

Women's International League for Peace and Freedom, U.S. Section
National Board Meeting November 7-9, 2009
Boston, MA

Saturday morning, November 7, 2009

9:12 am Meeting Called to Order

Present:

Board Members:

- Nancy Munger (Co-President)
- Laura Roskos (Co-President)
- Mary Zepernick (Personnel Chair)
- Sandy Silver (Acting President of JAPA)
- Deb Garretson (Secretary)
- Pat O'Brien (Nominating Committee Chair)
- Audley Green (IB Representative)
- Carol Urner (Program Chair)

Staff:

- Stacey Ferguson (Director of Operations)
- Sharon Benner (Bookkeeper) [Late Morning]
- Linda Belle (Executive Director of JAPA)
- Sydney Gliserman, Administrative Intern

WILPF Member Guests:

- Robin Lloyd (Member of Burlington branch, Development Committee)
- Pauline Solomon
- Suzanne
- Marie Jackson Miller (Co-Chair Boston Branch)

Welcoming Statement

Check-in

Agenda Review

Agreement on meeting agenda with the addition of a Location Committee report on 11/8.

1. Process Committee (Mary and Deb)

Deb commented that conflict within an organization like WILPF is predictable, that we have all been brought up with patriarchal styles of leadership, but we also hold feminist values. We feel conflicted.

Question Mary posed to the group: What does feminist process look like? The Board brainstormed what it would consider elements of feminist process: Struggling through conflict; sticking with it, not going away; nonhierarchical; accountable; nonjudgmental in listening or speaking; no backbiting or undermining; different from corporate model; everyone's voice is valued; value and promote difference; consensus model; empathy; good of all is the goal; not attached to outcome at the expense of process; realistic expectations; risk-taking, experimentation; curiosity; appreciative inquiry.

Mary posed a second question to the group: What are the behaviors associated with these processes? Brainstormed ideas included: inclusiveness, respectful e-mail and other communication, asking for clarification when needed, patience, honesty, respectfulness, not personalizing or projecting, responsible and reliable, responsible for self-care, constructive feedback, openness; active feedback, good clear committee process, good orientation and records, careful transitions/hand-offs.

2. Strategic Planning Report (Laura and Nancy)

The Board read the co-presidents' report prepared for the meeting. Laura noted the importance of creating a Board travel form, as decided at spring 09 meeting. An additional concern was the necessity to keep the mini-grant program strong. Laura and Nancy also noted that there are growing presidential responsibilities and that there is currently a lot of work for themselves and Stacey. There was consensus to extend this part of the meeting ten additional minutes.

3. WILPF Flow Chart (Laura and Nancy)

The Board reviewed the flow chart of WILPF operations that Laura and Nancy created. There were several suggestions for improvement from the Board. It was noted that WILPF members should have an arrow drawn to the committees. It would be clearer if we deleted bubbles off of the "WILPF members vote for..." cloud. Interactions between JAPA and the Board should be more clearly shown. An arrow should be drawn from program to issue committees.

4. Finance 2009 YTD Presentation and Analysis (Stacey and Sharon Benner)

The audit for 2009 was completed very late, due to many revisions, and it was difficult to conduct the audit remotely from Philadelphia. We have a year-to-date operating loss of approximately \$59,000.00. We have had YTD income of \$138,600.00, but we anticipated income of \$210,000.00 to this point; the spring membership drive was not as successful as we had

hoped.

In constructing the 2009 budget a decision was made to draw on some of the bequest savings held by JAPA to meet operating expenses, but the numbers that we were working with were inaccurate; instead of being able to move \$72,000 we were only able to draw down about \$60,000 and still retain the savings account at the level we had intended. The problem with the budget was that we put all cash on hand at last year's end into this year; we should have anticipated that amount in excess at the end of 2009. Therefore, we had an inaccurate estimation of savings. Linda commented that the responsibility to separate WILPF money into categories falls to WILPF bookkeeping, and that further discussion on this matter is needed.

At this point we are slightly exceeding membership dues expectations. However, we need to be cutting costs. To maintain operations as they are, we need to spend \$67,253.55 until the end of 2009 (including the appeal letter). We are currently bringing in between \$5,000.00 and \$6,000.00 per month for membership, and the website and DIA is bringing in extra funds. We need to work to increase membership and fundraising. We are currently tracking donations and income that we receive from the appeal and envelope in *Peace and Freedom*. DIA is very helpful, and branches should continue to be trained; however only 15 branches so far have responded to a training offer from Stacey. There were also mixed branch responses to branch financial obligations; we need to develop a standard understanding between branches and the national office. In order to compensate for budget errors and end up in the same position as last year, we need to raise an additional \$55,000.00. We do have some savings, but not a very large cushion.

Internationally, in 2007 there was concern regarding the U.S. section's assessment; poorer countries felt that they were contributing more by paying larger dues, and that the United States section was not pulling its weight. Our assessments are currently locked in for a three-year cycle (2008-2010). We currently have 3,000 dues-paying members, which has implications for the number of U.S. international delegates allowed to vote at the next international congress.

*Break for lunch

Meeting reconvenes at 1:37 pm

Saturday Afternoon, November 7, 2009.

