

5/16/10 @ 11:00 a.m.

**Stonewall Democrats of VA – Board Meeting at
Tucker Griffin Barnes in Charlottesville**

DRAFT MINUTES

Speaker phone activated. Brian Boyce participating by conference call.

CALL TO ORDER:

Roland Winston calls the meeting to Order

ROLL CALL:

BOARD:

Roland Winston	Present
Brian Boyce	Present (by telephone)
André Hakes	Present
Maggie Sacra	Present
Joel McDonald	Present
Skip Kilpatrick	Present
David Cary	Present
Matthew Sullivan	Absent

Additional Caucus Members present:

Cindy Bray
Abbi Easter

APPROVAL OF MINUTES:

André passes out packets with minutes of previous meetings for review, and details some changes made per suggestions received from Maggie by email since they were emailed to the Board on May 10, 2010. David and Roland suggest additional changes. André moves that the minutes as amended be approved. Maggie seconds. Passes unanimously.

MOTION FOR PARLIAMENTERIAN:

Maggie moves that Abbi be appointed Parliamentarian for this meeting. André seconds. Passes unanimously.

OFFICER REPORTS:

CHAIR: No report

EXECUTIVE VICE CHAIR: No report.

SECRETARY: André reported that approval of the minutes was now up to date.

TREASURER: Maggie Sacra submitted a written Treasurer's report, dated May 16, 2010. The current balance is \$1,401.60.

VICE CHAIR FOR OUTREACH AND MEMBERSHIP: David Cary reports on the rally at the Capitol that was held on April 21, 2010. Rain was a factor, but there were over 100 people who attended, including students from Young Democrats and Queer Action. Senator Donald McEachin, Delegate Adam Ebin, Robin Gorsline, and others spoke. There was good press coverage and Robin Gorsline was interviewed by the Richmond Times Dispatch. There was a small get together afterwards at Capitol Ale. Several board members noted that she had not received an invitation to the Capitol Ale event, and the last minute nature of the event, and need to improve communication was discussed. David Carey also reports having met with Eric Payne and Cheryl Zando to brainstorm ways to reach out to new members using Facebook and Twitter, and making the website easier to join. Roland Winston adds to David Cary's report that he, Roland, had arranged for three of the speakers: Robin Deane, Jamaica Acandi and Guy Kinman.

VICE-CHAIR FOR TECHNOLOGY AND COMMUNICATION: Joel McDonald reports that he had a conversation with Eric and Cheryl, as well, and was working on getting people who joined the Appeal the Marriage Amendment Facebook group and one other Facebook group to join the Caucus Facebook group instead, so that the groups could be consolidated, and the other two shut down. Joel also notes that he has heard talk of a fundraising letter planned to go out from the Caucus, but that he has not been consulted, and that believes he should be consulted as Technology and Communications Officer on any communications before they go out.

VICE-CHAIR FOR DEVELOPMENT: Skip Kilpatrick reports that he has met with Eric and Cheryl a couple of times to go over plans for fundraising. They put together a couple of packets that could be sent out, and a call sheet. Skip advises there are several fundraising letters in the works, current in draft form.

In response to a question from member Abbi Easter about the budget, Maggie Sacra advises that she had submitted a Budget to Roland at the meeting on March 20, 2010, but that Roland had indicated that it was printed on the back of something else, and he did not realize it was a budget. Maggie notes that Roland has submitted his own budget, but that the bylaws call for Treasurer to submit the budget. Maggie points out that there is no

approved budget, and so all expenditures need to be run through the Board. Skip Kilpatrick notes that the adoption of a budget should be a high priority.

VICE-CHAIR FOR ELECTIONS: ABSENT.

