



Brother, Help Thyself
Annual Meeting of the Corporation
Dignity Center
721 8th Street, SE
Washington, DC 20003

Minutes from March 9, 2011 Annual Meeting of the Corporation

Roll Call

<u>Member Organization</u>	<u>Representative</u>
ASGRA	DJ Haines
Beltway Bears	Jim Slattery
Centaur MC	Chaz Dean
Chesapeake Bay Bears	Mark Clark
COMMAND	Chaz Dean
DC Bear Club	Bradley Hill
DC Boys of Leather	Eddie Ortiz
Defenders	Frederick Bowers
Highwaymen	Tim Woody
Potomac MC	absent
SigMa	Pete Delate
Spartan MC	Jonny Gentry

Guests

Beth Brockelman, Jim Raymond, Andrew McCarthy, TJ Bernadzikowski, John Redmond (by phone).

CALL TO ORDER: Meeting was called to order at 9:00 pm by the President

MINUTES

Jim Slattery moved and DJ Haines second approval of the minutes from the previous Annual Meeting of the Corporation. Passed with one abstention (Pete Delate)

REPORTS

Secretary – Attached

Treasurer – Attached

Vice President – Attached

President – Did not present a report.

Executive Director – Absent; did not present a report.

Jonny Gentry moved and Fred Bowers seconded the motion to accept the reports. Passed with one negative (Pete Delate).

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CHANGE OF OFFICERS

New Officers are:

President – JoAnn Kokindo
Vice President – Bradley Hill
Treasurer – Mark Clark
Secretary – Andrew McCarty

OLD BUSINESS

No old business

NEW BUSINESS

1. Acceptance of Potomac MC resignation from the Corporation. While there was some discussion, Jim Raymond pointed out that acceptance was not an actionable item. The Corporation, per its bylaws, was bound to accept the resignation. The Corporation did so reluctantly.
2. Proposed by-law changes. Pete Delate, Secretary, explained that the proposed changes were essentially to remove the need to send out written notices via USPO and to bring the by-laws into the way the corporation was operating. He also recommended that voting be done separately with the first two (Article 2- Members and Article 3 – Board of Directors) together and the other two (Article 4 - Officers and Agents and Article 8 – Amendments) be done separately. All agreed to having three votes. (changes attached)

First vote: To change Articles 2 and 3 was moved by Pete Delate, seconded by Jonny Gentry and was passed.

Second vote: To change Article 4 was moved by Pete Delate, seconded by DJ Haines and was passed.

Third vote: To change Article 8 was moved by Chaz Dean, seconded by DJ Haines and was passed.

There being no further business before the corporation, the meeting was adjourned.

ADJOURNMENT: Moved by Pete Delate, seconded by Beth Brockelman. Adjourned at 9:40 pm

NEXT MEETING: 9:00 pm on March 14, 2012 in Washington, DC at the Dignity Center.

Respectfully submitted,
Pete Delate, Secretary



Brother, Help Thyself
Annual Meeting of the Corporation
March 9, 2011

Report of the Secretary

The primary function of the Secretary for Brother, Help Thyself is/has been taking the minutes of meetings and being a member of the Executive Board which has a meeting prior to the monthly Board of Directors' meeting. The responsibility to remind Board members of items has also fallen to the Secretary – be it in minutes or announcements.

There have been occasions when the minutes of a meeting went out shortly after the meeting and some where the minutes were not sent out, but were brought to the next meeting. It would seem it made no difference which method was used, Directors habitually did not read them until the meeting where they were to be approved. The use of minutes as a tool to remind Directors of items to be done for the next meeting or incomplete agenda ideas seems to escape the group.

The status/condition of the BHT office might be/should be an item for the Secretary, and I would highly recommend my successor undertake this as a priority. As such, I believe he should have a key to the building and office. Additionally, I believe the BHT office computer should be upgraded and connected to the Internet for email, reporting and storing items (even if they are also on/in clouds) and that BHT finalize its contingency plan(s).

As outgoing Secretary, I would like to remind the Directors that:

- they are organizationally and fiduciary responsible for the corporation,
- BHT has By-Laws and Operational Policies (ten to date) by which the organization is run, and
- even in an all volunteer organization they have responsibilities to the corporation and communities it services and unless they are committed to be part of what Brother, Help Thyself does -- they should seriously consider their position on the Board.

Thank you.

