



**GSA Network Board of Directors Meeting**  
**Sunday, February 4, 2018 / 9 AM to 11 AM Pacific**



Directors	Directors	Management & Staff
Sam Alavi she/her	Malia Jenkins they/them or ve/ver	GINNA BRELSFORD, Co-Executive Director she/her, they/them
Kristen Burzynski (secretary) she/her	Danny Orsburn (treasurer) he/him	Geoffrey Winder, Co-Executive Director he/him
Sophie Fanelli she/her	Malik Robinson they/them	Guests
Maddy Fischer she/her	Ollie Venzon he/him	Various pets
Amanda Goad (co-chair) she/her or ze/zir	Sterling Waldman they/them	
Logan Henderson he/him	Monroe Yeung (co-chair) she/her	
Kristi Jackson she/her		

Time	Lead & Topic	Notes/Decisions
9:00AM (25 min)	<i>Monroe &amp; Amanda</i> Opening Call to order, roll call/ attendance, welcome, agreements, & agenda  Check-in question: What will you miss the most after capitalism falls?	
9:25AM (10 min)	<i>Kristen</i> Secretarial Moment Consent Agenda: 1) approval of minutes from December	<ul style="list-style-type: none"> <li>● Approve December minutes               <ul style="list-style-type: none"> <li>○ Motion to approve: Sophie</li> <li>○ Second: Monroe</li> <li>○ Approved Unanimously</li> </ul> </li> </ul>
9:35AM (15 min)	<i>Ginna &amp; Geoffrey</i> Program/ Organizational Report	<ul style="list-style-type: none"> <li>● Ginna:               <ul style="list-style-type: none"> <li>○ Finalized leadership team charter, finalizing it soon. Excited about it! :)</li> <li>○ Rhina Ramos, Director of California programs is leaving! Vacancy in top California position.</li> <li>○ Reorganizing organization based on vacancies (national program director role was never replaced).</li> </ul> </li> </ul>

		<ul style="list-style-type: none"> <li>○ Cathy Chu stepping up into more of a program leadership role (but it won't be split CA/non-CA in the way it used to be). This will mean hiring a new person to fill Cathy's old role as manager of SoCal programs.</li> <li>○ Opening new position of director of nat'l policy and partnerships after it's announced at staff meeting</li> <li>○ New person starting as organizer in NorCal on Feb 12th.</li> <li>● Geoffrey: <ul style="list-style-type: none"> <li>○ Schools campaign is up and running!</li> <li>○ GSA Day for racial justice, February 23! #GSADay4RJ Theme this year: incarcerated and detained LGBTQ young people. There are some resources up on our <a href="#">website</a>, and some suggestions of what to do for the day (Art!), but it's up to individual GSAs to organize local activities..</li> </ul> </li> </ul>
<p>9:50AM (50 min)</p>	<p><i>Every committee's designated reporter</i> Committee Reports</p>	<p>Appreciate the current and planned work of each Board committee</p> <ul style="list-style-type: none"> <li>● <b>Executive Committee:</b> <ul style="list-style-type: none"> <li>○ <u>Descriptor</u>: Executive committee is unique, comprised of the elected officers plus others who choose to join. You can become a bonus member!</li> <li>○ <u>Basic Responsibilities</u>: Plan full board meetings, handle things that come up between meetings and figure out if it should be brought to the full board, and how to do that.</li> <li>○ <u>Primary Goals</u>: Run good meetings that are efficient, safe, supportive, and productive.</li> </ul> </li> <li>● <b>Amicus Committee:</b> <ul style="list-style-type: none"> <li>○ <u>Descriptor</u>: Kristen and Monroe are chairs; Kristen, Sterling, Maddie, Monroe.</li> <li>○ <u>Basic Responsibilities</u>: Evaluate and respond to amicus requests, bring recommendations to the full board.</li> <li>○ <u>Primary Goals</u>: Take time to evaluate, submit thoughtful, responsible amici!</li> </ul> </li> <li>● <b>Finance Committee:</b></li> </ul>

