

Minutes of the Special Meeting of the Board of AAUW ND

Jan. 18, 2014 by phone conference

Present: Mary Robinette (Grand Forks), Debbie Alber (Jamestown), Naomi Thorson (Dickinson), Sandy Sidler (Fargo), La Vetta Syverson (AAUW Funds), Norma Nosek (Wahpeton), AAUW ND state organizer Amanda Cotyla, Maureen Kelly Jonason – State President

Maureen introduced Amanda Cotyla, who asked for some connections regarding visiting branch meetings and at the annual meeting. She has 5 ½ months left on her contract. Naomi said Dickinson has a Convo and Cocktails in the works for early Feb. Amanda is planning to visit Wahpeton, NDSU, Jamestown, and Devils Lake during her March trip. She hopes to be able to participate in both ND and Montana's state meetings which are the same weekend in April.

Discussion then turned to the bylaws revisions proposed starting from where we left off on Jan. 8.

Article VI Section 1

Mary made a motion to create a C/U Partner coordinator as an elected position and Deb seconded. Discussion ensued and Mary withdrew her motion. Norma moved and Deb seconded to create an appointed state C/U Partner coordinator. Motion carried.

Article VI Section 3 b. Deb made a motion and Vetta seconded to approve the addition of "No officer shall hold more than one office at a time." Motion carried.

Article VI Section 3 d. Since at the board meeting, board had voted to eliminate the position of VP of Programs, the phrase "vice president for programs" was deleted.

Article VI Section 4 b. Norma moved and Mary seconded to insert "No member shall serve more than three consecutive terms in any combination of elected and appointed positions." Motion carried.

Article VI Section 4 e Mary moved and Deb seconded to insert "e. No member shall hold more than one position, elected or appointed, at any given time." Motion carried.

Article VI Section 5 b Deb made a motion and Vetta seconded to revise to say "A vacancy in the office of president shall be filled by the elected vice-president of membership or if odd-year, president-elect. "

Article VI Section 5 c Vetta moved and Mary seconded to delete "Program vice president followed by" so that the sentence now reads "All vacancies in office shall be filled for the expired term by the board with the exception of a vacancy in the office of president, which shall be filled by the President-elect first, then Membership Vice President. Motion carried.

Article IX Section 2 Vetta moved and Deb seconded to insert the sentence "The organization shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting principles and federal, state and local laws including an annual financial review." Motion carried.

Article 13 Section 3 f Mary moved and Norma seconded to insert the sentence "The vote shall be conducted under the supervision of the President. The system and policies to be used for the conduct of the vote, including

methods by which every member's input is sought prior to the submission of the proposal for final adoption shall be adopted by a two-thirds vote of the Board of Directors and shall be made available to the membership. " Motion carried.

Article XIV Section 2 Deb moved and Mary seconded to replace the current Section 2 "**Prior Approval**. All other proposed amendments to the organization bylaws shall be sent to the AAUW Governance Committee chair for approval before being voted upon" with "**Member Vote**. Provisions of these bylaws not governed by the AAUW Bylaws may be amended at the annual organization meeting by a two-thirds vote of those voting by electronic or mail ballot, provided written notice shall have been sent to the members at least thirty (30) days prior to the meeting." Motion carried.

The bylaws revisions were completed, and Maureen reported her intention to send out these changes to the full membership to vote on as soon as the nomination committee has the ballot of candidates prepared.

The group then changed to discussing the ND State Standing Rules.

Opening paragraph and Section 2 under Duties of Officers Naomi moved and Vetta seconded adding the sentence "If notice of the proposed action was given at a previous meeting or in the call to the meeting of the board, standing rules may be amended or rescinded by a majority vote." to then end of the opening paragraph; adding to Section 2 Duties of the "board of directors"; adding to the president's duties "Appoints a parliamentarian for the board to serve at board and annual meetings"; and revising the following sentences under president's duties as noted: Appoint and notify, after consultation with the board, all appointed officers, "and special committees." Serve as an ex-officio member of "special" committees, except the current Nominating Committee. Motion carried.

Naomi moved and Norma seconded to the following change under Vice Presidents: Move "Guide the state in its effort to become a multicultural, equitable organization. There shall be no barriers to full participation on the basis of gender, race, creed, age, sexual orientation, national origin, disability, or class." to the Vice President for membership's duties. Motion carried.

Vetta moved and Mary seconded to remove all references to the program vice president. Motion carried.

Mary moved and Naomi seconded to move "Be responsible for annual meeting program planning and workshops in consultation with the president, and the board of directors." to the President's duties. Motion carried.

Mary moved and Naomi seconded to move "Assume the duties of the president in the president's absence or inability to serve in a year when there is no president-elect." to the Vice President for membership's duties. Motion carried.

Naomi moved and Mary seconded that all else under Vice Presidents be deleted. Motion carried.

At this point, more than an hour had passed and so President Jonason scheduled another discussion meeting for Feb. 15 at 10am CST to finish the revisions to the ND Standing Rules.

President Jonason adjourned the meeting.

Recorded by President Jonason

