Valerie S. Mason
Chair

Will Brightbill
District Manager

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The City of New York
Community Board 8 Manhattan
Executive Committee
Wednesday, May 14, 2025 - 6:30 PM
This meeting was conducted via Zoom.

MINUTES

Community Board Members Present: Bill Angelos, Elizabeth Ashby, Danielle Avissar, P. Gayle Baron, Lori Bores, Taína Borrero, Alida Camp, Sarah Chu, Anthony Cohn, Saundrea Coleman, DJ Falkson, Felice Farber, Miles Fink, Sebastian Hallum Clarke, Ed Hartzog, Bradley Hershenson, Craig Lader, Addeson Lehv, Valerie Mason, John McClement, Jane Parshall, Sharon Pope-Marshall, Margaret Price, Barbara Rudder, Abraham Salcedo, Judith Schneider, Robin Seligson, Dayne Slay, TJ Stein, Marco Tamayo, Charles Warren, Sam Weinberger

Total Attendance: 33

Chair Valerie S. Mason called the meeting to order at 6:30 PM.

1. **Parliamentary Procedure Training by the NYC Civic Engagement Commission**
    a. Diana Duncan of a Professional Registered Parliamentarian credentialed by the National Association of Parliamentarians gave a presentation on Parliamentary Procedure.
2. **Conflict of Interest Training by the NYC Conflicts of Interest Board**
    a. COIB Senior Specialist Rob Casimir gave a presentation on the NYC Conflict of Interest Laws
3. **New Member Introductions and Orientation**
    a. Chair Valerie Mason welcomed the new members
4. **Old Business**
5. **New Business**

The meeting was adjourned at 8:05 PM

Valerie S. Mason, Chair

Mastering Effective Meetings

TOOLS FOR PRODUCTIVE AND ENGAGING MEETING FACILITATION

NYC Civic Engagement Commission

COMMUNITY BOARDS

Diana Duncan, PRP

May 14, 2025

Bio



Diana Duncan is a Professional Registered Parliamentarian credentialed by the National Association of Parliamentarians®. Her interest in parliamentary procedure began through her active participation on her son's

Head Start Policy Council. Ms. Duncan provides specialized training sessions for organizations of all sizes, equipping them with skills to conduct effective and efficient meetings utilizing parliamentary procedure. She also trains organizations and is frequently sourced as a parliamentarian for organizational conventions and conferences.

In addition to serving on various local community boards, Ms. Duncan is a charter member and currently serves as President of the Greater Parliamentarians of Brooklyn New York Electronic Unit, affiliated with the National Association of Parliamentarians®. She is also an active member of the American Institute of Parliamentarians.

For further information or inquiries about effective meeting management through parliamentary procedure, please contact Ms. Duncan via email at Diana@Parlipearl.com or by phone at (347) 786-1751.

Reference & Disclaimer

Information contained in these slides are as pertained to the current edition of Robert's Rules of Order (Currently on the 12th Edition).

Please refer to your current State Law, Corporate Charter and Bylaws.



Agenda Items

- Introduction to Robert's Rules of Order
- Meeting Governance
- Role of the Chair
- Role of Members
- Debate Decorum
- Quorum and Its Importance
- Motion Process
- Types of Motions
- Handling Disruptions

Introduction to Robert's Rules of Order

Who is Robert and why does he have so many Rules?

Henry Martyn Robert was an engineering officer in the Army.

Active in church and civic organizations

He was asked to preside over a meeting and didn't know how

Prepared a few rules which was about 16 pages

Realized that it didn't suit the needs of ordinary societies

Need for a new kind of parliamentary manual which could also be used for ordinary societies and not just in Congress.

What is Parliamentary Procedure? And why is it important?

01

A set of rules (based on parliamentary law) for conduct at meetings that allows everyone to have a voice and be heard.

02

To make group decisions without confusion.

03

Used by many boards, clubs, social, non- profit, civic, community organizations and deliberative assemblies and legislative bodies.

