****

**BOARD OF DIRECTORS AGENDA**

# 21 May 2021

**8:30am – 4:30pm**

----------------------------------------------------------------------------------------

# Meeting Called to Order at 8:32

## Roll call

Region 1 Darcy Wing, Region 2 Randall Shimpach (after roll), Region 3 Shanna Schmitt, Region 4 Sally Wakefield (after roll; alternate), Region 5 Vernitta Moore, Region 6 Jason Broberg, Region 7 Ellena Schoop, Region 8 Ken Rodgers, Region 9 Jen Palm (alternate), Region 10 Jackie Blagsvedt, Region 11 Jessica Raptis, Region 12 Tess Flom, Region 13 Lois Tucke, Region 14 Ann Adkisson, Region 15 Bryan Kotta, Region 16 Darren Hage, Region 17 Mike Terhune, Region 18 Tim Beske, Region 19 Jerry Jeffries, Region 20 Angela Christle, Region 21 Sarah Sinderbrand, Vice President Thu Phan, Secretary Lynn Butcher, Treasurer Todd Maki, Political Council Chair Cathleen Cotter, Organizing Council Chair Sarah Evans

Guests: Paul Schweizer, Roberta Heine (OPEIU), Ashley Erickson (OPEIU),

Director Schmitt volunteered to track non-board attendees

**Approve consent agenda**

**M**(Kotta)**S** to approve the consent agenda.

Director Schoop, in her capacity as board steward, brought forward two complaints anonymously, per board policy. President Dayton added to agenda after appointments.

**M**(cotter)**SP** to move the political council report off of the consent agenda.

**Consensus**

**Original motion passes by consensus.**

## Appointments

**M**(Flom)**SP** to approve the MNIT M&C appointments. **Consensus**

## Complaints

Director Schoop presented a complaint and a grievance that were submitted to the board stewards prior to the board meeting.

**M**(Blagsvedt)**SF (8/17, abstain)** to adopt the recommendations in the complaint. **Motion failed**

Voting yes: Region 5, Region 7, Region 10, Region 11, Region 12, Region 13, Region 21, Secretary

Voting No: Region 1, Region 2, Region 3, Region 4, Region 6, Region 8, Region 9, Region 14, Region 15, Region 16, Region 17, Region 18, Region 19, Region 20, Treasurer, Organizing Council Chair, Political Council Chair

Abstain: Vice President

**M**(Schmitt)**SF (9/16, abstain)** to ask the constitution and rules committee to have an investigation into our process to determine whether our rules were followed. **Motion failed**

Voting yes: Region 3, Region 7, Region 10, Region 11, Region 12, Region 13, Region 21, Treasurer, Secretary

Voting no: Region 1, Region 2, Region 4, Region 5, Region 6, Region 8, Region 9, Region 14, Region 15, Region 16, Region 17, Region 18, Region 19, Region 20, Organizing Council Chair, Political Council Chair

Abstain: Vice President

**M**(Rodgers)**SP (16/8, abstain)** to direct MAPE counsel to review with the constitution and rules committee MAPE’s constitution and bylaws to make sure we are following them.

*Director Kotta requested the motion maker clarify his intent in making the motion. Director Schoop also requested clarification. Motion maker clarified that the review is to determine whether there is something missing in the governing documents and look at the process and give advice if we need to fix something. Not meant to be retrospective to this matter.*

Voting yes: Region 1, Region 2, Region 3, Region 4, Region 5, Region 6, Region 8, Region 9, Region 14, Region 15, Region 16, Region 17, Region 18, Region 19, Region 20, Political Council Chair

Voting no: Region 7, Region 10, Region 11, Region 12, Region 13, Region 21, Treasurer, Secretary

Abstain: Vice President, Organizing Council Chair

**M**(Cotter)**SF (9/16, abstain)** that we table discussion of board complaints to next month’s meeting. Failed

Voting yes: Region 2, Region 6, Region 8, Region 9, Region 18, Region 19, Treasurer, Political Council Chair

Voting no: Region 1, Region 3, Region 4, Region 5, Region 7, Region 10, Region 11, Region 12, Region 14, Region 15, Region 16, Region 17, Region 20, Region 21, Secretary, Organizing Council Chair

**M**(Rodgers)**SP** to move the discussion to a time certain immediately following lunch break. **Consensus**

# Governance decisions

## MAPE 401(k) reinstatement resolution

MAPE Business Manager Paul Schweizer explained MAPE ‘s 401K plan, which is still open for staff to make voluntary contributions.

Political Council Chair requested the resolution be read:

Whereas, the Employer has maintained Minnesota Association of Professional Employees 401(k) plan since 6-21-2001 for the benefit of eligible employees;

Whereas, the Employer is restating the above-referenced Plan to comply with the requirements of the 2017 IRS Cumulative List (IRS Notice 2017-37), the American Taxpayer Relief Act of 2012, the Tax Cuts and Jobs Act of 2017, and other applicable guidance (collectively referred to herein as the Cycle 3 restatement); and

Whereas, the Employer wishes to affirm the appointment of Todd Maki as Trustee of the plan.

