



# The Evergreen Leader

AAUW—Washington Newsletter



Spring 2014 Volume 25, No. 1

## Candidates Needed for State Offices

Dear AAUW Washington Members,

Branches across Washington find themselves struggling to fill their own leadership slots. In the mean time, AAUW Washington needs the very best AAUW Washington State leaders to take this organization to the next step. Your branches are the heart of our organization and we need your past branch leadership to step forward now.

Here's what we need: a candidate or candidates for President/Administrator. We are fortunate to have a candidate for finance vice president. We understand that a candidate is stepping forward for the position of Membership Vice President, although if the new bylaws pass, that position will disappear next year. If you'd like to talk to either of the current co-presidents, Barbara Sando or Kelvie Comer, send us an e-mail with your phone number and we will get back to you almost immediately: [president@aauw-wa.org](mailto:president@aauw-wa.org)

Times have changed drastically as we've moved into the information age, AAUW has changed from a three-pronged corporation to a foundation, and our member demographics have changed. It's now time for AAUW of Washington state to change. It's a matter of survival. In our research over the past few weeks, we've learned that many other AAUW state organizations have faced, or are facing, similar situations. They've made, or any making, needed changes to survive, and then thrive -- and, that's what we will do, too.

We are fortunate to have hundreds of members across our state who are dedicated to our mission. Branches do various projects in their communities to further our mission. Branches collaborate with each other on statewide projects like Tech Trek and Lobby Day. Branches collaborate with our C/U partners on projects on our campuses. We do not want to lose all of that fabulous momentum. We are doing great work towards achieving equity for women in Washington state. However, it's time to re-invent a state organization that supports those initiatives in the most efficient way -- and in a way that makes more of our members willing to take on leadership positions at the state level.

The Executive Committee, with the help of our bylaws chair, Karen Manelis, approved revising our bylaws which will allow us to move forward with a more streamlined structure, while still maintaining compliance with Washington state law and with our AAUW parent organization. You will see the proposed changes in this issue of *The Evergreen Leader*. We encourage you to review these changes carefully, discuss them with others in your branch, and let us know if you have any questions or concerns that can be addressed prior to our Annual Meeting at the convention. These proposed bylaws will be discussed and voted on there.

(Continued on page 2)



### In this Issue

Bylaws pp. 7-16

Call for Annual Meeting Site p. 6

Call for Nominations p. 7

President's Message p. 1-2

Public Policy News p. 4-5

Scholar Recognition p. 15

Branch News pp. 17-19

Thank you for your continued efforts across our state, and thank you in advance for your support as our organization makes these needed changes. At the same time that we ask for your input and feedback, we also ask that you don't "skip a beat" in your branches' rhythm this year as we pursue the restructuring efforts in parallel. We have been doing great work for women and girls in Washington state, and we need to keep a laser focus on those critical efforts.

We hope to see you in Portland on April 25 for our first Joint State Convention. It's going to be a very exciting and interesting one!

Barbara Sando and Kelvie C. Comer  
AAUW Washington Co-Presidents



### **It's Time to Step Up: Seeking Candidates for State Leadership**

Connie Dunkelberger, Nomination Committee Chair

Try as we might, the Nominating Committee, comprised of Winnie Graham, Mary Williams, Susan Moses, Florence Young, Sharon Watt, and Ann Dennis, was unable to secure candidates for President and vice president-membership for the 2014-2016 biennium. We are pleased that Vice President—Finance Dellanie Fragnoli is running for a second term; her candidate information is printed below.

At my request, the AAUW-WA Leadership Team spent time in discussion about this issue at their January 26 meeting. We have known for some time that changes in the way we do business are required for a better fit for today's lifestyle and non-profit organizational needs. Although change is often hard on everyone, it can be a time when great things begin to happen. I am already encouraged by the steps the Leadership Team is taking to facilitate change.

It is not too late to step forward for 2014-16 leadership positions. \*\*\* Self-nominate You can be nominated from the floor at the Annual Meeting to be held during the convention in Portland. In fact, if you have suggestions or will help in guiding AAUW-WA to become the première organization for equity at the state level, just as AAUW is for our nation, give me a call at 253 565-7518, or contact me by email at: [aauwwa@gmail.com](mailto:aauwwa@gmail.com). Just as I said in my AAUW One Organization article in the previous Evergreen Leader, “. . . I encourage you to look beyond your branch. Become more involved at the state or national levels of AAUW and you will be amazed at what our membership dues and work can accomplish for equity for women and girls.”

