



**CTM Meeting Minutes**  
**August 6, 2018**  
**Clifton Recreation Center**

**Present:** Adam Balz, Buddy Goose, Adam Balz, Brad Hawse, Joyce Rich, Christine Celsor, Peter Block, Malcolm Montgomery, Vince Metzger

**Absent:** Eric Urbas, Kevin Marsh, Gina Marsh, Rama Kasturi, Ashley Fritz, Pat Borders, , Seth Maney

A quorum is present. Meeting called to order at 7:00 pm

**Police Report**

Neighborhood Liaison Officer Hageman advised that National Night Out - College Hill Presbyterian Church 6-8:30 Games for kids, Food, Demonstrations from Canine, SWAT, Crash Truck units. Also no update on District 5 HQ - Clifton is one of final 4 contenders.

Crime Stats - Trending upward.

Stats:

Robberies up 200% increase - up from 1 to 3

Burglaries - up significantly. Largely preventative crime. Keep doors locked and tight, have good outdoor lighting and don't be afraid to call the police . Kids are coming back soon and traffic well get worse. Looking for people to join citizen on patrol group.

District Officers can come to your home and discuss possible safety concerns around your home. "Target Harden" your home by utilizing lighting and security cameras.

Neighborhood Liaison Officer Hageman can be reached at 513.569.8527; email is [nicholas.hageman@cincinnati-oh.gov](mailto:nicholas.hageman@cincinnati-oh.gov). See the Clifton Community website for other police contact info on the Public Safety page.

**Fire Report**

Fire was not able to report due to an emergency right before they were called.

**Library Report**

Clifton Branch Manager Lisa Hamrick reported Library will be at the National Night out tomorrow. Engagement up 81% during the summer. Homework help available online and other resources are available. Photo exhibition in August.

My Librarian appointments are available for a variety of services including such things as personal technology & workforce development. One hour per appointment.

Information about the Clifton Branch can be found online at

<http://www.cincinnati.library.org/branches/clifton.html>

### **Recreation Center**

Service Area Manager Tom Reese reported new Fall programming:

Zumba Class

May have Saturday hours from 9-1pm - not sure yet.

Clifton Pottery M and W 6-8:45pm and Tues. 12-2:30pm

Flag Football for Adults in Oakley see website for more details.

After School Camp registration - only 5 spaces left and before school there are 15 spaces - will most likely be full by this Friday.

Online Rec Center Calendar is at

<http://cincyrec.org/search/basicprogram.aspx?k=Clifton%2BRecreation%2BCenter#results>

### **CBPA**

No Report.

### **CCAC**

CCAC Executive Director Leslie Mooney reported

This Saturday is a Refugee Welcome Dinner 6pm on the lawn and bring a side dish. Register online.

Fall Classes: All the classes will be going to different places throughout Clifton Information is available on their website.

Sunset salons begin in September all throughout uptown

Community Art Show - The Gallery will be at the Avondale Business Center on Reading. Details online.

Golden Ticket - 9th Annual - artists living within 25 miles - Nature Theme of things and architecture within the park.

Last week of Wednesday in the Woods is this week.

Online CCAC calendar of events is at <http://www.cliftonculturalarts.org/events/coming-events/>

### **Neighborhood Games Report**

Clifton is the 2018 Neighborhoods Games Champs!!

29 people from Clifton were in 49 events and won 23 medals.

The Ohio House of Representatives sent a declaration congratulating the Neighborhood Games.

### **Clifton Market**

Clifton Market Board member Tom Dwyer reported the following:

Open Meeting August 20th - Masonic Lodge

Market is in financial Distress

Cash on hand - day to day cash flow issues

Laurel Foods has been funding

Owners are not shopping there as needed

### **Treasurers Report**

Treasurer Buddy Goose provided a report on monthly results.

Motion to the report passed. The report is included as an addendum to the meeting minutes.

### **Golf Outing Update**

Trustee Joyce Rich reported August 25 - shotgun start at 2:00pm Avon Fields – Children's putting contest - Cliftonite of the year - Dick Druffel

\$10 for dinner only

[Cliftoncommunity.org/golfouting](http://Cliftoncommunity.org/golfouting)

Money is going to community art in the business district.

