

# **EXHIBIT 108**

**Breaking Code Silence – Youth Advocacy Network**  
**Interim Team Meeting**  
Meeting Minutes  
March 18, 2021

**Opening:** Meeting called to order at 6:20pm PT (Vanessa)

**Location:** Zoom

**Present:** Emily Carter, Vanessa Hughes, Caroline Lorson, Jenny Magill, Chelsea Maldonado, Katie McNamara, Rebecca Moorman, Jeremy Whiteley

**I. Approval of Meeting Agenda**

Agenda shared (Vanessa)

**Agenda – Action Items**

- A. Motion to create a formal partnership/association
- B. Motion to incorporate as a 501c3 nonprofit organization
- C. Motion to adopt the proposed governance structure
- D. Motion to install Vanessa as interim organizational director
- E. Motion to install Jeremy as interim director of operations
- F. Motion to install Jenny as interim administrative director
- G. Motion to create a system establishing that the 3 above can be removed by 75% vote of participants (members/volunteers at large)
- H. Motion to adopt temporary NDA
- I. Motion to adopt temporary intent to transfer property
- J. Motion to adopt temporary intent to gift acquired property
- K. To adopt a temporary Code of Conduct

**II. Action Items**

- A. Whether to create a formal partnership/association  
Motion to vote (Chelsea)  
Vote: Yes - unanimous
- B. Whether to incorporate as a 501c3 organization  
Discussion - when can we talk about legislation options and creating 501c4?  
2 months after 501c3 establishment we will discuss 501c4 formation  
Motion to vote (Caroline)  
Vote: Yes - unanimous
- C. Whether to adopt the proposed organizational structure (Exhibit A)  
Discussion and explanation of structure (Vanessa)  
Right now - interim structure; Jeremy/Vanessa/Jenny are building out to create permanent structure

Long term goal for 501c3 structure (planned final structure shown)  
Motion to vote (Caroline)  
Vote: Yes - unanimous

- D. Whether to install Vanessa as interim organizational director  
Discussion - breakout room without Vanessa  
Motion to vote  
Vote: Yes - unanimous
- E. Whether to install Jeremy as interim director of operations  
Discussion – breakout room without Jeremy  
Motion to vote  
Vote: Yes - unanimous
- F. Whether to install Jenny as interim administrative director  
Discussion – breakout room without Jenny  
Motion to vote  
Vote: Yes - unanimous
- G. How to establish a system for process to remove the interim team  
Proposal to require 75% vote to remove  
Motion to vote (Chelsea)  
Vote: Yes - unanimous
- H. Whether to adopt a temporary NDA  
Discussion - overview of what the NDA would cover (Vanessa)  
Motion to vote (Jeremy)  
Vote: Yes - unanimous
- I. Whether to adopt a temporary Intent to Transfer Property agreement  
Anything established for this organization is the property of the nonprofit, not an individual person  
Motion to vote (Chelsea)  
Vote: Yes - unanimous
- J. Whether to adopt a temporary Intent to Gift Acquired Property agreement  
Motion to vote (Emily)  
Vote: Yes - unanimous
- K. Whether to adopt a temporary Code of Conduct  
Separate ones for directors, board, and volunteers  
Motion to vote (Caroline)  
Vote: Yes - unanimous

### **III. Closing**

Motion to adjourn (Chelsea)

Adjournment: Meeting adjourned at 6:50pm PT

Next Meeting: Date and time TBD

Minutes submitted by: Jenny