

# Board of Directors Minutes, February 5, 2020

A meeting of the Board of Directors (the Board) of Trans Pride Initiative, a Texas corporation (the corporation), was held February 5, 2020. The meeting was done by phone conference.

## *Attendees*

- Directors present at office: Nell Gaither
- Directors present by phone: Bret Camp, Robyn Crowe
- Directors absent: none
- Guests present: Tim Patterson, Danielle Browning, James Fairchild

## *Call to Order*

- Chair Nell called the meeting to order at 6:01pm with Nell, Bret, and Robyn in attendance. A quorum of directors was present, and the meeting, having been duly convened, was ready to proceed with business.

## *Announcements*

- Tim Patterson and James Fairchild gave brief introductions to their connections to TPI.
- There were no announcements.

## *Reports from Officers*

- **President**
  - Noted that this was the annual TPI meeting, and thanked all for attending.
  - Noted that we have finished the prison data explorer tool and that response has been encouraging, with three people already interested in using the data for their work.
  - Noted that attorneys working with TPI filed suite against Texas on December 4, 2019.
  - Asked if there were any questions about either of these items, and there was none.
  - Noted Danielle did a presentation on prison issues at UTD in the last few months, and Nell did a presentation on prison issues at TCU, and we have gotten one or two volunteers from the work.
  - Noted that TPI has been looking for a better space with Danielle's assistance, and that James Fairchild is our agent also helping. Will cover more on that at New Business.
  - Noted that she has had no time for officer and board development.
  - There were no further questions.
- **Secretary**
  - Nell requested that the board approve the minutes from the September 18, 2019, board meeting. Bret motioned that the minutes be approved, Nell seconded, all three board members present approved the minutes.
  - There were no further questions about the work of the secretary.
- **Treasurer**
  - Acting treasurer made reference to the 2019 Income and Expense, and Budget v Actuals reports and asked if there were any questions, comments, or concerns. There was none.

- Acting Treasurer made reference to the December 2019 reconciliation summary and detail reports and asked if there were any questions, comments, or concerns.
  - Bret asked if we needed to approve the reconciliation reports?
  - Nell stated that in the past, we have presented these for information so the board can see what our expenses and donations/income for the month was so that they could raise any questions and meet their fiduciary responsibilities as board members.
  - Bret said that was satisfactory.
- There were no further questions about the work of the treasurer.

## *Committee Reports*

### • **Fundraising Team**

- Noted we received the \$15k 2020 Borealis FTG grant in mid January
- Noted \$10k Trans Justice Funding Project award, funds available in June or July
- A prior question had been asked by Bret about the Jacques Louis Vidal/Vanguard Charitable grant of \$1,000 and whether there were any red flags in accepting a grant from this source. Additional information was provided:
  - Vanguard Charitable Donor Advised Fund
    - Vanguard Charitable is all donor advised funds
    - NPIC perspective, this is a negative because it can be used as a tax dodge by wealthy folks (but not all are, our Tides funding is from a donor advised fund)
    - Concern would be that single source funds may impact decision-making
    - Amount from Vanguard or Jacques Louis Vidal is minimal, so no risk
  - Jacques Louis Vidal
    - he is a visual and built object artist and sculptor; some seem to call him a surrealist; does absurdist works: <https://www.jacqueslouisvidal.com/>
    - works seem to include prison / incarceration imagery and / or commentary
    - in 2006, one of his shows in New York was canceled apparently because he was too confrontational on all people being treated equally
  - There were no further questions about the fundraising work.

### • **Action Team: Anti-Violence Committee**

- The chair referred to the agenda for general information about the anti-violence work
- Noted Project 3, street outreach, has seen distributed about 2600 condoms, 900 lubes, 210 sterile wipes, 620 cottons, 24 cookers, 165 IV syringes, 114 IV syringe exchanges. Noted the work is slow because we have no steady locations for people to find us yet. We are observing and refining as we go and learn.
- Noted the Project 4, Dallas Trans Justice Project, is set up but not a lot of work done yet
- Noted the application for the Borealis 2020 FTG grant has been submitted, and we expect \$15,000 to \$25,000, probably closer to the \$15,000.
- Noted the unsolicited grant from Jacques Louis Vidal/Vanguard Charitable for \$1,000.
  - Nell noted that they are a donor advised fund and we wrote a thank you and invited them to contact us if they wanted to know more about our work.
  - Bret wanted to know more about this and what the fund was about.