### **Parks Committee**

Trustee Adam Balz, member of the Committee, reported Parks Committee met on July 26th with Larry Parker and Mary Jane Klug parks operations. Deferred Maintenance costs were discussed - Rama is still waiting on a response. Revenue generators are parking and explore nature programs and the Groesbeck fund. The current goal is to just maintain the park system.

Vision for Burnet Woods and the 2007 be used as a starting point as the visioning process including preserving Burnet Woods. A survey will be used to engage the community as part of this visioning process.

## **Burnet Woods Community Engagement**

President Christine Celsor introduced the topic of CTM continuing to gather more community input on Burnet Woods due to the current possibilities of private / public development there.

Michael Moran - The parks committee is not speaking for all members - Moran thinks more energy needs to be put into the park and thinks that the CCAC will do well for bringing people into the park. Moran stated that he will not allow kids into the park right now and would like to see it developed in the park.

Phil Herrick - in favor of CCAC, excited about the arts events and bringing more people into the park. The Cincinnati Parks Masterplan - this project fits in directly.

Michael Burrill - it is possible for CCAC to design their building with sustainable design features and it would be easier to raise money for a sustainable design. Hopes CTM will support CCAC's proposal to build in Burnet Woods.

John Schlep - Walked through Burnet Woods and likes that it is a little overgrown. It is closer to nature than he has found elsewhere in Clifton.

Mark McKilip - Architect and works on LEED projects. He supports the Park Board Mission of increasing engagement. Spoke in favor of continuing to explore CCAC going into the park. Leaving Burnet Woods as it is will not work.

Sandra Zinks - 18 year Cliftonite - Positive open dialogue needs to be had to make the project better and through collaborative discussion and can become a significant impact on the Cincinnati Arts Community. She likes that it is a very small footprint and it will be located in an area that mitigates major environmental issues.

Mary Jo Vesper - Support for the CCAC and the Parks. Cincinnati Park Board leadership was seeking a partner and the CCAC is compatible. There was a hiring freeze this year and they had a 12-15% cut in budget that will not be restored and so they need partners. Burnet Woods is an urban Park that supports wildlife while also having robust programming with the help of good institutions.

Michael Scherr - Admired the new signs up in Burnet Woods that say "park" and it should be treated that way, instead of as a nature preserve. In support of CCAC relocating. Appreciate positive dialogue and hopes to find the win-win for our neighborhood.

Leslie Mooney - CCAC is committed to this process. Any idea can make this stronger. Ideas that have some have suggested include but not limited to Using existing asphalt to build parking or the building, building bird feeding stations.

Cindy Herrick - Respect other points of view and want to create a good natural habitat and CCAC can help preserve Burnet Woods with an Art Center.

Peggy Spore - Showed US Drought Monitor map and contended that any inch of greenspace that we lose is bad. This is not just about CCAC and need to think long term and water conservation and environmental issues. Want more trees instead of just lawn.

Kate Schroeder - Go to the park once a week. Very supportive of CCAC in a low impact and it needs investment. The goals of CCAC and wilderness are not mutually exclusive.

Betsy Neyer - Positive on furthering the discussion and on not having a zero sum game. Further enliven the park, have a great CCAC and understand the ecological issues that can be mitigated. Hoping Burnet Woods can be the connector between the uptown communities.

Peter Block - CCAC is extremely flexible and we need to put to rest that Clifton is not a place to host discussions.

### **Nominating Committee**

No Report.

### **Education Committee**

Chairperson Vince Metzger introduced Kelley Bagayoko, CPS Program Manager for the Clifton Area Neighborhood School. Ms. Bagayoko shared the following information:

School is temporarily located at 2120 Vine St. We currently have an at capacity kindergarten classroom and soon to be Pre-K filled second classroom. Neighborhood school that serves multiple neighborhood. Diversity should be seen in the classroom. Engaging, Hands on and in some cases student led. Clifton will play a critical role in the success of the school.

Current enrollment: 1st grade class – 11; K – 24; Pre-K - 23

It is normal for the first class to be smaller than the other grades as they are "early adopters". There are more 1st graders this year than kindergartners last year.

