

**AMERICAN ASSOCIATION OF UNIVERSITY OF WOMEN (AAUW)
BOARD OF DIRECTORS
MEETING MINUTES
September 2, 2020**

Meeting held by Video Conference

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
Jeanie Latz
Edwina Frances Martin
Eileen Menton
Shaila Rao Mistry
Mary Zupanc
Kimberly Churches, CEO (ex-officio)

Staff Present

Sheila Amo, Chief Administrative Officer
Gloria Blackwell, Senior Vice President, Fellowships & Programs
Tom Chappell, Vice President, Finance
Kate Nielson, Director of Public Policy and Legal Advocacy
Laura Segal, Senior Vice President, Communications & External Relations
Shannon Wolfe, Managing Director and Chief of Staff

Call to Order

Noting the presence of a quorum, Julia Brown, Board Chair, called the meeting to order. She noted that much of the meeting would be devoted to discussion of systemic racism and the nationwide reckoning on racism following the death of George Floyd at the hands of police in June 2020.

Discussion on Bias and Systemic Racism

Referring to previously distributed background reading/video material suggested by Ms. Brown to help deepen understanding of systemic racism and issues of racial injustice in the United States, Ms. Brown offered individual board members the opportunity to comment on their personal reactions to the issues covered in the materials. Discussion ensued in which individual board members provided their views and commented on their personal experiences with unconscious bias and racism.

The board then continued the discussion started at the July 22, 2020 meeting on the importance of AAUW reviewing its current structure, practices, policies and programming, noting that bias and

systemic racism often persists within organizations unless intentional action is taken to surface and address these issues. Kim Churches, CEO, reported on the search for a consultant to facilitate the board's work in looking at systemic racism issues and opportunities for addressing such issues through AAUW's work, as well as training for AAUW staff. She reviewed the intended scope of the work to be conducted with the consultant. In response to questions Ms. Churches noted that the consultant likely could be selected and able to begin work with AAUW in November 2020.

Several board members commented on the fact that AAUW's degree requirement had the unintended consequence of often limiting access to membership for women of color and women in lower economic income brackets since, as a practical matter, they often lack opportunity or resources to pursue higher education. At the request of the chair, Malinda Gaul, Vice Chair, outlined plans for communications with members on the importance of eliminating the degree requirement for membership, noting that the vote to change the membership requirement would take place at the annual meeting in May 2021 and required an affirmative vote of 2/3rds of the members voting.

Ms. Brown noted that she had moved forward with appointing a limited purpose working group, to be active through the rest of this fiscal year, to assist the board as it reviews matters related to bias and systemic racism, works to enhance AAUW's existing equity and inclusion efforts, and moves forward with the effort to obtain member approval of the elimination of the degree requirement for membership. She noted that to facilitate the working group's efforts, she had asked Lisette Garcia, the current Chair of AAUW's Inclusion and Equity Committee and Joanna Amberger, a former AAUW board member, to play a leadership role in working with the board, the Equity and Inclusion Committee and members of the working group to expand AAUW's efforts to promote the use of diversity, inclusion & equity resources as a business imperative at the member level. She reported that similarly she had asked Ms. Gaul and Dot McLane, a former AAUW board member, to play a leadership role with the working group in development of a campaign to achieve the number of votes needed to eliminate the education requirement for AAUW membership. She reported that the last five former presidents of AAUW had agreed to join the working group and to make available their AAUW networks to facilitate the efforts of the group in working with members on both imperatives.

Operations and Financial Performance Update

Ms. Churches noted that in light of the continuing pandemic and ease with which the virus can be spread, the staff would continue to work from home and not return to the office until well into 2021. She also reported that no in-person meetings would be scheduled until summer at the earliest, and all affiliates would be encouraged to follow state and local government orders and recommended precautions on wearing of masks, social distancing and avoiding meetings and other situations in which such precautions would be difficult. She pointed out that caution was particularly important given that many AAUW members were 65 or older and more susceptible to serious illness if they contract COVID-19.

Referring to previously distributed finance information for the fiscal year 2020, Ms. Churches reviewed and responded to questions on full year 2020 revenue and expenses, noting the continued need to improve the level of AAUW's unrestricted funds. Ms. Churches commented on the work currently being done by AAUW in the STEM area because of funding from a portion the Nancy Grace Roman bequest.

Ms. Churches commented on fundraising and advocacy efforts currently being conducted and planned for the fall. She also noted plans to request board member participation in a board donation match for end of the calendar year fundraising.

Ms. Churches noted that AAUW had recently submitted a request for a third grant from the Coca-Cola Foundation. She noted that she had been keeping the Foundation aware of progress under the current grant and adjustments required as a result of the pandemic.

Mr. Bertolino left the meeting at this time.

Ms. Churches noted plans for additional webinars both for members and for the Equity Network. She also reported on several research projects in progress or planned, including revision to The Simple Truth research report to expand beyond information on salary to consideration of gender-related discrepancies in total compensation, a new research report on women in manufacturing currently in progress and discussions with a potential new funder for a research project on the impact of COVID-19 on Latina women.

In response to questions, Shannon Wolfe, Managing Director and Chief of Staff, responded to questions on the status of the information technology upgrade, including revisions to the membership database.

Minutes

Referring to previously distributed draft minutes, on motion made, seconded and carried, the board adopted the following resolution:

Resolution re Minutes of Board of Directors Meeting

The Board of Directors of AAUW approves the minutes of the July 22, 2020 minutes as presented.

Cheryl Sorokin
Secretary