

**BOARD OF DIRECTORS Minutes**

**July 17, 2020**

**8:30am – 4:30pm**

Location: zoom

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**Meeting called to order at 8:30**

**Present:** Region 1 Darci Wing; Region 2 Chris Cimafranca (for Randy Shimpach); Region 3 Shanna Schmitt; Region 4 Chris Smith; Region 5 John Bower; Region 6 Tabatha Ries-Miller (after roll); Region 7 Ellena Schoop; Region 8 Ken Rodgers (after roll); Region 9 Stephanie Meyer (replaced at 11:30 by Allison Steinmaus); Region 10 Jackie Blagsvedt; Region 11 Jessica Raptis; Region 12 Tess Flom; Region 13 Lois Tucke (after roll); Region 14 Ann Adkisson; Region 15 Bryan Kotta; Region 16 Darren Hage; Region 17 Mike Terhune; Region 18 Tim Beske; Region 19 Jerry Jeffries (after roll); Region 20 Jay Smith (for Angela Christle); Region 21 Sarah Sinderbrand; SW President Megan Dayton; SW Vice President Thu Phan; SW Treasurer Todd Maki; SW Secretary Lynn Butcher; Organizing Council Chair Sarah Evans; Political Council Chair Cathleen Cotter

Staff: Lina Jamoul

Guests: Whitney Terrill; Maurice Wilson; Leah Solo

# Adopt Agenda

Treasurer Maki requested to have the Treasurer Report moved out of the Consent Agenda and onto the Agenda.

**Adopted by consensus.**

# Investigation

SW President Dayton handed the meeting chair duties to SW Vice President Phan. SW President Dayton and ED Jamoul left the meeting.

**M(**Cotter?)**SP** to enter Executive Session. **Motion passed 25/0**

**Voting Yes:** Region 1 Darci Wing; Region 2 Chris Cimafranca; Region 3 Shanna Schmitt; Region 4 Chris Smith; Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 7 Ellena Schoop; Region 8 Ken Rodgers; Region 9 Stephanie Meyer; 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 Jay Smith; Region 21 Sarah Sinderbrand; SW Treasurer Todd Maki; SW Secretary Lynn Butcher; Organizing Council Chair Sarah Evans; Political Council Chair Cathleen Cotter.

Executive session entered at 8:45 a.m.

Executive session exited at 11: 16 a.m.

**M(**Ries-Miller**) SP** that the Board of Directors find Megan Dayton to have violated the Harassment policy when she posted a video to her campaign website accusing Mike Landers of blackmail. **Motion passed 17/6**

**Voting Yes:** Region 1 Darci Wing; Region 3 Shanna Schmitt; Region 4 Chris Smith; Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 7 Ellena Schoop; 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 21 Sarah Sinderbrand; SW Secretary Lynn Butcher; Political Council Chair Cathleen Cotter.

**Voting No:** Region 2 Chris Cimafranca; Region 8 Ken Rodgers; Region 9 Stephanie Meyer; Region 10 Jackie Blagsvedt; SW Treasurer Todd Maki; Organizing Council Chair Sarah Evans

**Abstaining:** Region 20 Jay Smith

**Not voting:** Region 19 Jerry Jeffries

**M(**Ries-Miller**) SP** to accept the findings of the third-party investigator that Mike Landers did not violate the Harassment policy. **Motion passed 19/3**

**Voting Yes:** Region 1 Darci Wing; Region 4 Chris Smith; Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 7 Ellena Schoop; Region 8 Ken Rodgers; Region 9 Stephanie Meyer; 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; SW Treasurer Todd Maki; SW Secretary Lynn Butcher; Organizing Council Chair Sarah Evans; Political Council Chair Cathleen Cotter

**Voting No:** Region 3 Shanna Schmitt; Region 10 Jackie Blagsvedt; Region 21 Sarah Sinderbrand

**Abstaining:** Region 2 Chris Cimafranca; Region 20 Jay Smith

**M(**Ries-Miller?**) SP** to return to Executive Session after the time-certain for Member Comments in order to discuss a remedy. **Motion passed 18/7**

