

PRIDE FOUNDATION – BOARD MEETING

TUESDAY, APRIL 18, 2017

LOCATION: IN-PERSON (HSDC, 1625 19th Ave, Seattle) / VIRTUAL (GoTo Meeting)

Highlights of Motions M/S/P = "Motion/Seconded/Passed": [recap]

M/S/P Election Slate:

- New Directors
- Re-election of Current Directors
- Election of Officers

M/S/P Finance:

- 2017-18 Budget
- Equity account name
- Account signers

M/S/P 2017 Scholar Docket:

M/S/P March Board Meeting Notes:

PRESENT:

Board — Ben Bakkenta, Jason Bergevin, Ron Brey, Caryn Brooks, Nicole Browning, Jason Fussell, Emi Jackson-Edney, Seth Kirby, Melanie Lyons, Lee-Ann Martinson, Susie Matsuura, Greg Mullins, Brandy Pirtle-Guiney, Greg Smith, Tara Smith, Wakefield, Jean-Paul Willynck

Staff — Alli Auldrige, Kris Hermanns, Gunner Scott, Craig Williams, Jimbo Worm

Not Present — Efrain Gutierrez (notified), Marci McLean-Pollock, Elias Rojas

Welcome and Check-in: Nicole B

- *Describe a time when you recognized behavior, yours or someone else's, when bias was evident in words or deeds. What can we learn from this example?*

Nicole welcomed the board, and asked Ron Brey and Emi Jackson-Edney to share their thoughts about encountering or recognizing bias. Emi related an experience when she lobbied a former Republican legislator, who listened respectfully, but responded that people have different world views, and that his took precedence. Emi spoke of her surprise that someone would so plainly acknowledge their bias, and how it illustrated the difficulty of addressing bias in behavior and attitudes. Ron told a story about attending Burning Man, where he and his friends encountered a young man in wheelchair. A friend of Ron's wanted to help the young man, who didn't need the help. The encounter sparked a conversation about bias and misperceptions that may be invisible to us or our friends and acquaintances.

Board Elections: Seth Kirby and Nicole Browning

- Election of New Board Members

Nicole introduced three items of business: electing new board members, re-electing board members, and electing officers.

Nicole introduced two new board member candidates, Jason Bergevin and Efrain Gutierrez, and called the board's attention to the biographies in the agenda packet.

Melanie, Seth, and Nicole all expressed excitement about Jason and Efrain joining the board, noting the many qualities and skills they will contribute. After an opportunity to discuss the candidates, Nicole asked for motions to elect Jason and Efrain to the board of directors.

MOVE: Melanie Lyons (for Jason Bergevin's) / Seth Kirby (for Efrain Gutierrez's)
SECOND: Lee Ann Martinson (Jason) / Jean-Paul Willynck (Efrain)
PASS: Unanimous
OPPOSED None
ABSTAIN: Jason Bergevin and Efrain Gutierrez

- Re-election of Current Board Members

Seth identified the odd-year board members up for re-election to new two-year terms:

<u>Board Member</u>	<u>Year Joined</u>
Ben Bakkenta	2011
Seth Kirby	2009
Lee Ann Martinson	2015
Greg Mullins	2015
Brandy Pirtle-Guiney	2015
Elias Rojas	2011
Greg Smith	2013
Wakefield	2009
Jean-Paul Willynck	2013

Seth explained that members of the Board Development Committee had reached out and had conversations with all board members who had agreed to serve another term. One board member, Nicole Cundiff, decided to move off the board at the end of her term due to new and increased professional responsibilities.

Nicole Browning asked for a motion to re-elect the board members to new two-year terms.

MOVE: Melanie Lyons
SECOND: Jason Fussell
PASS: Unanimous
OPPOSED: None
ABSTAIN: Those on the slate

- Election of Officers

Seth informed the board that members of the Board Development Committee had reached out to Ben Bakkenta and Lee Ann Martinson about their willingness to continue to serve another term as Board Secretary and Board Treasurer, respectively. Ben and Lee Ann confirmed willingness to serve another term as Board Officers. Seth asked for a motion to re-elect Ben and Lee Ann to another term as Secretary and Treasurer.

MOVE: Seth Kirby
SECOND: Jean-Paul Willynck
PASS: Unanimous
OPPOSED: None
ABSTAIN: Ben Bakkenta and Lee Ann Martinson

After describing the nomination and vetting process that the Board Development Committee had undertaken since the beginning of the year, Nicole introduced the nominations of Wakefield as President, and Brandy Pirtle-Guiney as Vice President and President-Elect. Nicole described a new leadership development model, with past presidents remaining available in an advisory capacity to Kris, and the newly elected Vice President being identified as the anticipated successor to the newly elected President. Nicole asked for a motion to elect Wakefield and Brandy as the President and Vice President elect, with terms effective January 1, 2018.

MOVE: Lee Ann Martinson
SECOND: Ron Brey
PASS: Unanimous
OPPOSED: None
ABSTAIN: Wakefield and Brandy Pirtle-Guiney

Wakefield expressed his gratitude for the opportunity to serve in such an important role for an organization that continues to grow and serve the people that support the organization. Wakefield noted that he has big shoes to fill after Seth and Nicole, that he wants to be a service leader, and is grateful for the unique structure of this slate that will make his service possible.

Brandy felt humbled by the trust put in her to step into this role. Pride Foundation means the world to her, and sees this as an opportunity to reengage in the community, make the world and our community a better place. She stated that she will do all that she can to support Wakefield and Kris, and that she looks forward to finding her own niche as we move forward and confront the issues that are in front of us in these challenging times. She concluded by noting that she looks forward to working with such a great team, and such a great board.

2017-18 Finance: Jimbo and Kris

- 2017-18 Budget

Nicole introduced the agenda item, the development of the 2017-2018 budget, and called upon Jimbo to lead discussion. Jimbo reminded the board that development of the budget ran behind schedule this year due to a variety of factors, including questions about a few assets arising from the Equity Foundation merger, political uncertainty, and a variety of large multi-year projects with funds carrying-over to the new fiscal year. Pride Foundation's finance staff needed some additional time to get final information and to resolve issues to support preparation of the new budget. In response, the board voted at the March meeting to extend the budget for one month.

Since the March meeting, staff and Finance Committee have prepared and reviewed a variety of budget support materials, including a review of the performance and value of the investment portfolio, documentation of UPMIFA factors and considerations, and completion of a fundraising analysis.

Kris noted that board is being presented a thoroughly vetted budget, reviewed in detail by the Finance and Investment Committees, and the Executive Committee. A memo documenting the review steps is included in the agenda packet.

Jimbo called the board's attention to the detailed budget document and footnotes, which reflects an 8% overall increase, but also a drop in the draw from the endowment from 6.25% to 5.9%, (a \$75K decrease) as recommended by the Finance Committee.

The first draft of the budget identified a \$95K shortfall, presenting several options for consideration. The foundation can increase stretch goals for fundraising, to be split between individual giving and corporate/foundation giving. Jimbo reminded the board that fundraising goals are quite conservative, as there is no history of fundraising potential in the Portland

metropolitan area. Therefore, no revenues from the Portland area are assumed, but this year's work will establish a new baseline for fundraising potential. Kris also noted her belief that there are opportunities with ongoing relationships with other foundations and corporate partners. Kris and Jimbo stated that they were hopeful that development efforts can raise more revenues, but they will monitor revenues carefully, with a good sense at the 3rd quarter of what Pride Foundation's position will be. Staff noted that if fundraising is not successful, there are adequate funds in the foundation's operating reserves to cover the potential shortfall.

Kris stressed that the potential for anti-trans ballot measure in Washington will put significant pressure on Pride Foundation staff time, which could impact fundraising. Kris thanked the board for its patience in allowing for the extended time to prepare this year's budget.

