

## KENTUCKY EQUALITY FEDERATION BOARD OF DIRECTORS MEETING RECAP SEPTEMBER 19, 2008

**NOTE:** This was an "open floor" call for all directors, officers, and volunteers to facilitate direct interaction with the Board.

**Directors Present:** Jordan Palmer, Casey Kurtis, Michael Hollingsworth, and Kimball Roy (*a quorum was present*)

**Volunteers Present:** Nick Herweck

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At the beginning of the meeting, the new Development Protocol issued by President Palmer was discussed. Palmer read the Development Protocol out loud.

After the new Development Protocol was read, Director Kurtis asked that the Board move to adopt it; this was seconded by President Palmer and confirmed by Director Hollingsworth and Director Roy.

- **RESOLVED**, the new Development Protocol was unanimously approved by the directors present on the call. A copy of the new Development Protocol is attached.

The information submitted (and forwarded to the Board by President Palmer) from the Kentucky News Services was then discussed (*see attachments*). Participation in this new venture (along with multiple other non-profits in Kentucky) would require a \$1,750.00 contribution from Kentucky Equality Federation.

Director Kurtis had concerns about the news service, and asked that the Board, nor any officer or volunteer make any commitments to the Kentucky News Services until he had time to review the information. This motion was seconded by President Palmer since Director Kurtis has years of experience in journalism.

- **RESOLVED**, Director Kurtis will review the information submitted by the Kentucky News Services and email a report to the Board as to his recommendation in getting involved with the new venture.

President Palmer created a logo for Marriage Equality Kentucky, a new group he wants to become a "movement" across the Commonwealth. As the creator of the name as well of the logo, Jordan Palmer individually owns all rights to Marriage Equality Kentucky.

As the Board discussed the issue, Director Roy made the motion that Kentucky Equality Federation funds the project, but that the President of Kentucky Equality Federation should not be directly involved in its day-to-day operations so as not to offend conservative lawmakers. However, to maintain control over a group Jordan Palmer has sole rights to, and that Kentucky Equality Federation will fund, the sitting president of Kentucky Equality Federation shall at all times be the ex-officio President of Marriage Equality Kentucky with Kentucky Equality Federation's sitting president confirming the appointment of an Executive or Managing Director to manage the day-to-day operations of Marriage Equality Kentucky.

- **RESOLVED:** The Board of Directors approves Kentucky Equality Federation being the sponsor and supplier of funds for Marriage Equality Kentucky.
- **RESOLVED:** The Board of Directors and Jordan Palmer, individually, waive any conflicts of interest.
- **RESOLVED:** The sitting President of Kentucky Equality Federation shall be the ex-officio President and principal executive officer of Marriage Equality Kentucky but shall not be involved in its day-to-day operations. So long as Kentucky Equality Federation funds the group, Marriage Equality Kentucky shall recognize the authority

of the ex-officio President and the authority of this Board to cease funding Marriage Equality Kentucky.

- **RESOLVED:** As the ex-officio President of Marriage Equality Kentucky, the sitting President of Kentucky Equality Federation shall appoint an Executive Director or Managing Director to supervise the day-to-day operations of Marriage Equality Kentucky; said person shall serve at the pleasure of the ex-officio.
- **RESOLVED:** Marriage Equality Kentucky shall submit a Constitution for ratification by this Board.
- **RESOLVED:** All donations to Marriage Equality Kentucky shall be deposited into a primary account of Kentucky Equality Federation's as determined by the Treasurer. In addition, all requests for funding from Marriage Equality Kentucky shall be submitted to the Chairman or Chairwoman of the Board (should one ever be elected), the complete Board, the Office of the President, the Office of Secretary of the Corporation, and the Office of the Treasurer. Neither the President nor Treasurer may authorize or spend more than either twenty percent or more than \$200, whichever is greater, of available funds without approval of the Board of Directors.
- **RESOLVED:** Any legal ramifications or lawsuits filed for or against Marriage Equality Kentucky shall be indemnified by Kentucky Equality Federation unless Marriage Equality Kentucky fails to abide by these Resolutions, or Jordan Palmer as the owner of the trademark, copyright, and service mark resigns in all capacities from Kentucky Equality Federation.

Other issues resolved:

- **RESOLVED,** Volunteer Herweck will contact the Soulforce Equality Ride representative and assist President Palmer in finding them hotel rooms, food, etc. for their visit to Louisville, KY in November 2008.
- **RESOLVED,** Director Roy will speak to contacts to find a new Assistance Secretary, who also carries the dual role of Assistant Treasurer. Director Roy expressed interest in becoming the new Secretary of the Corporation after the resigned of Secretary Couch.
- **RESOLVED,** Director Roy is the Acting Secretary of the Corporation until a new Secretary is confirmed by the Board, or a new Assistant Secretary and Treasurer is confirmed by the Board.
- **RESOLVED,** all Directors and Volunteers will work to recruit new volunteers and Board members and bring them to the attention of the President. For now, anyone so interested shall use the online volunteer application. President Palmer will email everyone a copy of the actual application that must be signed by the new volunteer or Director if confirmed by the Board.