Meeting Governance



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Order of Business (Agenda)

- 1. Call to Order
- 2. Roll Call (Quorum)
- 3. Approval of Minutes
- 4. Reports
- 5. Unfinished Business
- 6. New Business
- 7. Announcements
- 8. Adjournment



Governing Documents

Ranking Order of Rules

- Law
- Corporate Charter
- Bylaws or Constitution
- Rules of Order
  - Special Rules
  - Parliamentary Authority

- Standing Rules
- Custom

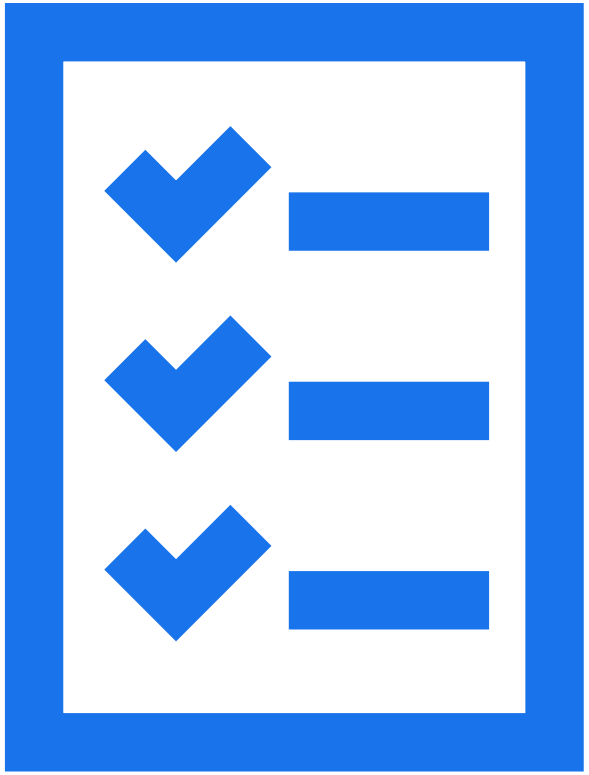
Standing Rules

- Relates to the details of the administration of the society rather than parliamentary procedure.
- Can be adopted or changed upon the same conditions as any ordinary act of the society.
- Not usually adopted at the same time as the society is organized. Usually individually or as the need arises.
- Can be adopted by a majority vote without previous notice provided that it does not conflict with or amend an existing rule of the society.
- Remains in effect until rescinded or amended
- Maybe suspended by majority vote

RONR (12th ed.) 2:23 (page 16-17)

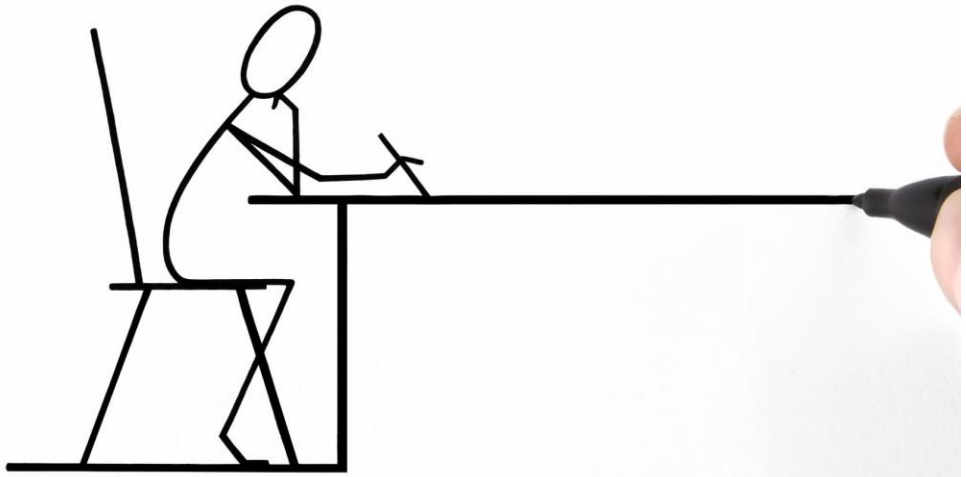
Meeting Minutes & Record-Keeping

- Accurate documentation of motions and decisions
- Review and approve at next meeting
- Best practice to e-mail them to all members prior to the meeting



Role of the Chair

Responsibilities of the Chair



Setting the Agenda

The chair is responsible for creating and organizing the meeting agenda to ensure all necessary topics are covered.

Leading Discussions

The chair leads the discussions, guiding conversations and keeping participants focused on the agenda items.

