

## BBFI/KBBF Minutes for June 25, 2016

### I. Call to Order 10:11 A.M.

**Roll call:** President Alicia Sanchez, Director David Janda, Director Josue Lopez, Director Michael Morales, Director Veronica Reina, Director Santos Molina, Director Carlos Lopez, GM Vylma Ortiz. Guests: Caroline Banuelos, Alicia Roman, Francisco Pardo.

**II. Approval of Agenda-**Before the approval of the agenda Director Janda wanted to have a discussion about whether Director Lopez should remain on the board due to absences. Director Janda pointed out that our Bylaws stated that any board member missing a certain amount of meetings was automatically off the board.

Director Josue Lopez made a motion that we curtail that discussion until after we approved the agenda, and exclude Director Carlos Lopez from voting until we have had that discussion. President Sanchez 2<sup>nd</sup>, there was a discussion, and a vote, five voted yes, Director Janda voted no, motion passes

Director Morales asked that we add potential new board members as #2 under New Business. Director Josue asked that discussion about Director Carlos Lopez director status be added as #3 and board performance as #4 under New Business. Director Josue wanted to change the order of business which triggered a discussion.

Director Morales made a motion to accept board agenda as is, Director Santos 2<sup>nd</sup>, vote, 3 yes, 3 no. In the case of a tie, the GM votes. GM Ortiz voted no, motion does not pass.

Director Josue Lopez moved that we change the order of the items under New Business, #1, discussion about Director Carlos Lopez, # 2 board performance, # new board members, #4 programming criteria, Director Reina 2<sup>nd</sup>, vote 4 yes, 2 no, motion passes.

### III. Approval of Minutes for April, and May.

**Minutes from April 30, 2016-** Under Old Business #1, GM Ortiz wanted to add the words, “she filed an appeal to get us more time for the Finley demolition” instead of the word postpone. Under Old Business #2 BOD Recruitment, Director Janda wanted to add the word “unanimously” after the word approved as to the motion approving Veronica Reina as a new board member. Director Josue Lopez moved to approve minutes as amended, Director Janda 2<sup>nd</sup>, minutes approved.

**Minutes from May 28, 2016**-Director Josue Lopez moved to approve minutes, Director Janda 2<sup>nd</sup>, minutes approved.

## **V. New Business**

**1.) Director Carlos' status as director:** A letter asking Director Carlos's intention regarding being on the board was supposed to be sent to him. It was not sent. Director Josue Lopez said that the sending of a letter to board members who have not attended meetings is a courtesy. Our bylaws state that if a board members misses a certain amount of meetings they are off the board.

Director Josue Lopez moved that under our bylaws, Carlos Lopez be removed from the board. Director Reina 2<sup>nd</sup>, there was a discussion, and a vote, 3 yes, 2 no, motion passes.

Director Lopez had to leave due to work responsibilities before vote occurred. President Sanchez will write him a letter as to his removal from the board.

**2. Performance of the board-** (This discussion started with personnel issues and so President Sanchez asked guest Francisco Pardo to leave—other guests Alicia Roman and Caroline Banuelos had already left.)

The discussion then turned to a long discussion about our roles as board members, and that we are clearly not functioning as a board. Director Lopez stated that he would like to see us get meeting minutes with one week soon after the meeting if possible. It was decided that we as a board could benefit from some kind of mediation to be able to move ahead.

**Board resignation:** Director Janda announced that effective June 30, 2016 he would no longer be on the board and presented a letter of resignation.

We will continue the rest of the agenda at our regularly scheduled meeting on July 30, 2016.

On Saturday, July 9<sup>th</sup> at 10 A.M., we will have an interim meeting with a mediator to work on board relationship. Place to be determined.

Meeting adjourned at 12:41 p.m.

Minutes respectfully submitted by Michael Morales, board secretary