

AMERICAN ASSOCIATION OF UNIVERSITY WOMEN (AAUW)
BOARD OF DIRECTORS MEETING
February 27, 2026

A meeting of the AAUW Board of Directors (the "Board") was held on Friday February 27, 2026, at the AAUW headquarters located at 1310 L Street, NW; Suite 1000; Washington, D.C. beginning at 9:00 am EST.

Directors Present / Absent*:

Dianne Owens, Chair
Melissa LaDuke, Vice Chair
Christine Schmitz, Finance Chair
Hope Bennett, Secretary
Kimberly Adams
Aaliyah El-Amin (entered meeting at 9:20 am)
Jenna Kirkpatrick Howard
Jeanie Latz
Edwina Frances Martin
Shaila Rao Mistry*
Hope Ricciotti*
Auntaneshia Staveloz
Monique Taylor
Mayida Zaal
Gloria Blackwell, CEO (ex officio)*

Staff Present:

Ortencia Arellano, Senior Director, Fellowships and Grants**
Tamela Blalock, Senior Director, Operations & Administration**
Katrina Sun Breese, Senior Director, Institutional Advancement**
Tom Chappell, Vice President, Finance**
Meghan Kissell, Senior Director, Policy and Member Advocacy**
Joi Ridley, Senior Director, Communications and Marketing**

Guests Present:

Patricia Garner, Co-Chair, Inclusion and Equity Committee**
Diane Schrier, Member, Public Policy Committee**

** Participated in meeting as indicated in these minutes.

Call to Order

The Chair called the meeting to order, noting that a quorum was present.

Board Secretary Action

The Chair thanked Board Director Sona Pacholy for her service and noted that Ms. Pacholy had submitted her written resignation, effective Feb 25, 2026. Following a motion and a second, the Board approved the following resolution:

Resolution to Approve the Resignation of Board Director and Secretary Sona Pacholy

The Board of Directors approves the resignation of Board Director and Secretary Sona Pacholy.

The Chair then announced that Board Director Hope Bennett had agreed to serve as Secretary of the Board for the remainder of FY2026. Following a motion and a second, the Board approved the following resolution:

Resolution to Approve the Appointment of Hope Bennett as Secretary

The Board of Directors approves Board Director Hope Bennett to serve as Secretary of the Board for the remainder of FY2026.

Opening Activity

After a brief opening by the Chair, the Board and Staff members introduced themselves. The Chair reminded the directors of the rules governing the meeting, including the organization's Civility Statement. She then invited Ms. Katrina Breese to present on updates.

CEO Updates, Strategic Plan Tracking and Progress

Ms. Breese began by reading written remarks from Ms. Blackwell. Ms. Blackwell expressed gratitude to the staff for their support and stated that while the Strategic Plan updates would be presented, the full metrics will not be available until later in the year. Ms. Blackwell noted overall progress in key areas, namely the continuation of the mission to uplift DEI, to increase focus on defending higher education, and to increase giving and member impact.

Ms. Blackwell encouraged the Board to be a part of the strategic plan by sharing connections, speaking with one voice, and supporting a national vision. Ms. Blackwell concluded that despite attacks on DEI and higher education, the organization will stay the course and focus on building systems to further the strategic plan.

Ms. Breese discussed a slide detailing the progress on various components of the strategic plan. Ms. Arellano then reviewed the progress of grant and scholarship distribution. Ms. Breese commented on the increased focus on alumnae and non-member giving, noting that it is a priority to build a culture of philanthropy within the alumnae and non-member community. Conversation ensued regarding conversion rates of alums to members. Ms. Breese emphasized that the current focus is on sharing information and invitations to participate, as well as surveying the population.

Public Policy

Ms. Kissell reported on the engagement of advocates, especially the increasing number of first time action takers. She detailed AAUW's participation in joint coalition letters and the

importance of public policy branch tools and resources. Ms. Kissel encouraged members to comment on the most recent proposed rules from the Department of Education.

Fellowships and Grants

Ms. Arellano summarized the award totals to date and the current status of the fellowship and grant cycle. She highlighted a survey which revealed that the vast majority of awardees rely on AAUW funds for day to day expenses. She also noted the percent of awardees balancing parenthood with academic pursuits, and pointed out that the public policy arm is also supporting this population.

Ms. Arellano shared the team's strategy for connecting with alums, highlighting the first in-person award gathering, which received very positive feedback. She also noted the launch of signature quarterly web events to amplify the diverse expertise and lived experience of alums, as well as a mentorship program.

A discussion followed regarding the various ways in which alums engage with the AAUW community. Both the Board and Staff noted the potential for alums to play an important role in recruitment efforts, either informally or through a more structured ambassador network.

Marketing & Communications

Ms. Ridley gave an overview of Marketing and Communications, highlighting its work with the various internal departments. She related the group's focus on maintaining a presence in the press, uplifting local events, standardizing the role of social media, and tailoring engagement to specific audiences. Ms. Ridley also noted that a digital communications staff person is coming on board soon to address feedback on website needs.

Branch Alignment

Branch Survey and Next Steps: Vision, Rollout

Ms. Breese reviewed the current status of respondents to the Five Star Branch Survey and discussed the results of the survey sent to non-respondents to gain a better understanding of barriers to responding.

A discussion followed regarding the renaming of the survey and how to address affiliates that are not in compliance with requests from the national office. The reporting process for the new year will begin this spring and conclude in June 2026.

