

Minutes from SFBC Board Meeting of September 27th, 2016

Attendance:

Present:

Brianne O'Leary Gagnon (President)
Lawrence Li (Treasurer)
Amandeep Jawa (Secretary)
Shirley Johnson
Mary Kay Chin
Lisa Fisher
Rocky Beach
Andy Toebben
Vanessa Christie
Paul Supawanich
Zack Stender
Andy Thornley

Staff:

Brian Wiedenmeier (ED)
Chris Cassidy
Libby Nachman

Guests:

Matt Biggar
Jiro Yamamoto
Tracy Chinn
Brad McManus
Abigail Tinker
Lindy Patterson
Maic Lopez

Absent:

Lainie Motamedi
Leah Shahum
Jenn Fox

Quorum: Yes

Meeting Time: 6:30pm - 8:21pm

Fundraising: Rocky & Tracey

- Tour De Fat 170 new & renewing members (short of 220 goal) but first year of TdF charging admission
 - \$17K raised
 - seems on par with previous years
- Lisa & Brianne's House Party

- Zack got raffle items
- raised \$11,500
- Tracey - is working on dev associate job posting
 - short staffed
 - will need big help from Board on year end appeal & Winterfest
 - Winterfest
 - Craigslist is Marquee Sponsor again (thanks Brienne)
 - Ticket sales live in 2 weeks
 - \$60K cash sponsor goal
 - Year-End-Goal: Rocky
 - Having working meeting at lunch tomorrow
 - all Board members encouraged to join

Executive Director Update & Program Report: Brian

- 100K YTD deficit - underscores importance of our year end activities
 - ask for corporate sponsors
- Strategic Plan Report
 - Mayor's Executive Directive: 3 streets will be getting protected bike lanes in the Tenderloin in the next 3 months
 - Polk Street Improvements Starting
 - pre-construction outreach is happening
 - Speed humps and will be being installed in GG Park
 - BikeShare Title Sponsor: Ford
 - discussion of the possibility of pitching Ford for funding advocacy
 - Focus on the Five:
 - SFPD met the "50% of citations should be for the 5 most dangerous issues" goal for the first time in August
 - Bike the Vote update for Nov Election
 - Biggest push on Props J & K
 - Polling on K is looking bad,
 - will need big push to pass
 - SFBC will be pushing
 - asking Board to push as well
 - Uber + SFBC Educational Partnership : Libby & Chris
 - Members wants Uber/Lyft driver training (top 3 issue in member survey)
 - Meets strategic plan goal for driver education
 - Consulted & Produced content
 - 4 videos (3 for drivers, 1 for passengers)
 - Sharing the Road
 - Bike Lanes
 - Right Turns
 - Passenger Loading
 - Wrote tips & best practices for drivers & riders
 - Discussed PR Timeline & Messaging
 - Reaching more than half a million people with this content
 - Discussing with other interested parties
- 3 Upcoming Bike The Vote Service Stations

- Upcoming Board Candidate Session on Thursday

Secretary's Report: 'Deep

- Discussed board@ emails
 - August minutes delayed, will be reviewed at October meeting
 - Review of board@ emails

Governance: Andy

- Proposal for Majority Vote Clause in Board Election:
 - "Requirements for Valid Action for Board of Director elections. For purposes of the annual election of Directors conducted by electronic ballot, candidates receiving the highest number of votes are elected. There shall be no required minimum number of returned ballots, and the quorum requirement of Section 9 shall not apply."
 - *Motion to approve above change to bylaws language carried (Andy Th moved / Lawrence 2nded: Unanimous)*

Board Dev: Lisa (in lieu of Leah)

- In Election process
- Candidate In Person Meetings by October 14th
- At Board Meeting (Oct 25th) will discuss Board election in closed session
- Nov 4th deadline to agree to be on ballot
- Nov 17th voting begins
- Recommendation Process
 - Reviewing questionnaires & meeting
 - Meeting on Oct 20th
 - On Oct 25th coming to Board with recommendations
 - Shirley recommended to not make Board recommendations
 - unconscious bias
 - causes some to drop out
 - Lisa raised point that we will be recommending who fits needs & helps avoid popularity contest
 - Brianne pointed out that the skills requested allows us to maintain Board diversity
 - Lawrence points out that he relies on our Board judgement
 - 'Deep pointed out member trust issue
 - Andy pointed out that Rocky is an example
 - Rocky - diverse of thought, race, skills in general - imperative for us to give recommendations
 - Vanessa - exact number is XXXX
- *Motion to approve Board Recommendation Process carried (Lisa moved / Brianne 2nded: 11-1) (Further comments in Appendix A below)*