Lee Ann expressed her thanks to staff and stressed how heavily vetted the budget preparation process is, confidence in development staff's ability to meet our stretch goals, and assurance that the finance committee will carefully monitor over time.

Jimbo reviewed the budget revenue and expenditure assumptions, calling attention to issues of note and the most significant changes, which are detailed in the budget footnotes contained in the packet.

Jean-Paul expressed appreciation to staff for enduring the antiquated phone equipment, and was happy to hear that new equipment would be coming.

MOVE: Ben Bakkenta
SECOND: Greg Smith
PASS: Unanimous
OPPOSED: None
ABSTAIN: None

- Financial account name changes

Jimbo introduced some housekeeping actions related to four financial accounts acquired through the merger that require board action. Three financial accounts require a name change to say "Pride Foundation," and all accounts need changes to identify authorized signers.

MOVE: Greg Mullins
SECOND: Jason Bergevin
PASS: Unanimous
OPPOSED: None
ABSTAIN: None

- Account signatories

The accounts have six authorized signers: the Board's officers (Nicole Browning, Seth Kirby, Lee Ann Martinson, and Ben Bakkenta), plus Kris Hermanns and Gunner Scott. Nicole asked for a motion to approve the six account signatories.

MOVE: Greg Smith
SECOND: Greg Mullins
PASS: Unanimous
OPPOSED: None
ABSTAIN: None

Scholarship Program: Gunner Scott

- 2017 Scholar Docket:

Nicole introduced the agenda item by noting that the Scholarship Program is particularly close to many board members' hearts, as many came to the foundation through volunteering through the program. Nicole called upon Gunner to provide an overview of the Scholarship Program recommendations.

Gunner called the board's attention to some errata in the board docket that have been corrected in an addendum that was provided to the board. Gunner reviewed the scholarship calendar and process. 128 scholarship volunteers donated over \$50,000 of their time.

Gunner presented a docket containing 108 scholarship recommendations totaling \$438,000, drawn from 714 applications. Scholarship recipients represent a cross-section of the five-state community, and are diverse regarding their sexual orientation, gender identity, race/ethnicity, socio-economic status, and residency. An online application platform was used for a fourth year with improved access for applicants, volunteers, and staff.

In keeping with Pride Foundation's mission, the scholarship review and determination of awards focused on evaluating the applicant's leadership in the LGBTQ community, their financial need, merit, priorities, and for donor advised scholarships, the donor's intent. Fostering emerging leaders remained a primary criterion. In 2017, there was also a goal of awarding a minimum of \$3,000 to each scholar.

After Gunner presented summary descriptive statistics of the docket, Greg Mullins asked whether we ask if any of the scholars are undocumented. Gunner said we do not. Pride Foundation does not collect information that could identify any students as undocumented. Gunner also does a supplemental screen to ensure that students of color, transgender, people living in poverty are not systematically eliminated from consideration.

Jean-Paul noted how this is a beautiful snapshot of our community. He stated that he can see himself and his friends in many of the stories. Jean-Paul reminded the board that eleven years ago, his name was on this list. He remembered that the notification call that he received, and how it changed his life.

Nicole asked for a motion to approve the amended and corrected docket.

MOVE: Lee Ann Martinson
SECOND: Jean-Paul Willynck
PASS: Unanimous
OPPOSED: None
ABSTAIN: None

Executive Update: Board and Staff

- Policy Updates (Seth Kirby and Kris Hermanns)

Policy Working Group: Seth reported that the board's policy work group has been convened to look at different options to respond to requests from outside or peer organizations for endorsement of policies or legislative positions.

WA: Washington Won't Discriminate is still focusing on the decline-to-sign effort. Top line polling showed a large amount of voter confusion. The numbers demonstrate that there's a lot of education to do.

MT: Kris informed that an anti-transgender bathroom bill in MT was defeated, however, the introduction and defeat of the legislation has prompted a threat of a potential initiative process there.

AK: Anchorage's 18-month old non-discrimination ordinance is under threat to be repealed via a ballot initiative. Two weeks ago petition was refiled, which is under review by the City Attorney. Once the initiative language is approved, opposition will have until July 20 to collect signatures to put the ordinance up for repeal by voters on the April 2018 ballot.

- Equity Foundation (Kris Hermanns)

Kris reported that the merger with the Equity Foundation is done and official, having been filed and certified in both Oregon and Washington.

- Retreat (Nicole Browning and Kris Hermanns)

Nicole called the board's attention to the detailed agenda for the annual board/staff retreat in the packet. The retreat will be held in Bozeman, Montana from Friday May 12 through Sunday May 14, and will focus on the racial equity work that Pride Foundation has initiated with the assistance of the Morten Group. Kris reviewed the agenda, and pointed out that there will be some separation of staff and board in the trainings. She asked the board to let staff know if there are any lingering questions about the retreat logistics.

- Racial Equity Update (Nicole Browning and Seth Kirby)

Nicole and Kris provided a status update of the racial equity work being undertaken by the Morten Group, which is completing final interviews with board members. The next step will be development of a Racial Equity Action Plan. Some early recommendations already being incorporated into Pride Foundation's outreach, staff recruitment, leadership development, and topics for discussion at board meetings.

- Resource Development Update (Melanie Lyons)

Melanie provided an update of the Resource Development Committee, calling the board's attention to the FY 2017 Final Donations Dashboard, as well as to upcoming scholarship celebration dates in the board packet. Melanie encouraged board members to attend the various events, and also to encourage friends and networks to attend. She urged the board to help promote the events through use of social media, and encouraged team captains to consider development goals as board members reach out to guests and supporters to attend the events. Melanie also identified two additional opportunities to give in early May: Idaho Gives on May 4th and Give Big on May 10th.

- Timely Grants (Kris Hermanns and Gunner Scott)

Kris called the Board's attention to timely grants approved by the Executive Committee during the period in between board meetings. Rapid Response Grants were made to two organizations, Northwest Youth Services (Bellingham, WA), and API Chaya (Seattle, WA). In addition, a grant was directed by the Whidbey Giving Circle to the Coupeville Foundation for Public Schools in support of the 6th annual Whidbey Island All School Districts GSA Prom. Full description of the timely grants are included in the board meeting packet.

March 2017 Board Notes: Ben Bakkenta

- Ben asked for a motion for approval of the March Board Notes.

MOVE: Jason Bergevin

SECOND: Greg Smith

PASS: Unanimous

OPPOSED: None

ABSTAIN: Lee Ann Martinson (who was absent from March meeting)

Executive Session

The Board entered into Executive Session at 7:55 pm.

The meeting was **Adjourned** at 8:05.

PRIDE FOUNDATION – BOARD MEETING
TUESDAY, JULY 18, 2017
LOCATION: ALL VIRTUAL (GoTo Meeting)

Highlights of Motions M/S/P = "Motion/Seconded/Passed": [recap]

- M/S/P Pride Foundation Audit: Jason B / Ben B / Passed
- M/S/P Equity Foundation Audit: Ron B / Brandy PG / Passed
- M/S/P April Board Meeting Notes: Lee Ann / Jason B / Passed

PRESENT:

Board — Ben Bakkenta, Jason Bergevin, Ron Brey, Nicole Browning, Jason Fussell, Emi Jackson-Edney, Melanie Lyons, Lee-Ann Martinson, Susie Matsuura, Greg Mullins, Brandy Pirtle-Guiney, Elias Rojas, Tara Smith, Wakefield, Jean-Paul Willynck

Staff — Kris Hermanns, Craig Williams, Jimbo Worm

Not Present —Caryn Brooks (notified), Seth Kirby (notified), Marci McLean-Pollock (leave of absence), Greg Smith (notified)

Welcome and Check-in: Nicole B

Nicole welcomed the board, and began the meeting with an acknowledgment and celebration that I-1552 did not qualify for the ballot in Washington.

