve much.”

Julie Currin, who is on both Boards, pointed out that the Sellwood Community House evolved from SMILE’s Friends of Sellwood Community House Committee, which is why there is presently a Board overlap; SCH is making progress to be separate, albeit with a reserved Board seat for SMILE. She said she finds this adversarial discussion dispiriting, and perhaps it is best to eliminate any overlap between the two Boards – “but it does give us empathy and perspective”. Kelsey said she wanted to be on the SCH Board, but was unaware of any open election. Alex Armenta said he thinks a facilitator might be helpful in a joint meeting, “but an arbitrator is not needed at this point” – “a joint meeting is needed as soon as possible, but public perceptions that there would be disagreement might be wrong. I don’t think it is necessarily an adversarial situation.”

Jason Diegnan, a member of the SCH Board, said he agrees with Alex – the problems cited are from poor communication, and are not deliberate. He pointed out that the SCH Board was formed very quickly to complete the lease of the building from the city; and “we’ll be adding Board seats”. The next meeting – it’s a quarterly General Meeting of the Sellwood Community House – is this coming Tuesday evening, June 23.

Kim Borcharding said she is frustrated with the SCH Board “not being more open”; she favors a joint meeting of the two Boards, and wants a “swift response”.

Pat Hainley, a member of both Boards, agreed with Jason – the SCH Board was set up very fast to accomplish the lease with the city, when the opportunity arose. “We started [running the facility] with the city’s operation model, and that’s where the problems lie. I agree it’s

time for a new Board.” Kevin Palmer, a SCH Board Member, concurred with Pat that “everything was compressed at the start”, and he also said a new Board would now be appropriate. Elizabeth Milner, a member of both Boards, remarked, “I was on the SMILE Board at SCH formation, and was positive about it; I’m not feeling adversarial towards the SCH Board, I just feel the Director is not best for Sellwood Community House.” Kelsey said, “All these things need to be open and clear about everything – decisions should no longer be made in a vacuum.”

Elaine O’Keefe remarked, “I agree with Kevin and Jason – early decisions were made in haste; and actually, I thought SCH would never happen, and I was wrong! Let’s just focus on where we go from here – and we must do it fast, to avoid polarizations in the community.” She asked, “What do we need to do now, to move forward positively?”

Julie Currin responded, “I agree with Elaine. One mistake we made was to follow PP&R structure.” She said that SCH embraces the idea of a transitional director. The current Director combines two [PP&R] positions, and got started late. Next week’s SCH General Meeting was intended to expand the Board, and restructure the staff plan.

R. Corless interjected, “Nothing was intentionally swept under the carpet, and now it’s moving forward.”

Elaine then made a motion that the letter presented earlier by Simon be sent to the SCH Board, and SMILE bring in a facilitator, and do it as soon as possible – within a week.

Simon responded that his letter presented to the Board at the start of the meeting, was “a bit backward looking”, and if the SCH Board is coming up with plans next week, involving other input, he now feels a joint Board Meeting can wait until after that meeting. So he suggested the SMILE Board send a letter to SCH, but remove the suggestion for a joint Board Meeting, instead asking the SCH Board to invite SMILE Board Members to its quarterly General Meeting on June 23. Eric Norberg asked if this was a proposed amendment to Elaine’s motion, and Simon said it was. Eric asked Elaine if she consented to thus modifying her motion; she did. Eriks Berzins then seconded the motion. Simon suggested that the joint members of both Boards might abstain in the vote on this motion to avoid the perception of a conflict of interest. The question was called, and the vote was:

VOTES FOR THE MOTION:	4
VOTES OF ABSTENTION:	5
VOTES AGAINST THE MOTION:	0

With a quorum of the SMILE Board being present, and with vote being 4-0 in favor with 5 abstentions, the motion carried.

Elaine O’Keefe then moved adjournment; Eric Norberg seconded; and the motion carried with evident unanimity at 9:16 p.m.