

Dimond Improvement Association
Board of Directors Meeting - April 13, 2023

Board Members Present: Ryan Romaneski; David Gross; Victoria Wake; Bret Peterson; Judy Klinger; Heather Harris; Alex Park; Julie Johnson; Erica Perez; Kevin Whittinghill; Chris Harper; Marty Wunsch

Board Members Absent: Anoush Jackson-Sattler; Charlie Deterline; Phyliss Martinez; May Seto-Wasem; Michaela Sangalli-Guilano; Lindsey Berking; Chris Palomares; Zandile Christian; Jay Ashford

Guests Present: Amber Childress from District 4
The meeting was convened at 7:10 p.m.

1. Agenda Approval.

ACTION: Motion by MARTY to approve the Meeting Agenda, JUDY seconded. The motion to approve the Meeting Agenda was APPROVED 11-0, with Chris abstaining.

2. Minutes Approval.

ACTION: Motion by BRET to approve the March meeting minutes. ALEX seconded. The motion to approve the March meeting minutes was APPROVED 11-0, with CHRIS abstaining.

3. Co-Chair's Report.

RYAN reviews and discusses the Board Norms and Board Operating Rules, as discussed in the January retreat.

Board Norms:

- Own your seat and be prepared
- Use “I” statements to speak your truth without shame or blame
- Share the air: step up, step back and invite other voices in
- Seek to understand, then to be understood - and focus on *common interests*, not *positions*
- Engage in radical candor - confront directly and don't let things fester

Board Operating Rules:

- Share agenda items and pre-work 72 hours in advance
- Clarify objective, decision rights, next steps (who, what, by when)
- Take turns, raise hands, limit shares (60 sec), speak < 3x on a topic
- Repeat the motion verbally and in writing; check-in for clarity (0-5)
- Provide time for processing, questions and comments
- Share minutes within two weeks of the Board meeting

KEVIN: In May, we will hold officer elections. If you want to change committees, let me know before the May meeting.

4. Treasurer's Report.

Board reviews the Budget to Actual Report by Committee. A general discussion ensues about how to make the budget report more readable. Several Board members express interest in a tutorial on how to read a budget and other financial documents. There is a general consensus on simplifying and increasing readability.

5. For the Good of the Order.

CHRIS reports that many memberships are expiring, and asks that everyone be sure to renew your memberships this week.

JUDY mentions appreciation for Janani Ramachandran's actions as our District 4 councilperson, that she has been especially involved and has attended many community events.

6. District 4 Update.

AMBER encourages the Board to check out the District 4 website and newsletter for upcoming events. The MAYOR is having a Spring Clean week next week, and Dimond Park has been selected as a subject of this event, to take place on Wednesday, April 19.

MARTY brings up a chronic problem of overflowing trash cans in Dimond Park.

JUDY mentions that there are no recycling or compost bins and recommends that AMBER pass this along to District 4.

RYAN brings up the withdrawn funding for the BID. AMBER says there is some question at City Hall about whether there is a conflict of interest. Ultimately, MAYOR SHENG will have to resolve it, since she approved the funding.

VICTORIA asks about the timing of installation of Bots Dots - we haven't received any information, even though this was funded and promised over a year ago.

AMBER reports that her office should have a date next week on the Budget Town Hall. This is a collaborative community gathering on the budget before it goes to council for a vote.

VICTORIA reports from last night's council meeting, and notes that the JANANI is working on a police substation. A police substation currently exists at Safeway, but it is empty. Safeway has been using it as storage.

7. **Dimond Shine Report.**

VICTORIA reports:

- 97 volunteers who pre-registered showed up (52%)
- 57 volunteers registered on-site
- 13 DIA Board members volunteered
- The show rate of 52% was less than it was in 2022, but the day-of signups were higher.
- The total number of participants was 167.
- We came in \$40 under budget, and we ended up spending less than last year, which was partially due to re-used equipment and donated refreshments. Special thanks to JoAnn Tracht-Rawson for securing the donated refreshments

Some improvements we noticed this year over last year's event :

- we had waivers signed electronically, which greatly streamlined the registration, and helped reduce the amount of time people were mulling about before the event.