Pete Delate
Secretary
Brother, Help Thyself



**Fiscal Year 2010
Treasurer's Report
March 9, 2011**

Fundraising Operations and Grants

We were able to sustain a very strong level of grant distribution for 2010 despite a significant setback in our fundraising results. Following a year when it seemed that many of our donor sources were keeping up a high level of support despite the recession, this past year saw every category of giving – individual donations, community fund and employee giving campaigns, fundraising events, and contributions from member clubs and outside groups – drop in most cases by more than 40% from 2009. An enormous improvement in net income from our annual Gay and Lesbian Day at Kings Dominion partially compensated for these declines. Our net from Kings Dominion doubled to \$26,655 this past year from \$13,351 in 2009. This was by far the largest single category of our income, surpassing the customary leader, our participation in United Way, the Combined Federal Campaign and other umbrella charitable groups. In that category the total realized was \$11,148. Individuals, including members of the board of directors gave \$6,756 in direct contributions and \$1,390 in sustaining gifts, primarily through PayPal; member clubs donated \$2,373; outside groups gave \$3,517; and fundraising events yielded \$3,680. The largest individual contributor was again Jim Hyde, who gave \$2,500. Others contributing large amounts were Assistant Treasurer Mike Lentz, Secretary Pete Delate, former Secretary and Executive Director Robert Guenther, Michael Campbell, Eric Gangloff, Paul Osmanski and Douglas Mueller. The Highwaymen, Centaur and Defenders contributed the bulk of funds in the member club category, and we also received significant member club support from the Capital Area Board in its contribution from All Colors Night. Outside Groups making significant contributions were the International Association of Gay and Lesbian Country Western Dance Clubs, MT Training Academy and the Beltway Bears. We received two significant contributions because of a matching gift program of Neiman Marcus Corp. Our grants totaled \$99,641. By categories these totaled \$36,159 in VanDer Karr grants for groups working to combat AIDS and HIV, \$10,020 in Medford grants for capital purchases, \$48,160 in general fund grants and \$5,302 in directed donations including distributions from the 2010 Scarlet's Bake Sale and the 2009 Eagle Wings event. About \$220 of individual contributions were received in memory of our late Executive Director Larry Stansbury.

Other Programs

Our education program focusing on HIV/AIDS prevention resulted in a net cost of \$400 compared to a net gain of \$628 the previous year.

Expenses

Overhead and other administrative expenses were down 40.7% or a total of \$7,587, an amount greater than any single grant we awarded for 2010 and the equivalent of four average size 2010 BHT grants. In other words, cost cutting alone allowed us to fund four more grants than we could have done without the cost cutting. This spectacular result was due primarily to the Board's decision last year to reduce drastically the expense of maintaining an office and meeting space. The savings in overhead from the move from commercial rented space to the Dignity Center was responsible for \$6,984 of the \$7,587 reduction in our expenses. Still, this was not a one-time achievement. It follows

Treasurers Report
Fiscal Year 2010
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several consecutive years of significant reductions in our operating expenses, including 6.2% last year, 13.4% the previous year and more than a 50% decrease in controllable expenses from fiscal 2006 to fiscal 2007. Our member clubs should be made aware that the cost of running BHT has been steadily declining for a sustained period. It is a record that indicates board members' vigilance in carrying out their fiduciary responsibility to administer the funds entrusted to this organization.

Investments

Investment results of both endowments were strong but showed smaller improvements through the year than during 2009. Not including withdrawals for grants, the Van Der Karr AIDS Fund rose 19% during the year (compared to 28% in 2009), and the Medford Fund 11.5% (compared to 24% in 2009). The Board approved a withdrawal of \$46,000 from the two funds, quite a bit less than the record \$78,190 withdrawn last year. The more modest withdrawal was intended to allow a robust recovery of the endowments' principal amounts while providing substantial funding for 2010 grants. Moreover, the smaller allocations for grants reflected a newly adopted goal for years in which there are investment net gains of retaining start-of-year holdbacks or reserves of approximately \$10,000 in the Van Der Karr Fund and \$5,000 in the Medford Fund. These amounts are consistent with a similar reserve goal of \$10,000 in the general operating fund for the organization.

After all withdrawals for 2010 grants, the combined investment portfolio stood at \$425,087 or \$22,000 above the beginning total of \$402,849. The ending balance was \$189,000 below that of eight years ago. In the intervening years BHT has given out \$487,753 in grants funded by the two endowments (i.e., not including general fund grants or directed donations).

Respectfully submitted,

Mark F. Clark
Treasurer



**Brother, Help Thyself, Inc.
Vice President's Annual Report
March, 2011**

Serving as Brother, Help Thyself Vice President during the past year has been an honor. This year, I tried to initiate improvements to the meetings procedures. Working through the Development Committee, I tried and failed to get organizational help from several large corporations. However, eventually, Xerox GALAXe agreed to provide help. Working with Jennifer Chapin, I began to develop tools to improve procedures and make more efficient use of our volunteer director's time. This year ahead holds promise of success, with the help of our certified Lean Six Sigma Green Belt. We are also very lucky to get help from Fredrick Bowers and Deloitte. I'm very hopeful about this coming year.

I represented Brother, Help Thyself at several community activities: DC's HIV working group and the Safer Sex Kit Packin' Parties, the Rainbow Response coalition against intimate partner violence, the Capital Area Gay and Lesbian Chamber of Commerce (CAGLCC) and throughout the bear community in the region. I spoke about Brother, Help Thyself in small groups throughout the year.

