

DRAFT: Board of Directors – proposed structure changes

Beginning in 2021, five (5) at-large directors (Cohort A) will start a one-year term, five (5) at-large directors (Cohort B) will start a two-year term, 5 at-large directors (Cohort C) will start a three-year term. Moving forward, a five-person cohort will be elected each year, as the five-person cohort in their last year rotate off the board, maintaining a 15-person board.

All board members would be elected as at-large directors. Within 30 days after the annual meeting, each director would complete a survey, or other preference tool deemed appropriate, and indicate their priorities, skillsets, interests, and desires for board roles.

The previous executive committee will aide in reviewing preferences and assist in making suggested recommendations for role assignments. New executive committee, and all other roles, would be voted on based on interest during “role assignment discussion” by full board of directors.

At the first directors meeting, following the annual meeting, a role assignment discussion would happen, leading to a consensus and delegation of responsibilities. Each role would have support documents that help transition members to that role (in addition to access to individuals who previously served).

Anticipated benefits:

- A director does not need to serve in the same role during their term on the board and have the flexibility to move to another role during their time serving
 - Switches could be made to swap responsibilities during the year, if deemed needed and appropriate by the board
- This allows the current board members to capitalize on the talents and interests of the individuals who are serving during that year
- May provide direct access to context and precedent if members who served in a role can assist the new person in that role, if they are serving at the same time
- Sets a higher expectation of committee involvement since positions are more distinct and specified
- Allows for more broad recruitment to the board – possible candidates will not be discouraged from joining board due to limited available positions during a given year
- Creates more opportunities to collaborate across the board

Anticipated challenges:

- A role may not meet the expectations of an incoming board member, should they not receive the role they most desire
- Over-defining roles could lead to the feeling of being limited or siloed by board members

Expected directorship bids at May 2021 Annual Member Meeting:

Cohort A (1-year term)	Cohort B (2-year term)	Cohort C (3-year term)
Jenn Balistreri	Nate Snieg	Zachary Staszewski
Christopher Miller	Nickie Rouleau	Josh Ehr
Mary Ellen Hermann	vacant	Laurie Anderson
vacant	vacant	Angela Stoehr
vacant	vacant	vacant

DRAFT: Board of Directors – roles

1. President*
2. Vice President*
3. Administration Manager*
4. Finance Manager*
5. Treasurer*
6. Safety & Transportation Manager
7. Environment Manager
8. Public Spaces & Development Manager
9. Membership Co-Manager – Individual, Family, Associate
10. Membership Co-Manager – Business (+ Comp & Trade)
11. Webmaster
12. Chill on the Hill Project Manager (not Executive Producer)
13. Volunteer Coordinator
14. Marketing & Design Manager
15. Community Events Manager

16. Past President*

**Executive Committee members*

DRAFT: Board of Directors – by-law amendments

ARTICLE VI. – BOARD OF DIRECTORS

6.1: The BVNA will be governed by a board of directors, hereafter referred to as the board, made up of ~~the six (6) committee chairpersons, five (5) area representatives, four (4) at large representatives and the past president as specified in Article 7, Section 2.~~ fifteen (15) individuals not including the past President, as specified in section 7.2. Liaison representatives may be appointed by the board in non-voting positions to attend specified board meetings on a consulting basis.

6.2.: Only a member of the organization is qualified to become a director.

6.3: A member who holds or has filed intent to run for any publicly elected office may not serve as an officer or director of BVNA.

