

# MEETING MINUTES

## OREGON PUBLIC HEALTH ASSOCIATION BOARD OF DIRECTORS MEETING

### DETAILS

The meeting was held on Zoom on June 18, 2021. The meeting started at: 10:05am and finished at 11:30AM.

### ATTENDEES

People present at the meeting:

<i>Zoom</i>	<i>Phone</i>	<i>Not Present</i>
<b>Allison Myers</b>		<b>April Lawless</b>
		<b>Clair Raujol</b>
<b>Angel Harris</b>		
<b>Chandra Char</b>		
<b>Danielle Droppers</b>		
<b>David Huntley</b>		
<b>Glendora Claybrooks</b>		
<b>Jackie Leung</b>		
<b>Jennifer Griffith-Weprin</b>		
<b>Karen Chase</b>		
<b>Marie Harvey</b>		
<b>Mary Ann Wren</b>		
<b>Mitch Haas</b>		
<b>Nora Frank-Buckner</b>		
<b>Oralia Mendez</b>		
<b>Phyusin Myint</b>		
<b>Rebeckah Berry</b>		
<b>Rebekah Bally</b>		
<b>Renee Menkens</b>		
<b>Robb Huston</b>		
<b>Sierra Prior</b>		
<b>Tabitha Jensen</b>		
<b>Tamara Falls</b>		
<b>Therese Hooft</b>		
<b>Tom Engle</b>		
<b>Yesenia Castro</b>		
<b>Jessica Nischik-Long (Staff)</b>		

### KEY FINDINGS AND DECISIONS

The following key findings and decisions were made:

- The board voted to revoke a member's OPHA membership effective July 5, 2021.

### DETAILS AND BACKGROUND

#### Call to Order – Danielle Droppers

## **Roll Call – Sierra Prior**

### **Member Removal**

This meeting contained only one item of business. The Executive Committee brought a motion to the board to revoke a member's OPHA membership with a proposed effective date of July 5, 2021. The Executive Committee was unanimous in the recommendation brought to the board.

The board was sent the following governing documents prior to the meeting: June executive committee meeting minutes, current OPHA bylaws, "A Guide to Nonprofit Board Service in Oregon" from the office of the Oregon Attorney General, OPHA Mission/Vision/Values statements, OPHA Articles of Incorporation, OPHA board adopted director job description, and OPHA board adopted 2020 Health Equity Statement and the text of Oregon statute 65.167 Termination, expulsion or suspension.

Members of the Executive Committee and the Executive Director provided background information regarding a series of incidents that occurred during Diversity, Equity and Inclusion (DEI) Committee meetings over multiple months culminating in a serious episode in April. These incidents had been reported to the Executive Director culminating in a formal complaint. The chairpersons of the DEI committee made attempts to address the problems during and after each meeting, but the behavior persisted.

Discussion was formatted in rounds with equal time limits in order to give each director that wanted to speak time to do so.

Board members had questions about the process as our governing documents do not provide us with one. Executive Committee members further clarified that their guiding principles were centering the person that was harmed and the above referenced governing documents. Executive committee members explained that they contacted the Nonprofit Association of Oregon (NAO) for guidance. NAO staff recommend that executive committee members and the executive director meet with legal counsel and connected them to a lawyer specializing in nonprofit work.

Executive Committee members explained that they had reached out to the member under discussion in advance of this meeting to inform that person that their actions had been elevated to the Executive Committee and their recommendation was that this person should resign from their OPHA roles. The member in question refused to do so.

Board members said that we must take accusations of harm seriously. Other suggestions were to develop a complaint process, a code of conduct, and review and revise our bylaws. Board members also brought up the issues of power dynamics, the purpose of the DEI committee, centering the person harmed, impact vs. intent and the problems that may come with focusing on that, living our mission through our actions, and that the issue at hand is less about the missteps, but rather the response to feedback regarding those missteps.

Motion was made and seconded to postpone the vote till next month.

Board members discussed again centering the person harmed and this space should be professional, not a place to perpetuate harm.

20 Nays, 2 Ayes.

Motion failed.

Board president returned to the original motion to revoke OPHA membership of an individual member effective July 5, 2021.

14 Ayes, 5 Nays, 3 abstentions.

Motion passed.

#### NEXT BOARD MEETING

**Upcoming Board Schedule:**

Board Meeting, Friday, July 16, Zoom only

Board Meeting, Friday, August 20, Zoom only

Board Meeting, Friday, September 17, Zoom only

Board Meeting, Monday, October 11, Zoom only