

Board of Directors Minutes, November 30, 2021

A meeting of the Board of Directors (the Board) of Trans Pride Initiative, a Texas corporation (the corporation), was held November 30, 2021. The meeting was done by phone and video conference.

Attendees

- Directors present by remote connection: Nell Gaither, Bret Camp, Robyn Crowe
- Directors absent: none
- Guests present: Josh Crabtree, James Fairchild

Call to Order

- Chair Nell called the meeting to order at 6:48pm. A quorum of directors was present, and the meeting, having been duly convened, was ready to proceed with business.

Announcements

- Nell, Bret, and Robyn introduced each of themselves and had no announcements.
- Josh and James were each introduced briefly by Nell, then gave brief personal introductions about their familiarity with TPI and our work.

Reports from Officers

- **President**
 - There were no questions or comments for the president.
- **Secretary**
 - Acting secretary asked that the board approve the minutes from the April 13, 2021, board meeting. Bret motioned that the minutes be approved, Robyn seconded, all present voted to approve the minutes.
 - Acting secretary asked if there were any questions or comments for the acting secretary since the last meeting, and there were none.
- **Treasurer**
 - Acting treasurer made reference to the summary and detail reconciliation reports provided for October 2021, and asked if there were any questions or concerns. Bret and Robyn had questions whether they had the right file because it was dated November 2, and the acting treasurer explained that the report heading specified the report was through October 31, while the report was generated in early November. There were no further comments or questions.
 - Acting secretary noted that also included was an income and expense statement from January 1, 2018, through November 16, 2021, and asked if there were any questions or comments. There were none.
 - Acting secretary noted that because of the amount in the bank, we will probably forego seeking grants for 2022 because we are not spending what we have. The board acknowledged that doing so may jeopardize future funding opportunities, and Nell

- states she was going to talk to funders and explain the situation and perspective to minimize such impact.
- There were no additional questions about the work of the treasurer.

Committee Reports

- **Fundraising Team**
 - Nell referenced the above discussion by the acting treasurer.
 - Robyn asked who was on the fundraising team and what they were working on. Nell responded that she was the only person working on fundraising at the moment, that there had been some limited participation some years past, but no other participation in several years. The only work at the moment was considering upcoming grants by existing funders.
 - There were no questions or discussion about the fundraising work.
- **Action Team: Healthcare Committee**
 - Nell noted that in healthcare, TPI had begun participating in a hormone metabolism study, but there were issues with the study and we had withdrawn.
 - There were no questions or discussion about the healthcare work.
- **Action Team: Prison Support**
 - Nell noted that letters sent and received were down some from 2020. Through the third quarter of 2021, a total of 2,456 letters had been exchanged, compared to 3,675 for the same period in 2020.
 - Nell noted we are currently about 75 days behind in responses and have about 180 person waiting on responses.
 - There were no further questions or discussion about the prison committee work.
- **Other Teams and Committees**
 - Nell noted that letters sent and received were down some from 20

Unfinished Business

- Nell read the statement of the “routine action item” requesting that the Directors 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 request that the Directors approve of all actions taken by the President in the conduct of the corporation’s business since the last meeting of the Board. Robyn motioned that the statement be approved; Bret seconded. Bret and Robyn approved the motion, and Nell abstained.
- The President again brought up the request that we discontinue the “routine action item” because it seemed that it was not really ethical, that the purpose of the board meeting was to do what the “routine action item” stated. Bret motioned that the “routine action item” be no longer required, and Robyn seconded. Bret and Robyn both approved the motion, and Nell abstained.
- There was no other unfinished business.

New Business

- Nell opened a discussion about the pros and cons of having more than three members on the board and noted that votes could be deadlocked, and that quorum might be more difficult to meet. Bret mentioned that with good communication, these issues should be avoidable. All present agreed.
- Nell mentioned a desire to add Tracie Clark to the board, but that apparently she did not have as much availability to join the board at this time. Nell asked that the board consider her nomination in the future.
- Nell introduced Josh Crabtree, gave Josh an opportunity to provide further information about himself, then Nell stated that with Josh's consent she would like to nominate Josh to the board.
- Nell introduced James Fairchild, gave James an opportunity to provide further information about himself, then Nell stated that with James' consent she would like to nominate James to the board.
- Nell mentioned a desire to add Jesse Tafalla to the board, but that apparently other responsibilities prevented his participation at this time. Nell asked that the board consider his nomination in the future.
- Bret motioned that Josh be elected to serve on the board, and Robyn seconded. The vote for the election of Josh Crabtree to the board was unanimous. The board congratulated Josh on his election to the board.
- Bret motioned that James be elected to serve on the board, and Robyn seconded. The vote for the election of James Fairchild to the board was unanimous. The board members congratulated James on his election to the board.
- Nell stated that as President she would like to acknowledge and thank Robyn Crowe's contributions to TPI during her service as a board member for several years. Nell offered Robyn the opportunity to step down from the board at this time, and Robyn accepted. Robyn agreed to send a letter of resignation to TPI.
- Nell stated that as President she would like to acknowledge and thank Bret Camp's contributions to TPI during his service as a board member. Nell mentioned specifically Bret's efforts to improve communications during the early years of service, as well as his significant financial contributions during a time of much need for TPI. Nell offered Bret the opportunity to step down from the board at this time, and Bret suggested remaining in a transition position to help new board members transition into their roles as board members. This suggestion was accepted, and since it did not involve any change of status, no vote was needed.
- There was no further new business to consider at this time.

Open End

- There were no open end discussions at this meeting.

Adjourn meeting

Robyn Crowe, as her last official act as a TPI Board Member, motioned that we adjourn the meeting, and Bret seconded. All five attending current board members voted yes to adjourn. The meeting was adjourned at 7:22pm.

Respectfully submitted,

Nell Gaither, Acting Secretary

Date