- Nell said all we really know is that they are a donor advised fund, but will see if we can find out more before next board meeting.
  - There were no further questions about the anti-violence work.
- **Action Team: Healthcare Committee**
  - The chair referred to the agenda for the status of the committee projects.
  - Noted that the research for the anti-trans research project in healthcare settings is still ongoing, has been underway since late 2018. Noted we decided to try \$20 incentive cards to promote interviews, and it was very successful. Bret noted that incentives can be very encouraging and effective, and Robyn noted that they convey respect for participant efforts so they can work well.
  - There were no further questions about the healthcare work.
- **Action Team: Housing Committee**
  - The chair referred to the agenda for information about the housing projects.
  - Noted that in the Emergency Shelter Project, we had initially set it up for a specific source of housing, but things have changed and we need to rewrite to make it more general and useful for multiple potential sources.
    - Robyn asked if we would consider House of Rebirth as a place to send people.
    - Nell answered certainly it is one of the options we will consider as we assess what housing assistance might be suitable to different clients.
    - There was a brief discussion about how program qualifications influence who can be referred to what programs. This is true of all programs that we consider referrals with clients.
  - There were no further questions or discussion about the housing committee work.
- **Action Team: Prison Support**
  - The chair referred to the agenda for information about the prison support work.
  - The chair noted that we had just released the data explorer tool, and that we had already received inquiries from three persons wanting to use our data for various purposes.
  - Project 103: brief note that we had filed and waiting on next actions from the attorneys
  - There were no further questions about the prison committee work.

## *Unfinished Business*

- The chair noted that at the last meeting we discussed a health insurance stipend starting in 2020 for part-time staff of \$50-\$75/month.
  - We began providing the one part-time employee a monthly stipend of \$65 starting January 2020.
  - Asked if any board member felt we needed a vote to officially sanction the stipend.
  - All felt that since it was within the range formerly discussed, no vote was needed.
  - Bret noted that it should be sufficient to record for the record that the board had given approval for a stipend of between \$50 and \$75, and that the stipend of \$65 was within that range, so the stipend is acceptable to the board.

- The chair noted that board member elections are held annually, that we must have three board members minimum.
  - The chair noted that if there were any persons seeking election to the board we could consider them, but as of now, no one in attendance was seeking the board currently, although one guest present was considering a board position.
  - Bret motioned that we accept the 2019 roster of board members continue as 2020 board members.
  - Robyn seconded. All were in favor.
  - The same board members elected in 2019 were re-elected for 2020.
- The chair noted that officer elections are held every other year, and they were held last year, with Max being elected in July 2018 for secretary.
  - Current positions are President: Nell Gaither; Vice-President: vacant; Secretary: Max Lucky; Treasurer: Simone Stevens.
  - No officer elections are needed at this time.
- The chair noted that as we meet only quarterly, the board members should raise any questions about decisions discussed during this meeting that have been taken since the last board meeting, and if all questions are addressed adequately, we should request that the board members approve of all actions taken by the President in the conduct of the corporation's business since the last meeting of the Board.
  - Bret motioned that the statement from the chair be accepted.
  - Robyn seconded; Bret and Roby voted yes, Nell abstained.
- There was no additional unfinished business.

## *New Business*

- Nell mentioned that TPI is looking to find a new location, and we are considering buying. Options include conventional lease as we have done, Nell buying and leasing to TPI at a discount with TPI covering utilities but Nell covering maintenance and repair, TPI buying. Comments about the options were discussed.
- Bret mentioned that if Nell purchases and leases property to TPI at above market value, that could be an ethical issue. Nell agreed and stated that if that was the option taken, lease would be well below market value to avoid the ethical issues.
- A brief general discussion about properties we have considered.
- In general, all board members felt it was a positive that showed TPI was growing and successful that we could consider this step.
- Importantly, we discussed procedure should Nell find something that needed a quick decision for placing an option fee and deposit on a property:
  - Nell should collect and distribute by email to the other board members information needed for considering the property (purchase or lease).
  - Other board members could review the materials, the terms of the agreement proposed, and may request more information if needed.
  - Email approval from all would suffice to constitute board approval to move forward.
- There was no additional new business.

## *Open End*

- There was no open end discussion.

## *Adjourn meeting*

The meeting was adjourned at 6:40pm.

Respectfully submitted,

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Nell Gaither, Acting Secretary

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Date