6.4: The term of the directors will be ~~two (2)~~ three (3) fiscal years. Terms begin March 1, and end on February 28, as specified in section 11:1. Directors may serve no more than two (2) consecutive terms. ~~In 2004, area representatives as indicated in Article 6 Section 4d will serve a (1) year term only through February 28, 2005 to accomplish the transition of two (2) year staggered terms. In 2004, committee chairperson board members as indicated in Article 6 Section 4D will serve a one (1) year term only through February 28, 2005, to accomplish the transition of two (2) year staggered terms. In even election years, seats for the board will be open for election for area representatives for subdivisions 2 and 4, and the committee chairpersons for the membership and communication and the transportation committees as specified in Sections 6:5, 6:6 and 6:7.~~

~~In odd election years, seats for the board will be open for election for area representatives for subdivisions 1, 3 and 5 and the committee chairpersons for the economic development, public spaces, and safety committees as specified in Sections 6:5, 6:6 and 6:7.~~ Beginning in 2021, five (5) at-large directors (Cohort A) will start a one-year term, five (5) at-large directors (Cohort B) will start a two-year term, 5 at-large directors (Cohort C) will start a three-year term. Moving forward, a five-person cohort will be elected each year, as the five-person cohort in their last year rotate off the board, maintaining a 15-person board.

~~6.5: Area representatives will be chosen by members of BVNA at the annual election meeting. Area representatives shall act as the liaison between the area they represent and the board and shall prepare monthly updates at the board meetings and quarterly updates at the general membership meetings.~~

~~6.6~~5: The members at the annual meeting shall elect ~~committee chairpersons. Committee chairpersons shall represent the interests and/or concerns of the entire neighborhood in regards to: Communications, Membership, Public Safety, Environment and Transportation, Public Spaces, and Volunteer Coordinator.~~ a new cohort of directors to replace the five directors rotating out following the third year of their term.

~~6.7~~6: ~~Committee co-chairpersons shall be elected from within the board at the first annual board meeting following the annual meeting.~~ Within the first 30 days following the annual meeting, and with assistance from the previous executive committee, the 15 at-large directors will rank and note their desired role on the board. Through a formal vote and consensus among all directors, the board shall determine, internally, which director shall serve in each role for that one (1) fiscal year.

6.7: Board roles include: President, Vice President, Administration Manager, Finance Manager, Treasurer, Safety & Transportation Manager, Environment Manager, Public Spaces & Development

Manager, Membership Co-Manager (Individual, Family, Associate), Membership Co-Manager (Business, Comp, Trade), Webmaster, Chill on the Hill Project Manager, Volunteer Coordinator, Marketing & Design Manager, and Community Events Manager.

6.8: The board of directors may fill any vacancy of any directorship because of death, resignation, removal, or other disqualification. The selected director will serve for the remainder of the term of the director he or she replaces.

6.98a: A quorum of 50% plus one (1) person of the total board membership is required to conduct the business of the BVNA. No one may vote as a proxy for a member of the Board.

6.98b: Actions of the board. At any board meeting where a quorum is present, a simple majority vote by present board members will allow action to be taken.

ARTICLE VII – OFFICERS

7.1: The BVNA will have ~~four (4)~~ five (5) principal officers: president, vice president, ~~secretary~~ ~~administration manager~~, ~~finance manager~~ and treasurer. These officers, along with the past president, as specified in section 7:2, will be collectively known as the executive committee. The officers of the BVNA will at all times be members of the board of directors. Officers of the ~~board~~ executive committee will be ~~nominated from and~~ chosen by the board of directors, as specified in section 6.7.

7.2: The president shall have served on the board for at least one year to qualify for nomination. The president shall commit to serve on the board for one additional year after completion of his or her term as president ~~and shall be a full voting member of the board as past president~~

7.3: No officer will receive direct or indirect compensation for serving on the board.

~~7.4: Officer of the BVNA must be residents of the Bay View Target Area as defined in Article 4, Section I of these bylaws.~~

7.5: Terms of the officers will be one (1) fiscal year (March through February 28). ~~No officer will be elected to more than two (2) years consecutive terms in the same office.~~

7.6: No person will simultaneously hold more than one (1) office of the executive committee.

7.7: Any officer may be removed from office by a two-thirds (2/3) vote of the board of directors whenever, in their judgment, the best interest of the BVNA will be served thereby, but such removal does not constitute expulsion from the BVNA. Any officer may resign at any time upon giving written notice to the board of directors.