She noted that initiative proponents had failed to turn in enough signatures to qualify for the ballot. Nicole highlighted some accomplishments of the opposition campaign, noting that since the launch it has been supported by over 600 donors. 150 businesses, law enforcement, faith communities, etc. were engaged. The opposition campaign secured the support of major editorial boards, and over 51,000 activists, volunteers, and donors were engaged.

Kris thanked the board and staff for all of the support during the campaign, expressing a great sense of relief. She called attention to the amazing leadership shown by Seth, Jeremiah and Gunner. And, on a bittersweet note, acknowledged the work ahead to make sure initiatives don't qualify in Alaska or Montana.

2016-17 Audits: Nicole B and Lee Ann

Nicole introduced Erin Welch of Jacobson & Jarvis, Pride Foundation's auditor. Erin provided a tutorial for how to read and review financials. Erin emphasized the importance of a board's fiduciary responsibility to maintain fluency in how to review financial statements and the annual audit.

Erin provided a general overview of how to review non-profit financial statements, including the Statement of Financial Position or Balance Sheet. She explained that these documents provide a snapshot of a moment in time of an organization's assets and liabilities.

Erin reviewed the basics of the audit process, including fraud risk inquiry, internal controls, fieldwork, and quality control processes, and the different uses of audits, including as a tool to market the organization to donors or prospective donors or funders.

Jimbo walked through the Equity Foundation audit, noting the final results.

Lee Ann thanked and commended Kris and Jimbo for all of their hard work during both the wind-down of the Equity Foundation, as well as with both audits. Nicole thanked Erin, Lee Ann, and Jimbo, and asked for motions to approve/accept the 2016-17 Pride Foundation Audit and Equity Foundation Audit.

MOVE: Jason Bergevin
SECOND: Ben Bakkenta
PASS: Unanimous
OPPOSED None
ABSTAIN: None

- Equity Foundation Audit
MOVE: Ron Brey
SECOND: Brandy Pirtle-Guiney
PASS: Unanimous
OPPOSED: None
ABSTAIN: None

Program Update: Kris

- **2017-18 Community Grants Cycle**

Kris informed the board that Pride is now in the midst of the upcoming grants cycle. Initial proposals are now in staff review, and will turn over to community reviewers in August, followed by site visits. Staff will return to board in October with recommended grants for board approval. The applicant pool is very diverse, with between 115-130 applications. Staff will bring updates to the board as the process progresses.

- **Timely Grants**

Kris reviewed timely grants that have been awarded over the last couple of months. She called the board's attention to information about the grants that was included in the packet. Kris asked the board if they had any questions, and there were none.

Executive Updates: Board and Staff

- **Policy Advocacy Activities (KH)**

Initiative 1552 did not qualify in WA state! The opposition campaign is doing a ½ day debriefing next week, reviewing lessons learned, and preparing for any future actions of the proponents. A two-year renewal grant from Wellspring will continue to support Transform WA, the public education campaign.

Anchorage is facing a potential initiative that would create an exemption from its non-discrimination ordinance. Staff will know on Thursday July 20th whether the initiative will qualify for the Anchorage ballot, and will provide an update as soon as the result is known.

Montana is also facing a potential ballot initiative. Comments on ballot title language were due last week; Pride Foundation provided comments. In Montana, the process allows almost an entire year to collect signatures, for a fall 2018 ballot. Staff will provide updates as more information becomes available.

- **CEO Performance Review (LM, NB)**

Lee Ann and Nicole described the process to develop and finalize Kris's annual performance review. Lee Ann thanked the 18 members of the board and 10 of Kris's direct reports for their

participation and their thoughtfulness is responding to the survey. As part of the process, Kris completed a self-evaluation, and identified goals for the next year.

Next steps are to meet with Kris and get her comments, finalize the review, and share an overview with the full board at the September meeting. There will be an opportunity to celebrate Kris and the organization's accomplishments over the last year.

- **Racial Equity Innovation (NB, W, BPG, KH, Board Task Force members)**

Nicole thanked the board for their active engagement in the racial equity work. Wakefield, Brandi, and Kris shared recent experiences of connecting the racial equity work with Pride's ongoing work program and the racial equity initiative.

Kris reviewed the work of racial equity task force members, including:

1. The Racial Equity Action Plan is near completion – with action steps. The goal is to have a near final draft at end of July for final task force review, and a board briefing in early September, with a board vote in September if timing allows.
2. The Task Force has been working with the Morten Group for a case statement to help Pride describe to partners and supporters about why we are doing this work. The case statement should be available in August for review, with a September vote.
3. The Morten Group has been working with officers and staff to provide ongoing coaching and support. Morten Group has been working to develop a series of learning sessions for staff, including for the white affinity group.

Wakefield expressed this thanks that we have great support from an organization that has been doing this work across the country. He hoped that there are more opportunities for board members to also participate in learning sessions. These are unusual times nationally, and we are fortunate to have the staff leadership that we have, and that Pride has made such a strong commitment to have a different lens to pursue our work. Others around the country are looking to us to provide leadership for how to do this work. We're in a really great place and poised to lead both regionally and nationally.

Brandy reflected on an experience participating at a meeting of the Building Community Philanthropy group convened by the Gates Foundation. Pride has been engaged with this cohort of community foundations, United Ways, and others for several years.

She, Pride staff, and Wakefield spent two days doing exercises identifying the work we are engaged in and mapping out our process and how we will see results of the work we are doing. It became clear through participation with the cohort that Pride Foundation is really advanced in this work compared to a lot of the peer organizations, many of whom don't even know where to begin. This is a real testament to Kris's leadership, and in recognizing our leadership on this issue, we are looked to for ideas and advice about how to proceed. The convening was an opportunity to share ideas, and identify what a community of practice will look like. It was a really inspiring and illuminating 2-day experience. It was amazing to hear how well-regarded Pride Foundation is.

- **Resource Dev Update (ML)**

Melanie shared an update from the resource development committee. She offered suggestions for different ways that Board Members can help us reach our Sustainer goals for this year. These included: 1) Consider breaking up your Pride Foundation Board Gift up into monthly payments so that you too can count as a Sustainer! 2) Board Members could ask folks who we have connected to Pride Foundation if they are sustainers already and if not, ask them to consider becoming a sustainer. (Staff are at the ready if we specific info re: donor names or their sustainer status.) 3) For people who are not connected to our work already, connect them with a point of introduction—invite them to a Pride Foundation Lunchtime Briefing, Set Up 2:1

Meeting or Phone Call with Staff, Host a Happy Hour/Other Gathering and Pitch the Sustainer Idea. 4) Share our social media posts to build community support, sign up with staff to do thank you and outreach calls, and brainstorm sponsorship connections.

- **Board Development (TS)**

Tara shared updates from the Board Development Committee (BDC). She announced that the BDC is conducting a board survey to collect updated information about board members in hopes of capturing information about the board in a more consistent way. There will be two phases. This data collection effort will support our racial equity work, legal and reporting requirements, and be used to support board members engagement and their experience.

April 2017 Board Notes: Ben B

- Ben asked for a motion for approval of the April Board Meeting Minutes.