**Voting Yes:** Region 1 Darci Wing; Region 2 Chris Cimafranca; Region 3 Shanna Schmitt; Region 4 Chris Smith; Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 7 Ellena Schoop; Region 8 Ken Rodgers; Region 11 Jessica Raptis; Region 12 Tess Flom; Region 13 Lois Tucke; Region 14 Ann Adkisson; Region 16 Darren Hage; Region 18 Tim Beske; Region 19 Jerry Jeffries; Region 20 Jay Smith; Region 21 Sarah Sinderbrand; SW Secretary Lynn Butcher;

**Voting No:** Region 9 Stephanie Meyer; Region 10 Jackie Blagsvedt; Region 15 Bryan Kotta; Region 17 Mike Terhune; SW Treasurer Todd Maki; Organizing Council Chair Sarah Evans; Political Council Chair Cathleen Cotter.

# Member Comments

SW Vice President Phan returned chair duties to SW President Dayton.

Whitney Terrill – pointed Board members to the document in the board packet proposing to expand the associate membership to laid off members as a way to maintain contact and engagement; shared with the board some of her experiences associated with the Bob Kroll Statement.

Maurice Wilson – had come to the board to request support for the Diversity and Inclusion Caucus petition; admonished the Board for interrupting and cutting off Member Terrill.

**M(**J. Smith**)S** to censure the director for interrupting a member who was sharing important information the Board of Directors needed to hear.

**M(**Ries-Miller**)** to amend the motion to read: censure Tabatha Ries-Miller for enforcing the Board rules. **Amendment ruled out of order by SW President Dayton.**

**Original motion: M(**Smith**)SP** to censure the director for interrupting a member who was sharing important information the Board of Directors needed to hear. **Motion passed 15/7**

**Voting Yes:** Region 2 Chris Cimafranca; Region 9 Allison Steinmaus; Region 10 Jackie Blagsvedt; Region 11 Jessica Raptis; Region 13 Lois Tucke; Region 17 Mike Terhune; Region 18 Tim Beske; Region 20 Jay Smith; Region 21 Sarah Sinderbrand; SW Vice President Thu Phan; SW Treasurer Todd Maki; SW Secretary Lynn Butcher; Organizing Council Chair Sarah Evans; Political Council Chair Cathleen Cotter

**Voting No:** Region 3 Shanna Schmitt; Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 8 Ken Rodgers; Region 12 Tess Flom; Region 14 Ann Adkisson; Region 15 Bryan Kotta;

**Abstaining:** Region 16 Darren Hage

**Not Voting:** Region 1 Darci Wing; Region 4 Chris Smith; Region 19 Jerry Jeffries

# Investigation Continued

SW President Dayton handed chair duties to SW Vice President Phan.

Executive session re-entered at 12:50 p.m.

Executive session exited at 1:?? p.m.

**M(**Kotta**) S** that the Board issue a written reprimand to Megan and require a statement be posted to the website for a period of no less than six months and no more than 12 months and that the statement be reviewed and approved by the Board of Directors prior to posting.

**M(**Butcher**) SF** to amend the motion to change replace “statement” with a “video message acknowledging harm done to the organization and calling for solidarity and moving forward. **Motion failed 8/13**

**Voting Yes:** Region 1 Darci Wing; Region 6 Tabatha Ries-Miller; Region 11 Jessica Raptis; Region 12 Tess Flom; Region 13 Lois Tucke; Region 14 Ann Adkisson; SW Secretary Lynn Butcher; Political Council Chair Cathleen Cotter

**Voting No:** Region 2 Chris Cimafranca; Region 3 Shanna Schmitt; Region 5 John Bower; Region 8 Ken Rodgers; Region 9 Allison Steinmaus; Region 10 Jackie Blagsvedt; Region 15 Bryan Kotta; Region 16 Darren Hage; Region 17 Mike Terhune; Region 18 Tim Beske; Region 20 Jay Smith; SW Treasurer Todd Maki; Organizing Council Chair Sarah Evans