Encouraging Participation

The chair ensures that all participants have the opportunity to share their insights and contribute to the discussion.

Maintaining Impartiality

The chair must remain impartial, ensuring that the meeting objectives are met without bias towards any participant.



Maintaining Order and Decorum

Role of the Chair

The chair is responsible for guiding the meeting and ensuring that all participants adhere to established norms and procedures.

Time Management

Effective time management during meetings ensures that all agenda items are covered and that discussions remain productive.

Preventing Interruptions

The chair must actively prevent interruptions to maintain a respectful environment where everyone can express their views.

Role of Members

Active Participation and Engagement

Fostering Participation

Encouraging members to contribute actively enhances the quality of discussions and enriches the decision-making process.

Asking Questions

Encouraging questions allows for clarifications and deeper understanding, leading to more informed contributions.

Sharing Perspectives

Sharing different viewpoints promotes a more comprehensive understanding of issues and encourages innovative solutions.

Debate Decorum

Debate Rules

- Members recognized by Chair
- No interruptions allowed
- Debate must remain relevant
- Speakers limited to 2-3 minutes each
- No one speaks twice until everyone has spoken
- Debate ends when no further discussion or by two-thirds vote (Call the Question)



Quorum and Its Importance

Definition and Significance of Quorum

Understanding Quorum

A quorum is defined as the minimum number of members necessary for a group to conduct its business.

Legitimizing Decisions

A quorum ensures that decisions made during meetings are legitimate and reflective of the group's overall opinion.

Majority Representation

Having a quorum allows the majority's voice to be heard and represented in decision-making processes.





Ensuring a Quorum Is Present

Importance of Quorum

Confirming a quorum ensures that decisions made during the meeting are valid and representative of the group.

Methods of Confirmation

Quorum can be confirmed through various methods such as roll calls, attendance sheets, or electronic confirmations.

Consequences of Absence

If a quorum is not present, the meeting may be postponed or decisions cannot be made legally.



Implications of Not Meeting Quorum

Invalidated Decisions

Not meeting quorum renders any decisions made during the meeting invalid, causing potential legal and operational issues.

Confusion and Miscommunication

Failing to achieve quorum can create confusion among members regarding the validity of discussed items and decisions.

Undermined Legitimacy

Lack of quorum may undermine the organization's perceived legitimacy and authority in decision-making processes.

Motion Process



Main Motions and Their Purposes

Introduction of New Business

Main motions serve to introduce new business topics for discussion within the assembly, ensuring that all relevant matters are addressed.

Structuring Discussions

Understanding main motions helps in structuring discussions effectively, allowing meetings to flow smoothly and remain focused on essential topics.

Guiding Meeting Focus

Main motions guide the focus of the meeting, ensuring participants stay on topic and that decisions are made efficiently.

