

**AMERICAN ASSOCIATION OF UNIVERSITY OF WOMEN (AAUW)
BOARD OF DIRECTORS
OFFICIAL MINUTES
December 11, 2019**

The AAUW Board of Directors met via teleconference December 11, 2019. AAUW Vice Chair Malinda Gaul presided.

Directors present/absent*

Julia Brown, Board Chair*

Malinda Gaul, Vice Chair

Peggy Cabaniss, Finance Vice Chair

Cheryl Sorokin, Secretary

Joseph Bertolino

Dia Cirillo

Lynn Gangone

Elizabeth Haynes

Jenna Kirkpatrick Howard

Karen Kirkwood

Edwina Frances Martin

Eileen Menton

Lee Roper-Batker*

Mardy Stevens

Mary Zupanc*

Kimberly Churches (ex-officio)

Staff

Tom Chappell, Vice President of Finance

Laura Segal, Senior Vice President for Communications and External Relations

Shannon Wolfe, Managing Director and Chief of Staff

Call to Order

Noting the presence of a quorum, vice chair Malinda Gaul called the meeting to order in the absence of Julia Brown, chair.

Finance Update

Referring to the previously distributed Finance Memo as of October 31, 2019, Kim Churches, CEO, noted that she was cautiously optimistic on financial performance through October, noting that performance was generally in line with the budget. She noted the continued need to increase unrestricted assets and to replenish reserves. Ms. Churches and Tom Chappell, vice president of finance, responded to questions on best practices for reserve levels for nonprofit organizations.

Ms. Churches reported that the Coca-Cola Foundation had renewed its \$500,000 grant to AAUW for another year. Ms. Churches noted that the current grant was again focused on economic security and salary negotiation programs on college and university campuses. Ms. Churches expressed appreciation to staff, including Kendra Davis, Debbie Lucci, and Gloria Blackwell for their assistance in obtaining the renewal of the grant from the Coca-Cola Foundation.

Ms. Churches noted that the first quarter of the fiscal year tended to be the lowest for receipt of donations and that revenue was under budget through October. She noted that the months of November and December were important in terms of achieving budgeted levels and staff was watching giving trends and receipts closely. She pointed out that while donations were behind projections at this point in the year, the year-end board match of donations was expected to be helpful in bringing in year-end donations. She expressed appreciation to the board for the match. Ms. Churches reported that Giving Tuesday results for AAUW had exceeded expectations, noting that the number of participants had increased and amount received had been almost twice as high as the prior year.

Referring to the previously distributed document titled Advancement Year-End Pipeline – FY2020 Ms. Churches responded to questions on levels and timing of anticipated contributions.

Ms. Churches reviewed activities funded or under consideration for funding under the terms of the testamentary gift received from Nancy Grace Roman in the prior fiscal year and terms of the AAUW NYC Metropolitan Area Fund. She noted that initial work in New York City with women.nyc had been well received and she reported on future plans for additional events and programming in NYC.

Ms. Churches reviewed and responded to questions on the work being done by staff with respect to the strategic and structural models related to future sustainability of AAUW that had been discussed with the board at the October meeting. Ms. Churches noted that efforts to stabilize the organization financially were continuing at the same time that potential future options for AAUW were under consideration.

Audit Report

Referring to the previously distributed memorandum titled Acceptance of AAUW's FY 2019 Audited Financials from Janet Bunger, chair of the AAUW Audit Committee, Shannon Wolfe, Managing Director and Chief of Staff reported that AAUW had received a clean audit report. She noted that the Audit Committee had reviewed the report and made a few suggestions to the notes, but that the report was essentially unchanged from what the auditors had initially prepared.

On motion made, seconded and carried, the board adopted the following resolution:

Resolution Accepting AAUW's 2019 Audited Financials

The Board of Directors of AAUW accepts AAUW's FY 2019 audited financials.

Operations Update

Ms. Churches noted that AAUW's newest research report, *Limiting Our Livelihoods: The Cumulative Impact of Sexual Harassment on Women's Careers*, was now available. She reported that the research and publication were financed largely by donations from an anonymous donor and the Mooneen Lecce Giving Circle. She noted the continued importance of research in the area of sexual harassment in light of current events in the news.

Ms. Churches reported that the recent webinar she had conducted for members had been well received. She noted that members have indicated strong support for the level of transparency being provided on AAUW's financial situation as well as the competition being faced by the organization in the gender equity space and other factors affecting AAUW's ability to have impact.

Plans for 2020 Convenings and Other Activities

Ms. Churches reminded directors that although no in-person membership convention or convening would be held at the national level in 2020, plans were in place or in the development stages for a series of “virtual convenings” through webinars, livestreaming programs, social media “chats” and other communications during 2020 which would highlight issues of continued importance in the area of gender bias and engage members in mission-based activities. She reviewed and responded to questions on plans to both commemorate the 100th anniversary of the 19th Amendment which gave women the right to vote in the United States as well as to commemorate the 55th anniversary of the Voting Rights Act which finally enabled women of color to exercise the right to vote. Ms. Churches and Laura Segal, senior vice president of communications and external relations, noted that voter suppression continued to be a major issue in the U.S. and that issues of voter registration and voter suppression would be central to much of AAUW’s programming and activities in 2020.

Ms. Churches also noted plans to invite AAUW members to share their own stories and accomplishments as part of AAUW’s 2020 programming, providing an opportunity for celebrating members, helping to build and increase connections throughout the membership and to document for the AAUW archives a contemporary history of the accomplishments of AAUW women.

Directors offered suggestions and comments on the format and content for the webinars and other forms of communication with members.

In response to questions, Ms. Churches reported on plans to increase AAUW’s public policy and advocacy work at the state level, commenting on opportunities to work on AAUW priorities in a number of states. She commented on staffing plans for the public policy team at the national level given the recent departure of senior vice president Deborah Vagins. Dia Cirillo, director, reported on a possible opportunity to work with, or to provide community action grants to, an organization in Tennessee.

Ms. Churches reviewed and responded to questions on plans for piloting the Equity Network in New York City and Washington, DC in 2020.

Approval of Minutes and Membership Consent Calendar

Referring to the previously distributed memoranda on board minutes and the membership consent calendar, board secretary Cheryl Sorokin recommended approval of minutes from the last meeting and the membership consent calendar. On motion made, seconded and carried, the board adopted the following resolutions:

Resolution re: Minutes of AAUW Board of Directors’ Meeting

The Board of Directors of AAUW approves the minutes of the October 11-12, 2019 board meeting as presented.

Resolution Approving the Membership Consent Calendar

The Board of Directors of AAUW approves the Membership Consent Calendar dated October 4, 2019.

Board Member Follow-Up Calls

Vice chair Malinda Gaul reminded board members to make their state president calls before the end 2019 in addition to making assigned calls to branches on year-end giving. Discussion ensued on particular issues to be raised in the calls.

Adjournment

There being no further business, the meeting was adjourned.

Cheryl Sorokin
Board Secretary