Meeting reconvenes at 1:37 pm

- In attendance: Nancy Munger, Laura Roskos, Stacey Ferguson, Audley Green, Mary Zepernick, Sandy Silver, Linda Belle, Carol

Urner, Deb Garretson, Pat O'Brien, Anita Pulier, (UN Representative), Pauline Solomon, Robin Lloyd, Jean Verthein (UN Representative)[late afternoon only]

5. UN Representative Presentation (Anita Pulier)

Jean [Verthein] is more knowledgeable in disarmament, while Anita is more knowledgeable about women's issues and rights. WILPF is well respected at the UN. It is difficult for Anita and Jean to integrate and organize volunteers into an office environment, such as exists in the WILPF UNO. In conjunction with the Commission on the Status of Women meetings, Anita has tried to hold meetings for WILPF attendees at her house and hosting breakfast in the office, but aside from the orientation meetings there is little attendance or coherence among WILPF members. Anita also noted that the WILPF presence at CSW was smaller last year. Stacey said that some branches feel disconnected to the UN office, but that the website helps. Nancy brought up that the responsibilities for the two representatives are not well defined and asked if other sections of WILPF have similar positions (or is it just the U.S. section?). Laura noted that to distribute information we can now use the WILPF Facebook page, the E-newsletter, and *Peace and Freedom*. Stacey noted that there is a lot of advice that Anita can offer to the practicum students.

Robin asked about the peacewomen.org website, and if it was user friendly. She also commented that it might be helpful for users to give feedback. Anita said that we need to update the websites. Linda said that Sam and Susie made the decision that Peacewomen would not be involved in the CSW in 2009.

The board had further discussion on ways that we can bring Geneva and the U.S. section together, how we can streamline the process, how we can collaborate. Anita noted that the UN office is very busy, there are continuing territorial concerns, volunteers do not want to deal with it. Laura said that we will not be stepping on the hierarchy in the UN office if our representatives conceptualize their job as building bridges between the U.S. policy makers and the UN. It was noted that it is unlikely that volunteers will want to meet and greet in the office. Sandy commented that there is a PR problem here, that we need a different office space, and that with every action that we take we must consider membership. Laura noted that we do not have control over how the office is run, but we do need to develop a job description for UN representatives and succession planning. Mary said that in the 80's the whole team was well integrated into the U.S. Section, and that since then the office has become more professional and less personable. It was asked if it is possible for an intern to meet and greet in the office. It was noted that any such intern would have to come through Geneva. Deb said that there should be WILPF literature for members and guests in the office. The Generations of

Courage brochures were suggested. The Board needs to continue this conversation; Anita was asked to write a job description. The possibility of making these positions two-year terms was discussed.

Carol noted that Ray Acheson is very helpful, answers questions immediately, has set up an updated corporations page that links to our DISARM material.

6. Personnel (Mary and Deb)

The DO job description was discussed; Nancy, Laura, and Stacey reviewed/prioritized responsibilities. Stacey said that her priorities are clearer now, that she can say no to less important responsibilities, but that other tasks are very interconnected. Her biggest job is organizing finances. Sandy asked what happens when there is tension within the Board, and said that caution should be taken with nominations.

Discussion Regarding a Potential New Hire

It was noted that we should start with the personnel committee to discuss the new hire and kick off the process for the Board, recommending a National Director, not a union position, but a partner for Stacey with some development responsibilities. Emphasis for the position should be on program. It was asked whom this position would report to. Linda commented that she has concern about the DO and new hire reporting to future presidents who are not necessarily good supervisors (as current presidents will be replaced in 1.5 years). Sandy pointed out that there is a clear budget concern, and we probably wouldn't be able to hire in the near future. She also asked if there is a contract worker that can fulfill the position. Stacey said that administrative interns help, and that they spend half of their time on membership issues. Laura said that a new hire would be good to take some responsibility off of Stacey, Carol, and the president's positions. Nancy said that we do not currently have the money, but that we should move forward and work seriously on a job description and maybe a grant. Sandy asked what we can do with the members that we do have because we do not know when and where the money will be accessible.

Linda noted that the Board has done a very good job of keeping responsibilities and that the membership has not felt the lack of staff. She also said that membership should know about these issues [that the board is overextended], and that the new hire does not necessarily have to be from the area. Laura said that the Board should consider the terms of contract for the new hire, that we should research the position and interview process, and that this process is going to take a fair amount of time. It was noted that there is two more years of Board term, and that we need more momentum. The Personnel Committee has had a lot of resistance to a new hire because of a lack of funding. Stacey said that we

should find a way to make the workload more reasonable for the near future because a new hire is not going to happen soon. She also said that the internship program should be more fully developed.

Decision (Operational): Personnel Committee will develop an incremental plan to hire a national director including a draft job description by or before the spring 2010 Board meeting. (Consensus on 11/7; no stand asides)

Decision (Policy): Approve reimbursement policy as circulated on October 23rd. (Consensus on 11/7; no stand asides)

Mary requested that other meetings via conference call not be scheduled on the first Tuesday of the month at 9am East Coast time, as that is Personnel's regular time.

7. Finance Report Continued (Stacey)

Stacey presented a draft budget for 2010. The Board added \$700.00 to the budget line item for organizational membership dues. The Board discussed and revised various expense items. The Intern Expense line refers to the \$250 per intern budgeted for their professional development or conference fees; intern stipends show up in the payroll line. The *Peace and Freedom* professional fees include both the editor and designer. The rent for one year in the Boston office is \$10,800.00 if we extend our stay, but there is no decision yet.

8. Program Report Introduction (Carol)

Carol referred those present to the Program Committee report sent to all full and ex officio Board members. It includes reports on issue committees, on the mini-grant program, on Program Co-chairs job description, and seven questions that need answering. More details are in the written report and she is also happy to share completed mini-grant reports on request. Carol expressed her deep regret that Tura has resigned as U.S. WILPF National Program Co-Chair.

9. Issue Committees (Carol)

A. Four criteria should be met by issue committees that plan to continue into 2010:

- a. An evaluation and report for the 2009 program year (form sent)
- b. Committee web pages on WILPF web site up-to-date
- c. Finances in order and accounts settled
- d. Goals for 2010 agreed upon by the issue committee and submitted

Discussion and decision on four criteria: This was asked for but no discussion occurred and no decision was made.