Updated IRS Requirements: 2026-8 / FY2027 Launch, Impact & Next Steps

Ms. Blalock summarized the new IRS rules requiring the national office to supervise every affiliate under the group exemption. She advised that full verification and compliance is required by January 2027 and noted the steps being taken to upgrade infrastructure and ensure preservation of AAUW's 501c3/4 status.

Governance Matters

FY 2026 Mid-Year Financial Update and Year-End Reforecast

Mr. Chappel reported on the financials, detailing results on contributions and reviewing the balance sheet. Mr. Chappel noted the strong investment performance and a discussion followed regarding management of the current lease, donor campaigns, and unrestricted fund development.

Recommendations for Director Candidates, Officer Appointments, and Committee Chair Appointments

Ms. LaDuke reported that five positions needed to be filled on the Board—one appointed position and four elected positions. She also advised that former Board Member Sona Pacholy's seat would be filled by a candidate who would be appointed to serve out the rest of Ms. Pacholy's term. The committee recommended the appointment of a former board member. A discussion followed regarding the Nominating Committee process and the Board recommended that in the future the Nominating Committee might include a board matrix in its report in order to track the expertise of current, outgoing, and prospective board members.

After a brief discussion and following a motion and a second, the Board approved the following resolutions:

Resolution to Approve the Board Slate for the New Board Candidates and Committee Chairs for FY 2026-2027 Term

The Board of Directors of AAUW appoints the individuals as indicated on Exhibit A hereto for two-year terms commencing as of July 1, 2025.

National Committee Highlights

The Chair facilitated discussions of committee activities and the following initiatives were detailed:

Advancement Committee

The Chair reported on the committee's accomplishments, including reaching out to congratulate every branch on filling out the five star survey and hosting a membership webinar in November, in which Ms. Breese interviewed branches that had increased their membership.

Audit Committee

Ms. Kirkpatrick Howard informed the Board that the committee had approved the financial audit and outlined the next steps. She remarked that the process was clean and efficient.

Finance Committee

Ms. Schmitz reported on the purpose and make-up of the committee and noted their work on the budget.

Governance Committee

Ms. Latz detailed the issues addressed by the committee, including clarification of a portion of the bylaws regarding the equivalence requirement for membership; issuing a tool kit to assist

affiliates with amendments of bylaws; working with the staff to create materials to assist affiliates with right-sizing; and assessing the committees through survey of its members.

Inclusion & Equity Committee

Ms. Garner discussed the I&E Committee's focus on translating principles into practical actionable guidance to state leaders, emphasizing the importance of meaningful engagement and structured dialogue with members. She noted that the committee encouraged exploration of provocative topics in State Diversity Chair meetings, with topics including "From Talking To, To Talking With" and "Intergenerational Communications."

Investment Committee

Ms. Schmitz outlined the general allocation of investments. She complimented the team at Mercer, noting that the portfolio is on target and very balanced.

Public Policy Committee

Ms. Schrier detailed the committee's role in hosting webinars on topics including non-partisan advocacy and Title IX, as well as the committee's work on the Save Act and Lobby Corp.

Nominating Committee

Ms. LaDuke remarked on the need for Nominating Committee members to understand the workings and make-up of the Board. She requested that the Board consider each year having the Chair appoint outgoing members of the Board to the Nominating Committee. A discussion followed clarifying the logistics of how such appointments would occur.

Board Effectiveness Report

The Chair summarized the results of the Board Effectiveness Survey, which showed no significant gaps or areas of concern. A discussion followed regarding how the Board might offer strategic advice to the Staff on particular challenges.

Updated Board Meeting Schedule FY27-28

Ms. Blalock introduced the draft calendar for Board meetings for the fiscal year 2026-2027, which rolled back virtual meetings to make for a five meeting schedule. The Chair noted that the virtual meetings required a large amount of staff resources and many of them had been added on during the pandemic. A brief discussion followed and the Chair acknowledged that further discussion of the schedule might be necessary.

Consent Agenda and Informational Items: 2 Items for Approval

Ms. Bennett then directed the Board's attention to the Consent Agenda items, noting two items for action, namely the minutes of the December 2025 board meeting and the membership consent calendar. She also noted that the minutes of the December 2025 and January 2026 Executive Committee meeting were included.

There being no further discussion and following a motion and a second, the Board approved the following resolutions:

Resolution Approving the Minutes of the December 17, 2025 Board Meeting

The Board of Directors of AAUW approves the minutes of the December 17, 2025 board meeting as presented.

Resolution Approving the Membership Consent Calendar

The Board of Directors of AAUW approves the Membership Consent Calendar dated February 11, 2026 as presented.

Director Recognition

The Chair expressed thanks and presented resolutions to the following departing Board Directors:

Edwina Frances Martin
Jeannie Latz
Jenna Kirkpatrick Howard
Sona Pacholy
Kimberley Adams

Other Business

Hearing no other business, Ms. Owens thanked the staff for their time and adjourned to Executive Session.

Executive Session

The Board met in Executive Session with attending Board members present. There was a discussion regarding the Inclusive Membership Task Force and how to best proceed with an inclusive membership campaign.

The Board then turned to a discussion of the proposed board schedule for FY2026-2027. Questions arose regarding the timing of budget and audit reviews under the proposed schedule and the addition of optional meetings for Board members to socialize and brainstorm. The Chair agreed to consult with Staff and circulate an updated version of the board schedule, if necessary.

Adjournment

The meeting was adjourned at 4:35PM.