**Not Voting:** Region 4 Chris Smith; Region 7 Ellena Schoop; Region 19 Jerry Jeffries; Region 21 Sarah Sinderbrand

**M(**Cotter**) SP** to split the original motion. **Motion passed by consensus**

**First part: MSP** that the board issue a written reprimand to Megan. **Motion passed 22/0 Clarified to understand that the reprimand will be written by SW Vice President Phan with feedback from the Executive Team.**

**Voting Yes:** Region 1 Darci Wing; Region 2 Chris Cimafranca; Region 3 Shanna Schmitt; Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 8 Ken Rodgers; Region 9 Allison Steinmaus; 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 20 Jay Smith; Region 21 Sarah Sinderbrand; SW Treasurer Todd Maki; SW Secretary Lynn Butcher; Organizing Council Chair Sarah Evans; Political Council Chair Cathleen Cotter.

**Abstaining:** Region 10 Jackie Blagsvedt

**Second part: M(**Kotta**) S** to require a statement be posted to the website for a period of no less than six months and no more than 12 months and that the statement be reviewed and approved by the Board of Directors before posting.

**M(**Terhune**) SP** to replace “not less than six months and no more than 12 months” with no less than one month and no more than two months.” **Motion passed 23/0**

**Voting Yes:** Region 1 Darci Wing; Region 2 Chris Cimafranca; Region 3 Shanna Schmitt; Region 4 Chris Smith; Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 8 Ken Rodgers; Region 9 Allison Steinmaus; 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 20 Jay Smith; Region 21 Sarah Sinderbrand; SW Treasurer Todd Maki; SW Secretary Lynn Butcher; Organizing Chair Sarah Evans; Political Council Chair Cathleen Cotter

**Not Voting:** Region 7 Ellena Schoop; Region 19 Jerry Jeffries

**M(**Ries-Miller**) SF** to change “posted to the website” to “posted prominently to the MAPE homepage where it is easily accessible.” **Motion failed 10/12**

**Voting Yes:** Region 1 Darci Wing; Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 11 Jessica Raptis; Region 12 Tess Flom; Region 13 Lois Tucke; Region 14 Ann Adkisson; Region 17 Mike Terhune; SW Secretary Lynn Butcher; Political Council Chair Cathleen Cotter

**Voting No:** Region 2 Chris Cimafranca; Region 3 Shanna Schmitt; Region 4 Chris Smith; Region 8 Ken Rodgers; Region 9 Allison Steinmaus; Region 10 Jackie Blagsvedt; Region 15 Bryan Kotta; Region 16 Darren Hage; Region 18 Tim Beske; SW Treasurer Todd Maki; Organizing Council Chair Sarah Evans

**Not Voting:** Region 7 Ellena Schoop; Region 19 Jerry Jeffries

**Amended second part: MSP** to require a statement be posted to the website for a period of no less than one month and no more than two months and that the statement be reviewed and approved by the Board of Directors before posting. **Motion passed 14/10**

**Voting Yes:** Region 1 Darci Wing; Region 4 Chris Smith; Region 5 John Bower; Region 6 Tabatha Ries-Miller; 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 21 Sarah Sinderbrand; SW Secretary Lynn Butcher; Political Council Chair Cathleen Cotter

**Voting No:** Region 2 Chris Cimafranca; Region 13 Shanna Schmitt; Region 8 Ken Rodgers; Region 9 Allison Steinmaus; Region 10 Jessica Blagsvedt; Region 18 Tim Beske; Region 20 Jay Smith; SW Treasurer Todd Maki; Political Council Chair Cathleen Cotter

**Not Voting:** Region 7 Ellena Schoop

SW VP Phan returned chair duties to SW President Dayton at 2:15 p.m.??

# Responding to member feedback of Bob Kroll statement (moved up in agenda by consensus)

Process for statements (Dayton, Jamoul) – SW President Dayton and ED Jamoul requested feedback on the statement process. The Board requested clarity on what constitutes an emergency situation for governance purposes and clarity and expansion of the review by members who are likely to be impacted.

Statement from Board of Directors to DOC members (Board)

**M(**Jeffries**)S** that Comms draft a statement from the Board of Directors that addresses the members’ request and that DOC members review the statement.