Carol explained that issue committee allocations that are unspent at the close of the fiscal year revert back into the general operating fund. She asked if the Board would like to change this policy. No new decision was made and so the existing policy of recycling committee funds back into the general fund will remain in practice.

B. Brief summary of Issue Committee progress in 2009: The Advancing Human Rights committee is expected to continue in 2010, but setting goals, which were not set by the committee last year, should be required. The Building the Beloved Community committee needs leadership; the chair recently resigned. The Corporations v. Democracy committee co-chairs are great, but it would be good if it could also assist on issues regarding the G-20, IMF, and World Bank which concern some of our members and Branches. Other committees that look like they will continue include: Disarm! Dismantle the War Economy, Women in Cuba, Middle East, Save the Water, and Iran, Iraq, Afghanistan. The Haiti and Pan-Africa and Diaspora Women's Issues committees probably will not be ready to continue in 2010. Carol again asked the board if we agree with criteria for committees to continue. Again no answer.

10. Mini-Grants (Carol)

C. Issue Committee Mini-Grants: There are four issue committee mini-grants,

- a. **DISARM! Dismantle the War Economy: *Nuclear Free Future Project*. Grant award: \$3,000 until NPT in May 2010. Disbursed at least \$2,350 (including \$1,000 loan repaid and reallocated to Pittsburgh).**
- b. **Middle East Committee: *Gaza-End the Siege! Post card project*. Grant award: \$1,000 until end of 2009. Disbursed \$595.00. Project is finished and final disbursement and report expected by December 15.**
- c. **Pan African and Diaspora Women's Issues: *Networking in US for Rwandan women*. Grant award: \$950. Disbursed: \$00. This grant could not be completed and funds are expected to cycle back into 2009 program funds.**
- d. **Save the Water: *Our Bodies, Our Water*. Grant award: \$2,400 including \$400 loan for T-shirts. Disbursed: no disbursements have been reported although T-shirts have been printed and brochures (\$1,000 each) are reported almost finished.**

D. Branch mini-grants: Four of the five Branch grants are already completed with reports submitted and finances in order.

- a. Pittsburgh Branch taped “Dangerous Women” and made a trailer which is with Stacey. It still needs to be publicized on the web. Copies available to all Branches with \$5.00 or postage and handling. \$2,000 accounted for with proper receipts on July 5. Excellent report submitted.
- b. Santa Cruz Branch had the Conference on Curbing Corporations and Rescuing Democracy, which involved action on corporate personhood, and is tied to that issue committee. Grant: \$1,500. Disbursed: \$1,500.
- c. Madison and Milwaukee Branches: Jane Addams Day at Hull House gathering of Midwest Cluster branches. Grant: \$693.00. Disbursed: 536.88 (\$76.12 will cycle back into the Program account.)
- d. Minnesota Metro Branch: Women and Water Rights Exhibit (Liz Dobson and Marilyn Cuneo) Grant: \$200.00 (requested \$4000 but at the time the Branch was not yet declared in good standing). Disbursed: No disbursements are expected before February 2010. The project runs through March or April.

E. Change in Mini-Grant Guidelines: The allocation committee was uncomfortable with a situation regarding a written proposal by a member that included payment for herself. The project was funded but afterwards the committee revised the guidelines so this would not happen again. Laura said that she was concerned because her notes from an allocation committee meeting say that the committee agreed the new rule saying that there is no ban on paying WILPF members for their work in a professional capacity as long as the person hired is not writing the grant, their qualification is explained, and their payment is discussed. She does not understand why the version on the website says payments to WILPF members should not be funded from mini-grant funds, and adds that family members should also not receive compensation.

Outcome: The Allocation Committee should discuss the payment policy and make clearer on the webpage about deadlines and grant rules. Perhaps we need to reevaluate the grant cycle and possible transition to a biannual cycle. This year three branches submitted proposals months before the next grant cycle was scheduled.

11. Supplemental report by UN Representative, Jean Verthein:

Jean came from her university counseling work in New York, and thus had to arrive too late for the scheduled discussion with Anita.

Five WILPF members went to the September UN sponsored NGO meeting on disarmament and development in Mexico City. Ray Acheson and Jackie Cabasso were both speakers. Jean Verthein and Beth Adams represented

the Disarm! Committee and U.S. WILPF. Jean circulated her report in draft form. There were 300 NGO's represented and 1300 people attended.

Two years ago Jean represented WILPF in Japan at the Hiroshima-Nagasaki days commemorations and conference. She was hosted by the treasurer of the Tokyo WILPF branch. (Last year Ellen Thomas represented DISARM! and U.S. WILPF and carried our letter of greeting to Japanese WILPF members. This year Joan Drake from Washington D.C. Branch represented U.S. WILPF. Funds for both Joan and Ellen came from Japanese and D.C. donors, and not from WILPF.)

Jean and Anita decided together that Anita would take over CSW work while Jean would take responsibility for disarmament. The UN office is very busy and focused, and more clarity about job responsibilities and goals is needed. Carol reported that Jean's work is invaluable for DISARM! She is on the DISARM! leadership team and attends both NGO and official UN meetings in New York on DISARM's behalf. She traveled to Geneva with her own funds to attend Rights of the Child (CRC) hearings on the Child Soldier Protocol on behalf of both the Advancing Human Rights committee and DISARM! She also participates in other DISARM projects and visited Congress with DISARM! during April 2009 D.C. Days. She offers her home for WILPF meetings during the NPT and at other times.

12. Face-to-Face Meeting with Issue Committee Chairs (Carol and Nancy)

Progress has been made towards making the issue committee program more coherent, but an actual meeting would really move things forward. Committees have one to two leadership positions, and we should try to raise money to bring two members from each. The Walker Center, a retreat center near Boston, is a very good candidate for the meeting. We are looking at a date in late February. Estimated costs include \$3,500.00 for travel and \$2,000.00 for housing, for a total of \$5,500.00. This cost should be put into the 2010 budget, but perhaps we could use a part of the leftover issue committee budget from 2009. It was asked whether it is possible to use some of the mini-grant money, and later pay back with the issue committee contributions.