COMMITTEE REPORTS:

NOMINATIONS COMMITTEE: Abbi Easter passes out a spreadsheet of the applicants for office, and advised that May 25 is the drop dead date for candidates to submit a statement and photo to be posted on the website and emailed to membership. Abbi reminds the group that no one running for office is permitted to campaign. Abbi advises ballots will be sent out by June 1. There will be an email with instructions on how to link to the ballot. There will be an information form. Voters will be instructed to wrap the ballot in info form, and send to Abbi. Abbi will check off the members on the information form, to be sure everyone votes only once, and place the ballot in a box, without looking at it. On June 20, Maggie, Joel, and Abbi will get together and count the ballots. It is an open process. Anyone running, or their representative, can come and observe the count. The newly elected officers take office immediately. Joel will send out a reminder email to the membership to vote.

SPECIAL ORDERS:

***SPECIAL ORDER #1: MOTION REGARDING CONTRACT WITH ERIC PAYNE AND CHERYL ZANDO**

ANDRÉ makes a motion regarding Contract with Eric Payne and Cheryl Zando. Maggie seconds. The motion read as follows:

MOTION REGARDING CONTRACT WITH ERIC PAYNE AND CHERYL ZANDO

WHEREAS the contract with Eric Payne and Cheryl Zando, (“Contractors”), signed by the Chair of the Caucus, Roland Winston, on March 24, 2010 ("the Contract") has been substantially altered from the version approved by the Board of the Caucus on March 22, 2010; and

WHEREAS the Contractors were notified by email from the Secretary of the Caucus, André A. Hakes on May 6, 2010 that the validity of the contract was in question; and

WHEREAS the Board is of the opinion that the Contract is void, because it was never approved by the Board; and

WHEREAS in the event the Contract were to be valid, the Board now desires to cancel it; it is hereby

MOVED:

1. That the Board affirm that the Contract entered into between the Caucus and Contractors is void;
2. That the Contract be cancelled.
3. That the Secretary of the Caucus, André A. Hakes, notify Contractors by copy of this Motion that the contract is void, that in the event the contract is found not to be void it is hereby canceled, and to immediately stop all work on behalf of the caucus, stop all access to databases, (including but not limited to the Voter Activation Network), internet sites, computer files, or other information previously authorized by the Caucus, and return all property, including but not limited to member lists, passwords, printouts, computer disks, records, or information of any type belonging to the Caucus to the Secretary.

Discussion follows.

Joel McDonald offers a friendly amendment to the motion: Point 4: Each Contractor be sent a letter of gratitude and honorarium of \$100 in recognition of their contribution to the Caucus.

André declines the friendly amendment, but suggests we take it up after a vote on this motion. Joel agrees.

Roland calls for a roll-call vote. Vote is as follows:

ROLAND:	No
BRIAN:	Yes
ANDRÉ:	Yes
MAGGIE:	Yes
DAVID:	Yes
SKIP:	Yes
JOEL:	Yes

The motion passes.

Joel Moves that each Contractor be sent a letter of gratitude and an honorarium of \$100 in recognition of their contribution to the Caucus.

Skip Seconds.

Roland calls for Discussion.

Discussion follows.

Joel amends his motion striking "and Honorarium of \$100", so that the letter will simply be a letter of gratitude.

Roland calls for a second on amendment. Maggie Seconds.

Roland calls for a vote on the amendment: to strike honorarium from original motion. The amendment to motion passes unanimously.

Roland calls for a roll-call vote on the Motion as amended.

ROLAND:	Present
BRIAN:	Yes
ANDRÉ:	Abstain
MAGGIE:	Yes
DAVID:	Yes
SKIP:	Yes
JOEL:	Yes

The motion passes. André will write letter and circulate via email to board for revisions.

