

**San Francisco Lesbian, Gay, Bisexual, Transgender  
Pride Celebration Committee, Inc.**

Tuesday, November 10, 2020

# AGENDA

For the Board Meeting, being held remotely

## ITEMS

### **1. Standing Items** (40 mins)

#### **I. Welcome & Check In**

- A. Called to Order at:
- B. Welcome:

In attendance:

#### **II. Apologies for Absence**

- A. Apologies:
- B. Not Present:
- C. Quorum Attained:

#### **III. Appointment of Timekeeper, Vibe Watcher, and Stack Monitor**

- A. Timekeeper:
- B. Vibe Watcher:
- C. Stack Monitor:

#### **IV. Read Mission Statement & Financial Protocol**

- A. Mission Statement read by:
- B. Financial Protocol read by:

#### **V. Approval of Agenda and Minutes**

- A. Timestamp:

#### **VI. Announcements**

#### **VII. Reports**

- A. President -
- B. Vice President -
- C. Treasurer -
- D. Secretary -
- E. Executive Director -

### **2. Old Business** (20 min)

- A. Committee Reports (20 mins)

### **3. New Business** (50 minutes)

- A. FY2021 Board Meeting Dates Selection (10 mins) \*See Attachment A for Options
- B. FY2021 Board Committees Placements (30 mins) \*See Attachment B for Descriptions
- C. FY2021 Board Committees Meeting Dates (Breakouts - 10 mins)

### **4. Public Comment** (2 mins per person – 10 mins total)

### **5. In Memoriam** (5 mins)

### **6. Adjournment**

**Time stamp:**

Approximate Time: (125 minutes)

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## **Mission Statement:**

The mission of the San Francisco Lesbian, Gay, Bisexual, Transgender Pride Celebration Committee is to educate the world, commemorate our heritage, celebrate our culture, and liberate our people.

## **Financial Protocol:**

No expenditure can be incurred without going through the Executive Director in advance. This includes reimbursement of expenses outside of the set guidelines. If you expect to have an expenditure, prior approval must be sought from the Executive Director as soon as possible. Procedures exist and checks and balances are in place to ensure that all expenditures go through a proper approval process with the Board. All expenditures are accounted for during the annual budgeting and audit process.

## **Public Comment:**

The public comment portion of the meeting is an opportunity for those with no say in the formulation of the agenda (i.e. those who are not members of the board) to speak during the meeting. Public comment is offered in a spirit of open communication and the organization being receptive to new ideas and constructive suggestions. The Chair of the meeting may adopt a flexible approach in allowing public comment but will not tolerate personal attacks and/or indecorous behavior.

## **Procedures for the formulation of the member meeting Agenda: (standing rule #9)**

- A. Every meeting of the membership shall have a written agenda
- B. The agenda shall consist of:
  - 1. Standing Items
  - 2. Old Business
  - 3. New Business
- C. Standing Items shall be items which either the general membership and/or board resolves at a prior meeting be placed upon the agenda at subsequent meetings.
- D. Old Business shall be items of business from previous meetings which shall not have been concluded and shall be added to the agenda by the Board President.
- E. New Business items shall be items not being either standing items or old business which it shall be in the purview of the membership to discuss. New business items shall be added to the agenda by the Board President, the board or by any three general members.
- F. Items of new business may be added to the agenda if communicated to the Board President in writing fourteen days prior to the published date of the meeting. Communication may be in the form of a letter and where an addition is being proposed by three general members each must sign a letter requesting such addition.
- G. No item(s) shall be added to the Agenda at the meeting.

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## **Consensus Model for Decision Making:**

Standing Rule #8, All Board Meetings shall use the following consensus model for decision making:

When it appears that the group is nearing consensus or when a voting member has asked that the group move to consensus, the facilitator shall ask:

1. Is there any further discussion?
2. Are there any objections? (Does anyone wish to stand aside?)
3. Do we have consensus?

A voting member may only block consensus if s/he has an alternative suggestion. If the alternative also does not produce consensus, another motion must be presented, or the issue must be dropped/tabled. If an individual cannot support the consensus statement but does not wish to block consensus s/he may stand aside. The objections shall be noted in the minutes. Friendly amendments can be offered (if appropriate), though the person who initiated the motion is not obligated to accept them.

If a tabled issue is still at an impasse at the following meeting, a voting member must make a motion on which the group will vote. The motion requires a simple majority to pass (unless otherwise noted in the bylaws). If an issue is at an impasse and is time sensitive (i.e., it cannot be tabled to a future meeting), a voting member must make a motion on which the group will vote. The motion requires a simple majority to pass (unless otherwise noted in the bylaws).

