West End Citizens Association
Washington, D.C.

Boundaries: 15th Street on the East • Potomac Park on the South
Rock Creek and the Potomac on the West • N Street on the North

February 3, 2003

The Honorable Geoffrey H. Griffis
Chairman
D.C. Board of Zoning Adjustment
441-4th Street, N.W. - Suite 210
Washington, DC 20001

RECEIVED
D.C. OFFICE OF ZONING
2003 FEB -5 PM 3:32

Re: BZA Appeal No. 16950 - Additional Document Supporting WECA's Appeal of DCRA & ZA's Administrative Decisions, 1957 E Street, N.W.

Dear Chairman Griffis and Members of the Board:

As requested by the Board of Zoning Adjustment (BZA) at its January 14, 2003 continuation hearing on BZA Appeal No. 16950, enclosed herewith is one additional document for the record in support of the West End Citizens Association's (WECA's) appeal of the administrative decisions by the Department of Consumer and Regulatory Affairs (DCRA) generally and the Zoning Administrator (ZA) specifically regarding 1957 E Street, N.W.

The Board requested that WECA provide the minutes from the Foggy Bottom Feeding Foundation's Monday, August 19, 2002 Board meeting, which was held right after publication of the Zoning Commission's Friday, August 16th final Order. Please note the following conditional statement in the minutes: "**Upon receiving the funding** from George Washington University as provided in the Zoning Order, the members of the Board **would begin** approaching appropriate vendors" (emphases added).

Also, the Board should be aware that the Foggy Bottom and West End Advisory Neighborhood Commission (ANC-2A) did not include an agenda item on this Appeal at its January 15, 2003 meeting, as promised it would during the Board's January 14th continuation hearing, and did not have any public discussion of the Appeal. In fact, ANC-2A has neither held any public discussion of the Appeal since it was filed on September 23, 2002 nor passed any substantive resolution.

If you have any questions about this filing, please call Barbara Kahlow on 226-3058. Thank you.

BZA
Case No. 16950
Exhibit No. 46

Sincerely,

John C. Batham
President

Attachment

cc The Honorable Carol J. Mitten, Chair, Zoning Commission
ANC-2A (c/o St. Mary's Court)
Phil Feola, Esq., Counsel for GWU

Post Office Box 58098 • Washington, D.C. 20037-8098

Board of Zoning Adjustment
District of Columbia
CASE NO.16950
EXHIBIT NO.46

FOGGY BOTTOM FEEDING FOUNDATION

BOARD OF DIRECTORS MEETING

August 19, 2002

Attendance:
John C. Batham
John Graves
Sara Maddux
Johnny Osbourne
David Watts

The meeting of the Board of Directors of the Foggy Bottom Feeding Foundation was held on August 19, 2002 at 522 21st Street N.W. in the meeting room and began at 9:00 am. All Board members were present.

1. By-Laws of the Foundation: The Board members reviewed the draft by-laws of the Foundation and provided edits for the final version. Two particular issues arose concerning the conflict of interests clause and the indemnification clause. It was suggested that the Board get copies of the standard Code of Ethics for non-profit organizations from the Washington D.C. Council of Agencies for use as a code of ethics. The members agreed. Under the indemnification issue of Board Members, it was agreed that the Foundation would need the insurance industry standard Directors and Officers liability insurance. It was agreed that the By-Laws would be mailed to each member of the Board after the final version was prepared.

2. EIN: Sara Maddux agreed to obtain the Employer's Identification Number from the Internal Revenue Service for the Foundation for filing with the bank.

3. Election of Officers: The officers were nominated and elected unanimously as follows: President: John C. Batham; Vice Presidents: David Watts and John Graves; Secretary: Johnny Osbourne; Treasurer: Sara Maddux

4. Implementation of Program: There was a general discussion as to the definition of the meal program under the foundation. Upon receiving the funding from George Washington University as provided in the Zoning Order, the members of the Board would begin approaching appropriate vendors.

5. Motion to Adjourn: The motion to adjourn was made by Mr. Osbourne and seconded by Mr. Batham. The meeting adjourned at 10:00 am.

BYLAWS
OF
THE FOGGY BOTTOM FEEDING FOUNDATION

A NON-PROFIT CORPORATION

ARTICLE I

1. Name: The name of the organization is The Foggy Bottom Feeding Foundation, (the Corporation), a not-for-profit corporation organized under the laws of the District of Columbia.

2. Location: The principal office of the Foggy Bottom Feeding Foundation shall be within the District of Columbia.

ARTICLE II

1. Board of Directors: There shall be 5 members of the Board of Directors who shall serve for a maximum of 3 two-year terms. The Board may, at any time, increase or decrease the number of directors of the Corporation and shall be elected by the Board. The initial directors of the Corporation shall be named in the Certificate of Incorporation.

2. Authority: The Board of Directors supervises, directs, and controls the policies and programs of the Foggy Bottom Feeding Foundation. The day-to-day oversight of the activities and programs of the Foggy Bottom Feeding Foundation shall be administered by the President, consistent with any policies established by the Board.

3. Meetings: Meetings of the Board of Directors will be called by the President. Written notice of a meeting of the Board, specifying the business to be conducted, shall be provided to the Directors at least 5 business days in advance of the meeting. The presence of the majority of Directors constitutes a quorum; a quorum must be present in order for the Board to take any action. Meetings may take place by means of a conference telephone or by any other means of communication equipment which allows all persons to hear each other at the same time.

4. Removal: A Director may be removed for adequate reason by a two-thirds vote of the Board of Directors, with the Director being considered for removal provided advance notice of such action, but not participating in the vote. The Board of Directors shall fill any vacancies on the Board.

5. Written Consent: Any action that is required at a meeting of the Directors may be taken without a meeting, if a consent in writing, setting forth the action so taken, is sent via U.S. Postal Service or by fax to the designated Board Member, is signed by all members of the Board. Such consent in writing shall have the same force and effect as a unanimous vote of the Board and shall be filed with the corporation records of the minutes of the Board of Directors' meetings.

6. Compensation: Directors shall receive no compensation for their services as Directors, provided that nothing contained in this Section shall be construed to preclude any Director from receiving reimbursement for reasonable expenses actually incurred, subject to prior approval by the Board.

ARTICLE III

1. Officers: The elected officers of the Foggy Bottom Feeding Foundation are the President, Vice President, Treasurer, and Secretary.

2. Election and Term of Officers: The Board of Directors shall elect the officers from among the Board of Directors. The term of office is one (1) year with annual elections.

3. Vacancies: If a vacancy occurs, the position will be filled by the Board for the unexpired portion of the term.

ARTICLE IV

1. Employees: The Board of Directors may engage employees or outside consultants as necessary.

2. Conflicts of Interest: The Board of Directors shall adhere to the adopted conflicts of interest policy. If a Director is found by the Board to have violated or not to have conformed to the conflicts of interest policy, the Director may be subject to removal by the Board in accordance with Article II, Section 4.

3. Amendments: Amendments to these Bylaws may be adopted at any meeting of the Board of Directors at which a quorum is present where notice of the proposed amendments was provided to the Directors in accordance with Article II, Section 5.

4. Indemnification: Directors, officers, and other authorized employees or agents shall be indemnified against claims for liability resulting from their

official duties in connection with their positions or activities on behalf of the organization.

5. **Fiscal Year: The fiscal year for the Foggy Bottom Feeding Foundation is the calendar year.**