13. Social Forum (Carol)

The second US Social Forum is going to be in Detroit in June. The Logistics Committee has started up, and the Planning Committee is not going yet. Randa Solick volunteered to work on the women's program on gender and bringing feminist values to the social forum. In 2007, Gillian Gilhool and Pat Willis did a great job of coordinating WILPF activities at the USSF in Atlanta, but it is a lot of responsibility. In 2007, both Water and Disarm! committees were pleased and made a lot of connections. We definitely want to participate in the forum, but how? Who should go? Carol said that at this point we are not asking for funds, but depending on how

we want to participate we may have to do fundraising at some point. Jean suggested that we try and involve YWILPF as well. Laura commented that we should work to build the WILPF community while at the forum, and book hotel rooms together. Sandy said that we should keep in touch with people that we meet at the forum and connect them to branches—a strong follow-up is needed to boost membership.

Outcome: There was an informal consensus to proceed as the way opens.

14. Communications Committee (Nancy)

The Communications Committee was formed at the fall 2008 Board meeting with the mandate to update the website, however, other issues got assigned to the committee and it is now very unorganized. A survey was put together about the website in October, but we now need 2-3 more committed people to drive the work and make decisions. Nancy asked the Board if it still supported the project. The website re-design is not yet in the budget for 2010. Linda asked how this expense will be determined. It was agreed that we need a good website and that it is generally unattractive to younger members.

Meeting adjourned 6:35 pm

Sunday, November 8, 2009

15. Executive Session called to order at 9:00 am
General Session Meeting called to order 11:50 am

In attendance:

Board members:

- Deb Garretson (Secretary)
- Pat O'Brien (Nominating Committee Chair)
- Sandy Silver (Acting President of JAPA)
- Laura Roskos (Co-President)
- Carol Urner (Program Chair)
- Nancy Munger (Co-President)
- Audley Green (IB Representative)
- Mary Zepernick (Personnel Chair)
- Jessica Bombasaro-Brady (YWILPF Representative)

Staff:

- Stacey Ferguson Mruk (Director of Operations)
- Linda Belle (Executive Director, JAPA)
- Sydney Gliserman (Administrative Intern)

WILPF member guests:

- Nancy Ramsden (Co-Chair of Boston Branch, International Treasurer)
- Robin Lloyd (Member of Burlington branch, Development Committee)

16. Racial Justice Work (Jessica)

We reviewed the spring minutes, Laura asked the Board if this is a plan that we can still affirm, and if so, could we involve the issue committees? The action plan is: 1) Confer with program co-chairs to determine what information is already available, 2) Take draft audit to Building the Beloved Community committee, and 3) Present as an audit. Carol said that the next program call is the first Monday of December, and she would make a point to put this prominently on the agenda. Stacey said that she still thinks that this is a good plan and that we should really integrate the Building the Beloved Community committee. Nancy R. said that she had also spoken to Paj, who wanted to be in touch because Rwanda was ready to become a section. Stacey said that we should discuss the issue of communicating with BBC first, that she hasn't spoken to Chris in quite a while, and would like to confirm that she still would like to be involved. Pat commented that the Board should be careful in communicating with the BBC, and said that she would like to be informed.

Nancy brought up the member survey being conducted by Sarah Sheffer; Laura suggested that we include the racial justice training into her interview protocol for speaking with branch leaders. Stacey said that she would follow up with Sarah on this. Carol noted that this is not just an issue of black/white, but that we also need to include Latinos, Native Americans, and Arabs. Laura commented that several branches in the past have worked on immigration issues, and suggested that we revitalize that interest. Nancy R. agreed with Carol, and suggested that on the survey we ask branches that have had the White Privilege training: "What were you doing before that you will change after the workshop?" and "What are you doing now that you didn't do before?"

Outcome: Stacey will initiate a process so that the Racial Justice consultation audit will be introduced and discussed during the December Program call. Nancy will ask Sarah to include questions on Racial Justice on the survey; if Racial Justice training can produce a report before budgets are done they may ask for increased funding.

17. Board Process (Mary) 12:30pm

- How have people felt in relation to the feminist process?

Sunday Afternoon, November 8, 2009.

18. Membership Drive (Laura)

Laura noted that the Board was concerned about membership, and what we should be doing in the upcoming year. She suggested that we use WILPF's birthday as a point for the membership drive. Stacey said that membership is one of the biggest tasks in the office, and that while membership dues are coming in, they are not high enough. She also said that DIA is a good method to bring in dues and new membership, but that we are constantly working to improve the software and we are still entering old data into the system. Sandy commented that if we go with an April membership drive, we need to communicate that with members. Nancy R. said that we are losing members nationally as well as internationally; commitment has changed, people seem to be more independent, and we need to find a way to unite members within the branch and whole organization. Linda agreed, and said that branch structure needs to be strengthened and unified. Carol said that she was concerned about the DIA list because it appears that not all members are receiving DIA emails. She also said that branches need training in DIA and that it is not manageable for some due to technical difficulties.

Deb said that she would like to see more people involved in program, and that we should work to get at-large members involved, potentially to form new branches. Sydney said that we should really work to get younger people involved, perhaps on college campuses. Jessica said that while there are significant challenges to DIA, it is a great tool and is similar to programs being used by other NGO's. She also said that we really need to work to get youth involved. Mary said that process is a key element to a strong branch; it must be created together and well-established. Nancy called for more program involvement and branch training. Audley would like to get more information on DIA, and thinks that connecting Board members to membership is necessary. Robin commented that she does not think that DIA conflicts with unity. Laura noted that we do not have email addresses for all members, and asked Stacey if there could be innovations with renewals. Stacey explained that the renewal process is different for each member as far as timing, but that each time we enter it into DIA, mark the donation, and send out a postcard with the next renewal date. This is sustainable for those who want to pay with a check. An email automatically gets sent to the member with online transactions, but they still receive a renewal postcard.