		<ul style="list-style-type: none"> <li>○ <u>Descriptor</u>: Maddy and Danny are chairs;</li> <li>○ <u>Basic Responsibilities</u>: Review finance policies (supposed to review every year).</li> <li>○ Within the finance committee, there's also the audit committee which is responsible for the annual audit. Others outside of finance committee can join. Ginna points out it is best practice to have at least some participation on audit committee from folks not on finance committee, else it starts to look like checking your own work . <b>Danny moves to create audit task force. Kristen seconds. Approved.</b> Amanda to check in with the lawyers and proto-lawyers of the board about possibly pitching in on Audit Cmte.</li> <li>○ <u>Primary Goals</u>: Going through formal RFP for auditors. As part of that process, we need to send RFP document to audit firms. Board will be asked to vote on auditors committee proposes. Also review finance policies.</li> <li>● <b>Evaluation Committee:</b> <ul style="list-style-type: none"> <li>○ <u>Descriptor</u>: Maj and Sophie are chairs; Sterling, Maj, Sophie</li> <li>○ <u>Basic Responsibilities</u>: Create a plan to evaluate co-EDs, board, and individuals.</li> <li>○ <u>Primary Goals</u>: Debrief of last year's process; ensure we have careful discussions on how we evaluate co-EDs; self-evaluation as a board; finish final report by May.</li> </ul> </li> <li>● <b>Resourcing Committee:</b> <ul style="list-style-type: none"> <li>○ <u>Descriptor</u>: Ollie and Kristi are chairs; Ollie, Kristi, and Logan.</li> <li>○ <u>Basic Responsibilities</u>: Set annual fundraising goal; tracking and reporting individual director fundraising/resourcing; review annual outcomes</li> <li>○ <u>Primary Goals</u>: Develop list of non-monetary resources; put out final report in August, 2018.</li> </ul> </li> <li>● <b>Board Development Committee:</b> <ul style="list-style-type: none"> <li>○ <u>Descriptor</u>: Sam and Kristi are chairs; Sam, Kristi, Maj</li> </ul> </li> </ul>
--	--	---

		<ul style="list-style-type: none"> <li>○ <b>Basic Responsibilities:</b> Recognizing skills and identities of new board members; overseeing recruitment; planning new board member orientations and onboarding; social events</li> <li>○ <b>Primary Goals:</b> Creating program to board pipeline for youth members; move into recruitment in July in-person board meeting.</li> <li>● <b>Governance Committee:</b> <ul style="list-style-type: none"> <li>○ <b>Descriptor:</b> Amanda and Monroe are chairs; Sophie, Monroe, Kristen, Amanda</li> <li>○ <b>Basic Responsibilities:</b> Governance committee relationship with strategic planning is being defined. Reviewing and updating by-laws; creating ED succession plan</li> <li>○ <b>Primary Goals:</b> Ginna and Geoffrey will share “emergency succession plan” this spring, and committee will then work with them on longer term version.</li> </ul> </li> <li>● <b>Alumni Committee:</b> <ul style="list-style-type: none"> <li>○ <b>Descriptor:</b> Logan and Malik are chairs; Logan, Malik, Sam</li> <li>○ <b>Basic Responsibilities:</b> Support alumni, identify alumni needs.</li> <li>○ <b>Primary Goals:</b> Continue exploring needs and requests from Alumni</li> </ul> </li> <li>● <b>Strategic Planning Committee:</b> <ul style="list-style-type: none"> <li>○ <b>Descriptor:</b> Sophie and Ollie are co-chairs; Ollie, Danny, Amanda, Sophie, and Kristi.</li> <li>○ <b>Basic Responsibilities:</b> Creating strategic plan to fit with GSAN mission.</li> <li>○ <b>Primary Goals:</b> Working with Tia Martinez on strategic plan (hopefully before July in-person meeting).</li> </ul> </li> <li>● <b>20th Anniversary Planning Committee:</b> <ul style="list-style-type: none"> <li>○ <b>Descriptor:</b> Temporary Board/Staff Committee. Michelle has been leading; Amanda, Logan, Maj, Sam, Michelle, Remy, David, Ginna, Geoffrey.</li> <li>○ <b>Responsibilities and Goals:</b> Smaller committees working on different aspects (fundraising; design; program). Working out ticket pricing and event title. Date is</li> </ul> </li> </ul>
--	--	--