MOVE: Lee Ann Martinson

SECOND: Jason Bergevin

PASS: Unanimous

OPPOSED: N/A

ABSTAIN: Efrain Gutierrez, Elias Rojas (not present at April meeting)

Adjourned



pridefoundation.org

PRIDE FOUNDATION – BOARD MEETING

TUESDAY, SEPTEMBER 19, 2017

LOCATION: IN-PERSON / GOTO MEETING

Highlights of Motions M/S/P = "Motion/Seconded/Passed": [recap]

M/S/P 1st Quarter Financials: Ben / Wakefield/ Unanimous

M/S/P Revised Family Leave Policy: Lee Ann / Emi / Unanimous

M/S/P July Board Meeting Notes: Wakefield / Jason F / Unanimous

PRESENT:

Board — Ben Bakkenta, Jason Bergevin, Ron Brey, Caryn Brooks, Nicole Browning, Jason Fussell, Efrain Gutierrez, Emi Jackson-Edney, Melanie Lyons, Lee-Ann Martinson, Susie Matsuura, Greg Mullins, Brandy Pirtle-Guiney, Elias Rojas, Tara Smith, Wakefield, Jean-Paul Willynck

Staff — Kris Hermanns, Craig Williams, Jimbo Worm, Alli Auldridge

Not Present — Seth Kirby (notified), Marci McLean-Pollock (on leave), Greg Smith (notified)

Welcome and Check-in: Nicole B

- Nicole welcomed the board, guests and staff, and posed the question, "What recently has provided you with hopeful feelings in these challenging times?"

Susie and Efrain shared their thoughts about things that give them hope. Susie observed that the coming of winter has a silver lining in helping to quell the forest fires. DACA students networked with Susie and others about how to support them. The Pride Gratitude Report reminded her of a successful Pocatello fundraiser. And nature reminds us of hope through milkweed pods bursting open – which provide food for pollinators. Hope is there if you remember to look for it.

Efrain. Recent events have reminded him to commit and do work better. Be energized. Spoke with friends and family members who are DACA, and was inspired by their resilience and strength and positivity. In the wake of the horrific Mexico City earthquake, he is inspired by the thousands of people who are helping and providing aid to save lives and tend to the wounded. Throughout the country, and around the world, community is coming together with hope.

Investment Portfolio Presentation: Ken Scott, Lee Ann, and Jimbo

- Nicole introduced Ken Scott from Walden Asset Management, who joined the board meeting to review the performance of the foundation's assets, current performance of the national economy, as well as stakeholder engagement on inclusive employment policies.

In his introduction, Ken stated that he was here on a yearly visit as part of the board's financial stewardship responsibilities.

Ken reviewed the endowment investment objectives, which focus on high quality investments to minimize risk while performing consistently with less volatility over time.

Benchmark return over the last year was a little over 11%, which Pride's foundation matched. Over a longer period, Pride outperformed the benchmark. It has been a low-volatility environment over the last year, but the board shouldn't expect that to continue.

Ken reviewed the market outlook. Things look positive for continued slow growth both nationally and globally. Pride's investments have been "overweight" in stocks for the last several years due to weak bond performance and stronger stock performance. Overall Pride's investments are more profitable, lower risk, with strong growth rates than the benchmarks, focusing on companies that are stable over time.

Walden continues to engage with companies in the portfolio. Over the last year, of the 45 companies engaged, 31% have made some significant change in their policies. This work is done with no cost to Pride foundation through owning stocks of these companies – they are performing in line with market expectations. Walden continues to work with other institutional investors to conduct engagement on environmental, social, and governance issues to leverage one another's proxy votes.

In response to a question about growing income inequality, Ken confirmed that while the stock market and the economy in aggregate will likely continue to perform well, it's accompanied by increasingly inequitable benefit when it comes to ordinary people. The trend of cutting taxes on the rich continues, with decreased government spending on entitlement programs and other supports for individuals and families. This is a challenge for society.

1st Quarterly Financials: Jimbo and Lee Ann

- First Quarter Financials

Jimbo reviewed Pride Foundation's financial statements for the quarter ending June 30, 2017, noting that it was a very good quarter.

Expenses show some variances where there have been some unfilled staff positions, so salaries are under budget. Some projected expenses associated with Transform WA and other expenses associated with the potential for I-1552 being on ballot were not needed as it did not qualify.

Jimbo walked through the income statement and described variances, positive and negative, compared to the budget.

Jimbo also announced to the board that all Equity Foundation assets are now invested with Pride Foundation's investments at Walden.

Nicole asked for a motion to approve the first quarter financial statements.

MOVE:	Ben
SECOND:	Wakefield
PASS:	Unanimous
OPPOSED:	None
ABSTAIN:	None

- 2016 990

Jimbo also called the board's attention to this year's 990 forms, and let the board know that after some delay due to the merger, 2016 tax returns have been filed. He asked board members to contact him if they had any questions. Board members had none at the meeting.

Racial Equity Innovation: Nicole, Wakefield, Kris + Task Force members

Nicole gave an update on progress of the racial equity task force work, which has included development of case statement, and a review of the proposed timeline of activities to take the work to the next phase.

- **Week of September 25:** Send revised case statement and action plan to the Task Force review at its September 28 meeting
- **Week of October 2:** Incorporate Task Force edits, and send revised statement and action plan to the Executive Committee and the full Board.
- **Week of October 9:** Schedule 30-minute briefings to walk through documents with the Board.
- **Week of October 16:** Schedule a learning session focused on racial equity and also hold an official board meeting to review and vote on the case statement and action plan.

Wakefield praised Kris and staff for leadership on this work, which is recognized as cutting edge nationally.

Kris then called the Board's attention to the DACA Statement that was sent to all Pride Foundation Supporters on September 5th, titled "Undermining Our American Values."

Kris noted that we are living in a charged moment, and asked Board members how they felt about the position that Pride Foundation took? She also asked, "What does it look like for us to lead at this time, given our commitment to centering racial equity?"

The Board was given some time to reflect on the DACA statement. Board members unanimously expressed their strong support for the statement.

Efrain noted that Pride is walking the walk as an LGBTQ rights organization that recognizes that immigration issues are our issues. Melanie observed that in her role of an Executive Director of a non-profit, it is sometimes difficult to speak for an organization, and that she was pleased and proud to see Pride's public stance on the DACA issue.

Kris informed the Board that managing an organization in this climate is incredibly difficult. The intensity and persistence of trauma that staff are experiencing has been overwhelming at times. Self-care is increasingly important, and she has been intentional about checking in with people, and making sure that they know that Pride's benefits can provide support. Flexible schedules can be used to manage stress and trauma. Leading means being more responsive and diligent as issues arise, and that's more work; staff should take advantage of supports that are available.

Brooks and Elias expressed their support for the statement. It is so important for our community to be heard, that this will affect us, and that we stand with others affected by this action throughout the Northwest, and throughout the country. Jean-Paul added that our reaction to the administration's action says a lot about us, and what we value and find important. Susie called attention to an environmental organization that had made a similar statement.

Many Board members expressed that this is what leadership looks like.

Executive Updates: Board and Staff

Policy Advocacy Updates. Kris Hermanns.

- **Policy endorsement working group.** Kris described the formation of a policy endorsement working group, which is reviewing a draft policy to guide decisions when Pride Foundation is asked to endorse the policies or positions of other organizations. The intention is to systematize and increase the transparency of the process through which

Pride will consider endorsing another organization's activities. Staff will bring the final draft policy to the Board for its consideration at the October meeting.

- **AK.** Significant organizing is taking place in Anchorage to combat the anti-LGBTQ Anchorage measure that will be on the April 2018 ballot. A lot of work will happen this winter. The Board should expect that the campaign will come to the board for a Pride cash donation.
- **MT.** An initiative has been filed and certified, but is not yet qualified for the ballot. ACLU has challenged the ballot title language and has prevailed. Revised ballot language is more favorable to the LGBTQ community, but the proponents have a year to gather signatures.
- **WA.** Despite the failure of I-1552 to qualify for the ballot in Washington, work will continue this winter to prepare for an anticipated third push by initiative proponents. Jeremiah continues to organize among communities of color. The campaign is bracing for another attack next spring.
- Pride state staff are actively supporting these efforts.