Laura commented that counting members does not develop membership and is time consuming. She said that we need to help branches develop membership and integrate at-large members. This past year \$8,000.00 was put into the budget for a membership drive, and not all of the money was spent. This year we did create a Facebook page, it was not very successful but it led to experimentation with other online promotion. We also created a new membership brochure this year, but we were not able to distribute it in physical form due to high toner/ink costs. Fifty brochures

were sent to each branch. Deb suggested that we create a black and white version of the brochure. Robin agreed and suggested that we also leave space on the brochure for branches to fill with local information. Nancy R. said that she likes the current brochure, but that maybe branches could just add an additional page or label. Stacey showed a copy of the brochure, and there is already a space for branch information. Carol suggested that we get someone on the Board who is committed to membership.

19. *By-Law Changes (Nancy)*

The Ad hoc By-laws Committee was created in the spring, and has submitted one proposed by-law change regarding adding a position to the Board. Barbara Reed and Barbara Nielsen worked on another proposal regarding the job description of the Treasurer, but while this was submitted to the Board it was not discussed in the committee. The language surrounding the responsibilities of the Treasurer came up for revision because Stacey decided to research using other auditing firms in the Boston area, and the Treasurer felt that it was not Stacey's place to make this decision. Stacey said that she strongly recommends not passing this change. Linda said that she agreed with Stacey, and believes that her job as staff is to research these decisions. The audit is for the Board and there should be Board involvement. Jessica commented that she is confused as to why the Treasurer would have so much power in this decision when Stacey is doing the most interaction with the auditing firm. She also said that she does not think that membership should have such detailed financial information. Laura said that current by-laws state that information must go to members and donors. Nancy R. said that the auditing firm should not be chosen based on the location of the Treasurer because Treasurers change on a regular basis. She also said that she believes membership should have access to a simplified budget through a report made by the Treasurer.

Outcome : Keep the current by-law.

Another proposed change is the addition of new Board members. Program outreach to branches is more than the Program Chairs can handle, two more members should be added. These members can rotate attendance to the Board meetings, and therefore there would be no cost addition. Laura said that she likes the wording on the by-law, but that it needs to be matched with the corresponding by-law creating the Board positions. She recommended that we postpone consensus on this until the spring, noting that we already have three positions to fill. Mary said that the wording isn't clear that these are Board positions, because there is no by-law about creating Board positions. Pat said that she would block this proposal; we had a membership committee before that did not help

deteriorating membership, and she would like to create a different Board position. Stacey said that filling these Board positions would increase work from a staff perspective, and that there needs to be more details about wording. Deb noted that this change has two purposes, to promote membership growth, and to involve branch members in national discussions and decisions. She said that there is not enough information for this to be evaluated. Carol said that if the Board is uncomfortable with adding a Board position we should expand on the membership committee. She also said that Sarah is a big help, but that we all feel the need for additional membership promotion. Mary said that the Board should not change the by-law at the moment, but urged Carol to experiment with membership promotion.

Nancy stated that it is necessary to fill Board positions or we will find it hard to fulfill all of our responsibilities. Stacey said that bringing people in to address membership is a good idea, and that some branches are more receptive to work with the Board than others. She also noted that she did not think that the Board was ready to make a decision. Pat said that she would like to work with Carol on a creative solution to find more people.

Outcome: Keep the current by-law for now, not ready to make a decision

20. YWILPF Report (Jessica)

There has been a lot of difficulty in bringing in and maintaining YWILPF members. There was quite a bit of headway made at the St. Louis conference, but some difficulties afterwards with responsibilities and internal disagreements. In St. Louis, they created a timeline for goals, but there has been a lot of difficulty in obtaining documents; Jessica still does not have the minutes. There were different expectations of the retreat as well as the action that needed to follow. Jessica distributed a report outlining several of the agreements made in St. Louis as well as a list of tasks completed at her internship this past summer. She noted that many college students are automatically put off with the term “feminism”. The main issues after St. Louis meeting were internal disagreements, feelings of being overwhelmed, and members wanting to focus on local rather than national action. Jessica said that she personally does not have time to commit fully to YWILPF in the near future, but that she is completely confident in Kristina Mader and her trip to the International Board meeting in India is well worth it. Laura noted that currently we do not have requirements or certainty that people will report back, and also that the money to support Kristina’s trip is in the YWILPF 2009 budget allocation.

Sydney said that college campuses are a good way to expand membership; you will find the commitment you are looking for but not the money. Carol said that she is uncertain about the relationship between

WILPF and YWILPF, and wants greater interaction and relation between the two. Jessica said that she is surprised by the level of resistance for younger people to work with older members. Stacey noted that YWILPF is a huge challenge and congratulated Jessica. She said that we need to fill the YWILPF internship, organize on college campuses, and work on bringing members in from the practicum. Robin said that she was at the 2004 International Congress where YWILPF members were videotaped, and thinks that it would be a good idea to bring young activists from Europe to speak at colleges here. Nancy said that she thinks there is confusion about the relationship between WILPF and YWILPF and that there is resentment on both sides. Jessica noted that there are different levels of commitment.

Jessica said that the current core committee consists of herself, Kristina, and Rebecca. They currently have two main focuses: planning the summer 2010 national conference, and filling the YWILPF internship position to plan the conference by the end of this month. Laura asked if they had a budget request for 2010; Jessica said that she would have a budget discussion with Kristina and would send it to Laura as soon as possible.