7.8: Other than the office of the president, see Article 8:2, a vacancy because of death, resignation, removal or other disqualification will be filled by the board of directors. The Directors elected to such a vacancy will serve for the remainder of the term of the Officer he or she replaces.

ARTICLES VIII – DUTIES OF THE OFFICERS

8.1: The president shall preside at all meetings of the board of directors; shall see that all orders and resolutions of the board of directors be carried out; shall exercise general supervision of the affairs of the BVNA; shall be a member of all committees, and shall perform such other duties as ordinarily pertain to such office as otherwise provided by law or by the board of directors.

8.2: The vice president shall discharge the duties of the president in the event the president's inability, refusal, absence, disability, or death. The vice president shall have all powers of and be subject to all the restrictions of the president when acting in that capacity. The vice president shall have other powers and perform such duties as ordinarily pertain to such office or as may be prescribed by the board of directors.

8.3: The ~~secretary~~ **administration manager** shall keep minutes of the meeting of the board of directors and the executive committee in a master BVNA ~~binder~~ **digital archive** and shall route minutes for approval to the board one week before the next board meeting. The board will motion to accept or edit minutes and the secretary shall subsequently post an abbreviated version of the minutes to the BVNA website. The secretary will see that all notices are duly given in accordance with the bylaws or required law; shall be custodian of the BVNA records shall perform all duties and exercise such authority as from time to time may be delegated or assigned to the secretary by the president or by the board of directors.

8.4: The treasurer, **in partnership with the finance manager**, shall have charge and custody of, and be responsible for funds and securities of the BVNA; shall keep an accurate account of all BVNA funds; shall receive and give receipts for monies due and payable to the BVNA from any source whatsoever, shall deposit all such monies in accordance with these bylaws; shall keep the board informed on a monthly basis of the financial status of the BNA; shall prepare an annual budget and perform other duties as ordinarily pertain to such office, or as may be prescribed or assigned by the president or by the board of directors. The president shall be responsible to understand and share fiduciary responsibility with the treasurer and shall have co-signing rights on all financial documents. The treasurer will be responsible for filing IRS documentation in accordance with accepted IRS filing deadlines. The president will be responsible to understand and sign off on IRS documentation.

DRAFT: Board of Directors - Responsibilities

Members of the Bay View Neighborhood Association Board of Directors will:

- Serve the public good
- Be accountable
- Be a good steward of BVNA resources
- Attend monthly Board of Directors Meetings
- Attend quarterly Member Meetings
- Provide necessary and relevant communication regarding position for internal board use, communications to constituents, and website updates
- Volunteer for various committees, events, and neighborhood initiatives, as needed
- Get to know other committee members and build a collegial working relationship that contributes to productivity and amicability
- Respect individual worth and dignity, ensure all actions are respectful of individuals, and promote inclusiveness, social justice, and diversity
- Assist in proper documentation necessary for central files, position descriptions, and transition materials
- Follow processes and procedures outlined in bylaws

DRAFT: Board of Directors - Responsibilities cont.

1. President

- a. Oversees Board of Directors and provides leadership internally and externally, representing the Bay View Neighborhood Association
- b. Facilitates monthly board meetings and quarterly community meetings, includes setting dates, soliciting board and membership for topics, creating agendas, and communicating upcoming meeting details to directors and membership
- c. Responds to main BVNA Gmail account
- d. Determines and monitors the organization's programs and events
- e. Signs contracts and other legal documents pertaining to the association; co-signs tax documents and financial forms, as necessary
- f. Serves as liaison with Alderperson

2. Vice President

- a. Performs President responsibilities when the President cannot be available
- b. Manages training and onboarding of new directors
- c. Manages team and professional development of Board of Directors
- d. Plans holiday party and other annual gatherings for Board of Directors
- e. Assists in any grant writing and sponsorship efforts with Finance Manager

3. Administration Manager

- a. Responsible for retaining and organizing all association records including agendas, attendance, and meeting minutes
- b. Oversees management of shared drive (Google Drive/Dropbox)
- c. Maintains all logins and passwords for organization; regularly checks in with directors to verify and update credentials in central document
- d. Holds P.O. Box key and coordinates regular mail pick-up and routes mail to appropriate person

