



**The Gala Pride and Diversity Center
BOARD OF DIRECTORS MEETING MINUTES**

Date: Tuesday, February 18, 2020
Time: 6:00 pm to 8:15 pm
Location: 1060 Palm St., San Luis Obispo, CA 93401

“The Gala Pride and Diversity Center (The Pride Center) supports and empowers all peoples of all sexual orientations, gender identities, and expressions to strengthen and unite our Central Coast Community.”

1. Call to Order:

President Doug J. Heumann called the meeting to order at **6:01 PM. Quorum was present.**
President Doug J. Heumann - Reading of the Mission Statement

2. Roll Call:

Present: Doug J. Heumann (President), Jane Lloyd (Vice President), Dave Weisman (Secretary), Sam Byrd, Elissa DeHart, Denise Taylor

Guests: Ciana Costa, administrative assistant; Jamie Woolf TCC; Elaine Mason; Lynn Schmidt, art curator; Sherry Collier, Marie Moore

Absent: Rob Diaz (Past President), Katherine Soule

Staff: Michelle Call, Executive Director;

3. Speakers

3.1 No public comments.

3.2 6:05 PM Announcement of Resignation of Treasurer Jeff Eckles from Board.

HEUMANN provides notice of Jeff Eckles letter of resignation from Board. Heumann praises work of Jeff as treasurer and on the Governance Committee. An electronic vote was taken to accept his resignation: Diaz, Lloyd, Weisman, Taylor and Byrd had approved by email. Heumann offers vote to DeHart; she votes to accept resignation. Resignation is accepted and final. Consideration of drafting letter of thanks to Jeff Eckles—Heumann will draft.

6:07 PM Discussion: Who will take role of treasurer? A nominating committee will be formed. HEUMANN will wait for nominating committee to bring forth names. BYRD: Soule expressed interest. Heumann proposed and Board agrees that he ask Soule if she would like to be “interim” or “acting” treasurer until the position is filled. HEUMANN will also send a letter to the board asking for interest in those wishing to be treasurer. Governance Committee will discuss at next meeting on March 6, 2020 and establish date for setting nomination.

4. Action/Information/Discussion

4.1a Approval of January 2020 Board Meeting Minutes – 6:11 pm

HEUMANN presented the January Board Meeting Minutes for approval. Lloyd made a Motion to Approve and Byrd seconded. The Vote regarding the Motion to Approve the November Board Meeting Minutes PASSED with 5 approvals, 0 oppositions, and 1 abstention.

4.1b Approval of January 25, 2020 Board Retreat Business Session Minutes – 6:12 PM

HEUMANN presented the January Board Retreat Business Meeting Minutes for approval. Lloyd made a Motion to Approve and Byrd seconded. The Vote regarding the Motion to Approve the November Board Meeting Minutes PASSED with 5 approvals, 0 oppositions, and 1 abstention.

4.2 Approval of Financial Reports — 6:14pm

At the November 2019 Board meeting, Eckles requested that the Vote for the November & December Financial Reports be held at the January 2020 meeting.

CALL: Financials were held pending Edward Jones report. Now that Edward Jones questions are answered we made 10% on our investments.

CALL presented the November/December 2019 Financial Report for approval. DeHart made a Motion to Approve and Byrd seconded. The Vote regarding the Motion to Approve the November/December 2019 Financials PASSED with 6 approvals, 0 oppositions, and 0 abstentions.

Heumann presented the January 2020 Financial Report for approval. DeHart made a Motion to Approve and Lloyd seconded. The Vote regarding the Motion to Approve the January 2020 Financials PASSED with 6 approvals, 0 oppositions, and 0 abstentions.

CALL: Suggests that during period without “interim” treasurer, Board should have a “second set” of eyes looking at the books. Board is in agreement.

4.3 2020 Budget – 6:17 pm

LLOYD had concerns with budget; so had Soule (but she is not present). Heumann recalls that we made a previous decision to vote on it one month at a time. Lloyd suggests that budgets are “speculative” and not accurate and we should do monthly comparison between actual and projected. HEUMANN: if we revise rent downward to \$1700 because other side office is not rented, are we ok with numbers?

CALL: I have \$3000 budgeted for the dance so that may change the numbers.

Eckles had previously advised Board approve month-by-month until it settles on full budget, enabling Call to spend money.

HEUMANN suggests we send any budget changes and comments to Call; then Call creates a new March budget and submits for Board approval by electronic vote. Targets Monday, February 24th to finalize this plan and ask for approval. Comments and final vote on Monday will be by email.

4.4 Executive Director Report – Call – 6:24pm

CALL provided her written Report to the Board prior to the meeting and copies were available at the meeting to any interested persons. The Executive Director Report is made a part of these Minutes. Subjects included:

CALL: Ciana Costa hired as administrative assistant and it is proving extremely beneficial.

