

## September 28, 2021 NENA Annual Meeting Agenda Minutes

- Roll call Daniel Foregger Called Roll
  - Sarah Foregger Present In Person
  - Carlos Coto Present In Person
  - Sitka Kowloski Present In Person and left to join by Zoom
  - Tory Spengler Present by Zoom
- Minutes for August are approved via email and posted online.
- Quorum - must achieve 25 in attendance for quorum, per bylaws. Due to the heightened Covid situation in Boise, Zoom attendance will be used. - Over 125 Members attended by Zoom.

Statement on continued online and in-person harassment of board members.

“The NENA board and legal counsel want the entire neighborhood to know and fully understand that board members have been subjected to ongoing and malicious harassment on social media, email, and in-person that is beyond the scope of consenting to serve as a volunteer in a non-profit. Statements via electronic communication have been made that are completely false and defamatory; email communications have persisted with the intent of harassing, annoying, and terrifying board members. There have been threats of picketing our homes. These actions demonstrate a serious lack of decency and goodwill. In recent weeks, two board members and their family members, including underage children - have been subjected to in-person intimidation and stalking by people who reside in our neighborhood. This is not ok and it is not legal. This behavior is beyond unacceptable and needs to stop. We ask that you do not engage or participate in these attempts to harass, threaten, annoy, or stalk board members or volunteers. We also ask that you stand up to hate, in any form. It is fine to disagree with facts related to neighborhood P&Z, historic, or events like HPSF. But no one should intimidate, harass, threaten, annoy via electronic or in-person means any member or to-be board member.”

I would like this read into record. - Read by Sarah Foregger

Summary of NENA's current legal status provided by NENA Attorney Brit Kreymeier:

Brit explained that their firm has two different billing numbers being utilized to separate out the general counsel work that they are doing for the NENA board versus the work they are doing on the current litigation (litigation number two). Brit provided a brief explanation of the two pending litigations (known as litigation number one filed in January 2021 and litigation number two filed recently by some of the same individuals lamenting about attorneys' fees). Brit also stated the case number and named plaintiffs for the record and stated that the action is public record.

1. Brit explained that the Board has a duty to defend NENA against litigation or it would be neglecting its duties as board members. Brit also said that the board will attempt to recoup its fees from the insurance company.
2. Brit explained that the fees are high in litigation number two because they have not only had to answer the plaintiffs complaints, but also their pending motion which includes numerous declarations and hundreds of pages of exhibits. Brit said that litigation number one is on the cusp of resolving and her involvement in that is limited as she tries to remind the insurance company they have a duty to provide the board an attorney.

#### Financials

- Linked in agenda, posted online. P&L shows refund of vendor's checks for HPSF
- Big legal bill explanation - 2 min, Brit,
  - Legal fees related to the lawsuit filed July 29, 2021 by Jon Stride on behalf of Plaintiffs Mary Fite, Diane Hughes, Dave Green, Julie Madsen, Sheri Edmond, Michael Herman, John Llewellyn, and Laurynda Williams vs. NENA
  - "These individuals have opted to file a frivolous suit in furtherance of wasting NENA's funds. This has also delayed the legal review of the bylaws"

Carlos Coto brought forth the following Motion:

Whereas the Hyde Park Street Fair was started by a group of Hyde Park businesses and the job of organizing it was taken over by NENA several years ago. Whereas NENA is a 501.4.c organization and as such none of the contributions to NENA are tax deductible

Whereas NENA has been approach by organizers, vendors, sponsors and neighbors about making the Hyde Park Street Fair it's own separate 501.3.c organization with the intent that it's proceed be donated every year to a group of Boise charities chosen by the organization and its members and board that meet all requirements stated on the better business bureau standards for charity accountability [https://www.bbb.org/cincinnati/charities\\_02/microsite-child](https://www.bbb.org/cincinnati/charities_02/microsite-child)

Be it resolved then that the board will invite subject matter experts and organizer(s) as well as the public to discuss and put forth a vote to make the Hyde Park Street Fair it's own separate 501.3.c organization on October 26 2021."

Carlos made the motion, Sarah Foregger seconded and Tory voted Aye, Sitka Kolowski voted Aye, and Daniel Foregger voted Aye. The motion passed unanimously.

#### Brief Committee Updates:

Grants Carlos - reviewed: Grants received 3 fine grants. Two grants were for speed street signs and one grant to help buy MLK flags to use during MLK month on Harrison. All Fine Grants will be presented to the full board in the next few days for their review and vote in October.