Clarification was sought on the motion. ED Jamoul and SW Secretary Butcher provided context on the requests and the work that had been done so far. Several members have dropped, including longtime leaders in DOC; one local president and one board member have dropped their PAC membership. Drop numbers are on par with recent months.

In order to provide guidance to Comms, each director was asked to share their experiences with member reactions to the statement. Major themes were:

* Some directors have received no feedback
* The majority of feedback received has been positive;
* Negative feedback has come primarily from DOC members, but have also heard negative feedback from a handful of non-DOC members
* Some members have expressed disappointment or upset with MAPE for not doing more than just make a statement
* Some members do not seem to know anything about the statement
* Some directors have brought the statement up to their locals and talked it out
* Reactions from Greater Minnesota differ from those in the metro area, and within some Greater Minnesota regions, differ between locals
* MAPE needs to take stronger action around equity

**M(Schmitt)SP** to extend the meeting time by 30 minutes. **Motion passed by consensus.**

**M(Schoop)SP** to have listening sessions. **Motion passed by consensus.**

**M(Schoop) SP** to start a series of newsletter stories around equity. **Motion passed by consensus.**

**M(**Blagsvedt**) SP** to amend the motion to bring it in line with the new statement policy language about impacted members. **Motion passed by consensus.**

**Amended motion: MSP** that Comms draft a statement from the Board of Directors addressing members’ requests and that it is reviewed by members who have been impacted. **Motion passed 18/5**

**Voting Yes:** Region 1 Darci Wing; Region 2 Chris Cimafranca; Region 3 Shanna Schmitt; Region 4 Chris Smith; Region 8 Ken Rodgers; Region 11 Jessica Raptis; Region 12 Tess Flom; Region 14 Ann Adkisson; Region 15 Bryan Kotta; Region 16 Darren Hage; Region 17 Mike Terhune; Region 19 Jerry Jeffries; Region 20 Jay Smith; Region 21 Sarah Sinderbrand; SW Vice President Thu Phan; SW Treasurer Todd Maki; SW Secretary Lynn Butcher; Organizing Council Chair Sarah Evans;

**Voting No:** Region 5 John Bower; Region 6 Tabatha Ries-Miller; Region 7 Ellena Schoop; Region 10 Jackie Blagsvedt; Political Council Chair Cathleen Cotter

**Not Voting:** Region 9 Allison Steinmaus; Region 13 Lois Tucke; Region 18 Tim Beske

Appointments(Dayton) SW President asked for consensus for her appointments to Negotiations; Elections Committee; Nominations Committee, Constitution and Rules Committee. **Appointments approved by consensus.**

**M(**Schmitt**) SF** to extend the meeting by 30 minutes. **Motion failed 14/8 for lack of reaching 2/3 threshold.**

**Voting Yes:** Region 1 Darci Wing; Region 3 Shanna Schmitt; Region 4 Chris Smith; Region 5 John Bower; Region 7 Ellena Schoop; Region 11 Jessica Raptis; Region 12 Tess Flom; Region 14 Ann Adkisson; Region 19 Jerry Jeffries; Region 20 Jay Smith; Region 21 Sarah Sinderbrand; Organizing Council Chair Sarah Evans

**Voting No:** Region 2 Chris Cimafranca; Region 15 Bryan Kotta; Region 16 Darren Hage; Region 17 Mike Terhune; SW Vice President Thu Phan; SW Treasurer Todd Maki; SW Secretary Lynn Butcher; Political Council Chair Cathleen Cotter.

**Not Voting:** Region 6 Tabatha Ries-Miller; Region 9 Allison Steinmaus; Region 13 Lois Tucke; Region 18 Tim Beske.

Meeting adjourned at 5 p.m.

**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
   1. Executive team – 2 July 2020
   2. Board of Directors – 19 June 2020
   3. Executive team – 24 July 2020
2. Officer Reports
   1. President
   2. Vice President
   3. Treasurer
   4. Secretary (not included)
   5. Political Council
   6. Organizing Council
   7. Board development group (not included)
   8. PAC (not included)
   9. Regions (not included)
   10. Meet and Confer
   11. Executive Director