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Bylaws Working Group

Since the March full Board meeting of CB2, Manhattan, the Bylaws Working Group (“BWG”) has held two virtual meetings via Zoom.

Meeting 1

Date: March 30th (at 4:30 pm)

Committee Members Present: Susan Kent (Chair), David Gruber, Patricia Laraia

Committee Members Absent with Notice: Katy Bordonaro, Matt Metzger

Other CB2 Members Participating: Carter Booth (CB2 Chair), Valerie De La Rosa, Michael Levine, Donna Raftery.

Agenda: Discussion of a proposed new Bylaws section addressing Conflicts of Interest.

At its March 15th meeting, the BWG had agreed that ongoing concerns over Members’ conduct and the gravity of the subject warranted more than the creation of new standing rules of order but the creation of a new Bylaws section that would, for the first time, enshrine Members’ obligations regarding conflicts of interest in CB2, Manhattan’s Bylaws. At the present meeting the working group reviewed a draft of proposed text that identified expectations regarding Member’s handling of conflicts of interest, as defined by the COIB; this text also addresses the recommended disclosure of other relationships that fellow Members would reasonably find relevant when interpreting someone’s position on a matter before the Board. It was acknowledged that recognizing what constitutes a relationship in this latter category, i.e. a relevant relationship, and how to effectively define one, would require further evaluation.

Discussion then turned to determining whether there are situations in which a Member who has disclosed a conflict of interest and announced their intention to recuse themselves nevertheless is -- or should be -- precluded from participating in debate. While there was interest in establishing an absolute bar on any participation by Members who might profit from a matter before the Board, there was also concern about possibly creating a higher

standard than that established by the COIB. Specifically, what would be the ramifications, if any, from establishing standards that would not be enforced by the COIB.

Lastly, it was agreed that the Bylaws should set standards for best practices to assist Members in evaluating their relationships and making determinations with regard to the duty to disclose and recuse.

The meeting was adjourned at approximately 5:45 pm.

Meeting 2

Date: April 19th (at 5:00 pm)

Committee Members Present: Susan Kent (Chair), Katy Bordonaro, David Gruber, Patricia Laraia, Matt Metzger

Other CB2 Members Participating: Jeanine Kiely (CB2 Chair), Carter Booth, Michael Levine, Donna Raftery

Other Persons Present: Bob Gormley (CB2 DM)

Agenda: Continued discussion of proposed new Bylaws section on Conflicts of Interest.

The group resumed discussion over the propriety and fairness of having Members actively advocate in favor of applications or resolutions that would result in a direct personal benefit to themselves. The lingering concern was that a Member profiting from such advocacy would enjoy a significant advantage generally unavailable to other applicants. There was consensus that there is something fundamentally unfair that a Member, when representing their personal interests, could profit from their position on the Board. This concern was seen as equally applicable to a Member's involvement at the committee level as at meetings of the full Board.

The discussion then turned to the subject of "relevant relationships," which were defined as those relationships that could reasonably be interpreted by fellow Board Members as influencing the involved Member's viewpoint or vote. Recognizing that it is common for Members to have active relationships with a variety of community and social organizations that may have business before CB2, the interest in encouraging disclosure is rooted in the opportunity to enhance Members' knowledge, and not in any interest in limiting any Member's participation.

Finally, there was consensus that more regular conflict of interest training was needed; currently Board Members are only required to take such training when they are first appointed and no refresher training is required. The group recommended that CB2's website include links to the COIB website and to videos offering conflict of interest training.

The meeting was adjourned at approximately 6:02 pm.

Respectfully submitted,

A handwritten signature in cursive script that reads "Susan Kent". The signature is written in black ink and is positioned above the printed name.

Susan Kent, Chairperson