4. Finance Manager

- a. Oversees annual budget, investments, event expenses and fundraising
 - i. QuickBooks: Accounting software used to capture all activity and report on the financial position of the organization
 - ii. PayPal: Tool utilized to collect and distribute some funds
 - iii. PayPal Here: The app that is hooked up to BVNA credit card readers
 - iv. First Federal Credit Union: Primary financial institution for the BVNA

1. (There are two accounts, a general checking account and a money market account. All the transactions that are processed through the bank accounts are automatically linked to the QuickBooks account.)
- b. Works with accountants regarding annual taxes
- c. Assists in any grant writing and sponsorship efforts with VP

5. Treasurer

- a. Handles all BVNA account information
 - i. Is primary name on checking account, PayPal and other BVNA monetary accounts
- b. Regularly checks and manages BVNA Treasurer email account
- c. Reports member payments to Membership Chair(s) and in Wild Apricot
- d. Pays all BVNA bills and checks to vendors, performers, or as reimbursement to directors or members spending approved monies (sends PayPal payments as needed)
- e. Deposits incoming checks, money, and PayPal balances into First Federal Bank checking account
- f. Once a month:
 - i. Imports transactions from First Financial Bank into QuickBooks, categorizes incoming and outgoing money into appropriate categories, reconciles account
 - ii. Runs QuickBooks reports (e.g. Profit and Loss, Event Details, etc.) in partnership with Finance Manager
 1. Examples: Membership checks, cash from merch sales, sponsorships, etc.
- g. Sends W-9s and/or official donation letters as needed
- h. Trains directors and other key volunteers in PayPal and other financial systems

6. Safety & Transportation Manager

- a. Serves as liaison to Milwaukee Police Department (MPD) District 6 and the Office of Community Outreach & Education
- b. Hosts necessary safety and transportation meetings to discuss public safety concerns and strategies
- c. Organize Park Watches, Neighborhood Block Watches, and encourage creation of new Block Watches.
- d. Attend crime analysis meetings and communicate crime trends to Bay View businesses and residents
- e. Assist in organizing security measures for BVNA events
- f. Conducts resident surveys of safety, parking and transportation issues in Bay View business corridor and residential areas

7. Environment Manager

- a. Serves as liaison to Milwaukee County Park and the City of Milwaukee Environmental Collaboration Office
- b. Organizes Kinnickinnic River, beach, and other park clean-ups with Public Spaces Manager
- c. Hosts meetings to discuss goals, strategies, and proposed budget for environmental related projects including landscaping, ecological, and the river and lakefront
- d. Organizes other environmental-themed events and initiatives
- e. Conducts resident surveys of environmental issues in Bay View
- f. Find avenues to grant write for environmental projects
- g. Serves as link to Humboldt Park Friends, Friends of South Shore Park and any other park groups

8. Public Spaces & Development Manager

- a. Oversees current improvement projects facilitated by the BVNA and is a link to other development projects throughout Bay View
- b. Researches cultural, historical, art, and recreational resources and development, including, but not limited to parks and lots, boulevards, roadsides, sidewalks, transit, traffic, freeways, bicycle access, parking, bus lines, traffic lights, cross walks, recycling, and sustainability
- c. Attends town hall meetings hosted by developers and stays up to date on construction projects, when possible
- d. Hosts necessary meetings to discuss public spaces and Bay View development concerns and strategies
- e. Liaison to organizations, agencies, the City of Milwaukee, and Milwaukee County regarding public space and development initiatives
- f. Organizes and participating in community-wide clean-ups with Environment Manager
- g. Conducts resident and business surveys regarding public spaces issues
- h. Participates in grant and proposal writing for public improvement projects
- i. Oversees flower basket project funding, installation, and maintenance
- j. Manages Kinnickinnic and Oklahoma Ave. banners and other signage projects
- k. Engages with businesses to find areas of improvement in public spaces adjacent to stores and restaurants