- **Personnel/Operations.** Kris Hermanns.

Revised Family Leave Policy. Kris described proposed changes to the organization's family leave policy, noting that it had not been updated for many years and is out of date. Changes have been reviewed and recommended by the Executive Committee. New WA State family leave policy changes prompted a review of the policy. Key changes to the policy: 8 weeks paid leave, 4 weeks unpaid leave. Kris called the Board's attention to the full text of the revised policy, included on page 59 of the Board agenda packet. If approved, Kris will share this policy with other peer organizations. Nicole asked for a motion to approve the revised Family Leave Policy. Several Board members spoke in strong support of the proposed policy change.

MOVE: Lee Ann
SECOND: Emilie
PASS: Unanimous
OPPOSED: None
ABSTAIN: None

- **Grants Update.** Kris Hermanns.

Kris called the board's attention to timely grants that the Executive Board had approved over the summer. The following grants were awarded:

- Centro de Comunidad y Justicia in Boise, ID for expanded outreach in South Central Idaho for "know your rights" trainings.
- Forward Montana Foundation in Missoula, MT to support the Montana Youth Organizing Summit on September 9, 2017.
- Funds managed by Pride Foundation for the Adams Fund and the Wells Fargo Foundation to Covenant House of Anchorage in Anchorage, AK to underwrite youth to participate in Youth Task Force addressing homelessness.
- Funds managed by Pride Foundation for the Marguerite Casey Foundation to the Martha P. Johnson Institute in Washington, DC in support for developing culturally competent practices aimed at improving health and quality of life outcomes for trans people, especially Black trans women.

In other Pride Foundation grant news, Kris announced that staff are in the site visit phase of the annual Pride Foundation Community Grants program. Staff will be building out the docket, which will be brought to the Board in October for approval.

- **Resource Development Update.** Melanie Lyons and Alli Auldridge

Melanie asked board members to consider options to help with sustainer outreach. An email was sent to the Board the week before the meeting announcing the opportunity for Board members to make phone calls, sign thank you notes, and to participate in other outreach efforts.

Melanie also noted that October is the typical time when workplace donor outreach will be happening as workplace giving campaigns kick off – so be aware of those opportunities to give and to let co-workers know that this is also an option for supporting Pride Foundation.

Melanie also announced that Board members will be contacted about personal giving commitments for the next year.

Melanie let the Board know that the annual Fund Holders Luncheon will be held at the Ruins in Seattle on October 26th, and for those interested in attending to please let her know.

Alli also reminded that Board that the final Equity Foundation Awards gala will take place on September 30th in Portland. The event is already oversold, with about 300 expected to attend. Looking at the attendee list, there is great representation from across the community, other foundations, and community partners. It should be a terrific event, and a great introduction of Pride to the Portland community.

Alli also announced that the annual Gratitude Report has been released. Board members were asked to please share the report through social media.

- **Board Development Update.** Tara Smith and Kris Hermanns

The Board Development Committee has been thinking about ways that the board can more deeply engage with the racial equity work. They are looking for ways to create to actively engage on topics so they live with us more naturally. A survey is in development about demographics to help us to better understand the Board's composition.

In the meantime, Kris also noted that there is an article in the packet focused on succession planning, on which the executive leadership team has been working with Morten Group. A proposed succession planning policy will be brought to the board for consideration in October.

July 2017 Board Notes: Ben B

- Nicole asked for a motion to approve the July 2017 Board meeting notes

MOVE: Wakefield
SECOND: Jason F
PASS: Unanimous
OPPOSED: None
ABSTAIN: Caryn Brooks (not present at July meeting)

Executive Session

The board went into executive session, after which, the meeting was adjourned at 8:10pm



pridefoundation.org

PRIDE FOUNDATION – LEARNING SESSION AND BOARD MEETING

TUESDAY, OCTOBER 17, 2017

LOCATION: ALL VIRTUAL (GOTO MEETING)

Highlights of Motions M/S/P = "Motion/Seconded/Passed": [recap]

M/S/P Racial Equity Action Plan: Ron B / Jason B / Unanimous

M/S/P Succession Planning Policy: Seth / Ron B / Unanimous

M/S/P Policy Endorsement Process and Protocols: Brooks / Jean-Paul / Unanimous

M/S/P Sept Board Minutes: Jason B / Efrain / Unanimous

PRESENT:

Board—Jason Bergevin, Ron Brey, Caryn Brooks, Nicole Browning, Efrain Gutierrez, Jason Fussell, Emi Jackson-Edney, Seth Kirby, Melanie Lyons, Susie Matsuura, Greg Mullins, Elias Rojas, Tara Smith, Wakefield, Jean-Paul Willynck

Staff—Kris Hermanns, Craig Williams

Guest—Mary Morten

Not Present — Ben Bakkenta (notified), Lee Ann Martinson (notified), Marci McLean-Pollock (on leave), Brandy Pirtle-Guiney (notified), Greg Smith (notified)

Welcome and Check-in: Nicole B

- Opening question—Gratitude Report: After reviewing this year's annual report, what stood out for you or what inspired you?
- Emilie shared her appreciation for everyone who worked on the Gratitude Report. She talked about Pride Foundation's impact on LGBTQ immigrants.
- Jean-Paul shared his appreciation for elevating stories of immigrant communities as well, in particular the story of Johnny, which was deeply inspiring. Jean-Paul also highlighted the medical education article that highlights how Pride Foundation's work is benefit both grantees and scholarship alums in rural communities.
- Nicole: Wrapped up talking about intersectional approach to our work. Transitioned into the racial equity work.

Racial Equity Learning Session: Wakefield and Nicole

- What was the most surprising finding for you in the report? Was anything that you previously thought or suspected confirmed by the report?
- How does this report relate to the work currently underway at Pride Foundation?
- Are there direct actions that should be considered by the Racial Equity Task Force as a result of this report?

Task Force Steps:

- Wakefield: Continuously impressed about the intentionality of Pride Foundation. We are becoming more of an organization that reflects the community. It will be a challenge for us to find talent that isn't tapped too often. Wakefield shared his thoughts and perspectives on racial equity not being new work for Pride Foundation, but something that we've been moving toward.
- Melanie: Think a lot about scale. Given size of Pride Fdn how do we create opportunity when we aren't scaling up. How do we be creative? Challenging herself to think about.
- Kris: In response to Melanie, thinking about data around fundraising and the amplification on the part of staff of color. How do we build out thoughtful professional development opportunities that support people to take on small projects that we just hadn't thought of? How do we intentionally build in a culture of philanthropy? We are positioned well to think about how to do that.
- Mary: noted that she is also personally very interested in actualizing the fundraising work, especially for people of color moving forward.
- Susie: People don't even see the water they are swimming in. People just aren't connected to people who are different.
- Emi: SW / SE Idaho have a large Latino populations and there are five tribal communities. But having a hard time reaching communities of color.
- Seth: Match the call to action in reports to our action plan i.e. increasing funding to supporting intersectionality, fostering more inclusive environments in nonprofit sectors given the experience of discrimination.
- Jason F: What stood out was the discrimination that POC face when fundraising.
- Wakefield: With subtle discrimination will they wonder whether the outcome was impacted by discrimination.
- Brooks—Request to get materials out more quickly, so board members have more time to review.