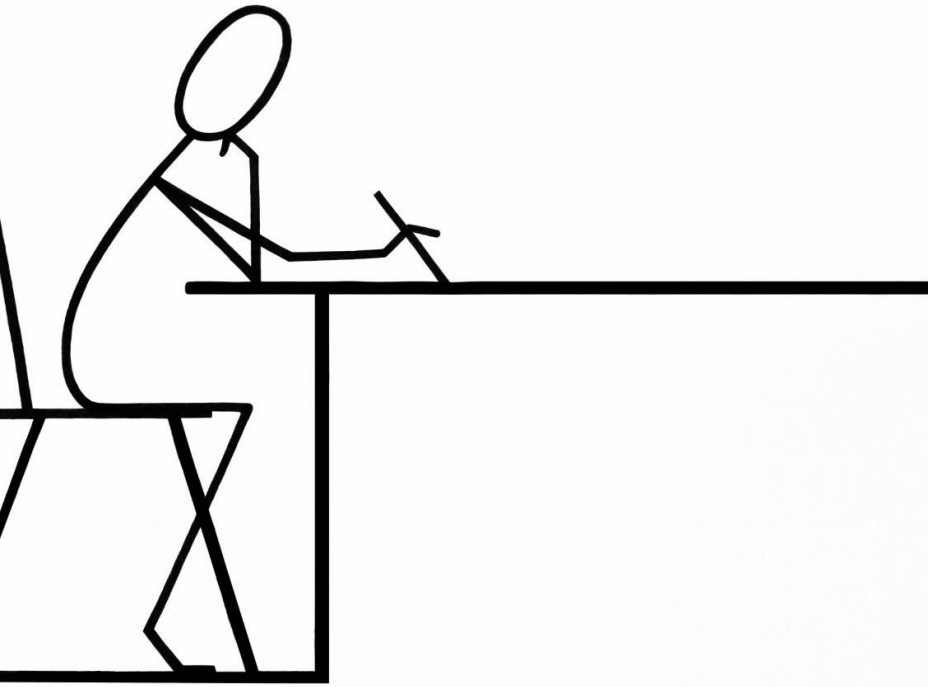
Steps for Making a Motion



Six Steps in Handling a Motion

After obtaining and being assigned the floor, there are six steps to handling a motion:

1. A member makes a motion by saying “ I move…”
2. Another member seconds (EXCEPT if it comes from a committee report)
3. The Chair states the question (motion)
4. The members debate the motion
5. The Chair puts the question (motion) to a vote
6. The Chair announces the results and the effect of the vote



Subsidiary, Privileged, and Incidental Motions

Subsidiary Motions

Subsidiary motions are used to modify or dispose of main motions, enhancing the meeting's decision-making process.

Privileged Motions

Privileged motions address urgent matters that require immediate attention in a meeting, ensuring important issues are prioritized.

Incidental Motions

Incidental motions relate to the rules of the meeting, helping maintain order and procedure during discussions.

Handling Disruptions



Common Disruptions and Their Causes

Side Conversations

Side conversations can distract participants and disrupt the flow of discussions, leading to misunderstandings.

Interruptions

Interruptions during discussions can lead to frustration and affect the overall productivity of the meeting.

Emotional Outbursts

Emotional outbursts can arise due to stress or conflict, impacting the atmosphere and progress of the meeting.



Techniques for Maintaining Order

Setting Clear Expectations

Establishing clear expectations at the start of a meeting helps participants understand their roles and responsibilities, fostering a productive environment.

Using Visual Cues

Employing visual cues during a meeting can aid in keeping participants engaged and focused, ensuring a smooth flow of discussion.

Addressing Disruptions

Calmly and respectfully addressing disruptions maintains order and encourages a positive atmosphere, allowing the meeting to proceed effectively.

Role of the Chair in Addressing Disruptions

Intervention Preparedness

The chair must be ready to intervene promptly when disruptions occur, ensuring the meeting stays on track.

Reminding Members of Rules

A key responsibility of the chair is to remind all members of the established rules to maintain order.

Fostering Respectful Environment

The chair should create an atmosphere of respect, allowing all members to express their opinions freely.

Common Pitfalls to Avoid

Ignoring	Neglecting	Allowing
Ignoring proper procedures	Neglecting quorum and record-keeping	Allowing dominance by individuals

Resources

NATIONAL ASSOCIATION OF PARLIAMENTARIANS®

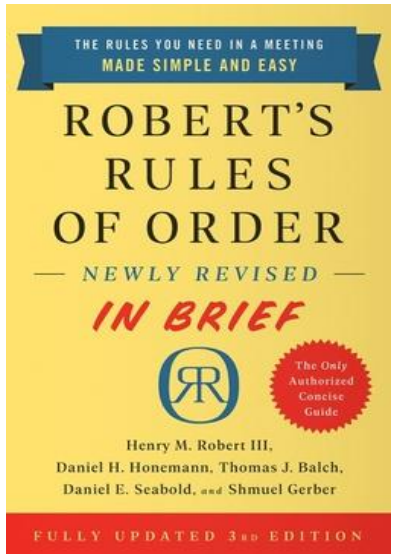
Educating the world on parliamentary procedure