This year, I was active with Beltway Bears, who now have a director on our board. I also worked with Beltway Bears to designate August's direct donation from their Baltimore Bear Boogie fundraising activities to Brother, Help Thyself. I also helped to collect donated items for Silent Auctions and assisted with smaller fundraisers throughout the year.

I want to thank JoAnn Kokindo for fulfilling the president's duties this year.

I also want to thank Mark Clark for his skills as treasurer and for his willingness to serve in the general duties of an officer of the board.

Peter Delate stepped up to the plate this year to fulfill the unglamorous duty of Secretary and did a great job of it. Thanks so much for all your help this year, Peter.

Tom Yates did his usual outstanding job as executive director again this year. Thank you, Tom. Brother, Help Thyself is much better off because of your efforts.

Thanks to all of you for the honor of serving you as vice president and for re-electing me for this next year.

Bradley Hill
Vice President,
Brother, Help Thyself, Inc.

ARTICLE 2 – MEMBERS

Existing

Section 5 - Notice of Meetings. Written or printed notice of every annual or special meeting of the member organizations shall be given to each member organization entitled to vote at such meeting thirty (30) days (or more) before such meeting, by leaving the same at the usual place of business, or by mailing it, postage prepaid, and addressed to the address as it appears upon the books of the Corporation unless said written notice shall be waived by the member organization. Notice of every special meeting shall be in writing and the date, address, and time, and matter(s) of business to be decided shall be stated in the notice. Failure to give notice of any annual meeting of the Corporation or

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Proposed

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ARTICLE 3 - BOARD OF DIRECTORS

Existing

Section 5 - Notice of Meetings. Except as provided in Section 3 of this Article 3, notice of the place, day and hour of every regular and additional meetings of the Board of Directors shall be given to such Directors three (3) days (or more) in advance of the meeting, by delivering the same to him personally, or by sending the same to him personally, or by sending the same to him by telephone, or by leaving the same at his residence or usual place of business, or, in the alternative by mailing such notice seven (7) days (or more) before the meeting, postage prepaid, and addressed to him at his last known post office address, according to the records of the Corporation. Unless required by resolution of the Board of Directors, no notice of any meeting of the Board of Directors need state the business to be transacted thereat. Notice may be waived by any Director. Any meeting of the Board of Directors, regular or additional, may adjourn from time to time to reconvene at the same, or some other place, and no notice need be given of any such adjourned meeting other than by announcement.

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Proposed

Section 5 - Notice of Meetings. Except as provided in Section 3 of this Article 3, notice of the place, day and hour of every regular and additional meetings of the Board of Directors shall be given to such Directors three (3) days (or more) in advance of the meeting, by sending the same to him personally, Unless required by resolution of the Board of Directors, no notice of any meeting of the Board of Directors need state the business to be transacted thereat. Notice may be waived by any Director. Any meeting of the Board of Directors, regular or additional, may adjourn from time to time to reconvene at the same, or some other place, and no notice need be given of any such adjourned meeting other than by announcement.

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ARTICLE 4 - OFFICERS/AGENTS

Existing

Section 8. Committees. The Board of Directors or the President may from time to time create any committee or committees for a fixed period, not to exceed one (1) year, to advise on any matter. The President shall appoint, subject to the confirmation by a majority of the Board of Directors, all committee Chairs. There shall be standing committees for the following: Education, Grants, Direct/Targeted Mail, Special Projects, Fund Raising, and Development.

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Proposed

Section 8. Committees. The Board of Directors or the President may from time to time create any committee or committees for a fixed period, not to exceed one (1) year, to advise on any matter. The President shall appoint, subject to the confirmation by a majority of the Board of Directors, all committee Chairs.

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ARTICLE 8 – AMENDMENTS

Existing

Section 1 - Amendments. Any and all provisions of these By-laws may be altered or repealed and new By-laws adopted at any annual meeting or at a special meeting called for that purpose, by a vote of seventy-five percent (75%) of all member organizations entitled to vote at such meeting. The text of any proposed alteration or repeal shall be given in writing, under the seal of the Corporation, by the Secretary to each member organization through its Director or alternate and shall be mailed to the member organization at its address as it appears upon the books of the Corporation at least thirty (30) days before the annual meeting or the special meeting called for that purpose as herein provided in Article 2 of these By-laws.

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Proposed

Section 1 - Amendments. Any and all provisions of these By-laws may be altered or repealed and new By-laws adopted at any annual meeting or at a special meeting called for that purpose, by a vote of seventy-five percent (75%) of all member organizations entitled to vote at such meeting. The text of any proposed alteration or repeal shall be given in writing, under the seal of the Corporation, by the Secretary to each member organization through its Director or alternate at least thirty (30) days before the annual meeting or the special meeting called for that purpose as herein provided in Article 2 of these By-laws.

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