Strategic Planning: Shirley

- put together Draft Scope & Timeline - proposes July 2017 for Board approval of the new strategic plan
- won't be changing the mission of the SFBC
 - allow possibility of tweaking wording on mission statement

- plan to develop new Values statements to help define the values of the organization
- Discussed outside advice from other similar organizations
- Plan a 5 year SP with option to update in 3 years if needed
- Discussed possible scope changes
 - perhaps more than just programmatic SP
- Reviewed draft schedule

Personnel: Brianne

- Reviewed ED review process

Public Comments

- Abigail Tinker - not completely clear that the Mission statement is our Mission Statement

Signature of Board Secretary:



Amandeep Jawa

Appendix A to SFBC Board Meeting Minutes 9/27/2016

Summary:

The Board Development Committee proposed a process for the board to recommend candidates for the 2016 board election.

Relevant Bylaws Excerpt:

Article V, Section 4. B.

Nominations by Board of Directors. The Board of directors may adopt a procedure for a (sic) Board-approved nominations.

Board Vote:

The board voted 11-1 to approve the proposed process for the board to recommend candidates for the 2016 board election.

Supporting Opinion (Brianne O'Leary Gagnon):

The board development committee presented a plan to recommend board candidates based on the needed skills and experience identified by the board given both ongoing organizational needs and potential turnover. The SF Bicycle Coalition retains a member-

elected board, and our members look to that board to have the best sense of what those needs are and in what ways potential candidates can best meet them. It is a necessary and proper function of any board of directors to engage in this work, and is not about advancing a political viewpoint. Rather, the board will recommend candidates who have the best capacity to further the organization's mission and engage in the important work, both ongoing and timely, that volunteer board members must commit themselves to.

Dissenting Opinion (Shirley Johnson):

The board recommending candidates is an attempt to officially influence how members vote. I believe the board, as a body, should remain neutral in the election process, just as staff remains neutral. Individual board members, not acting in their official capacity, would still be free to evaluate and recommend candidates.

There are two primary reasons that I voted against board-approved recommendations of board candidates:

1. If the board recommends board candidates, we can limit diversity on the board. A diverse board is a strong board, because good decision-making requires looking at issues from many different perspectives. Subjectivity and unconscious bias can result in the board recommending candidates who are similar to us, particularly in terms of viewpoints and opinions. Diversity in opinion arises in part from diversity in age, race, background, and socioeconomic status, all characteristics prone to bias in a board-recommendation process. The process is further complicated by incumbents running for the board, because the board is obliged to recommend fellow board members. This limits opportunities for new people to be recommended and gives the appearance of a privatized club.
2. In the past, the board-endorsement process has caused some qualified candidates to drop out of the race when they didn't get endorsed. Even though we may have the best of intentions, the end result has discouraged member engagement. For example, a [blog post from the 2014 election](#) states:

This year, a Board Slate was endorsed including eight individuals for the eight open slots on the board. Several other qualified individuals were not selected for the slate. (All but one of them chose not to run at this time.)

I believe our goal as a board should be to encourage members to run for the board and to facilitate an open exchange of information about the candidates so that voters can make well-informed decisions to elect a representative board. Instead, the board-endorsement process historically has had the opposite effect. Skewing participation in board elections and limiting diversity on the board expands the gap between the board and the membership, reducing overall membership participation and effectiveness of the SF Bicycle Coalition.

Board members stated that they believe the board provides a service to the membership by recommending candidates. However, the board plans to determine the

recommendations in closed session. This closed process does not provide insight to the voting membership, and the membership will not have an opportunity to learn what criteria are ultimately used to determine the recommendations. A closed and unaccountable recommendation process undermines credibility of the board.

Members for More Representative Elections (MMRE), a group of SFBC members who have been working all year to improve board elections, has done extensive analysis of democratic election processes. MMRE does not support board endorsements. I respect the research and analysis of MMRE and agree with the group's assessment.

For an open and fair democracy, the board should not attempt to officially influence the board election outcome by recommending candidates.