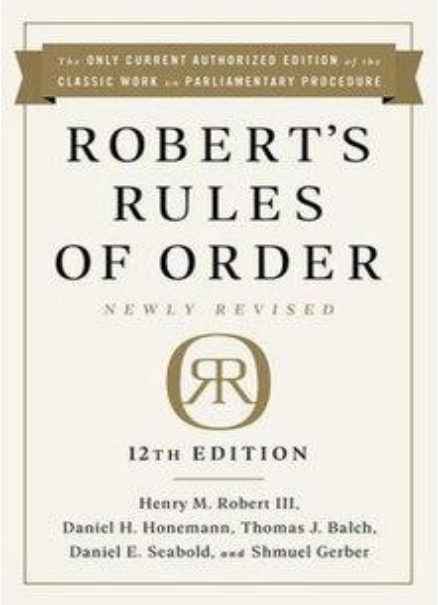
www.parliamentarians.org

Become a member to continue your education, search for local units

Greater Parliamentarians of Brooklyn New York Electronic Unit

E-mail for unit calendar and zoom links: GPBKNYEUnit@gmail.com





Conclusion

Effective Meeting Management

Understanding Robert's Rules of Order is crucial for conducting meetings that are organized and efficient.

Roles and Responsibilities

Clarifying roles within meetings helps ensure everyone contributes effectively to the decision-making process.

Respectful Environment

Fostering a respectful atmosphere encourages open dialogue and enhances participation in discussions.

Achieving Goals

By adhering to established procedures, organizations can effectively reach their objectives and make informed decisions.


Q&A

Parli Pearl Consulting - Diana Duncan, PRP

Community Board Parliamentary Procedure Training

Scenario:

A motion is made at a Community Board meeting that contains two distinct proposals.

Main Motion on the Floor:

"That the Community Board support the Department of Transportation's proposal to install a new protected bike lane on Flatbush Avenue and to convert two parking lanes into public seating areas from Empire Boulevard to Church Avenue."

Script:

Member C (recognition and motion):

Madam/Mr. Chair, I move that the Community Board support the Department of Transportation's proposal to install a new protected bike lane on Flatbush Avenue and to convert two parking lanes into public seating areas from Empire Boulevard to Church Avenue.

Member D:

Second.

Chair:

It has been moved and seconded that the Community Board support the Department of Transportation's proposal to install a new protected bike lane on Flatbush Avenue and to convert two parking lanes into public seating areas from Empire Boulevard to Church Avenue. Is there any discussion?

Member A (rising and addressing the Chair):

Madam/Mr. Chair, I move to divide the question so that the two proposals may be considered separately.

Chair:

A motion has been made to divide the question. If adopted, we will consider:

1. Supporting the proposal to install a protected bike lane on Flatbush Avenue; and

2. Supporting the conversion of two parking lanes into public seating areas from Empire Boulevard to Church Avenue.

Is there a second?

Member B:

Second.

Chair:

It has been moved and seconded to divide the question.

This motion is not debatable and requires a majority vote.

All those in favor of dividing the question, say "Aye." [Pause for vote]

All those opposed, say "No." [Pause for vote]

The ayes have it, and the question is divided.

Chair:

We will now consider the first part of the motion:

"That the Community Board support the Department of Transportation's proposal to install a protected bike lane on Flatbush Avenue."

Is there any discussion?

Chair:

We will now consider the second part of the motion:

"That the Community Board support converting two parking lanes into public seating areas from

Empire Boulevard to Church Avenue."

Is there any discussion?

Quick Reference: Division of a Question

When to Use: When a motion contains parts that can stand alone and should be considered separately

Debatable?: No

Amendable?: Yes (to clarify the division)

Vote Required: Majority

Effect: Breaks motion into individual questions for separate debate and vote

Reference: Robert's Rules of Order, 12th Edition (RONR 12th ed.) §27:1-4

NEW YORK CITY

CONFLICTS OF INTEREST BOARD

Training for Bronx Community Boards



(212) 442-1400 | nyc.gov.ethics

NYC'S CONFLICTS OF INTEREST LAW



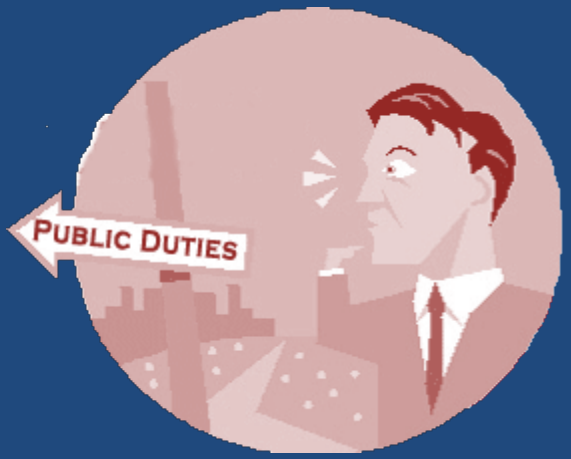
- CORE FUNCTION:
  - Preserve & promote public integrity by helping public servants address conflicts between public duties and **private interests** before those conflicts become ethics violations.