***SPECIAL ORDER #2: MOTION REGARDING PROCEDURES TO BE PUT IN PLACE FOR PREVENTING FUTURE UNAUTHORIZED ACTIVITY BY INDIVIDUALS**

Joel raises motion regarding procedures to be put in place for preventing future unauthorized activity by individuals, which reads as follows:

MOTION REGARDING PROCEDURES TO BE PUT IN PLACE FOR PREVENTING FUTURE UNAUTHORIZED ACTIVITY BY INDIVIDUALS:

WHEREAS problems have arisen in the governing of the affairs of the Caucus; and

WHEREAS individual officers of the Caucus have, at times, exceeded their authority by acting independently and without a vote of the Board; and

WHEREAS the Board desires to remedy the situation by making explicit the requirement for a Board vote on any action of the Caucus which is not purely administrative; it is hereby

MOVED that without a vote of the Board, after meeting with at least seven (7) days notice, at which full discussion is had, no Caucus member, Board member, Officer, contractor, consultant, or agent thereof shall:

- 1) expend financial resources of the Caucus;
- 2) plan, schedule, or arrange any event in the name of, or on behalf of, the Caucus;
- 3) speak or communicate in the name of, or on behalf of, the Caucus;
- 4) endorse any candidate in the name of, or on behalf of the Caucus;
- 5) raise any funds in the name of, or on behalf of the Caucus; or
- 6) enter into, amend, solicit or negotiate any contract in the name of, or on behalf of the Caucus.

André seconds.

Discussion follows.

Skip moves to amend the motion, adding at the end:

“EXCEPT that a vote may be had by email or conference call, on urgent matters, provided waiver of the 7 day notice and in person board meeting are unanimously approved.”

André: Seconds the motion to amend.

Further discussion.

Roland calls for vote on the Amendment. The amendment passes unanimously.

Roland calls for vote on Motion as amended. The motion passes unanimously.

***SPECIAL ORDER #3: MEETING MINUTES**

Joel makes a MOTION REGARDING MEETING MINUTES which reads as follows:

MOTION REGARDING MEETING MINUTES

WHEREAS the Caucus has been keeping minutes of many, but not all, board and membership meetings since November 2009; and

WHEREAS there has heretofore been no vehicle for the membership to access the minutes; it is hereby

MOVED:

1. That at each meeting of the membership or board, the Secretary shall keep minutes, and if the Secretary is not in attendance, the Chair or other officer conducting the meeting shall appoint someone to keep minutes;
2. MOVED that within five days after each meeting, the Secretary or alternative minute keeper shall forward the draft minutes to the Vice Chair for Technology and Communication, who shall, within five days of receipt, post draft minutes on the web page of the Caucus, and email them to the membership;
3. MOVED that at each successive meeting of the board, or as soon thereafter as practical, any proposed changes to the last board meeting's minutes shall be considered and voted on, and the final minutes approved by the board;
4. MOVED that at each successive meeting of the membership, or as soon thereafter as practical, any proposed changes to the last membership meeting's minutes shall be considered and voted on, and the final minutes approved by the membership; and it is further
5. MOVED that upon approval, the Vice Chair for Technology and Communications shall replace the draft minutes with the approved minutes on the website, and the Secretary shall retain the approved minutes with the papers of the Caucus.

Roland seconds the motion.

Roland calls for discussion. None.

Roland calls for a vote. The motion unanimously passes.

UNFINISHED BUSINESS:

Joel raises the question of whether or not the By-Laws Committee has taken any action regarding at-large seats.

André advises no action has been taken yet, and it may be prudent to wait until after the upcoming election.

NEW BUSINESS:

André moves to have a membership meeting, and a board meeting at the Central Committee meeting in Charlottesville, June 12th, with the membership meeting taking place immediately following the central committee meeting.

Skip: Seconds

Roland offers a friendly amendment: “and the Board meeting immediately following the General Membership meeting.”

André accepts the friendly amendment, so that the motion is now as follows:

Move to have a membership meeting, and a board meeting, at the Central Committee Meeting in Charlottesville, June 12th, with the membership meeting taking place immediately following the central committee meetings and the board meeting taking place immediately following the membership meeting.

Discussion ensues.

André withdraws the motion.

Skip moves that starting in September, general membership and board meetings be held in conjunction with the Central Committee meeting.

André seconds.

Motion passes.

Joel moves for a conference call Board meeting on the June 21st at 8:30 p.m.

Roland seconds.

Motion passes.

Roland calls for further business: None.

David moves to adjourn the meeting.

Skip seconds.

Motion passes.

Meeting adjourned.