

**Leather & LGBTQ Cultural District
General Assembly Meeting
Draft Minutes**

June 19, 2019

Call to Order (7:09)

Straw Polls (7:09)

- · First Meeting: 3
- · Second Meeting: 1
- · Three or more meetings: 18

Minutes Approval (7:11)

- · Aye: 10
- · Nay: 0
- · Abstention: 5

Chair's Report (7:12)

- Mailbox
- EIN
- Blow Buddies
 - Building has been sold and BlowBuddies is preparing for shift.
- EyeZen
- City Guides
 - Next set of tours on July 13, 20th
 - BG meeting with representative from City Guides to update the guided tour
- Folsom/Howard Project
 - Project was approved by the Supervisors.
 - Seeking placemaking features (e.g. leather pride walks) as part of the project.
- Haney Nightlife Legislation

- Wants to make it more difficult for a nightlife venue to be changed for another purpose; Mezzanine brought this issue to light.
- Legislation will likely be presented at the Land Use Committee for an opportunity for public comment, including a hearing and letter comment period.
- Eagle Plaza Groundbreaking
 - Groundbreaking occurred yesterday.
- Castro Cultural District
- MOHCD Grant
 - Have received approval for the grant from MOHCD.
 - Currently navigating the process of submitting additional information to MOHCD, now must wait on the City for reply.
- Insurance
 - SOMA Arts has agreed to pursue adding the LCD to their insurance to suitably obtain insurance for MOHCD grant.
- Fiscal Sponsor
- Incorporation
 - Incorporation paperwork is filed and response is pending.
 - At the point incorporation is obtained can apply for 501(c)3 at IRS.
 - Motion: Approve funds for the purposes of employing the lawyer to prepare 501(c)3 application (BB)
 - Approved
- Website
 - Will have to move to own website from current home on the Leather Alliance.

Legislative Committee (7:22)

- No report

Outreach Committee (7:22)

- Moving forward with platform and hosting selection for website.
- Pride booth confirmation packet has been received; will be sharing space with the Castro Cultural District; need people there throughout the day on Saturday and Sunday.
- Logo

- Have received submissions from 5 individuals; including multiple submissions from certain individuals. This was stated in the meeting though it is actually publicized as July 8 online.
- Would like to spread the information again and request a prize of \$300.00 for the winning logo.
 - J.: I'm against bribing people.
 - S: Should make the process competitive whereas the sum is practically insignificant to the sum of funds which we have avail.
 - D: Can we make a prize out of a gift card or something which can be donated?
 - G: Is this fair to the people who participated before?
 - S: That's business.
 - G: Have had excellent and skillful submissions already. Two were approved by majority.
 - A: Those submissions are still eligible.
- Motion: Do not provide compensation
 - Not seconded
- Motion: To compensate the designer of the winning logo \$300.00 in addition to recognition for the selection of their logo.
 - Seconded
- Straw Poll
 - Aye: 9
 - Nay: 4
 - Abs: 4
- Official:
 - Aye: 8
 - Nay: 5
 - Abs: 3
 - PASSED

Finance Committee (7:42)

- BG: Would like to get an official vote for reimbursement for expenses totaling (\$342.52)
 - Seconded
 - Passed by acclamation.

Governance Committee (7:45)

- Secretary (Spencer Watson, also Governance Chair) led discussion. The following votes were taken:
 - XI.E.6 – Accept Chief Exec paragraph with the removal of last sentence: “Additionally, the Board may by resolution appoint the chief executive as an Officer.”
 - straw poll: yes by acclamation;
 - Aye: 13
 - Nay: 0
 - Abs: 3
 - PASSED
 -
 - XII, XIII) – Finance – Discussed in detail. Moved, seconded to accept as presented
 - straw poll: yes by acclamation;
 - Aye: 14
 - Nay: 0
 - Abs: 2
 - PASSED
 -
 - IX.B.2 – Composition of Board – Change first sentence to read (changed text in italics): “The Composition of the Board as a whole *shall strive to have representation* from each constituency that the Organization is designed to benefit, including:...”, and remove duplicate “youth”
 - straw poll: yes by acclamation;
 - Official vote: 15 yes / 0 No / 1 Abstain
 - X.A. – Appointment of Committees – ask lawyer for opinion to ensure that this paragraph allows people in addition to directors to sit on these committees.
- A list of “Bylaws Omissions” was distributed, showing proposed changes to the Bylaws which were not reflected in the draft distributed at the meeting, but which were agreed upon at the Facilitated Discussion of June 8, as follows:
 - P3 – VII.A.1.a) Add “Agree with Mission and Vision of the Organization”
 - P5 – VIII.C) Notices of meetings to members – delete “supporting members”
 - P5 – VIII.C.2) Manner of meeting notice to members: - change to “US Mail, email or means decided by the board.”

- P5 – VIII.E.1) Quorum – change words “fifteen” to be “ten” to match (10%)
- P6 – VIII.3) Quorum for the purpose of electing directors shall be 10%.
Delete remaining text (relating to online voting)
- P7 – IX.A) Composition – Minimum and initial Board size shall be 9
- P8 – IX.F) Election of Directors should begin as in-person only, but allow for implementing online voting process later at Board discretion.
- P9 – IX.H.2) – Removal of second paragraph, (“Directors may...”).
Removal shall require 2/3’s vote of directors, and be “for cause”.
- P9 – IX.H.2) Paragraph 4, (“The full voting...”) should require 2/3’s vote of membership
- P15 – X.F.) Finance Committee – all members must be voting members
- P15 – X,Between G & H) Add Nominating Committee – all members must be voting members.
- P16 – XI.B) Removal of Officers – should require 2/3’s vote of Board, or $\frac{2}{3}$ vote of Membership, plus requirement for advance notice.
- P16 – XI.E.1) President – change “him” to “them”, and verify that non-binary, non-gendered language is used throughout. .
- P20 – XIV) Grievance Process – remove reference to a mediation committee as a standing committee
- P21 – XV) Amendments – remove requirement for two board meetings, make amendments possible by $\frac{2}{3}$ vote of either Board or Membership.
Add requirement that nature of amendment be included in meeting notice.
- P5 – VIII.D) Waiver of Membership Meeting Notice – Add “and provided that either before or within 15 days after the meeting each Member not present signs a waiver of notice, a consent to holding the meeting, or an approval of the minutes thereof.”
- Replace the word “Corporation” with “Organization” throughout.
- It was moved and seconded to submit to an attorney, for review, the draft bylaws, as amended per all of the above.
 - Aye: 15
 - Nay: 0
 - Abs: 1
 - PASSED

Adjournment (9:06)