Malcolm asked - more than a neighborhood school? Answer is that it serves multiple neighborhoods.

Question about the "program" of the school being figured out. Answer- We follow Ohio State education standards. A lot of buy-in for experiential learning program , similar to Montessori. We are continuing engagement about this idea and so far it really stands out as a "Gap closer" for educational issues.

She will follow up with CPS facilities if there are issues at the Rawson Estate. It is zoned Residential and it has been used for events.

They are building a partnership with Fairview. They hope to be an asset and an "open school" atmosphere where the community can use the school.

Cell phone number 513-305-3140

### **Transportation / Public Safety Committee**

Chairperson Mike Schur reported:

Committee had a recent meeting with City DOTE working through issues.

City DOTE has funds available to make pedestrian improvements for safety. Submit up to three candidates. Based on data from the city wide pedestrian survey - Top 3 areas as people identified are:

Ludlow Ave. at Morrison - DOTE vulnerable populations are highly weighted.

Ludlow Ave. at Clifton Hills - That is where you have Depaul Cristo Rey have to cross there to get to bus stop.

Ludlow Ave. at Ormond.

Design and enforcement get thrown back between the police department and City DOTE.

Two new paddle crosswalks are being installed: Clifton just south of McAlpin. McAlpin between CCAC and Fairview-Clifton German Language School.

Ludlow and Whitfield having major issues. They recently made it a zebra stripe crosswalk and changed the curve markings as well as replaced missing signage. Police will be monitoring this intersection and we hope to get more police to monitor.

### **Bylaws Committee**

Chairperson Malcolm Montgomery advised the Board about the Committee's emailed report on proposed changes to the Bylaws as well as some additional Standing Rules that the Committee is still working on.

Motion to accept Committee's report passed. Report is included as an addendum to these minutes.

### **Trustee Updates / Announcements**

Vince - New Montessori school - open house August 26<sup>th</sup>. HEART Montessori in the Masonic Temple on Ludlow.

Buddy - CliftonFest is coming up and money will be appropriated soon per CTM approved budget. Pedestrian safety was the number one topic at an Invest in Neighborhoods meeting. Another aggregate cost structure idea for Invest is for Website and Audit services.

Malcolm - there were two co-presidents for CBPA, but now only Pat Borders.

### **Public Q&A**

Cincy Flags - Engage Cincinnati grant - one of 5 to get a grant and matched by the Haile Foundation. All 52 neighborhoods were engaged in this process. They would like people to complete survey by either paper and online at [cincyflags.com](http://cincyflags.com). August 25<sup>th</sup> at 10:00am at CRC give their input on getting a flag and share with designs end of the process in December. Looking for CTM to help get feedback. Will bring 3 iterations and then get more feedback. Flags can be ordered after it is completed.

Still broken light on Clifton - in front of Adrian Durban.

### **Adjournment/next meeting**

The meeting was adjourned at 9:00pm.

The next CTM meeting is at 7 p.m., Monday, Sept 10, 2018, at the Clifton Recreation Center.

Minutes taken by Brad Hawse.

## **CTM BYLAWS COMMITTEE JULY 24 BOARD REPORT: FINAL BYLAWS PROPOSALS**

Malcolm Montgomery, Bylaws Committee Chair; Adam Balz, Brad Hawes, Kevin Marsh, Frank Miller, Michele Murphy. Advisers: Howard Tolley, Derek Tucker

### **Overview:**

CTM last revised its Bylaws in December 2015. The Bylaws Committee held seven meetings between February 27 and July 24, 2018 to consider proposed substantive updates that require approval of the Board and membership as well as minor technical corrections that do not. In addition to the extensive *pro bono* advice received from two attorneys, the committee adopted language from the Model Bylaws prepared by Invest in Neighborhoods (IIN) and received guidance from the IIN Board President and Executive Director as well as the CTM Treasurer. In order to provide CTM members with the required notice of proposed Bylaws Amendments prior to the December annual meeting, the Board should complete its review no later than the October meeting.