		<p>September 14th! Formal save the date messages will go out soon. We will have an in-person board mtg the next day.</p> <ul style="list-style-type: none"> <li>● Kristi: <ul style="list-style-type: none"> <li>○ Suggestion to split ethnicity and race categories for demographic survey (i.e., white/non-hispanic is not inclusive of white folks of hispanic descent.) Amanda suggests: also need the ability to make multiple choices under gender. Maj suggests: ability to specify more than one race/ethnicity...this year's version forced you to just check "mixed race" which could reflect many different perspectives.</li> </ul> </li> </ul>
10:45AM (5 min)	<i>Monroe, Amanda, Ginna, Geoffrey</i> Travel booking reminder	<ul style="list-style-type: none"> <li>● Amanda: <ul style="list-style-type: none"> <li>○ Survey to ensure everyone's on track to make it to the March in-person meeting! If not, contact Eli!</li> </ul> </li> <li>● <b>**Various dealing with frat boys and/or cats in the background!**</b></li> </ul>
10:50AM (10 min)	<i>Amanda &amp; Monroe</i> Debrief & closing	<p>Share impressions of this board meeting and identify things to try doing differently next time.</p> <ul style="list-style-type: none"> <li>● <i>Good:</i> <ul style="list-style-type: none"> <li>○ Some folks had an easy time connecting;</li> <li>○ Liked that we could see each other;</li> <li>○ Committees were prepared to share plans and on track for 2018!</li> </ul> </li> <li>● <i>Delta:</i> <ul style="list-style-type: none"> <li>○ Make sure link is correct in invite/email [Amanda copied from an old one, will make sure to base March off February]</li> <li>○ Internet was hit or miss for several folks</li> <li>○ Geoffrey would appreciate more questions about GSAN work from board during program updates</li> </ul> </li> <li>● Amanda thanked me for taking notes! How nice, y'all!</li> </ul>



**Board Values Statement**

We, the board of directors of GSA Network, value the diverse voices of the LGBTQ youth communities we serve. By engaging the community and those impacted most directly in the decisions about the direction of the organization, we work to ensure that GSA Network continues to be a leading social justice organization for LGBTQI+ youth.

As members of the community, we are committed to a board and organization that reflects the diversity of the LGBTQI+ youth we serve and all their collective experiences and skills that make our movement so rich.

As board members we are committed to personal work to embody the values of the organization and vision of a just future.

It is our duty to not only bring our lived experiences as students, alumni, activists and community members, but also approach our decision-making process through a broad intersectional lens along race, gender, sexuality and class lines.

As board members, we recognize and celebrate the history and communities -- particularly women, trans folks and people of color -- that have led us to these spaces and this movement as we continue to build the next generation of LGBTQI+ youth leaders.

**Individual Director Behaviors**

Introduce yourself and your preferred gender pronouns

Stay away from saying "you guys" in favor of gender-neutral terms like "you all" and "y'all"

Disciplined preparation for meetings, focus on the meeting, active engagement

Try on

OK to disagree

No attacking/ blaming of others

Practice self-focus

Practice "both/and" thinking

Assume good intentions

Notice process and content

Maintain confidentiality

Be aware of intent and impact

Be respectful  
Make space/ take space  
One mic/ one diva  
Quiet Coyote  
Shake not shout  
Leave the drama for your mama

**Board Behaviors**

Collective, not individual decision-making  
Sense of group responsibility – speaking with one voice  
Support for board decisions, irrespective of personal positions  
Strategic and generative leadership, not administrative detail

Re-election of Directors

Terms (reminder):

[under construction]


**Board Meeting Attendance**

[to be reinstated]

From the By-Laws

Directors shall be subject to automatic removal if, within any twelve-month period, they accrue ONE unexcused absence or TWO absences, whether excused or unexcused, from a Board meeting. For purposes of this section, “Board meeting” means a regularly scheduled in-person meeting and shall not include any additional, ad hoc, phone or Board committee meeting. An “excused” absence means providing a valid reason (including illness, family emergency or unavoidable work, school or family conflict) to the Chair or Secretary in advance of the meeting. If advance notification of an absence is not provided, the absence shall still be considered “excused” if there were unforeseen circumstances that were serious in nature (including a death in the family, accident, or family-related emergency or prohibition from attending) and that would have prevented a reasonable person from providing advance notification.

Upon facing automatic removal, a director may obtain automatic reinstatement to the Board by appearing in person at the next regularly scheduled Board meeting. Automatic reinstatement shall only be available once to a director. In addition, a director may petition for discretionary reinstatement by

appearing in person at any Board meeting subsequent to removal and explaining why reinstatement is warranted, after which the Board shall vote on the director's reinstatement petition. The attendance policy shall begin anew for any reinstated director, starting with the subsequent Board meeting (not the meeting at which reinstatement occurred). Removal and reinstatement shall not affect or forestall any term limits which may apply to a director.

At the beginning of every Board meeting, the Secretary or a designated individual shall (1) record attendance, (2) state all excused and unexcused absences for the present meeting, (3) state which directors, if any, have one excused absence within the past twelve months, and (4) state which directors, if any, are subject to automatic removal. Reinstatements, whether automatic or discretionary, shall immediately follow the Secretary's attendance report. The Secretary shall keep a log of all reinstatements.

COMMITTEE LIST lives [here](#).