NYC'S CONFLICTS OF INTEREST LAW

- CORE FUNCTIONS
  - Advice
    - Confidential
    - Free
    - Call 212-442-1400
    - www.nyc.gov/ethics



Discussions





Voting

Discussion

- MAY discuss when you have a conflict
  - BUT you MUST disclose

Voting

- May not vote when you have a conflict

THE END

Thank you!!!

Yeah, but what's a conflict?

- Conflict = voting would cause a direct economic gain or mitigation of loss for oneself or one's "associate"

THE END

Thank you!!!

What's an "associate"?

- Associate = spouse, child, parent, sibling, or anyone with whom you have a financial relationship
    - E.g. client, business partner, debtor, creditor, landlord, tenant, employer, your supervisor at work, not-for-profit if you sit on its board

Financial Conflicts - Can't Vote When There is Direct Economic Gain to:

- Own financial interests
  - Business
  - Property
- Associated Parties
  - Business Partners
  - Clients
  - Employers
    - Supervisors
    - If Employer is N-F-P, Funders of N-F-P over 10%
  - N-F-P Board Membership
- Prospective Employer
- Debtor/Creditor, Landlord/Tenant
- Close Relative

Can’t Vote When There is Direct Economic Gain to You or Associated Party

An Example


TIKI BAR
OPEN
-(takeout only)

My Bar:



STEPS:

1. Disclose – “That’s my bar!”
2. Discuss - Participate in discussions
3. Do NOT Vote



MINE



THEIRS

Another Example



Sit on Board

(for design expertise, obvs.)

MoMA
The Museum of Modern Art

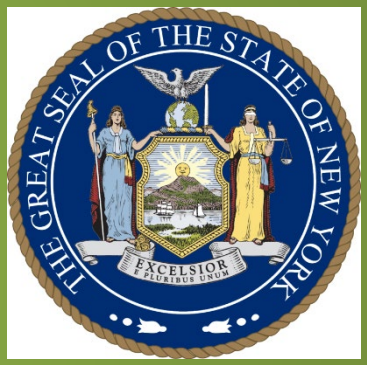
STEPS:

1. Disclose – “I’m on the MoMA Board!”
2. Discuss - Participate in discussions
3. Do NOT Vote

Conflicts of Office

- Conflict = voting on a matter involving a gov/quasi-gov agency, if employed by that agency









Conflicts of Office - Can't Vote When Matter Involves One's Gov/Quasi-Gov Employer:

- Employment at Gov/Quasi Gov:
  - Fed, State, Local
  - Public Authorities
  - CUNY/SUNY
  - UN
  - Post Office
  - Charter Schools
  - Local Dev Corps
  - BPL/QPL

My Gov/Quasi Gov Employer:

STEPS:

1. Disclose – “That’s my agency!”
2. Discuss - Participate in discussions
3. Do NOT Vote

ALSO: Do not represent your gov agency before CB

Voting Summary

- Use the 3 D's:
  - DISCLOSE
  - DISCUSS
  - DON'T VOTE

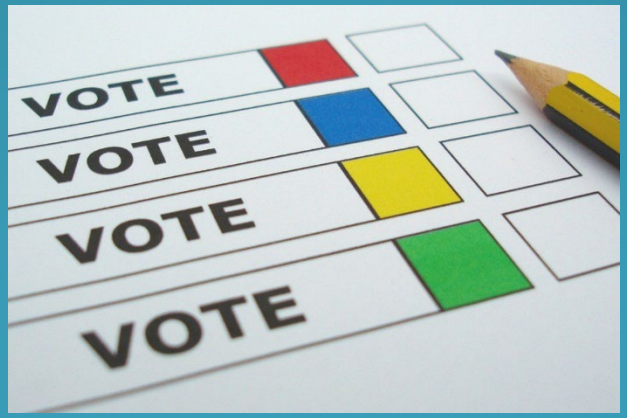
CHAIRING

Chairing

- CB Chairs:
  - If a matter for vote poses a conflict for the Board Chair, follow the three D's
    - (Disclose, discuss, don't vote)
  - ALSO: Can't chair ENTIRE MEETING