#### *Dellanie Fragnoli – Candidate for Finance Vice President*

**Professional:** Currently Assistant Vice President, Risk Management for Costco Wholesale with oversight of all corporate risk management functions worldwide for Costco. I have been in risk management at Costco since 1991.

**Education:** Bachelor of Arts (1985) and MBA (1991) from California State University, Fullerton.

**AAUW Experience:** Currently Washington State Finance VP. Previous branch leadership positions include President, Finance, Membership, and Secretary. Volunteer for Expanding Your Horizons events.

**Community Involvement:** Board member of the Bellevue College Foundation. Previous board member of March of Dimes, Issaquah Schools Foundation and the Providence Marianwood Foundation.

**Other:** Married, one daughter (24), two cats. Enjoy travelling, reading, outdoor activities.





**April 25-27, 2014**

This convention will come with bells and whistles not regularly seen at state conventions.

You'll make connections with universities, national AAUW leaders, like minded organizations, counterparts in Oregon and AAUW Fellows and NCCWSL attendees.

There will be panels and workshops led by national leaders.

Come chat with AAUW Executive Director Linda Hallman and AAUW Director of Public Policy Lisa Maatz, along with other leaders from our two states as well as national AAUW (we even have some surprise guests).

Innovation and inspiration will be the norm, and you will want to take part.

Early registration ends April 1, but you can even come up to the last minute. Forms are on-line at AAUW-WA.

Go put your check in the mail; get your branch to submit the information on the branch basket to Deb Frick, plan on attending the Leadership Training Session and encourage your branch friends to do the same. You will have a fabulous time!

## **AAUW of Oregon and Washington**

### **Joint State Convention**

#### ***Connect Collaborate, and Lead***

##### **Embassy Suites Portland - Airport**

- ◆ Be part of a history-making event;
- ◆ Connect with other branch leaders;
- ◆ Meet the AAUW Executive Director;
- ◆ Hear from leaders in the fields of pay equity, leadership, and more;
- ◆ Celebrate our accomplishments; and bring a carful!
- ◆ Small branches eligible for Small Branch Reimbursement.

## **SAVE THE DATE!**

### ***AAUW Washington***

#### ***Summer Leadership Team Meeting and Summer Conference***

**Hal Holmes Center, Ellensburg, WA**

Friday afternoon and Saturday,

August 22—23, 2014

**Public Policy News: Progress and Priorities**

Barbara Sando, acting Public Policy Chair

Those of you who attended Lobby Day this year know what a fabulous event it was. Thanks to Judy Blair, Judy Fegley, Faye Beuby and all the others who helped to make this event a success. Our speakers were great, and we had record attendance. (For a full summary and photos from the event, check out our website.) Key emphasis areas this year were paid sick days and pay equity -- the two issues that are the focus of the Public Policy Impact Grant that Washington and Oregon were jointly awarded last summer. Thanks to the support of members and branches across the state, we are making excellent progress on the grant action plan.

Last fall, we submitted sixteen letters-to-the-editor on pay equity to 11 newspapers around the state. Since last fall, we gathered over 500 signatures on our paid sick days petition, and over 600 signatures on our pay equity petition. Hard copies of the signed petitions were presented to all legislators visited on Lobby Day, and the rest of them received the petitions electronically. In the ten days preceding Lobby Day, 80 AAUW members in Washington e-mailed their legislators to make them aware of our concerns in these two key areas. 22 of our 35 branches participated, and e-mails went to legislators in 29 of our legislative districts. Successful tabling events were held at the UW-Bothell in November and in Bellingham in February to expand awareness of these issues. Between now and April, three more tabling events will be conducted with our C/U partners.



With Lobby Day now behind us, our impact grant focus is now on the promotion of awareness for Equal Pay Day, which is April 8. Our goal is for 100% branch participation in one way or another. Branch presidents and public policy chairs have been provided information to help enable this in your branches. Finally, we'll wrap up our impact grant activities at the Joint State Convention, where we'll hear from Linda Hallman, Lisa Maatz, Lilly Ledbetter and others on these key issues.