Racial Equity Innovation: Nicole, Seth, Wakefield, plus Task Force members

- Discussion about Action Plan: reminded of process and timeline for getting to this point and deliverable. Board shared support and excitement for reaching this milestone and for moving forward with implementation.
- Jean-Paul suggested some edits:
 - Program: explain what Theory of Change is and note reference v21
 - Program section: students *who*
 - Admin: replace "fight" with "eliminate" in first objective
- Nicole asked for a motion for approval of the Racial Equity Action Plan

MOVE: Ron B
SECOND: Jason B
PASS: Unanimous
OPPOSED: N/A
ABSTAIN: N/A

Foundation and Executive Updates: Board and Staff

- Equity Awards Gala

Discussion: Equity Awards resounding success. People felt so connected to event and work, even those who didn't have a prior relationship.

Brooks: I think there were a lot of people who were introduced to the merger for the first time. It was packed. Very diverse. It was fun too. Great spirit. Lots of staff there. Just a great night. Really important to honor the founders, and was great to see them get their appreciations.

Ron: Event achieved what the EF hoped. We brought it to a close. Thought it was important that Pride Foundation was introduced to the community. No expectations about what would happen in the future. Although, people open to another Pride Fdn event in PDX in the future, the event brought closure, exactly right.

- Succession Planning Policy (NB)

Discussion: Towards the end of October last year, we took a smart growth survey. In addition to informing the racial equity plan, it also looked at organizational policies and practices. Last month, we shared a case study. People found it useful. Morton Group has been working with EC and Exec Leadership to draft a succession planning policy. Want to formalize to make recommendations in place.

Nicole asked for a motion for approval of the Succession Planning Policy

MOVE: Seth
SECOND: Ron B
PASS: Unanimous
OPPOSED: N/A
ABSTAIN: N/A

- Policy Endorsement Policy (SK, KH, Working Group)

Discussion: Given the growing number of advocacy policy issues coming, it was important to formalize process for supporting and endorsing. Proposed protocols and processes provides opportunity to be more consistent, transparent, and intentional. Thanked everyone who has been involved over the past year drafting this.

Nicole asked for a motion for approval of the Policy Endorsement Process

MOVE: Brooks
SECOND: Jean-Paul
PASS: Unanimous
OPPOSED: None
ABSTAIN: None

September 2017 Board Notes: Ben B

- Nicole asked for a motion for approval of the September Notes

MOVE: Jason B
SECOND: Efrain G
PASS: Unanimous
OPPOSED:
ABSTAIN: Seth

Adjourned

PRIDE FOUNDATION – BOARD MEETING

TUESDAY, NOVEMBER 14, 2017

LOCATION: IN-PERSON / GOTO MEETING

Highlights of Motions M/S/P = "Motion/Seconded/Passed": [recap]

M/S/P 2nd Quarter Financials: Greg S. / Jason B / Unanimous

M/S/P October Board Meeting Notes: Greg M. / Melanie / Unanimous with Ben B., Lee Ann, Brandie, and Greg S. abstaining due to absence at October meeting.

PRESENT:

Board — Ben Bakkenta, Jason Bergevin, Ron Brey, Caryn Brooks, Nicole Browning, Jason Fussell, Efrain Gutierrez, Emi Jackson-Edney, Melanie Lyons, Lee-Ann Martinson, Susie Matsuura, Marci McLean-Pollock, Greg Mullins, Brandy Pirtle-Guiney, Elias Rojas, Greg Smith, Tara Smith, Wakefield, Jean-Paul Willynck

Staff — Jeremiah Allen, Kris Hermanns, Karen Mudd, Gunner Scott, Craig Williams, Jimbo Worm

Not Present — Jason Fussell (notified), Efrain Gutierrez (notified), Marci McLean-Pollock (on leave)

Welcome and Check-in: Nicole B

- In light of the many changes and challenges that the past year has brought (to our organization, region, and nation), as you reflect on the grants docket, what motivates you to learn and do more?

Greg Smith reported that anti-trans* legislation has been filed in Montana, and that he has strong feelings that he needs to be engaged in combatting the upcoming legislation. The present climate both in Montana and nationally has inspired him to get into the work in a more concrete and personal way.

Wakefield related that this is a particularly hard time for him and his colleagues. He sees a lot of harshness and angst in his workplace, and his work with Pride Foundation is his relief. He gets to surround himself with people who are committed to change, and who are actively doing the work in the community. He was particularly pleased to see so many new grantees in this year's docket, and so many grantees who have embraced the same work as us in pursuing racial equity work—and are willing to take it on. He also appreciates that our grants are supporting youth. He was most impressed with seeing all of the people who are willing to say "We need to work on these issues together." The conversations that our grants engender will help us to further the work. Pride Foundation is visibly leading.

2nd Quarterly Financials: Jimbo and Lee Ann

- Second Quarter Financials

Jimbo walked through the financial statements for the second quarter of the fiscal year ending September 30, explaining differences between budgeted and actual amounts. It was a great quarter and a great first half of the fiscal year.

He noted that individual unrestricted contributions are still on budget—an unusual and welcome circumstance. Jimbo also walked the board through the balance sheet. Melanie

asked about the status of the office lease. Jimbo reported that Pride Foundation is in the second year of a 5-year renewal. Future potential lease increases are something we should consider as part of strategic planning.

Board members had no additional questions. Nicole asked for a motion to approve the 2nd Quarter Financial statements.

MOVE: Greg Smith
SECOND: Jason Bergevin
PASS: Unanimous
OPPOSED: None
ABSTAIN: None

Program Update: Gunner and Kris

• **2017-18 Grants Program**

Nicole introduced the annual grants docket, noting that she was very happy that we have passed a serious milestone—surpassing \$500,000 mark in grants to award. She expressed how grateful she is that we are here in this position and able to support organizations in their time of need. It is a moment for celebration, but also for gratitude.

Gunner highlighted some characteristics of this year's grantees, including whether they are new or returning grantees, the focus and leadership characteristics (36 LGBTQ Organizations; 37 ally organizations; 8 HIV/AIDS organizations), and the types of populations that the grants will serve (e.g., rural; POC, trans*, seniors, youth)

He also reviewed some new questions asked in the application, including information about how their organization identifies—if it is LGBTQ-led, it is eligible for operating support, and whether organizations are people of color-led, through questions such as the percentage of board members and staff who are people of color. This will help to begin to collect enhanced demographic data, consistent with the racial equity initiative.

Gunner noted that there are a lot of new grantees this year. A full presentation on characteristics of grantees, where grants will be awarded in the 5-state region, and other trends was included in the November board packet.

Greg Smith noted that with the closure of Yellowstone AIDS, the state had extra money to distribute to smaller AIDS organizations, which may account for no HIV/AIDS applications from Montana this year.

Jean Paul asked about the percentage of first-time grantees that may have received technical assistance from Pride Foundation after not receiving a grant in a previous year. Gunner will look into the statistics and get back to the board.

Board members stated that they appreciated the remote grant review sessions, as well as the context statements that identified key issues in each state. It was very helpful to understand how these grants will meet current or emerging needs throughout the region.

Two contingency grants in Alaska are being held pending resolution of some organizational issues. Staff will come back to the board as decisions are made on those reserved funds.

Melanie had a question about what might be different next year as we implement the racial equity action plan. Gunner stated that he has been investigating best practices in the field, other software platforms that will allow for more targeted data collection. At this point it is hard to say exactly what will change, but the hope is with enhanced demographic data it will be easier to prioritize grant making to particular populations in the future. Gunner plans to take the time in February when the staff are all together to consider possible changes. Ideas include different types of applications for different sizes of organizations, or perhaps different questions for start-up LGBTQ organizations than for large 1,000,000 plus allied organizations. Shifts may be around accessibility rather than major changes. With more unrestricted funds, Pride Foundation may be able to create a nimble, rolling, smaller grants program, like the rapid response grants, in addition to the annual grants cycle.

