

The New York Quarterly Meeting of the Religious Society of Friends held on Sunday,
January 24, 2010, at Brooklyn Monthly Meeting

Trustees' Governance Committee Proposal

For many years, Trustees have been concerned about the ambiguity and conflicting language in various documents defining their custody and control of the NYQM property and revenues. This problem presented itself in the spring of 2000 and required a legal opinion regarding the Trustees' authority to address management issues at Brooklyn Friends School. Recently, Trustees retained Pamela Mann, the attorney who rendered that opinion and who has worked in the past for both BFS and NYQM, to review existing governance documents. She was asked to assess inconsistencies and compliance with relevant law. She has drafted a memo highlighting the legal principles and provisions relating to the responsibilities of fiduciaries, and she has made recommendations for changes. She pointed out more issues than Trustees anticipated.

She writes, "In general, it appears the roles assigned by NYQM's governance structure to committees and, to a certain extent, to the trustees, are those that appear appropriate for unincorporated associations since, prior to 1960, the meetings were not incorporated."

Trustees propose that NYQM establish an *ad hoc* committee for the express purpose of studying governance documents and for recommending changes to rectify contradictions and enable the Quarter to operate in accord with both Friends faith and practice and the laws of New York. This committee should draw on the experience of other incorporated meetings. In addition to the Handbook Coordinator, we believe the committee should include individuals chosen from the following groups: those involved in the BFS improprieties, Trustees, Audit & Budget Committee and the Cemetery Committee.

In friendship,

Michael Schlegel
Clerk of Trustees

NOTE: Copies of the Pamela Mann, Esq. memo are available from Trustees.