- we put people to work sooner and started the program on time
- post-event gathering
- we secured the City supplies earlier and managed our expectations better in terms of what the City would provide.

8. **Fiscal Policies and Procedures.**

The Board votes on and approves the following documents relating to Board policies and procedures:

Conflict of Interest Policy

ACTION: MARTY moves to approve as written, CHRIS seconds. Motion APPROVED unanimously.

Whistleblower Policy

ACTION: JUDY moves to approve as written, KEVIN seconds. Motion APPROVED unanimously.

Board of Directors Authorities (who approves what)

ACTION: CHRIS moves to approve as written, MARTY seconds. Motion APPROVED unanimously.

Signature Authorities

ACTION: JULIE moves to approve, with agreed upon modifications and clarifications, CHRIS seconds. Motion APPROVED unanimously.

DAVID questions reasons behind having a Past Chair or Past Treasurer for signatories. RYAN and other explain that this is a common practice for nonprofits and aids in transition.

CHRIS suggests including language stating that signatories must be on file with the bank. VICTORIA wonders about electronic transfers; RYAN will work out some language.

Signature Authorities for Contracts

ACTION: KEVIN moves to approve as written, HEATHER seconds. Motion APPROVED unanimously.

Remainder of the Fiscal Policy and Procedures

ACTION: MARTY moves to approve as written, subject to minor formatting DAVID seconds. Motion APPROVED 11-0, with CHRIS abstaining.

9. Board Calendar

RYAN: we now have a master calendar for the organization, so we can more effectively manage resources. He asks that the committee chair take this back to committees and ask them to populate the calendar with broad brush planning, upcoming events.

10. Board Recruitment

Currently we have twenty-two (22) Board members Six (6) Board members are stepping down. The Membership Committee is now recommending 4 candidates:

Madeleine Dewitt
Malia Miller
Charis Jones-Allen
Don Woods

ACTION: BRET moves to endorse these 4 candidates for nomination to the Board. MARTY seconds. Motion APPROVED unanimously.

11. Vote by E-mail Amendment

General discussion ensues on pros and cons of allowing voting by e-mail. Some members are strongly in favor of this amendment for the convenience factor (i.e., that it would allow us to conduct Board business without the necessity of a formal meeting.) Others expressed concern about the e-mail format not allowing for full and fruitful discussion and debate of the issues.

ACTION: MARTY moves to table this issue until we have an opportunity for further discussion. No second. MOTION withdrawn.

ACTION: KEVIN moves to endorse the Amendment for consideration by the members at the General Meeting. MARTY seconds. Motion is APPROVED 11-1.

12. General Meeting and Volunteer of the Year

The General Meeting will be April 25th at the Library. There will be a pizza social, Volunteer of the Year Award(s), and voting on the new Board members. The meeting is open to the general public to encourage DIA membership. Invitations went out via the Dimond News Group and our Newsletter subscriber list.

13. Business Improvement District Update

BRET reports that we expect to have 20% of the budgeted owners signed by end of day tomorrow. The City has granted an extension to May 8 to reach the 30% threshold. BRET asks for help from the Board to knock on doors from low-percentage representatives who have not responded to phone or e-mail. JUDY and MARTY agree to assist.

14. Head-Royce Final Environmental Impact Report (“FEIR”)

Former Board Member JoAnn Tracht-Rawson e-mailed the Board to ask that we send a second letter to the Oakland Planning Commission to reiterate our concerns about the Head Royce evacuation plan.

BRET pointed out that the City didn't find any significant environmental impacts under the categories studied in the Draft Environmental Impact Report (“DEIR”), which included wildfire and emergency evacuation. DAVID also pointed out that the concerns we raised in our letter were addressed in the FEIR, since (i) the City made developing an evacuation strategy an express condition of approval for the Project's PUD permit, (ii) a detailed implementation plan is required as a precondition to issuance of a certificate of occupancy for the building permit, and (iii) the City recommended that any such plan include the specific recommendations from the Neighborhood Steering Committee's expert.

No motion was made, and therefore no action was taken regarding a second letter.

Meeting was adjourned at 9:10 pm