- **2018 Scholarship Program**

Gunner let the board know that applications are rolling in, with over 800 drafts in the system. There are no significant changes this year to the program, only some minor changes to questions. Pride Foundation plans to once again coordinate with the GSBA. Everything is on-track, and all is going well. Staff are looking at new software platforms to support future scholarship cycles.

Foundation and Executive Updates: Board and Staff

- **Board Giving Intentions (Melanie Lyons /Nicole Browning)**

Nicole thanked the board for all that it does, for stretching over the last year in commitments and leaps of faith in taking on new work and persevering in these trying times.

Nicole challenged the board to challenge one another about how we are going to show up and both represent and support the foundation in 2018.

Called attention to the survey mailed to board, and asked for those who have not yet completed it to do so.

Melanie thanked Nicole for the thoughtful letter and challenge to the board. She expressed appreciation for all of the gifts that board members bring: energy, personal commitment, talents, relationships, and resources. The Resource Development committee pledges to support board members over the next year. Board members took some time to complete the board survey.

- **Resource Development (Melanie Lyons/Karen Mudd)**

Melanie called attention to a “Fundraising Call to Action” worksheet that was included in the meeting packet, asking the board to consider which of the activities board members would be willing to commit to through the end of year giving period. An email will be sent to the board after the meeting.

Kris introduced Karen Mudd to board members who had not yet met her, noting that she has worked as an interim development director for Pride Foundation in the past, and will be with the organization for 3 months during Alli’s upcoming parental leave.

- **Board Development (Seth Kirby/Tara Smith)**

Seth provided highlights on board development activities. Data on board demographics will be collected through an upcoming survey. Survey data will provide a lot of useful, rich information about the board and help implement recommendations from the racial equity work.

There are a couple of open board positions. Members of the Board Development Committee will be reaching out to the board with information about skills that we are looking for. We hope to have candidates identified by April 2018.

Seth expressed appreciation for Nicole's service, and thanks and excitement for the upcoming service of Wakefield and Brandy in their new leadership roles.

The board had a conversation about service on board committees as a pipeline to potential board service.

- **Strategic Visioning and Planning Process (Nicole Browning/Kris Hermanns)**

Nicole and Kris informed the board that we have reached end of current Strategic Plan period. Looking back, it is remarkable about how much of the priorities in that plan have been acted upon and realized.

Kris briefed the board about a proposed upcoming process to update the Foundation's Strategic Plan. Historically, Pride Foundation has engaged an outside consultant guided by a mixed board/staff steering committee. The last time this was done was in 2013, and the resulting plan covered 2014, 2015, 2016. Kris has delayed updating the plan until completion of the Racial Equity Action Plan, and with its approval this fall, we are now at that point.

Past processes that Pride Foundation has used to develop Strategic Plans are judged strong and successful, so the Executive Committee proposes to follow the same model, and to work with the Morten Group, who have recently completed an Organizational Assessment and the Racial Equity Action Plan, and they know Pride Foundation deeply. The Executive Committee proposes to transition the existing Racial Equity Task Force of board and staff to become the steering committee for the Strategic Plan development, to be kicked off in late winter, early spring 2018.

Wakefield let the board know that the Exec Committee was very enthusiastic about the proposed approach, and that they were excited about continued work with Morten Group.

The board expressed unanimous support for the proposal.

- **2018 Retreat (Nicole Browning/Kris Hermanns)**

The Board Development Committee is making plans for two full board gatherings in 2018. Hopefully one will be held in the Spring in Alaska, and one in the fall in Seattle. Staff are researching potential costs, and will be doing a short anonymous survey of the board to see board member thoughts about this new approach. If Alaska proves too costly, we may have the spring retreat in Eastern WA or ID. Board members reacted positively to the proposal.

- **Policy Advocacy (Kris Hermanns/Seth Kirby)**

Kris provided an update on policy advocacy.

MT: An anti-trans* ballot initiative has been filed in MT, with signature collection and fundraising taking place. The initiative won't go to the ballot until fall 2018. In a special session to deal with budget issues arising from the last fire season, an emergency anti-trans* bill was also filed. LGBTQ and other civil rights advocates are actively working against this bill, and fundraising to support a public education campaign. Greg and Kim will keep the board updated on progress.

AK: An anti-trans* initiative qualified for and will be on the April Anchorage ballot. Josh is working with groups that are organizing to oppose the initiative. To date, there has been some strong support in calling on canvassers to door knock against the initiative. A digital campaign for fundraising is also going well. Some more work remains to organize and lead the opposition campaign. It will be a quick and difficult campaign.

ID: Things are quiet. No anti-LGBTQ legislation is anticipated at this point.

OR: We are tracking some emerging anti-immigration work.

WA: Washington's Department of Health is doing some rulemaking on making available a 3rd gender marker on birth certificates. Pride Foundation has been active in support, but there is the potential for anti-LGBTQ activists to latch onto this rulemaking to come back with a third try at an anti-trans* ballot initiative. Pride Foundation is actively working to advance research and education efforts to shape any future opposition campaign, targeting "persuadable middle" and API communities.

Washington's Insurance Commissioner has passed gender parity in the provision of insurance. Applecare (the state's Medicaid program) is doing some rulemaking in response. Pride Foundation is supporting work to further that rulemaking.

October 2017 Board Notes: Ben B

- Nicole asked for a motion for approval of the October Notes

MOVE: Greg Mullins

SECOND: Melanie Lyons

PASS: Unanimous

OPPOSED: None

ABSTAIN: Ben Bakkenta, Lee Ann Martinson, Marci McLean-Pollock, Brandy Pirtle-Guiney, Greg Smith

Adjourned



PRIDE FOUNDATION – BOARD MEETING

TUESDAY, MARCH 20, 2018

LOCATION: COMBO—IN-PERSON AND VIDEO MEETING

Highlights of Motions M/S/P = "Motion/Seconded/Passed": [recap]

M/S/P 2018-19 Budget: Jason B, Ben B. Passed unanimously.

M/S/P Scholarship Volunteer Docket: Lee Ann, Seth. Passed unanimously.

M/S/P March Board Meeting Notes: Lee Ann, Elias. Passed unanimously.

PRESENT:

Board — Ben Bakkenta, Jason Bergevin, Ron Brey, Caryn Brooks, Jason Fussell, Efrain Gutierrez, Emi Jackson-Edney, Seth Kirby, Melanie Lyons, Lee-Ann Martinson, Susie Matsuura, Marci McLean-Pollock, Greg Mullins, Brandy Pirtle-Guiney, Elias Rojas, Tara Smith, Wakefield, Jean-Paul Willynck

Guests — Steve Gunn and Löki Gale Tobin (Board prospects)

Staff — Kris Hermanns, Gunner Scott, Eden Shore, Craig Williams, Jimbo Worm

Not Present — Nicole Browning, Greg Smith

Welcome and Check-in: Wakefield

- Introduction of Guests—Steve Gunn and Löki Gale Tobin
Wakefield welcomed Steve and Löki as prospective board members, and asked them to introduce themselves and tell the board a bit about themselves.
- Wakefield posed a question to the board: Amidst the unknowns we continue to face, reflecting on small joys and what is going well can help to build our reserves for continuing to engage meaningfully in our work. As Maya Angelou said, "This is a wonderful day. I've never seen this one before." What brought you joy or a sense of gratitude TODAY?

Susie M. and Tara shared their thoughts about the small things that brought them joy.

2018-19 Budget Review: Jimbo Work and Lee Ann Martinson

- 2018-19 Proposed Budget

Jimbo introduced the proposed 2018-2019 budget, calling the board's attention to supporting background documentation in the packet, including a memorandum reviewing Uniform Prudent Management of Institutional Funds Act (UPMIFA) factors, a Fundraising Review, a memorandum discussing potential market and other conditions likely in 2018 (prepared in consultation with Ken Scott, Pride's endowment manager), an evaluation of the present purchasing power of invested funds, and a copy of the Endowment Philosophy.