At the annual meeting during our convention, we'll also be reviewing and voting on proposed public policy priorities for 2014-2016. Please read the article below so that you're prepared to vote.

**AAUW-WA Public Policy Principles and Priorities, 2014-2016**

Every two years at our Annual Meeting, we vote on our Public Policy principles and priorities for the next biennium. The below paragraphs contain the approved PP principles and priorities for 2012-2014, and the proposal for public policy principles and priorities for 2014-2016. The proposal was developed by Judy Turpin and reviewed/refined by the AAUW-WA Leadership Team at our last meeting in late January. The Leadership Team recommends that we go forward with this proposal. Please review it prior to our annual meeting so that you are prepared to vote.

**AAUW Public Policy Principles for Action - Approved 2012-14**

**Proposed without changes for 2014-16**

Basic to all of AAUW-WA's public policy efforts is the understanding that true equity requires a balance between the rights of the individual and the needs of the community. We firmly believe in the separation of church and state. We support a fair, balanced, and independent judiciary. We oppose all forms of discrimination, and we support affirmative action to improve racial, ethnic, and gender diversity. We affirm our commitment to passage and ratification of the Equal Rights Amendment.

AAUW-WA supports constitutional protection for the civil rights of all individuals, including the right to privacy, and we believe in choice in the determination of one's reproductive life.

AAUW-WA believes that quality public education is the foundation of a democratic society. We advocate equity, academic freedom, protection from censorship, bias-free education, and responsible, ample, and stable state funding for all levels of education. We advocate high quality, accessible, comprehensive public education at all levels, early childhood through post-secondary, including programs that support lifelong learning and meet the needs of women re-entering the workforce. We advocate the right of citizens to be informed and involved in the goals, policies and operations of all public education institutions with school boards, trustees and regents being fully accountable to the public. We advocate for well-educated, fairly compensated and highly competent teaching professionals and high quality, innovative professional training programs.

AAUW-WA promotes the economic, social, and physical well-being of all persons. Essential to that well-being are an economy that provides equitable employment opportunities; a liveable wage; reduction of poverty; quality affordable dependent care; paid family and medical leave; decent and affordable housing; and accessible affordable quality health care. Critical to the well-being of all persons are freedom from violence and a clean and healthful environment. We support public budgets that balance individual rights and responsibility to community, and a tax system that will provide a stable source of public funds and produce over-all equity in the distribution of tax burdens. We support meaningful campaign finance reform that will promote equitable participation and representation and public disclosure of finances of elected and appointed officials and candidates.

AAUW-WA values and is committed to the arts and humanities, which develop and enhance our pluralistic cultural heritage.

#### **Public Policy Priorities - approved for 2012-2014**

AAUW (The American Association of University Women) advances equity for women and girls through advocacy, education, research and philanthropy. AAUW of Washington is a champion of equal rights for women and girls and for quality education in Washington State. We believe that "Education is the key to women's economic security," and we support the Principles for Change and the Ten-Year Goals of Washington Learns.

The members of AAUW—Washington reaffirm our commitment to:

- The Principles for Change and the Ten-Year Goals of Washington Learns and the work of the Joint Task Force on Basic Education Finance. We support legislation and budgets which:
- Implement basic education reform;
- Fund basic education;
- Improve access to postsecondary education; and
- Protect access to comprehensive reproductive health care.

We support public budgets that balance individual rights and responsibility to community, and a tax system that will provide a stable source of public funds and produce over-all equity in the distribution of tax burdens.

#### **Public Policy Priorities - proposed for 2014-2016**

*AAUW (The American Association of University Women) advances equity for women and girls through advocacy, education, research and philanthropy. AAUW of Washington State is a champion of equal rights for women and girls and for quality education in Washington State.*

*We support State legislation and budgets that:*

*Provide ample funding of Basic Education as required by the McCleary Decision*

*Improve access to postsecondary education*

*Protect access to comprehensive reproductive health care*

*Provide access to paid sick and safe leave*

*Promote pay equity*

*We support public budgets that balance individual rights and responsibility to community, and a tax system that will provide a stable source of public funds and produce over-all equity in the distribution of tax burdens.*

## AAUW-WA 2015 Annual Meeting - Who Will Be Our Host?

Prior to the 2014 Joint State Convention, the AAUW of Washington State must finalize the location of the AAUW Washington Annual Meeting, which will be conducted in April 2015. The target date for that meeting is April 18, but until a location is firmed up, the specific date could change. (Remember that a one-day Annual Meeting is conducted on the alternate years to those in which the Annual Meeting is conducted at the State Convention.)

