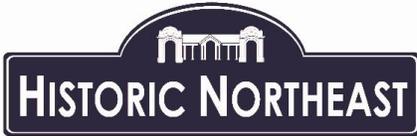


**Northeast Alliance Together (NEAT)
Board of Directors Meeting
August 2018**

July 2018 Board of Directors Meeting Minutes
148 N. Topping Ave., Kansas City, MO 64123
August 23, 2018

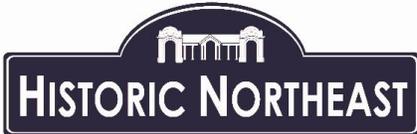
1. The July 2018 NEAT Board of Directors Meeting was held on July 25, 2018 at the Mattie Rhodes Center Northeast office.
2. Julie Lane called the meeting to order at 12:05PM.
3. In attendance were Julie Lane, John Fierro, Christina Gonzales, and Mary Cyr. Alison Bergman joined the meeting shortly after it was called to order.
4. Julie asked those present to read the May 2018 Board of Directors Meeting Minutes.
5. John motioned to approve the Meeting Minutes. Julie seconded the motion. The Meeting Minutes were approved unanimously by the Board.
6. Mary presented the discussion topic of changes to the NEAT General Meeting.
 - a. Attendance at this meeting has fallen off dramatically in the last several months to the point where Mary thinks the meeting is no longer viable.
 - b. Before the July NEAT General meeting, Mary asked those on her distribution list to attend the meeting, prepared to discuss how the meeting could be improved and whether the meeting was relevant.
 - c. One person responded to the email, indicating that she attends the meeting for networking, but that the meeting was no longer relevant to her because of the drop off in attendance.
 - d. Three people attended the July meeting.
 - e. After discussion, those present thought it would be best to disband the meeting and instead focus on increasing participation in the four NEAT Work Groups. It was the opinion of those present, that this would provide stakeholders with a sense of accomplishment that was absent from the meeting after the Director's position was funded.
 - f. Implementing this strategy was the Director's recommendation to the Board.
7. John Fierro disagreed with Mary's recommendation. John wants to see the meeting enhanced by inviting higher profile speakers to present on issues that are news worthy and more relevant to the community.
8. In addition, John suggested the following:
 - a. The meeting start at 8:00AM.
 - b. The meeting be held at MRC basement.
 - c. That breakfast type refreshments be served.
9. Also, John wants to see the AmeriCorps VISTA act as a communication bridge between the General Meeting group and the neighborhoods, reporting on the presentations at the neighborhood association meetings, collecting feedback, and delivering that to the Board.
10. Julie agreed with John's ideas.
11. Alison arrived at the meeting, was updated on the discussion, and agreed with John.
12. Mary will make the changes to the NEAT General Meetings as instructed by the Board.



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13. Mary distributed a proposed NEAT organizational chart as requested at the May meeting. This was sent out to the Board shortly after that meeting. The organizational chart will be delivered to the Board along with these meeting minutes.
14. John proposed a change to the chart that would show NEAT as a subsidiary of MRC and the Board acting in an advisory capacity.
15. Julie presented talking points that suggest a relationship between MRC and NEAT. Those will be delivered to the Board with these meeting minutes.
16. At talking point #3, John suggested that NEAT fundraise jointly with MRC instead of independently.
17. John explained that if NEAT were to become an independent entity, there would be negative consequences since NEAT currently does not have the capacity to be independent. For instance, he believes that NEAT would not be able to sustain itself financially.
18. Alison agreed with talking point #4, which states that NEAT will reimburse MRC for occupancy expenses.
19. At talking point #5, John indicated that MRC would share any funds raised by NEAT.
20. Mary indicated that the \$50,000 in funds presented would be raised so that NEAT would be eligible for funding directly from organizations like Greater Kansas City LISC, City of Kansas City, and Jackson County COMBAT without the need for a fiscal agent. More research in to this is required.
21. John held his position but indicated that NEAT could have a reserve fund for emergencies.
22. At talking point #7, Alison asked if NEAT could be an independent entity and at the same time be owned by MRC. A quick online search by Alison tentatively indicated that it could not. Alison said she wanted more information on legal issues around this situation.
23. John left the meeting.
24. Alison proposed that NEAT not work with MRC under an MOU, but rather an operating agreement.
25. Mary indicated that the purpose of an MOU at this point is to have issues agreed to before an operating agreement is created.
26. Julie asked Mary for her opinion on how MRC and NEAT should be organized.
27. Mary laid out her vision for how NEAT should grow:
 - a. NEAT obtains independent corporate status and 501c3 designation.
 - b. NEAT fundraises \$50,000 to use as working capital so that NEAT would be eligible for grants that transfer funds through invoicing as reimbursement.



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- c. Once the working capital is raised and NEAT successfully seeks funding for its operations costs, MRC will cease being a fiscal agent for MRC.
 - d. At this point, and for three years after that, NEAT will begin sharing NEAT's operating costs with MRC. At the end of this three year period, NEAT will fully compensate MRC regularly for its operating costs.
 - e. As NEAT earns income from redevelopment projects, NEAT would share those earnings with MRC.
 - f. NEAT would move from being a program of MRC to being a partner with MRC.
28. Julie indicated that she is concerned about MRC taking money from NEAT and how that would be received by the community.
 29. Julie asked what NEAT's ongoing relationship with MRC is. If NEAT is a subsidiary of MRC, then what is the purpose of a Board?
 30. Alison indicated that she was under the impression that MRC created NEAT to work on non-core MRC programming and that any funds that come to NEAT would go back to MRC. She believes that NEAT will be stronger with a closer relationship to MRC than what Mary presented earlier.
 31. Mary indicated that NEAT was not formed by MRC, but by community consensus through much community engagement. MRC emerged to its current position as fiscal agent through its leadership in the formation of NEAT and providing uncompensated support to NEAT during its formation, for which it should be compensated.
 32. Alison indicated that, as of today, NEAT cannot stand on its own.
 33. Mary agreed, but indicated that, if given the ability to grow in capacity, it could eventually be a fully independent entity.
 34. Alison rhetorically questioned if MRC would let NEAT become an independent entity as described by Mary.
 35. Julie indicated that, if the Board exists only in an advisory capacity, it does not have the authority to act, but only make recommendations. If NEAT were an independent entity, then the Board would have authority to act on its own will.
 36. Alison indicated that, if NEAT is a subsidiary of MRC and things go bad for NEAT, MRC would have to take responsibility. The NEAT board is an advisory board and that is what she believes John wants.
 37. After Alison conducted more research online, she concluded that no entity can own a nonprofit. Alison suggested that we get legal advice before proceeding.
 38. Mary indicated that she will invite Nick West of Husch Blackwell to attend our August meeting so that he can provide clarification on these issues. Husch Blackwell is providing NEAT with pro bono legal services.
 39. The meeting was adjourned at 1:46PM.