### **Standing Rules:**

When expressly authorized in the Bylaws and state law, the CTM Board can adopt Standing Rules that Trustees can revise and/or suspend without the membership vote required for a Bylaws amendment. In June the committee recommended and the Board approved an extensive Standing Rule on Conflict of Interest authorized in a brief Bylaws provision that requires a super majority to revise and/or suspend — ten of the fifteen Board members. In June the Board also approved an Email Vote Standing Rule that requires unanimous approval for all decisions, a state mandate that the Board may not revise or suspend.

The committee has proposed several Bylaws provisions authorizing the Board to make additional standing rules and will recommend three additional standing rules for the Board to adopt no later than the November meeting:

1. Special Electronic Meetings rule
2. Financial Affairs rule that addresses periodic independent review of accounts and procedures fiscal agency and pass through accounts.
3. Rule for specifying Nominating Committee responsibilities and election procedures

### **Rationale for Substantive Bylaws Changes**

1. Revision of several Bylaws that depart from actual, current practice that should be continued, such as the Article requiring both a Spring and a Fall member meeting each year, when only a Fall meeting is convened to elect Trustees.

2. Recommendation of new or revised Bylaws and Standing Rules in order to
  - a) modify current practices that depart from mandatory state/local law, such as electronic voting,
  - b) assure implementation of important Bylaws provisions that have not been followed such as financial record keeping
  - c) add provisions based on best practices in financial affairs and the conduct of business meetings



## **CTM BYLAWS COMMITTEE RATIONALE FOR MAJOR RECOMMENDATIONS**

### **1. ARTICLE II. OBJECT**

The Article II (4) Conflict of Interest policy at p. 2, l. 121 has been removed from the Bylaws and revised as a CTM Standing Rule approved by the Board at its June 4 meeting. The new rule clarifies the meaning of divided loyalty and financial conflict of interest with new text from the IIN Invest in Neighborhoods Model COI Policy and also includes the remaining CTM Bylaws provision on COI from Section 11 of Article V at page 7, line 317.

### **2. ARTICLE IV. MEMBERSHIP & MEETINGS OF MEMBERS**

Annual Membership Meeting. Article IV (4) p. 4, l. 146 provides for a single annual meeting and, following the IIN Model Bylaws approach, establishes a quorum requirement of twelve (12) non-Trustee members and eight (8) Trustees.

Parliamentary Authority Article IV (12). Text moved from Article X to p. 5 l. 234. In order to improve compliance with the Bylaws, applicable law and Roberts Rules, assigns responsibility to the Board Secretary and Chair of the Bylaws Committee for identifying departures. Clarifies the Board's authority to interpret the Bylaws and to suspend the procedural rules within specified limits. p. 5, l. 239.

### **3. ARTICLE V. BOARD OF TRUSTEES AND BOARD MEETINGS** pp 6-7, l. 244-334.

In accord with state law, proposed amendments authorize the Board to adopt Standing Rules for both special electronic meetings and email voting. To be accompanied by new Board approved Standing Rule with detailed procedures. Board duties clarified to include responsibility for securing formal documents and financial records in a centralized, secure location.

### **4. ARTICLE VI. OFFICERS**

**(4) Treasurer.** p. 8, l. 377 Provides for a new financial review of CTM accounts by an independent professional every two years prior to the annual meeting, possibly done by Invest in Neighborhoods at no expense.

### **5. ARTICLE VIII. NOMINATION AND ELECTION OF TRUSTEES** p. 9-10, l. 409-459

Clarifies procedure for selection of 3 Trustees and 2 others as Nominating Committee members and adds language from IIN Model Bylaws specifying non-discrimination in determining eligibility to serve as a Trustee. To be accompanied by new Board approved Standing Rule with detailed procedures.

### **6. ARTICLE X. FINANCIAL AFFAIRS** p. 11, l. 477-502

New article based on current Article V Section 8 with additional provisions from IIN Model Bylaws detailing deposits, authorized expenses, fiscal year, financial review by independent professional and disposition of assets. To be accompanied by new Board approved Standing Rule with detailed procedures.

### **7. ARTICLE XI. AMENDMENT OF CONSTITUTION AND BYLAWS** pp. 11-12, l. 504-519.

Two new provisions from IIN Model Bylaws providing for CTM Bylaws review at least once every 3 years and assuring that any invalid Bylaws provision does not eliminate remaining articles that retain full force and effect.