In the past 6 years the following branches hosted Annual Meetings: Portland (Hudson Bay and Vancouver) - 2014, Pasco - 2013, Tacoma — 2012, Bellingham - 2011, Kirkland-Redmond, Issaquah, Lake Washington 2010.

**We are looking for proposals from any branch, group of branches, or C/U partner that is willing to host the Annual Meeting in 2015. Please submit your proposals to us by April 15** in order that a final determination can be made before Convention, April 25-27, where the location and date will be announced.

Below are the responsibilities for the Annual Meeting host:

1. Secure adequate meeting space with April availability (Note that a strong college/university partner and conducting the meeting on a campus are desired, but not mandatory, for the Annual Meeting.)
2. Arrange logistics for the meeting, including facilities and food; identify nearby lodging options for those who may need it.
3. Provide support/volunteers on the day of the meeting for check-in and any other admin types functions.

Note that it will be the AAUW-WA Executive Committee -- not the meeting host -- who is responsible the development of the agenda and all programming for the Annual meeting, as well as for pre-registration and all handling of registration fees, etc.

The host branch is primarily providing the venue for the meeting, and providing support on the day of the meeting to ensure it all goes smoothly from a logistical perspective.

If your branch is/you are willing to host the Annual Meeting in April 2015 -- either with another branch(es), with a C/U partner, or alone -- please submit a 1 page proposal to [president@aauw-wa.org](mailto:president@aauw-wa.org) by April 15, 2014. The proposal should include your plan for addressing the host responsibilities as described above.

The proposal must include the following:  
Branch and Branch President Name,  
Phone Number and E-mail address  
Contact Name, Phone Number and E-mail address.

Please tell us how you can fulfil the responsibilities listed above.

Please provide any additional factors why you think this site is especially suitable (specific staff, facilities, special relationships with institution, etc.).

Thank you for your consideration,

Kelvie Comer and Barbara Sando  
AAUW-WA Co-Presidents



There are a number of bylaw changes to Article IV. Membership and Dues mandated by changes passed at Association level. These are changes that are required and will not be voted on by state members. Copies of the mandated changes and our new bylaws will be available at the state convention in Portland and are posted on the AAUW Washington website now. The following changes to the AAUW Washington bylaws will be voted on at the convention. Please read them and be prepared to discuss and vote on them. If you have questions, please contact Karen Manelis, AAUW-WA Bylaws Chair, [bylaws@aauw-wa.org](mailto:bylaws@aauw-wa.org) The proposed implementation timeline is on the AAUW-WA website now.

CURRENT

PROPOSED

**STRIKE ARTICLE IV. Membership and Dues and replace with AAUW mandated changes to Article IV. Membership and Dues. No vote is required for these mandated changes.**

**STRIKE Article V. Sections 2 and 3 and renumber remaining sections.**

#### ARTICLE V. FINANCIAL ADMINISTRATION

##### Section 2. Dues.

- a. The annual state dues for branch members shall be fixed by a two-thirds vote of those present and voting at the state convention upon recommendation of the state board of directors. The vote shall be by multiple-card vote. Such dues are payable to the state finance vice president on July 1. Notice of a proposed dues change shall be sent to each branch at least thirty (30) days prior to the convention. Dues of new members may be accepted at any time. Dues shall include a subscription to the state publication distributed to all members.
- b. Reciprocity. Washington shall have a reciprocal membership policy. Payment of any additional dues shall be waived for a transferring member whose current dues have been paid to another state.
- c. College/university members shall pay no state dues.
- d. A member-at-large belonging to AAUW-WA shall pay annual state dues of the same amount specified for branch members. Dues shall include a subscription to the AAUW-WA publication distributed to all members. Dues are payable on July 1 to the state finance vice president.
- e. A branch recognized by AAUW between December 1 and June 30 shall pay state dues for each member at half the annual amount.