The Pride Center received \$50,000 from Chapman Estate from the trust. It is directed to be invested and kept in perpetuity, however interest income can be used for anything.

Heumann: Might put in Edward Jones as a separate fund to provide due diligence as a way to safeguard it. Call will draft thank you letter for Heumann’s signature.

CALL: Dates available for annual GALA night at Blues Baseball evening are presented. Board chooses July 29.

CALL: Received notice of Bend the Arc holding a meeting of community groups on Sunday, March 1. Call cannot attend; puts out request for any others who might wish to attend.

CALL: Looking to create monthly subscription and giving program. One vendor wants \$199 a month, so Ciana will research other options for administration. Heumann, what does KCBX do? Another recommendation is "Give Lively" and Call will seek 3 options to be available for consideration before March Board meeting.

CALL: Has only sold 8 tickets to Valentine's Day dance; there are conflicting events like Stoke the World doing Rock the Vote at SLO Brew. Call: Has been sending "Save the Date" reminders for months, but will continue to attempt coordinating dates with other groups to avoid such activity conflicts. Call explains costs for dance, Guild hall, security, permits, etc.

HEUMANN: Can we get refund from Guild Hall on this? Call: fee was \$625 and SLO Light and Sound was \$325 and \$75 for ABC permit. Byrd: On Facebook 13 confirmed and 75 interested. Since it says pay-at-door many may show up at last minute.

CALL: "Interested" is no guarantee.

DeHART: Can we send notice through Facebook? CALL: Only if we are their "friends"

BYRD: If you "change" event they will be notified through Facebook.

HEUMANN: Suggests sending out final notice that it will be cancelled if not enough interest.

Schmidt: Should have Post-Mortem to figure out what went wrong in planning this?

HEUMANN: Pull the plug or give one last chance.

CALL: If not enough tickets sold by 5 PM 2/19 then it will be cancelled.

BYRD: can ask if they can change venue for drag show that was planned; he will follow up with the Drag Club.

WEISMAN: Might Guild Hall consider applying the rental fee (or portion thereof) toward a future rental sometime later this same Calendar year? Call: She will investigate options.

4.5 Governance Committee Report– Heumann – 6:41 pm

Announcement of final vote tallies on restatement and amendment of bylaws; will ask for signatures at end of meeting

LLOYD: Initiates discussion of ballot tallies and counts. Requests calculation of number of votes needed to reach quorum. Discussion of concerns with performance of Burkhart Accounting.

CALL: Membership down over previous year; many moved away, or didn't respond. Heumann explains two types of membership corporation bylaws have changed since 2011, but they were not technically "membership" and have moved to different membership model. In the past we 'pushed' membership in this older model.

CALL: did not push membership in the way she could have.

WEISMAN: suggests creating new membership perks and packages like KCBX/NPR model.

LLOYD: Notes that ballots were not serialized; and Burkhart had problems; these issues don't look good on this important vote.

HEUMANN: Burkhart discounted charges to make up for problems and we won't use them again.

LLOYD: Have we accounted for any discrepancies that could have arisen from Burkhart errors?

HEUMANN: We did keep these issues in the open; we did have problem with Burkhart; we discussed whether we should redo the election and we decided "no" because that would be more confusing.

WEISMAN: A percentage is more accurate; a fixed number sent at time of ballot could change in the weeks after the ballot is mailed out.

DeHART: makes motion for "post mortem" analysis by governance committee on election and to report back at March 2020 Board meeting

Seconded: TAYLOR; Voice Vote: was AYE unanimous;

HEUMANN: governance committee will take on this analysis.

HEUMANN: report on minors voting; contacted insurance agent; he said there could be some problems but he'll contact nonprofit insurance alliance. Spoke to their damage loss person; what do bylaws say? Current Bylaws require board members to be 18 years or older by the time they take office, but can it be amended. According to California law a minor can serve with restrictions; can't be an officer but can act and be a voting member because they are "acting together;" corporation law is silent but that doesn't mean it is OK. Heumann reviewed a blog and some resources and alternatives to consider.

HEUMANN recommends sending memo; please review and if majority of board members want to pursue then we go through the list of skills and requirements. Spoke with Laura Albers and she suggested that United Way and YMCA may have separate "youth boards," but we have a hard time getting kids to show up at all.

SCHMIDT: How do we accommodate the fiduciary requirement?

HEUMANN: Because they are not acting on their own. Is it covered by the D+O? He contacted insurance agent and there is nothing in our insurance coverage that would prohibit us from having a minor. Has to be right person and brings skills we need. If Katherine Soule has identified a person we

can discuss. Will be brought up as issue at next meeting and discuss interest. Might contact attorney general and ask for a review on this.

WEISMAN: offered to take request for Attorney General Opinion to Sacramento.