Chairing Committees

- Committee Chairs:
  - If a matter for vote poses a conflict for the Committee Chair, follow the three D's
    - (Disclose, discuss, don't vote)
  - ALSO: Can't chair ENTIRE MEETING
  - ALSO: can't serve as Chair of Committee if you have to use 3-d's 3x or more in a 12 mo. period, or if you are employed by gov agency that falls under the jurisdiction of the committee
  - BUT – you may serve on any committee



VOTE TABULATION

Quorum

- Conflicts DO NOT affect quorum

Quorum

An Example

Quorum

- In a quorum meeting of 26, a matter is up or discussion and vote. 3 CB members have conflicts of interest.

STEPS

- Before participating in discussion, each conflicted CB member DISCLOSES their respective conflict.
- The three conflicted members then participate in the DISCUSSION with the other 23 members of the quorum.
- The three CB members DO NOT VOTE
- Quorum is maintained at 26

BUT!

- Conflicted members of quorum may not vote
- To pass, need more “yes” than “no” or “abstain”
- With 26 **present**, normally you need 14 “yes” votes to pass
- 26 minus 3 = 23
- Now only 12 “yes” votes needed to pass

Eligible to Vote vs. Ineligible to Vote

- 3 Options:
  - Yes
  - No
  - Abstain
- Zero Options
  - Can't Vote Yes
  - Can't Vote No
  - Can't Abstain

OTHER TOPICS

Misuse of Position

- “DO YOU KNOW WHO I AM?!!!”



Political Activity -

Political Activities

- NOTE:

Political activity cs. "Politicized Activity"

- No misuse of City time/resources
- No misuse of City position
- No misuse of confidential info
- Follow agency rules (if any)



USE OF

CITY TIME & RESOURCES!

NYC COIB

Public Servants May:
Use a limited amount of City Time and City Resources so long as the use is:



- *Minimal*
- *Incidental*
- *Personal*

Public Servants May Not Use any amount City Time and Resources for an Outside

FINANCIAL OR POLITICAL PURPOSE

(212) 442 1400
nyc.gov/ethics

Political Activities - Soliciting





Political Activities – Endorsements



Gifts

- Gifts offered by dint of community board service should be refused.

Gifts

- Gifts offered by dint of community board service should be refused.
- Two examples:

Juan is a CB member. For a long time, he has been a regular at the Dino's, a bar in his neighborhood. Occasionally, the bartender buys Juan a round.

Juan receives an invitation for a free dinner at The North Star, a new eatery in the neighborhood seeking a liquor license.

Representing Private Clients

- Cannot wear two hats!
  - Professionals with clients – architects, lawyers, accountants, etc.
  - CANNOT represent clients before the CB
  - CB member's firm CANNOT represent clients the CB, unless board member gets a waiver

Community Board Staff

- No Financial Relationship with CB staff
- No Political Solicitation of CB staff
- Close Relatives of CB members may not serve as CB staff

Doing Business with a Community Board

- Examples –
  - Selling goods or services
  - Representing the CB as an attorney
  - Receiving reimbursements for expenses
  - Receiving grants
- None are possible without a waiver from COIB
  - Waivers of this sort are rare

WAIVERS : When might a CB member need one?

- Seeking to do Business with the CB directly
- CB's firm where s/he is partner seeks to represent a client before the CB

WAIVERS : When might a CB member need one?

- Get ball rolling at nyc.gov/ethics

Post Employment

Charter Section 2604(d)(2)

- You cannot “appear” before your former community board on behalf of a private firm for one year after leaving the agency.
- Appearance- any communication, in person, by phone, or by mail, for which you are paid.

How to Get Your Ethics Questions Answered:

All calls and correspondence to the Board regarding proposed future activities are strictly confidential.

How to Get Your Ethics Questions Answered:

- Call The Conflicts of Interest Board
  (212) 442-1400
- Write to the Board
  2 Lafayette Street, Rm. 1010
  New York, NY 10007
- Log on - http://nyc.gov/ethics