#### Bylaws update by Carlos

Bylaws will go through legal review. As noted by Carlos on the record during the meeting: Bylaws: bylaws were not finished by September due to the unfortunate filing of the second lawsuit. The filing prevented legal review. Legal review was vital as I received personal threats of being sued and all of the bylaws volunteers being sued if the bylaws were published for public inspection. Because of that legal review was necessary. The second lawsuit derailed the timeline to appropriately review, pass and publish the updated Bylaws.

#### Streets-

Historic update from Carlos -

Since February, the HP committee has achieved the following:

- Created a Google Doc with all committee doings so anyone interested has unrestricted visibility into present and future plans Added many educational and/or helpful links to the NENA website.
- Testified on behalf of NENA at every HPC meeting and one City Council meeting since March.
- Commented on the Demolition/Enforcement document for the City Launched an education campaign about the need for Tree C of A's by getting links on the City Forestry and NENA's websites, posted about it on NextDoor and Facebook and talked to local realtors.
- Made substantive connections with HPC-level applicants to help them through the process and guide them on what is important to NENA while welcoming them to the neighborhood.
- Attended meetings with City Planning Staff, Code Compliance, Developers, and architects to better understand processes and give feedback on various projects.
- Collaborated with EENA, SHIPO and Preservation Idaho to guide the VA's mitigation process related to their parade ground construction plans.
- Have made a very long list of tasks still to be accomplished that we'll continue to work on.

P&Z - Provided By Erik Hagen addressing ADU and Current City Submissions relevant to the North End available on the city website.

Hyde Park Street Fair

- Carl will provide financials at next meeting details are linked
- Currently, 70+ vendors have decided to “roll forward” with their booth payments for next year’s fair.
- Motion to put to the public that HPSF become its own 501.3c non profit organization and to be voted next October meeting to hire a non profit firm to study it
  - Benefits: Having a HPSF donation be tax deductible opens up the ability to have monetary and items donated. This provides an incentive for businesses and individuals and encourages greater generosity. Currently, any donation to HPSF is NOT tax deductible because NENA is a 501.4c. ([see this information from TurboTax on why status matters for tax deductions](#)).
  - Each year, HPSF can route the funds to support pre-selected local charities that meet charitable organization requirements of BBB. (ex: Jesse Tree, Idaho Food Bank).

Election:

1. Introduce LP Associates as holding the election - Carlos introduced Paxti as 3rd Party Service and Paxti reviewed process and procedure before transition to outside.
2. NENA board will not count, collect, or touch physical or electronic votes.
  - a. NENA Secretary has validated the online voter registration which closed yesterday.
  - b. NENA Secretary, per bylaws, will validate in-person voting through a socially distant setup at the church.
    - i. Please bring with you proof of ID (photo ID - college ID, drivers license, passport), and something that shows your current address if your ID does not (cancelled mail, county assessor statement, utility bill, etc.).
3. Candidate Nominations from the Floor & list of total candidates - Carlos
  - a. Candidates on the Ballot included:
    - i. Julie Varin
    - ii. Amy Allgeyer
    - iii. Laurynda Williams
    - iv. J Dallas Gudgell
    - v. Eric Smith
    - vi. Nola Walker
    - vii. Erik Hagen
    - viii. Drew Alexander
    - ix. Julie Madsen
4. Each Candidate will have 2 minutes to introduce themselves and give background.
  - a. Once each Candidate speaks, we will open electronic and in-person voting

Each Candidate spoke for 2 minutes with the exception of J D Gudgell. Who did not hear his name in line several times throughout the process. Additionally email communication was sent out to notify of his turn/opportunity to speak before all candidates had introduced himself.

Voting began outside with Officer Moreno onsite. Several members of the public caused disruption, refusing to give 6 feet of space for safe Covid distancing and would not respond to repeated de-escalation attempts by on-site Police. This included Michael Herman and M. Burkett to which at one point included physical contact with these individuals and the police officer.

Voting continued until 10:30 PM when LP Associates collected all of the ballots and declarations. The meeting was then motioned to adjourn by Sarah Foregger, Seconded by Carlos Coto and the motion passed unanimously.

Minutes accepted and approved September 30, 2021

A handwritten signature in black ink, appearing to read 'Sarah Foregger', with a long, sweeping underline.

Sarah Foregger, acting President, VP