The consensus model shall use the following ground rules:

1. Participants should not speak out of turn. The facilitator will recognize hands in the order in which they were raised. Those who have not spoken on an issue will be given the option to do so before anyone speaks a second time.
2. Comments should be brief, respectful, and relevant to the topic being discussed. Participants should avoid repetition and focus on closure.
3. The facilitator shall put time limits on the discussion and choose a timekeeper. The time for discussion can be extended by group consensus.
4. Participants should accept decisions with which they can live to avoid debating minutia.
5. When appropriate, the facilitator may call a break in the meeting to allow the person blocking consensus and the person initiating the motion to try to work out an alternative together.
6. Everyone is equal.
7. Derogatory personal comments are inappropriate.
8. In groups of 20 or more, the decision-making process uses a modified form of consensus. An individual who blocks consensus must still offer an alternative. One alternative may be a suggestion to use Robert's Rules of Order to resolve the issue under consideration. If the group (less the block) rejects the alternative, the group may then resolve to override the block for a "modified consensus minus one." If two individuals block consensus, the standard form of consensus shall be used.

It is a good idea for someone to read these rules aloud at the beginning of a meeting, especially when new people are present. All Board members should receive training in these rules at the Board retreat.

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**ATTACHMENT A**

**FY2021 BOARD MEETING DATES**

**OPTION 1**

*Meetings remain on the first Wednesday of every month, 7pm-9pm,  
remotely for the foreseeable future*

Weds Dec 2 2020  
Weds Jan 6 2021  
Weds Feb 3  
Weds Mar 3  
Weds Apr 7  
Weds May 5  
Weds June 2  
Weds July 7  
Weds Aug 4  
Weds Sept 1

**OPTION 2**

*Meetings take place on the second Tuesday of every month, 7pm-9pm,  
remotely for the foreseeable future*

Tues Dec 8 2020  
Tues Jan 12 2021  
Tues Feb 9  
Tues Mar 9  
Tues Apr 13  
Tues May 11  
Tues June 8  
Tues July 13  
Tues Aug 10  
Tues Sept 14

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**ATTACHMENT B**

**COMMITTEE DESCRIPTIONS  
(from Policy A.06, "Committee Structure")**

C. The Board committees are:

**Budget & Finance Committee**

The Budget & Finance Committee is chaired by the Treasurer and is responsible for budget preparation and financial strategy and oversight of the corporation.

**Policies & Procedures Committee**

The Policies and Procedure Committee is responsible for keeping the structure of the corporation under review and the formulation, maintenance and enforcement of policy.

**Personnel Committee**

The Personnel Committee is chaired by the President and is responsible for monitoring the human resources strategy of the corporation. This would include the monitoring of the performance of the Executive Director and oversight of their management of the other staff. The Executive Director will report to the Personnel Committee on matters of recruitment and review of staff and the engagement of contracted services. The Personnel Committee also acts as the grievance committee.

**Community Affairs Committee**

The Community Affairs Committee is responsible for reviewing membership applications and making recommendations to the Board for the acceptance/rejection of applications and for renewals. The Community Affairs Committee also oversees the membership program of the organization by creating and determining member benefits, devising a membership card and conducting membership roadshows. The Community Affairs Committee is also responsible for developing the organization's outreach strategy and conducting community rap sessions and forums. The Community Affairs Committee is also responsible for the organization's newsletter.

**Long Range Planning Committee**

The Long Range Planning Committee is co-chaired by the duly elected Board committee chair (A.06.II.B) and Executive Director. The Committee is responsible for developing, monitoring and reviewing strategies for long range planning for the organization, including an organizational strategic plan.

**Nominating Committee**

The Nominating Committee is co-chaired by the President and Vice President who may delegate this responsibility to another member of the committee and is responsible for identifying qualified candidates for the board by devising and implementing a plan for strategic board recruitment. The aim of the Nominating Committee is to identify a diverse range of potential candidates so that, ultimately, the leadership of the organization reflects the diversity of the communities it represents. In doing so the Nominating Committee is responsible for devising a recruitment matrix (identifying all the skills the Board is seeking), putting together a Board recruitment pack, meeting with prospects and making recommendations to the Board. The Nominating Committee is also responsible for the orientation, continued support and mentoring of new Board members.

**Audit Committee**

The Audit Committee is chaired by an individual appointed by the Board of Directors and, subject to the supervision of the Board of Directors, is responsible for recommending to the Board of Directors the retention and termination of the independent auditor and negotiating the independent auditor's compensation, on behalf of the Board of Directors. The Audit Committee also confers with the auditor to satisfy its members that the financial affairs of the corporation are in order, reviews and determines whether to accept the audit, assures that any non-audit services performed by the auditing firm conform with applicable standards for auditor independence, and

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approves performance of non-audit services by the auditing firm. The Audit Committee may include persons who are not members of the Board of Directors, but the member or members of the Audit Committee shall not include any members of the staff, the President or the Treasurer. During any period in which a non-director serves as a member of the Audit Committee, all of the committee's actions are subject to the supervision of the board. Members of the Budget & Finance Committee may serve on the Audit Committee; however, the Chairperson of the Audit Committee may not be a member of the Budget & Finance Committee and members of the Budget & Finance Committee shall constitute less than one-half of the membership of the Audit Committee. Members of the Audit Committee shall not receive any compensation from the corporation in excess of the compensation, if any, received by members of the Board of Directors for service on the Board and shall not have a material financial interest in any entity doing business with the corporation.

## **Development Committee**

The Development Committee is responsible for identifying new funding opportunities for the corporation.