

16 May 2018 Special Meeting of the Lawrence Sister Cities Friends Groups

City officials attending: Mayor Stuart Boley, Porter Arneill

Advisory Board Members attending: Bill Keel, Kelly Scholz, Michelle Fales, Diana Carlin, Kathleen Hodge, Melissa Johnson, Bob Schumm, Jon Niccum

Friends Attending: 29

Purpose of the Meeting

Bob Moody opened a special meeting of the Lawrence Sister Cities Friends at 6:05 p.m. and requested that Bill Keel comment on decisions made by the City Commission affecting the Advisory Board and the reasons for the Friends meeting.

Keel indicated that as of May 15, 2018, the Lawrence City Commission voided the statute that created the Lawrence Sister Cities Advisory Board paving the way for creation of a new governing board. Keel deferred to Mayor Stuart Boley who explained the action taken and gave a summary of a March meeting with Keel, Kelly Scholz and Diana Carlin to review options. Boley noted that the city is reviewing all of its boards to determine which need to be continued in the present form, changed to a new structure, merged or eliminated. One requirement of a governing board is an annual audit which costs \$3500. By not having a majority of city appointees under a governing board structure, we are released from that requirement. Four groups now are blended into the city financial audit. Mayor Boley expressed the belief that a change from an advisory board to a governing board will work well for Sister Cities and Lawrence. He stressed that the city is not walking away from the commitment to the sister cities and that he is currently planning a trip to Eutin this summer.

Keel asked if Carlin and Scholz had additional comments about the meeting with the Mayor and assistant city Commissioner Diane Stoddard. Scholz commented that she had a positive reaction to the proposal and explained the process of developing bylaws since the meeting with the Mayor. Carlin agreed and mentioned that a major justification for the change is that the current board does not serve as an advisory group to the city and that the new structure is more in line with the actual function. Keel emphasized that the change is something that should have been done previously since the Friends are a citizen group with a connection to the city government and mayor. The new structure allows independence while still working with the City.

Name Change and Bylaws

Moody asked for comments on the bylaws that were made available in advance of the meeting. He explained the name change from Lawrence Sister Cities to Sister Cities Lawrence so that we can meet legal requirements and 501(c)(3). Michelle Fales further explained the requirements for creating a new entity through the IRS that necessitates a name change.

Action Item: Name Change

Scholz moved and Kathleen Hodge seconded the motion to change the name to Sister Cities Lawrence. The motion passed unanimously.

Moody explained that a substantial part of the change is the constitution of the board with the mayor or mayor's designee serving as honorary chair, officer positions as now, two at-large representatives and one representative from each of the three Friends groups elected by the Friends groups for each city. The officers and two representatives will be elected by the membership at large. Bob Schumm was elected to represent Iniades if the bylaws are adopted. The other two groups need to elect their representatives. Moody noted that this will give more authority to the Friends organizations. They can do their own fundraising; however, the board treasurer will be responsible for finances of all groups. The board will oversee all Friends activities. The new board will continue to hold monthly meetings with a location to be decided by the board; however, city hall is an option. Scholz noted that a bylaws drafting committee modeled the proposed bylaws from templates provided by the international Sister Cities organization and included some elements of the current bylaws. Melissa Johnson provided input on nondiscrimination language from the City. The bylaws drafting committee worked with the Mayor and city commission on developing the honorary chair position. Members will serve three-year terms, but terms for the initial board will be staggered among the members to keep the rotation with some for one year, some for two and some for three with option for re-election.

Ken Albrecht inquired about Porter Arneill's position as city liaison. Arneill assumed it would continue and he will work with us to make the transition. Mayor Boley explained that Arneill works for the city manager and the decision rests with him. The Mayor believes the city has a goal to remain connected and that this would help with that connection, however. If mayor or designee can't attend, then it would provide a representative. The new governing board will determine when and where to meet, but City Hall remains an option.

Schumm noted a concern that our sister cities might see it as a divorce from the city, but that concern can be allayed with how it is presented. Mayor reiterated that the change is a recognition that we are a governing board not an advisory board and the city is bringing boards in line with their functions and that the agreements are intact and in force as in the past.

One change is that the new board is not under the Kansas Open Meetings law.

Action Item: Approval of Bylaws

Scholz made a motion to adopt the bylaws as presented and Fales seconded. The motion passed unanimously.

Election of Officers and Board Members

Moody repeated that the new board consists of nine members: four officers, two at-large members and one representative from each of the Friends groups. A nominating committee prepared a slate and candidates were asked to make statements and written bios were presented. Schumm spoke on behalf of Michael Dever who could not attend.

Discuss ensued regarding the way that current board members were asked if they wanted to be on the ballot. Scholz explained how the nominating committee functioned. Johnson indicated that she did not believe that the process was explained well to advisory board members and that the nominating committee assumed that Johnson wanted to be the Friends of Hiratsuka rep which

was not the case. James Hilliard stated that the nominating process needed to be better communicated and more transparent and that future actions by the new board need to be as open and transparent as possible. Moody explained that the bylaws were sent to all Friends members along with the announcement of the meeting and that self-nominations were accepted.

Albrecht suggested that given the number of Friends of Hiratsuka present, that the election be held. Given that Hilliard (at-large) and Johnson (Friends representative) may want to switch agreed that Hiratsuka and Eutin Friends elect their representatives before the balloting. Graham Kierker moved that FOH meet and that Johnson be the representative. Kathy Hilliard seconded. Melissa Johnson was elected by a unanimous ballot. Fales nominated Albrecht as the Friends of Eutin representative. Scholz seconded. Ken Albrecht was elected on a unanimous ballot.

Friends Election Results

Johnson and Albrecht were elected on unanimous ballots.

Moody called for questions of the candidates; there were none. Schumm asked if anyone else wanted to be considered for an officer position. No other names were advanced. Schumm moved to accept the four officers by acclamation and Beverly Bartscher seconded.

Officers Election Results

Bill Keel, Chair; Kelly Scholz, Vice Chair; Michelle Fales, Treasurer; and Diana Carlin, Secretary were elected by unanimous ballot.

Prior to the paper ballot vote for Members At-Large, Scholz explained why Charles Sedlock could not attend. Moody appointed Albrecht to assist him in counting ballots.

At-Large Election Results

James Hilliard and Carol Shanklin were elected as At-Large Members.

Carol Shankel raised a question as to where funds will go from membership now that we have a new structure. Keel explained that everything will remain the same. Currently on the membership form people can indicate dues to one or to all groups. Dues will go to the 501(c)(3) and will be allocated to general operating and scholarship funds unless otherwise designated.

Moody adjourned the meeting at 7:00 p.m.