9. Membership Co-Manager – Individual, Family, Associate, Senior

- a. Oversees Individual, Family, Associate and Senior memberships including notifications and process-related inquiries
- b. Manages communications through Wild Apricot concerning new memberships, renewals, and lapsed accounts
- c. Reconciles reports and manages membership dues, working closely with Treasurer
- d. Promotes association membership and determines methods to avoid memberships from lapsing
- e. Hosts membership drives
- f. Manages BVNA Membership/Discount Card Program with Membership Co-Manager
 - i. Orders cards, processing the annual mailing of cards, coordinates the delivery of cards to new members

10. Membership Co-Manager – Business, Comp, Trade

- a. Oversees Business, Comp, and Trade memberships including notifications and process-related inquiries
- b. Manages communications through Wild Apricot concerning new memberships, renewals, and lapsed accounts
- c. Reconciles reports and manages membership dues, working closely with Treasurer
- d. Promotes association membership and determines methods to avoid memberships from lapsing
- e. Hosts membership drives
- f. Manages BVNA Membership/Discount Card Program with Membership Co-Manager
 - i. Maintains the BVNA Business Member Directory and the Discount Card participants

11. Webmaster

- a. Coordinates with other directors to keep website content up to date
- b. Provides Wild Apricot training for other directors and volunteers, as needed
- c. Researches best practices and improves user experience with BVNA website
- d. Coordinates with Marketing & Design Manager to update branding, graphics and other visual aspects of the website

12. Chill on the Hill Project Manager

- a. Serves as liaison to the Chill on the Hill Executive Producer, Chill “talent team” and other parties responsible for organizing Chill on the Hill

- b. Coordinates with Financial Manager, Treasurer, and Vice President regarding Chill on the Hill budget, expenses, and sponsorships
- c. Coordinates with Webmaster and Marketing & Design Manager to coordinate promotion and all branding needs for Chill on the Hill
- d. Coordinates with Volunteer Coordinator to develop volunteer schedule and recruitment plan

13. Volunteer Coordinator

- a. Responsible for recruiting, training, and supervising new and existing volunteers
- b. Prepares volunteer resources including codes of conduct, operating procedures, and volunteer expectations
- c. Collects volunteer information, availability, and skills, maintaining an up-to-date database
- d. Keeps new and existing volunteers informed about the organization and volunteer opportunities through emails, social media, and website updates
- e. Matches interested neighbors with volunteer opportunities
- f. Oversees volunteer affirmation and recognition efforts, including Volunteer of the Year recipient, to be awarded at Annual Members Meeting
- g. Keeps schedules and records of volunteers' work

14. Marketing & Design Manager

- a. Coordinates designers, photographers, and videographers for event announcement and advertisements
- b. Maintains a working relationship with the Editor of the Bay View Compass and other media outlets
- c. Writes and distributes press releases
- d. Oversees BVNA merchandise design and ordering
- e. Maintains graphic and branding standards for the association BVNA
- f. Oversees design and layout of emails sent from Wild Apricot
- g. Posts updates, news, and announcements on BVNA social media accounts
- h. Coordinates with Webmaster to update branding, graphics, and other visual aspects of the website

15. Community Events Manager

- a. Oversees the master schedule for all BVNA community events
- b. Responsible for the oversight, budget and coordination of BVNA events including, but not limited to, Plant Sale, Rummage Sale, Play Music on Your Porch Day, Film on the Hill, Fun Runs, Pumpkin Pavilion, Winter Blast

- c. Coordinates with Finance Manager and Vice President to manage event sponsorship
- d. Coordinates with Membership Co-Chairs to determine possible member or business partnerships
- e. Delegates any/all event coordination to event chairs or event committees and remains in contact with any volunteers, reporting all work back to the Board of Directors
 - i. Partners with Volunteer Coordinator to ensure community event volunteers are trained and informed on BVNA expectations
 - ii. Provides historical data and past event documentation with planning committees