Now, therefore, be it resolved that the Employer hereby adopts the Minnesota Association of Professional Employees 401(k) Plan as the complete Cycle 3 restatement of the prior Plan, to be effective on 1-1-2021;

Resolved further that the undersigned members of the Governing Board authorize the execution of the restated Plan document and authorize the performance of any other actions necessary to implement the adoptions of the Cycle 3 Plan restatement. The members of the Governing Board may designate any members of the Governing Board (or other authorized person) to execute the restated Plan document and perform the necessary actions to adopt the restated Plan. The Employer will maintain a copy of the restated Plan, as approved by the members of the Governing Board, along with a copy of the prior Plan, in its files;

Resolved further that the Employer will act as administrator of the Plan and will be responsible for performing all actions necessary to carry out the administration of the Plan. The Employer may designate any other person or persons to perform the actions necessary to administer the Plan; and

Resolved further that the Plan participants shall be provided with a summary of the Plan provisions within a reasonable time following the adoption of the restated Plan.

**M**(Cotter)**SP** pass the resolution as read. **Consensus**

## Delegate Assembly update

MAPE Business Manager Paul Schweizer reported on DA Planning Committee work. Jerry Schmitt will serve as co-Chair with Schweizer and Director Wing will serve as Secretary. The committee will meet again June 9 & June 30.

## Results of statement input

Public Affairs and Communications Director Leah Solo shared with the board results from input gathered from the April 23 newsletter. Members were asked to provide their thoughts on the level of support MAPE should have for social justice issues. More work will be done on this topic.

Chair Evans discussed EDIC work tangential to the statement input.

# Member comments

Speakers: Dylan Adams, 2101 expressed his disappointment at the treatment of Whitney Terrill, the Chair of his local’s Meet and Confer and until recently, the Speaker for the Statewide Meet and Confers, and who has recently come under investigation; Elizabeth Stevens, 1002 reported alleged racial discrimination; Maurice Wilson, 1002 commented on specific statements and alleged racial discrimination; Rhiannon Sargent, 1002 expressed concern over perceived lack of Board accountability; Vernitta Moore, Region 5 offered a personal apology to Whitney Terrill (not present); and John Ferrara, 2001 expressed gratitude for the Technology Advisory Group’s new virtual integration and also expressed concern at the lack of understanding of governance.

## Coalition Building Workgroup

**M**(Coalition Building Workgroup)**P** to move $20K from undesignated funds to replenish the coalition building budget line in order to allow the coalition building workgroup to respond to requests that may come for the remainder of the year. **Consensus**.

# Board complaints continued.

**M**(Tucke)**SF (14/10, abstain)** to appeal the determination of the chair that it would require a 2/3 vote to vote on each remedy separately. **Failed**

Voting yes: Region 1, Region 3, Region 4, Region 5, Region 7, Region 10, Region 11, Region 12, Region 13, Region 15, Region 16, Region 20, Region 21, Secretary

Voting no: Region 2, Region 6, Region 8, Region 9, Region 14, Region 18, Region 19, Treasurer, Organizing Council Chair, Political Council Chair

Abstain: Region 17, Vice President

The Board continued its discussion about the complaints.

**M**(Kotta)**SP** to move to executive session. **Consensus** 2:37 pm

Return to open session at 3:55 pm

**M**(Kotta)**SP** to direct the Secretary, SW President and Angela Christle create a timeline regarding events surrounding the Speaker of M&C including all contacts made, meeting times and lawyer involvement to be distributed to all board members. **Consensus**.

**M**(Kotta)**SP** that President Dayton will ask for a special BOD meeting as soon as possible after the meeting investigation is complete. **Consensus**.

**M**(Hage)**SP** to return to executive session. **Consensus** 4:04 pm

Return to open session at 4:16

# 1-year anniversary of George Floyd’s death

Director Schoop shared event planning of the Equity & Justice Black Caucus.

# Hiring Policy

**M**(Wing)**SP** to have the hiring policy be referred back to the board development workgroup with guidance on what part of the policy to work on next; clarified that BOD members will have two weeks to provide feedback via email. **Consensus**.

# MMB Memo

**M**(Schoop)**SF (15/11)** to extend the meeting by 30 minutes. **Failed**

Voting yes: Region 1, Region 3, Region 4, Region 5, Region 7, Region 8, Region 10, Region 11, Region 12, Region 14, Region 18, Region 20, Region 21, Secretary, Organizing Council Chair

Voting no: Region 2, Region 6, Region 9, Region 13, Region 15, Region 16, Region 17, Region 19, Vice President, Treasurer, Political Council Chair

**Meeting adjourned at 4:31 pm**

**Standing Rules:**

Time Certain Adjournment: No later than 4:30 PM.

Extensions in ½ hour increments, require a 2/3 vote to extend.

Debate is limited to 3 speakers for and 3 speakers against the motion on the floor.

To amend or rescind 2/3 vote is required. Majority required for suspension.

**Consent Agenda:**

1. Minutes
2. Staff materials
3. Reports
   1. PAC report
   2. Regions
   3. Political Fund