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1. Purpose

These are the minutes for the meeting of the Board of Directors held on January 9th, 2013 located at the Principal Office.

2. Definitions

Term	Definition
LGBT	Lesbian, Gay, Bisexual, Transgender
SD	San Diego
ED	Executive Director

3. Attendance

Figure 1 Director Attendance (5 is the minimum required for a quorum)

Name	Title	Present	Absent
Joe Mayer	Co-Chair	X	
Jennifer Sieber	Co-Chair	X	
Ebony Aldridge	Co-Chair Elect	X	

Will Rodriguez-Kennedy	Co-Chair Elect	X	
Dion Brown	Treasurer	X	
Romer A. De Los Santos II	Secretary		X
Jaime Carrillo	Director	X	
Tiffany Gonzalez	Director	X	
Debra McEntee	Emeritus	X	
Jeri Dilno	Emeritus	X	

Ebony Aldridge teleconferenced.

Figure 2 Staff and Guest Attendance

Name	Title	Present	Absent
Dwayne Crenshaw	Executive Director	X	

4. Minutes

W. Rodriguez-Kennedy called the meeting to order at 6:39pm.

J. Mayer read the mission statement and vision statement.

J. Sieber arrived at 6:40 pm.

All attendees performed a brief check-in.

The Board approved the agenda without objection at 6:42pm.

Entered Executive Session at 6:42.

There was a discussion regarding the overall topic of the leave of absence of the Executive Director.

J. Mayer moved to draft a document regarding the leave of absence with 8 items included. E. Aldridge seconded the motion.

There was a discussion regarding the different options for employee benefits during the leave of absence, and setting precedent for future leaves.

There was a discussion regarding the timeline of the date range granted for leave of absence.

J. Carrillo moved to amend the motion regarding the leave of absence for D. Crenshaw. 4/2/0 the motion passed.

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There was a discussion about access to healthcare for ED.

J. Mayer's motion called to the floor. 4/1/1 motion carried.

There was a discussion regarding a staff member already carrying title of Operations Manager, and discussion of what to rename the interim position.

J. Mayer made a motion to rename Interim Operations Manager to Interim General Manager. Seconded by D. Brown.

There was a discussion regarding the difference of an Operations Director, and whether it is a position equivalent with Executive Director. In the bylaws the Executive Director is the General Manager.

Without objection motion carried.

There was a discussion regarding the applicant to the Interim G.M position and their credentials for the position.

J. Mayer moved to draft the contract for the Interim General Manager with the eight bulleted elements as amended, title change, duties and job description, and hourly compensation.

There was a discussion regarding the commitment and timeline for the Interim General Manager – Through 4/31/12 to be extended up to 12/31/2013 by the BOD. Either party will be able to cancel the contract within thirty days. Seconded by D. Brown.

D. Brown moved to amend motion to compensation. Fails for lack of second.

Motion carried unanimously.

J. Mayer motions to extend the discussion until 8 pm (by 20 minutes). Seconded by T. Gonzalez and carried without objection.

J. Mayer motions that S. Whitburn be offered the contract position of Interim General Manager. Seconded by T. Gonzalez. Motion carried unanimously.

There was a discussion regarding how to communicate the plan to Staff. D. Crenshaw recommended speaking with staff himself.

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There was an update to the BOD on the status of the ongoing SD Pride legal case by D. Crenshaw.

There was a discussion regarding the agenda for the 1/16/2013 BOD meeting – reminder to submit items to R. De Los Santos by Friday 1/11/2013.

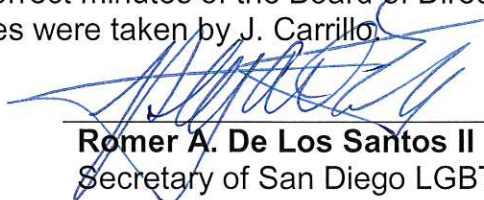
W. Rodriguez-Kennedy adjourned the meeting at 7:55pm.

5. Events Occurring Before the Next Scheduled Board Meeting

N/A

6. Certification

I certify that these are the true and correct minutes of the Board of Directors Meeting held on January 9, 2013. The minutes were taken by J. Carrillo.


1/16/2013
Romer A. De Los Santos II
Secretary of San Diego LGBT Pride