

**National Youth Rights Association  
Board Meeting Minutes, June 19<sup>th</sup>, 2005**

**Roll call:**

Present:

Alex Koroknay-Palicz	President
Robert Reynolds	Vice President
Keith Mandell	Treasurer
Scott Davidson	Secretary
Rich Jahn	Director
Kevin Keenan	Director

Absent:

Jackie Fuller	Director
Arpan Patel	Director
Scarlett Swerdlow	Director

**Officer reports:**

The President, Alex Koroknay-Palicz, delivered a brief report at the meeting. He mentioned that NYRA had a lot of exposure in the media recently, and that membership was up. He also mentioned the NYC voting age bill. As the agenda was packed, Alex referred board members to his blog for more details. The Vice President, Robert Reynolds, delivered his report at the meeting. He noted that on June 21<sup>st</sup>, NYRA-Berkeley members were going to San Francisco Board of Supervisors regarding their voting age efforts. He also noted that on that same day, some NYRA Berkeley members were going to Sacramento to show their support for ACA17. The Secretary, Scott Davidson, sent his report to the board via email. There were no serious concerns regarding any of the reports.

**Agenda:**

**Executive Director's Compensation.**

The chairman of the compensation committee, Keith Mandell, wrote a contract for Alex Koroknay-Palicz, so that Alex Koroknay-Palicz may be paid to work for NYRA full time. The compensation committee (Mandell, Davidson, and Jahn) approved the contract unanimously after making a few revisions. The contract hires Alex as an independent contractor, not an employee. The contract pays Alex in three month increments, and outlines a few goals and responsibilities Alex must fulfill. The contract sets aside \$925

each month for Alex's salary. The board agreed to add a whereas section to the beginning of the contract, emphasizing that Alex is an independent contractor, not an employee. The board approved the contract by a vote of 5-0, with no vote from Alex Koroknay-Palicz. Everyone in attendance realized this was a historic moment for NYRA, and all were very happy.

### **Chapter-National Relations.**

Scott Davidson noted that NYRA did not have an official policy outlining the relationship between chapters and the national office, and the relationship between state and local chapters. The board agreed this was an important issue, but felt it should wait till the next term.

### **Keith Mandell Elected Treasurer.**

Rich Jahn noted that the bylaws required two officer signatures on Alex Koroknay-Palicz's contract. Since Scott Davidson was seventeen years old, and Alex could not sign his own contract on behalf of NYRA, Robert Reynolds was the only officer who could sign the contract. For this reason, Alex Koroknay-Palicz stepped down as treasurer. Robert Reynolds nominated Keith Mandell as treasurer. The board voted 5-0 to elect Keith Mandell as Treasurer.

### **Possible Board Expansion**

For the second consecutive board meeting, Robert Reynolds brought up the idea of expanding the board to eleven members. Those members in favor of such a proposal presented arguments similar to the ones presented at the May meeting. After a long discussion, the board agreed to vote first on expanding the board to eleven directors, then on expanding it to ten directors. Both proposed resolutions failed by a vote of 3-3, with Reynolds, Keenan, and Mandell in favor, and Koroknay-Palicz, Davidson, and Jahn against. Keith Mandell then proposed that the board have two alternate directors, who may take the place of absent board members, and possibly sit on board committees. All those who favored expanding the board favored this proposal as well. Scott Davidson said he was not necessarily opposed to the idea, but that he thought the members of NYRA's web forums should be consulted. There was some confusion over whether alternates would be elected by the membership or appointed by the board. The board voted 5-0 to table this resolution till the next term.

### **Staff Section Added to Bylaws.**

The bylaws committee (Jahn, Davidson and Mandell) proposed the addition of a staff section to the bylaws. The staff section outlines the duties of the executive director, and mentions that the board may fire staff hired by the executive director by a 2/3rds majority vote. The board approved the proposal by a vote of 5-0.

### **Final Ballot Approval.**

The board voted 5-0 to send all new positions and bylaw changes approved by the board over the 04-05 term to the membership for final approval during the election.

#### **Resolutions:**

**04-05 Resolution 21.** Board approval of Alex Koroknay-Palicz's contract. The board hereby resolves to approve the contract submitted by the compensation committee, with the revisions discussed during the meeting.

#### **Votes For.**

Robert Reynolds	Vice President
Keith Mandell	Treasurer
Scott Davidson	Secretary
Rich Jahn	Director
Kevin Keenan	Director

#### **Votes Against.**

None.

(Note: Alex Koroknay-Palicz did not vote on this resolution.)

**04-05 Resolution 22.** Keith Mandell Election Treasurer. The board hereby resolves to appoint Keith Mandell to serve as Treasurer of the National Youth Rights Association.

#### **Votes For.**

Alex Koroknay-Palicz	President
Robert Reynolds	Vice President
Keith Mandell	Treasurer
Scott Davidson	Secretary
Rich Jahn	Director

#### **Votes Against.**

None.

(Note: Kevin Keenan did not vote on this resolution)

**04-05 Resolution 23.**

The board hereby resolves to table discussion regarding the issue of alternate directors.

**Votes For.**

Alex Koroknay-Palicz	President
Robert Reynolds	Vice President
Keith Mandell	Treasurer
Scott Davidson	Secretary
Rich Jahn	Director

**Votes Against.**

None.

(Note: Kevin Keenan did not vote on this resolution)

**04-05 Resolution 24.** Staff section added to bylaws.

The board hereby resolves to create a section labeled STAFF after the section labeled OFFICERS in the bylaws. The board hereby resolves to move current bylaw 18 (with the amendment passed earlier in the year) to the STAFF section, where it will be the first bylaw in that section. The board resolves to create a new bylaw in the STAFF section that will be the second bylaw in the STAFF section that will define the executive director as follows: The Board may create a position of "Executive Director," to serve as chief executive of the Organization. The Executive Director must be a member of the Organization. The Board may authorize the Executive Director to carry out the policies of the organization, to conduct the business of the Organization, to hire staff, to enter into contracts and agreements, to lease real property for offices, to purchase or lease office equipment and office supplies, to open bank accounts, make deposits, sign and endorse checks on behalf of the Organization, to organize conferences, to enter into coalitions, and otherwise have all of the powers of a chief executive necessary to carry out the duties of chief executive of the Organization. The board hereby resolves to adopt, as the third bylaw in the STAFF section, the following: The Board may fire staff hired by the Executive Director by a 2/3rd majority vote. The board hereby resolves to renumber the bylaws to account for the aforementioned changes.

**Votes For.**

Alex Koroknay-Palicz	President
Robert Reynolds	Vice President
Keith Mandell	Treasurer
Scott Davidson	Secretary
Rich Jahn	Director

**Votes Against.**

None.

(Note: Kevin Keenan did not vote on this resolution)

**04-05 Resolution 25.** Approval of bylaw changes.

The board hereby resolves to send all new positions and bylaw changes approved by the board during the 04-05 term to the general membership for final approval.

**Votes For.**

Alex Koroknay-Palicz	President
Robert Reynolds	Vice President
Keith Mandell	Treasurer
Scott Davidson	Secretary
Rich Jahn	Director

**Votes Against.**

None.

(Note: Kevin Keenan did not vote on this resolution)