Jimbo explained that three budget scenarios had been prepared for comparison, with different endowment draws of 5.9%, 5.8%, and 5.75%. After review by the Finance and Executive Committees, it was agreed that the 2018-2019 endowment draw should be 5.75%.

Jimbo reviewed the draft budget, with projections and assumptions for contributions, other revenues, expenses, investment revenues, and the 5.75% release from the endowment portfolio. He noted that some large, one-time grant revenues in 2017-2018 were not likely to be repeated in 2018-2019, so the draft budget reflects reductions in those areas in comparison to the present budget.

Jimbo called out some new expenses that are assumed, including professional services expenses for strategic planning, an executive search firm, a website refresh, and a digital communications specialist contractor. He concluded his presentation by asking the board if there were any questions, comments, or concerns.

Seth asked if we anticipated any changes to the endowment draw in the coming years. Jimbo explained that the goal is to return in coming years to a 5% annual endowment draw, based on the average value of the preceding 16 quarters.

Melanie asked for an update on the status of the office lease. Jimbo clarified that we began a new 5-year lease last year, with minimal scheduled increases over the next 4 years. While the building has been put up for sale, there does not seem to be a lot of activity so far. On further review of the Seattle office lease, as a follow-up to this question, Jimbo discovered that the 5-year lease began November 15, 2015. This leaves just under 3 years remaining in the current lease.

Melanie also asked if with this relatively steady-state budget, is Pride Foundation forgoing any work or opportunities in which it might get involved. Kris replied that Pride is operating with a tight staffing structure, and with more resources there would be an opportunity to fill an additional position to take some of the pressure off staff. There would also be opportunities to engage in other areas of work, including advocacy surrounding the upcoming 2020 US Census.

Kris thanked Jimbo, the Finance Committee, and the Executive Committee for their help in developing and reviewing the budget. Kris also wanted the board to know that with recent changes to federal tax law, people's giving patterns could change. It will be something to watch to see if there will be any new giving patterns that will need to inform future budgets.

Lee Ann thanked Jimbo for his fantastic work, and called for a motion to approve the 2018-2019 budget.

MOVE:	Jason Bergevin
SECOND:	Ben Bakkenta
PASS:	Unanimous
OPPOSED:	None
ABSTAIN:	None

Program Updates: Gunner Scott and Kris Hermanns

- **Scholarship Volunteer Docket**

Kris provided an introduction, pointing out the revised, corrected volunteer docket, clarifying that this year there are 215 volunteers participating in the scholarship program. Eden walked through the volunteer recruitment calendar, which began in fall 2017, and the outreach that was conducted, including a series of emails and other communications to recruit volunteers. Demographic information about this year's volunteers was included in the board packet.

Eden described the composition of volunteer teams, and how they work in two phases of review, which was very similar to last year. Eden also noted that this year evaluation criteria included the concept of "grit"—or perseverance, as part of the review. As was the case last year, in person interviews were optional. Eden expressed particular thanks to Gunner's and Craig's mentoring in their first year in this role.

Melanie asked about the biggest change in the orientation format. Eden explained that there were enhancements to the visuals of the webinar presentation, as well as to features like the chat function, with an overall improved user experience.

Jason F. asked about volunteers that are outside the Northwest. Eden explained these were either scholarship alumni, former PNW residents, or donors that live outside the region.

Wakefield asked about what might be behind 50% of volunteers being new. Eden explained that some are simply new to the process, while others are supporting new scholarship funds in Oregon, due to the merger with Equity Foundation.

Tara asked what characteristics we look for in volunteers. Gunner and Eden agreed that responsiveness, passion for the mission, and commitment to timelines are critical to a successful process.

MOVE:	Lee Ann Martinson
SECOND:	Seth Kirby
PASS:	Unanimous
OPPOSED:	None
ABSTAIN:	None

Foundation and Executive Updates:

- **Executive Transition:** Lee Ann Martinson

Lee Ann provided an overview of the process to select an Executive Transition search firm. Invitations to respond to the RFP were extended to five firms, two of which chose to respond. Interviews were held with both responding firms, after which the panel unanimously decided to move forward with the Morten Group. Deciding factors were the depth of understanding of Pride Foundation, and their ongoing work with Pride Foundation on the Strategic Vision Plan and Racial Equity work. Their proposed approaches addressed Pride Foundation's priorities for qualifications and expertise for the search. Jason noted Morten Group's thoughtfulness in how they prepared the materials and engaged in the interview, as well as how deeply they know Pride Foundation, and how well they will be able to represent the foundation to candidates and tell our story effectively.

Melanie asked about which members of the board will continue in the search process. Wakefield noted that the Executive Transition Team members and charter were approved at the February board meeting: Jason Bergevin, Nicole Browning, Jason Fussell, Susie Matsuura, Brandy Pirtle-Guiney, Tara Smith, and Wakefield.

- **Strategic Planning:** Efrain Gutierrez and Kris Hermanns

Efrain provided an update on the strategic planning process. He informed the board that he and Katie Carter have been working with the Morten Group to develop tools, a survey, and interview scripts that will be used in the process, which will be reviewed at the first meeting of the Strategic Vision Project (SVP) group on Thursday, March 22. These tools and documents will be refined in preparation for the board and staff retreat in May.

- **Racial Equity Integration:** Kris Hermanns

Kris called the board's attention to a summary of activities that Pride Foundation has undertaken as part of the Racial Equity Integration work, and emphasized that this work will help inform the strategic planning effort. Kris also highlighted a PowerPoint presentation template describing the

Racial Equity work that had been prepared for the Idaho Leadership Action Team, which was very well received, and can serve as a template for other efforts.

Kris also let the board know that staff continue to work on a 2-page version of the racial equity case statement, along with materials that can be included on the website. She also noted the creation of a searchable spreadsheet containing key Racial Equity Initiative implementation activities that has been prepared as a tool for staff to help track and manage ongoing work. The spreadsheet will be invaluable.

- **Board Development:** Brandy Pirtle-Guiney

Brandy provided a brief overview of the Board Development Committee's recent work, which has centered around the development of biographical information for prospective new board members, as well as creation of a learning system to help advance racial equity literacy on the board, and resources for continued board learning. First steps will be completion of a board survey, which has been emailed to the board, to help assess where board members are and to identify potential new resources. She asked the board to please complete the survey by March 26th. Brandy also described the development of a new board orientation manual that will compile important and relevant information for board members as a resource.

- **Resource Development:** Melanie Lyons

Melanie briefed the board on the last couple of weeks of the current fiscal year, pointing to a fundraising dashboard in the board packet that illustrated continued progress in meeting fiscal year fundraising goals. Melanie encouraged the board to help to push upcoming fundraising communications to help close the remaining gap by the end of the fiscal year. In any evaluation, it has been a great fundraising year!

- **2018 Retreat.** Kris Hermanns

Kris reviewed the agenda for the 2018 Board & Staff Retreat to be held May 4-6 in Anchorage, which was included in the meeting packet. Board members should have all the details they need, and all are excited to meet up in Alaska!

February 2018 Board Notes: Ben Bakkenta

- Ben noted that the February board minutes were included in the packet. He asked if anyone would like to correct any errors or omissions. Hearing none, he asked for a motion for approval of the February Notes, included in the board packet.

MOVE: Lee Ann Martinson

SECOND: Elias Rojas

PASS: Unanimous

OPPOSED: No

ABSTAIN: Seth Kirby, Marci McLean-Pollock, Greg Smith, Tara Smith, Jean-Paul Willync

At 7:55, the Board went into a brief Executive Session.

At 8:05, the Board Adjourned