4.6 **Unfinished Business**

4.7 **New Business 7:10**

Minor Policy (previously noted in 4.5)

BYRD: went to DC met with congress. Met with Rep. Carbajal and he is interested in meeting with students in SLO at Cal Poly. Byrd will be coordinating. Shared info about Q-CARES and inequities and student issues. Also made contact with CDC and there is \$2000 available for HIV testing at Pride.

HEUMANN: you should contact David Kilburn at Access Support Network. Also met with HRC about "welcoming schools" and got recommendations for books and curriculum. Talked about doing a non-denominational Pride Mass.

HEUMANN: Past prides had services at St. Stevens.

BYRD would like mass in Mission Plaza church.

HEUMANN: working with Jamie Woolf on Joint Power Authority, MCSIG representing School Districts regarding health care plans that have Trans exclusions which is against state law. Working with others to remedy. Cuesta College is one of the school districts.

5. GALA Group Committee Reports:

5.2 **SLO Lez B Friends – Lloyd – 7:18 pm**

LLOYD reported that continuing successful social group had a great field trip to see a "Portrait of a Woman on Fire" and many showed up.

5.3 **Q&R Groups – Diaz – 7:16pm**

Rob absent: Call reports youth group to be cancelled this Thursday but seems to be thriving.

5.1 **Tranz Central Coast – Woolf – 7:16pm**

Chair Woolf reported that they will sponsor a film Trans Lives on Screen; history of trans people in movies. Will be part of SLO film festival. Going to do another medical training, third one; Windows on the Water annual fundraising event on March 7th is sold out.

5.4 **PRIDE - 7:20pm**

TAYLOR: committees asked to present budget; Heumann asks to see it a week before the meeting to be studied. Byrd and ASI president came to Pride meeting and discussion about date change, and after discussion lots of support to change to May and possibly Memorial day weekend, first choice, maybe 3rd Sunday in May would be next choice for 2021. Question about hotel costs.

SCHMIDT: College students may want to leave town on Memorial Day weekend; perhaps 3rd Sunday in May is better.

CALL: Adding Chablis dinner cruise on May 2nd this year. "Laramie Project" at SLO Rep-for dress rehearsal they will give us tickets that can be sold as fund raiser. Also trying to do performing arts center show the week before Pride, with possible stars like Wanda Sykes who appeared years ago.

5.4 **Senior Advocacy – Boling – 7:21pm**

Boling was absent; LLOYD reported on usual potluck. A wellness and health talk by Paul Texeira of Body + Balance Center on 2/19.

5.5 **Bi+ Group – DeHart – 7:22pm**

DeHart reported that they are down one co-facilitator; have ideas to maybe "opening up the group" to biromantic, panromantic; Bi+ may be stigmatized as "sexual" possibly being called "Queer Enuf," kind of like the 18-35 group; polysexual, not polyamorous; CALL: Maybe this is covering the "Q+" end of the spectrum; but it's a smaller number of people, too small for their own group so maybe cover it as an umbrella; The Bi and Asexual felt excluded or put in a box; but the bi+ group can find a home. Looking to do social outings because they can't meet at the center without a co-facilitator. Will not be meeting on the 2nd and 4th. CALL: do you want me to hold those dates? DeHart: No, don't have a certain co-facilitator yet. Would take the Bi+ off and she will let Call know when they are doing an outing. Call asks DeHart to write article for newsletter.

5.6 Outreach – Taylor – 7:30pm

Taylor reported that nothing at this time

5.7 Governance – Heumann – 7:30pm

Covered earlier in 4.5

5.8 Art Curator – Schmidt – 7:31pm

Schmidt reported that needs someone to cover April 3rd; Weisman and Taylor will assist In April. For March, Ciana volunteers for that Friday evening.

5.9 Fundraising – Weisman - 7:33pm

Weisman reported that flagpole should be a future issue.

5.10 CAL POLY issues: - 7:35pm BYRD reports he and other staff are reorganizing the hierarchy for the pride structure and staffing. Will be more streamlined in providing resources. Will also include non-cis groups. Bi and Pan are largest demographics among Poly groups and also involve professional staffs. Will probably redo and streamline entire website.

6. Next Meeting:

Date: March 17, 2020

Time: 6:00 pm

Location: 1060 Palm St., San Luis Obispo, CA 93401

7. Adjournment: **7:38 pm** - Meeting Chair Heumann adjourned the public Board meeting.

8.0 Closed Session: Legal Matters

7:50 pm

HEUMANN: makes board aware of certain legal and fiscal situations. Letters have been sent and actions are being taken.

Discussion of new policies regarding social media, administration and control of email lists, Facebook and other internet postings.

TAYLOR: Motion to adjourn Closed Session

BYRD seconded

Unanimous approval on voice vote.

CLOSED SESSION ADJOURNED AT 8:14PM