**Section 3.** A member of one of the national organizations of federations of IFUW, whose current dues have been paid and who is spending a period of a year or less in the U.S.A., may attend state meetings without a vote.

**Section 4.** Budget. The budget for AAUW-WA shall be prepared by the budget committee with the finance vice president as chair and approved by the board of directors no later than June 30. The executive committee shall have the authority to revise the budget within available income.

**Section 5.** Financial Policies. AAUW-WA shall set and maintain policies and procedures to control financial records consistent with generally accepted accounting

#### ARTICLE V. FINANCIAL ADMINISTRATION

**Section 2. Budget.** *The budget for AAUW-WA shall be prepared by the budget committee with the finance vice president as chair on a biennial basis and approved by the board of directors no later than September 30 of even numbered years. The board of directors, upon recommendation of the finance vice president, make budget adjustments no later than September 30 of odd numbered years. The executive committee shall have the authority to revise the budget within available income.*

**Section 3. Financial Policies.** AAUW-WA 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.

principles and federal, state, and local laws including an annual financial review.

**Rationale:** *The intent of Article V., Sec. 2 is moved to Article IV, Sec. 5, Article V. Sec 3 is being removed based on the 2011 AAUW mandated bylaws changes to remove all references to IFUW. Our international connection in reciprocity is covered by the wording, "AAUW-affiliated entity" in Article IV. AAUW-WA changed to a two-year budget cycle in the last biennium; the changes to Sec. 2 bring the bylaws into conformance with actual practice and change the budget cycle to coincide with the term of office of the president/administrator.*

**STRIKE Articles VIII. Nominations and IX. Elections entirely and replace with Article VI. Nominations and Elections**

**ARTICLE VIII. NOMINATIONS**

**Section 1. Nominating Committee.**

- a. There will be a nominating committee of one member per district, elected by the following procedure: a chair shall be elected as in 1(b); other members, all of whom shall have served on the board of directors for a period of at least one year, shall be elected by the voting body at the state convention or annual meeting. Those elected will serve for one year.
- b. The chair of the nominating committee shall be nominated by the previous nominating committee from among its members and elected by majority vote of the board at the spring board meeting. No person shall serve as chair consecutively.
- c. Nominating committee members who vacate their position for any reason prior to completing their term may be replaced by another member of a branch in the same district by the Board of Directors.

**Section 2. Nominations**

- a. Nominations shall be submitted in writing to the chair of the nominating committee at least four (4) months prior to an election as specified in Article X. The chair shall report to the members of the committee all names received.
- b. The nominating committee shall present a list of nominees to each branch at least two months prior to the election as specified in Article IX.

**ARTICLE IX. ELECTIONS**

- Section 1. The elected state officers shall be elected by duly accredited delegates.
- Section 2. Elections shall be by ballot.
- Section 3. Conduct of a mail-in election and ballot authentication shall be determined by the Executive Board of Directors a minimum of three (3) months prior to the election and the process communicated to members by publication in an established printed media.
- Section 4. Election ballots for a mail-in election shall be mailed to the Presidents of each branch a minimum of 30 days prior to the voting deadline.

**ARTICLE VI. NOMINATIONS AND ELECTIONS**

**Section 1. Nominations and Elections Committee.**

- a) *The board shall appoint a chair for the ensuing nominations and elections committee from applicants who have served in any position on a previous nominations and elections committee. The board shall also appoint an additional three (3) to five (5) members. Geographical representation should be considered.*
- b) *The nominations and elections committee chair and members shall be appointed no later than July.*
- c) *The term of service on the nominations and elections committee shall be for one year (July 1-June 30) for a maximum of two consecutive terms, a third term being possible only as chair. No member shall serve more than two consecutive terms as chair.*
- d) *No later than six months prior to the election, the nominations and elections chair shall notify all members of the director and officer positions open for election and request nominations.*
- e) *The names of the nominees for elected office shall be published and distributed to every member at least 30 days prior to the election.*
- f) *After the slate of nominees has been announced, additional nominations may be made from the membership according to established policy, with the consent of the nominee.*
- g) *In the event that any member of the nominations and elections committee resigns or is proposed as a candidate for office and agrees to stand for nomination, that member must resign immediately from the committee, and the board shall fill the vacancy if the number of committee members fall below the minimum number*

**Section 2. Elections**

- a) *The elected state officers shall be elected by duly accredited delegates.*
- b) *Elections shall be by ballot.*
- c) *Conduct of a mail-in election and ballot authentication shall be determined by the board of directors a minimum of sixty (60) days prior to the election and the process communicated to members by publication in an established printed media.*

d) Election ballots for a mail-in election shall be mailed to the Presidents of each branch a minimum of 30 days prior to the voting deadline.

