



TPI Board of Directors Meeting

The Board of Directors of Trans Pride Initiative (TPI) held its first regular meeting on August 29th 2011 at 7:40pm.

On motion and by unanimous vote, "Nell" Gaither was elected temporary chairperson and then presided over the meeting. Jamila Davis was elected temporary secretary of the meeting.

The following directors, constituting a quorum of the full board, were present at the meeting: "Nell" Gaither, "Simone Stevens" and Jamila Davis. No directors were absent from the meeting.

The chairperson announced that the meeting was held pursuant to the written waiver of notice signed by each of the directors. The waiver was photocopied and the original was given to the chairperson for filing at the designated principal office. Upon a motion duly made, seconded, and unanimously carried, the waiver was made a part of the records of the meeting. It now precedes the minutes of this meeting in the corporate records book.

Election of Officers

The chairperson announced the election of officers. Upon motion, the following persons were unanimously elected to the offices shown after their names:

"Nell" Gaither, President

Jamila Davis, Secretary

"Simone Stevens", Treasurer

Each officer who was present accepted the position. Thereafter, the president presided at the meeting as chairperson of the meeting and the secretary of the corporation acted as secretary of the meeting.

Principal Office

After discussion as to the exact location of the corporation's principal office for the transaction of business in the county named in the bylaws, upon motion duly made and seconded, it was RESOLVED that the principal office of this corporation shall be located at 2116 Siesta Drive, Dallas, TX 75224.

Articles of Incorporation

The chairperson announced that the articles of incorporation or similar organizing instrument of this corporation was filed with the office of the Texas Secretary of State on August 12th 2011.

RESOLVED that the secretary of this corporation is directed to see that a copy of the articles of incorporation or similar organizing instrument of this corporation, file-stamped or certified by the secretary of state or other appropriate office or official, is kept at the corporation's principal office.

Bylaws

There was then presented to the meeting for adoption a proposed set of bylaws of the corporation. The bylaws were considered, discussed and on motion, duly made and seconded. The adoption of bylaws



signature page was endorsed by all directors then photocopied. The original was given to the chairperson for filing at the principal office and a copy was retained by the secretary.

RESOLVED, that the bylaws presented to this meeting be and hereby are adopted as the bylaws of the corporation.

RESOLVED FURTHER that the secretary of this corporation is directed to see that a copy of the bylaws is kept at the corporation's principal office.

Bank Account

Upon motion duly made and seconded, it was RESOLVED that the funds of this corporation shall be deposited with First National Bank Texas, 4142 Cedar Springs Road, Dallas, TX 75219.

RESOLVED FURTHER that the secretary of this corporation be and hereby is authorized and directed to establish an account with said bank and to deposit the funds of this corporation therein.

RESOLVED FURTHER, that any officer, employee, or agent of this corporation be and is authorized to endorse checks, drafts, or other evidences of indebtedness made payable to this corporation, but only for the purpose of deposit.

RESOLVED FURTHER, that all checks, drafts, and other instruments obligating this corporation to pay money shall be signed on behalf of this corporation by any of the following persons: "Nell" Gaither, Jamila Davis.

RESOLVED FURTHER, that said bank be and hereby is authorized to honor and pay all checks and drafts of this corporation signed as provided herein.

RESOLVED FURTHER, that the authority hereby conferred shall remain in force until revoked by the Board of Directors of this corporation and until written notice of such revocation shall have been received by said bank.

RESOLVED FURTHER, that the secretary of this corporation be and hereby is authorized to certify as to the continuing authority of these resolutions, the persons authorized to sign on behalf of this corporation, and the adoption of said bank's standard form of resolution, provided that said form does not vary materially from the terms of the foregoing resolutions.

Compensation of Officers

There followed a discussion concerning the compensation to be paid by the corporation to its officers. Upon motion duly made and seconded, it was unanimously RESOLVED that the following annual salaries be paid to the officers of this corporation:

President \$0.00

Secretary \$0.00

Treasurer \$0.00

Loan Agreement and Initial Funds

Upon review and discussion of the proposed loan agreement, the document was completed and signed by the "lender", "Nell" Gaither and the treasurer, "Simone Stevens" on behalf of the "borrower" Trans Pride Initiative. Initial funds were distributed to the organization in the form a check in the amount of



\$1,000. Deposit will be made upon receipt of the certified copy of the articles of incorporation and 501(c)(3) status approval.

Tax Exempt Status

Upon motion duly made and seconded, it was RESOLVED that 501(c)(3) status be applied for and sent upon conclusion of the meeting.

Items of Business for Next Meeting

It was determined that the chairperson will research voicemail options appropriate for use as the official contact number of the organization.

Conflict of interest and internal controls will be discussed and determined at the next board meeting as agreed upon by all directors.

Adjournment

There being no further business, upon motion duly made and seconded, the meeting was adjourned.

_____, Secretary