21. Site Committee

The Site Committee recommended that the office remain in Boston until finances improve or circumstances change. Pat resigned from the committee. It was asked if the committee should be suspended; Nancy said that she would not support the committee without a strong, researched recommendation of how we should look in the future. Pat noted that circumstances do not allow for a recommendation. Stacey said that she had resigned from the committee because of a perception of bias, but that having a solid recommendation put the organization into a good planning position. Deb said that she felt like the committee was being asked to come up with a plan without sufficient information, and that the Board should consider pursuing a virtual office. Laura said that she thinks it is important to send a unified message to members. Jessica pointed out that there might be technological issues with members using a virtual office. Mary said that she would strongly support a virtual office idea for hiring flexibility. Nancy said that we need to have firmer guidelines for this committee; Deb agreed. Laura asked if anyone on the Board would like to start a draft document, and asked what the status of the committee is if it is not a Board committee. The Board agreed that it is still a Board committee. Nancy said that she would like the committee to continue researching alternative options as well.

Decision (Operational): We thank the site committee for their thoughtful recommendation and ask that they continue to meet as an ad hoc committee under the leadership of Ellen Schwartz and continue to explore

the potential, mechanisms for, and costs associated with virtual offices. (Consensus on 11/8; Stand Asides: Nancy Munger) The Co-Presidents will communicate the decision with Ellen Schwartz.

22. Nominating Committee

Pat did not send out the nomination committee report; they have met twice since the last Board meeting. They recommend Ellen Schwartz to fill vacancy for chair of the Site Committee, also recommend Ellen Schwartz for chair of the Congress Committee, and will discuss the process for next summer's election for the IB representative position. For the position of the Treasurer, Renee Presepere is interested and considering the position. Mary noted that the Nominating Committee should be consulted before asking a potential replacement. Pat said that she will put out a list of people that she has asked in past about other positions. Nancy said that we should put out a letter from Board to all members about vacancies and job descriptions. Mary said that she is concerned about the Treasurer position, and does not think that we can afford for a vacancy to last the length of the process to fill the position. She suggested that Laura acts as Treasurer for the time being. Stacey noted that all Board members and the Co-presidents have a lot of responsibilities, and suggested that the Finance and Development Committees function as treasurer in a collective way for the time being. Laura noted that we should not insert volunteers into positions for which they are not prepared. Nancy asked if Laura could serve as both Co-president and Treasurer. Pat said that the Development Committee has two past chairs, self and Robin, and suggests that they run the Development Committee in the interim. Mary asked if Robin would be interested and available. Pat suggested asking former Treasurer Ellen Murtha if she would consider filling the gap. Mary also said that she thinks Ellen is an excellent treasurer, but that Laura should work during the gap. Laura and Nancy had previously agreed that for the first 18 months Laura would nurture Development and Finance, and that Nancy would work on Personnel and Program. At this point, they probably will not switch roles; Laura thinks that acting as an interim Treasurer is a good suggestion. Sandy said that she likes Stacey's suggestion and thinks that it is putting too much pressure on Laura to act as both for interim. Nancy said that we need to have a Treasurer by name, and that it is not a matter of committee functioning. It was suggested that Laura step down as Co-president and act as Treasurer. Stacey said that it is a good idea as long as a letter is sent out to membership explaining that this is done out of necessity. Audley suggested that Nancy R. help with the finances, but other members agreed that it would be a conflict of interest. Laura said that she does not think it is illegal to have a vacancy as Treasurer for a couple of months, and that we need to work on recruiting for all vacancies. Nancy said that she and Laura would send out an email within the week. Stacey suggested that Mary Beth Gardam help. It was noted that the Board should keep in mind the importance of

communication with members. A proposal was made to have a movement on nominations within 60 days, at which point we will work towards another interim plan. It was suggested that Robin be put forward as Development chair. Nancy noted the Program co-chair position needs to be filled as well.

23. Development

JA 1325 was discussed on two Steering Committee calls, one in July, one in August; the committee wanted to make decisions and set up benchmarks, but the minutes were never approved. Laura said that to the best of her knowledge, we should go ahead with the project and structure in benchmarks that correspond with certain fundraising goals; Barbara [Neilsen, former Treasurer] formatted this. Linda said that it was reported to the Development Committee that only the first piece had been agreed to on a steering call or email, but then time ran out. Pat said that she was under the impression that the Board had agreed on the project contingent on the benchmarks. Laura pointed out that work has been done advertising for the practicum, planning the curriculum, and organizing hotel rooms for the program. Stacey asked if the Board could reaffirm support for this project. Carol said that she would agree if support was based on the understanding that benchmarks must be met.

Decision (Operational): Having surpassed the first benchmark of the “Advancing Women as Peacemakers” project, the Board reaffirms its commitment to the successful completion of this project, provided that the second benchmark is met. (Consensus on 11/8; no stand asides)

24. Annual Appeal Letter (Laura)

Laura said that she did not want the letter to arrive to membership after Thanksgiving, and it had to go to the printer on Friday. Pat noted that we need to have a discussion on how decisions are made, and that it feels like process has been disregarded in some way. Stacey said that she felt that the letter was not ready, and noted that it was not replacing one letter with another, but reworking the first. Nancy noted that this was discussed in executive session. Laura pointed out two options, we do send the letter to reach people before Thanksgiving, or we do not. Robin said that she supports going ahead with the letter, but noted that the letter is completely different than the first. Sandy said that she was curious if the letter would have been discussed if the Board hadn't mentioned it. She also said that she would not block the decision, but that there was no consensus by the Development Committee and at least two people on the committee thought it was done in very bad process. Carol said that she would like to see the letter before its approval. Linda said that the Development Committee was not informed that they needed approval and it would have been helpful. Nancy R. said that the Co-presidents and Board are responsible, and that nothing should go out without their

approval. Mary commented that she didn't think that the Board had always approved EML's, and that it is a hassle. She also said that she didn't see any great resolution to this tension, and that we need the funds and cannot lose the opportunity to send out the letter. Laura said that she would like \$9000 for membership outreach and recruitment to go into the 2010 budget.

Decision (Operational): The annual appeal letter prepared by the Co-presidents will go out as previously scheduled. (Consensus on 11/8; no stand asides)

25. JAPA Report (Sandy)

Sandy reported that because no one accepted the nomination to become President, or Co-President of JAPA, she was representing JAPA at this board meeting as the "Acting" President of JAPA. Due to term limits, the job of President of JAPA is vacant. Because no current board member accepted the job of President or Co-President, a proposal to restructure the board was approved. A "Management Team" (MT) is now in place. Rather than having five standing committees, there will be three "Working Committees." The bulk of JAPA's work will be conducted within these working committees. Regularly scheduled conference calls will be held with reports submitted by email to the full MT prior to each call. It is uncertain, given limited finances, if a Spring board meeting will be held in NY, or via some other means of communication such as video conferencing or using skype. The MT structure will be evaluated in 6 months to determine whether the By-Laws will be changed to reflect the new structure.

The 56th Annual Jane Addams Children's Book Award ceremony was held in NY on Oct. 17th. Sandy pointed out how the book awards help WILPF branches by providing them with large discounts on a complete set of the winning books. Last year, 22 branches donated books to libraries, schools or community centers in the name of WILPF. A Toolkit is also provided to branches, which illustrates how the books can be used to publicize and promote the work of WILPF. Robin gave an example of how the Burlington Branch will be using one of the winning books in her community with Iranian refugees.

A Planned Giving project is being developed to help bring in future funding to JAPA/WILPF. The US WILPF Development Chair was being consulted on this project before she resigned from the board. The project involves producing a DVD containing interviews with dedicated long-time WILPF members. The purpose will be to invite others to join them in leaving money in their wills to benefit the long-range goals of WILPF.

Both Sandy and Linda talked about a portion of US WILPF designated bequest money that is being held by JAPA. They reassured WILPF that the money was not invested in stocks, but rather in safe and insured CD accounts. A discussion followed regarding the role of JAPA investing money in order to provide an additional source of income to be used for educational purposes for both International WILPF and US.

Meeting adjourned 6:13 pm

Monday, November 9, 2009

Meeting called to order 8:38am

In attendance:

Board members:

- Sandy Silver
- Mary Zepernick
- Deb Garretson
- Audley Green
- Pat O'Brien
- Carol Urner
- Nancy Munger
- Laura Roskos

Staff:

- Stacey Ferguson Mruk
- Sydney Gliserman

*note: Linda Belle was not present for any of the 11/9/09 meeting

26. *Director of Operations Report (Stacey):*

Stacey brought up the archive process; 15 boxes had recently been sent to Swarthmore. She also said that we need to hold on to financial files for a specified period of time, and older files need to be copied and destroyed. The scanning process by a company will probably cost approximately \$5,000.00, and scanners/copiers cost approximately \$800.00. Stacey said that it would be very helpful for the office to have a scanner, but that even with a scanner we cannot do the backlog as well. Laura asked why we need to hold on to the files after a seven-year period. Nancy recommended that we draw a distinction based on importance and only keep the necessary documents. Sandy said that we lost a lot of financial information switching from bookkeeping to computers, and that we should not destroy financial files. Stacey said that the decision does not have to be made immediately, and that a lot of the necessary organization has already been done. She also said that the Board should determine what documents it would like kept. Deb noted that the Board should work on getting a Treasurer who can make a more informed decision on what

documents should be kept. It was mentioned that there is a problem with the sole authority of the Treasurer to transfer funds from JAPA.

Carol asked why WILPF doesn't apply for 501c3 status. She noted that lobbying is one of the most important things that we could be doing, but we are not. Stacey said that 20% of the activities of a 501c3 organization can be lobbying. She also said that we need an affirmation of staying with our bookkeeper for the next fiscal year, and that we work well with her.

Stacey said that DIA continues to be developed; when working with branches the query process is intimidating, and that it is going to take a few years to get branches caught up with the process. There has been a lack of accountability on the branch side of the organization, they do not keep lists, but DIA has enabled branches to be more involved. Stacey outlined concerns for upcoming 6-9 months: the Boston office rental agreement expires in June 2010, moving costs, and Stacey's contract is over as of June 15th, 2010. Even in the midst of our financial problems, Stacey would like concern for her personal well-being; if her contract is renewed her salary needs to be discussed. Stacey also said that having another staff member would be very helpful and that she would like the Board to consider this. The new office on the third floor can accommodate any such hire. Stacey has received a letter from a Boston auditing firm, the contract is very well-written, and she will distribute to the Board. She would like a decision as soon as possible, ideally by December 1st. Stacey said that the office is functioning very efficiently; we no longer have storage units, and she would like to feel more comfortable making purchase decisions in the next year. She would also like to see the internship program expand while we see if a new hire is possible. Pat asked what the cost of moving from Philadelphia to Boston was; Stacey responded that it was very difficult and costly.

Nancy commented that the Board should understand, going forward, why we are using Bank of America. Laura said that there was difficulty gaining access to accounts using HSBC with staff turnover, and that HSBC was not located in many important cities. Contrastingly, Bank of America has many locations, a strong online banking capacity, and services for small businesses. Stacey is currently looking at other banking options for our long-term savings accounts.

27. Risk Assessment and Management (Laura)

Laura asked the Board what type of risks we are looking at with an organization like ours. Nancy noted that WILPF is behind the curve in learning about the best practices for corporate boards, and that we should consider a risk-management committee. She also said that we need to identify risks and risk-management techniques, such as: education about relationship with union, language in JAPA by-laws

regarding the duties of directors, and checks and balances in the Board. Nancy suggested that the Board might want to routinely conduct background checks of incoming Board members and staff. Pat said that she would block anything involving criminal background checks on principle.

Laura noted that there is an uneven distribution of knowledge among the Board members. Deb said that we have to be accountable for anything that we let through the Board. Mary said that she has not personally made as much of an effort as possible to understand finances, and that trust will increase with greater knowledge across the Board. Stacey said that it is critical on a non-profit Board to have a certain level of expertise with clear responsibilities. She asked if the Board was comfortable and clear with language about Board member removal. She said that we need more accountability for Board members. Nancy suggested that we find a good booklet on finances. Laura said that the by-laws state that a Board member that misses a meeting in a non-emergency situation without previously informing the Board may be removed. Also, if a Board member is not fulfilling their responsibilities, the Co-presidents are required to meet with her; if the situation were not resolved, the Board would meet in executive session to discuss potential removal.

Stacey received a quote from AIG for a non-profit risk protector policy of \$1,000,000.00 that includes KRE coverage, lawyer coverage, crime coverage, etc. Some companies that Stacey consulted with do not want to cover us because of our mission statement and possible political involvements. Stacey said that she would like to reject this quote because does not offer enough coverage. Pat mentioned that one of our members works at an insurance company in Framingham. Stacey would like a list of what kinds of coverage the Board would like included in a new quote before the spring Board meeting.

Laura brought up the conflict of interest statement that was instituted last fall, and asked the Board to recommit. She also recommended that all people who sit on a standing committee sign the statement. Nancy said that she would like to exempt the Program Committee, but that the Allocation Committee should definitely sign.

Outcome: Decision derred due to lack of quorum on the following: The conflict of interest statement is required of all staff, directors, and individuals serving on all standing and ad hoc Board committees.

28. Budget (Stacey)

Stacey presented the changes and updates made from the previous finance presentation. Stacey asked the Board if it would like membership

in national coalitions to just come through program. Mary said that she would like the recommendation of the program committee. Carol said, as program co-chair, that she would like Board approval. Nancy said that it is important for the office to have a coherent list of what we are involved in nationally. Laura said that at the spring Board meeting she would like a presentation of national coalitions that we are involved with, and would like to have a discussion about the purpose of our affiliations. The Board expense was increased from \$7,000.00 to \$7,500.00 for two Board meetings and one JAPA Board meeting. The mini-grant program expense is now \$14,000.00; if that amount is not expended, it goes back to the general fund at the end of the fiscal year. Nancy said that the issue committee retreat would be budgeted as a special event, \$4,000.00. It would probably cost more than that, but money can be taken from other line items. The Board agreed that the issue committee retreat is still worthwhile. The spring membership drive is budgeted at \$9,000.00, last year we budgeted \$8,000.00 and only used \$3,000.00. The practicum is expected to bring in \$21,700. The national congress needs to go under special events; we will have to hire a coordinator in the fall of 2010; \$10,000.00 in budget will be recovered in 2011. Pat said that she would like to put money into the U.S. Social Forum. Stacey asked the Board about YWILPF's presence at the Social Forum, and whether the money would come out of the YWILPF budget. Carol said that the Program Committee should be responsible for \$1,000.00-\$2,000.00 to support work there. Nancy suggested that a couple thousand be put in the budget as a place holder for the U.S. Social Forum. She also suggested an additional \$12,000.00 for a web redesign. Sandy commented that that is a reasonable figure. Scanner/copier expenses of \$800.00-\$1,000.00 need to be added to equipment purchase. Stacey is currently looking into seeing if the \$5,300.00 for insurance can be lowered. Office upkeep, cleaning, and repairs is budgeted at \$800.00. It was suggested that the Personnel Committee should double check figures in the budget. The racial justice program has no budget for 2010. Nancy said that the issue committees' racial justice inventory and branch inventory should not have any budgetary implications. It was noted that the lease is up in June, and that the cost may go up. Stacey suggested that money be put into the budget to support collaboration meetings and DIA trainings. Stacey said that the former figure for professional development was \$800.00, but would like it to be heightened to \$1,200.00 for tuition costs.

Laura commented that we need to make educated guesses about income. Stacey said that we need marketing tools, and that a lot has had to be thrown away. In 2009, we are currently exceeding the membership dues goal of \$40,000.00 and \$2,500.00 for lifetime membership. Nancy noted that, historically, approximately only 40% of members renew annually. Stacey brought up the policy for limited income dues, and noted that some members see it as simply a cheaper option. Nancy asked if the Board

would like to change the membership dues structure. Deb asked how much a change in membership dues structure would cost. Sandy said that we need to be ambitious in our membership goals for 2010. Deb asked if we could put marketing costs into the fundraising budget. Stacey noted that the trend for lifetime members is to continue making donations. A proposal was made to aim for \$5,000.00 in 2010 for lifetime members. It was noted that we need to encourage branches to commit to contributions; we should aim for \$8,000.00 in branch contributions for 2010. Deb said that if we are going to be ambitious in our goals, we need to prioritize expenditures. Nancy said that we need to push up pledging, online activity, and Annual Appeal response in 2010. The total budget for expenditures in 2010 is estimated at \$450,000.00.

Outcome: The Board will move forward as currently configured to fill vacant positions of Program Co-chair, Treasurer, and Development Chair. Laura will act as treasurer in the interim period and Mary will be added as the second signer on our bank accounts.

Meeting adjourned 12:37 pm. Meeting was abruptly ended due to a fire in an adjacent building and the need to evacuate.

Minutes respectfully submitted,
Deb Garretson, 3/15/10