**Rationale:** Streamlining the nomination and election process will ensure that the committee has the most amount of time possible to seek out candidates and make them known to members. Elections Processes coordinated by the same group assures the timing for both mail-in and convention balloting is well-coordinated.

**STRIKE Article VIII. Nominations and Art IX. Elections in entirety and replace with Article VI. Nominations and Elections**

**ARTICLE VI. STATE BOARD MEMBERSHIP**

**Section 1.** There shall be board members to fulfill the functions of administration, program, membership, public policy, finance, AAUW Funds, and communications.

**Section 2.** The elected state officers shall be president; vice presidents for finance, program, membership; and communications; and recording secretary, chosen with due regard for geographical representation.

**Section 3.** The president, with the approval of the executive committee, may appoint state board members, until there is a total of not more than 25 board members, not including branch presidents. The appointed board members fulfill the functions of public policy, AAUW Funds, communications and such other responsibilities as deemed necessary by the state board.

**Section 4.** The term of each elected state officer and appointed state board member shall begin on July 1; however, the incoming or continuing president may call meetings of the incoming executive committee and board of directors prior to July 1 for the purpose of approving appointments and making plans for the coming year.

Elected state officers shall serve for a term of two (2) years or until their successors have been elected or appointed and have assumed office.

**Section 5.** No member shall be eligible to serve more than two (2) consecutive terms in the same office.

**Section 6.** Branch presidents shall be members of the state board.

**Section 7. Vacancies.**

a. A vacancy in the office of president shall be filled for the unexpired term by the program vice president's assuming the presidency. If the program vice president is unable to serve the remaining term of office, the executive committee shall select a replacement subject to a vote of confirmation by the state board.

b. A vacancy in any office other than president shall be filled for the unexpired term by a majority vote of the executive committee.

**Section 8.** Elected officers or other state board positions may be shared by not more than two persons. In the event two persons share an elected officer or other state board position, each shall be entitled to the full benefits of the position (i.e. notice, voting and cost reimbursement), but the total number of elected and appointed board members (other than branch presidents) shall not exceed 25 persons, including those sharing positions.

**ARTICLE VII. OFFICERS**

**Section 1. Officers.**

a) *The elected officers for the organization shall be a president/administrator, finance vice president, secretary and four (4) directors at large. The president/ administrator, finance vice president and two (2) directors at large are elected in even numbered years, and the secretary and two (2) directors at large are elected in odd-numbered years*

b) *There shall be five (5) appointed directors at large, two (2) appointed in even numbered years and three (3) in odd numbers years.*

c) *A vice president shall be appointed by the board from among the elected directors.*

d) *All elected officers and directors shall serve for a term of two years, or until their successors have been elected or appointed and assume office. Term of office shall begin on July 1.*

e) *No officer shall hold more than one office at a time. All officers are limited to no more than three consecutive terms in that office.*

f) *Each office may be filled by an officer or co-officers. Each office shall carry one vote.*

g) *Except for vacancies created by removal of an officer by the members, vacancies in the office of an officer may be filled by a majority vote of the remaining directors on the board at any properly called board meeting, whether or not less than a quorum, or by a sole remaining director. The voting members may fill any vacancy or vacancies not filled by the directors. Any individual filling a vacancy pursuant to this section shall be a voting member of the corporation in good standing. Except as provided herein, individuals appointed to fill a vacancy shall serve until the end of the term of the officer whose vacancy they are filling.*

**Section 2. Duties**

a) *Elected officers shall perform the duties prescribed by these bylaws, by the rules of procedure and policy adopted by the board of directors, and by the current edition of Robert's Rules of Order, Newly Revised.*

b) *President/Administrator. The president/ administrator shall officially represent AAUW-WA in activities of AAUW and shall be responsible for submitting such reports and forms as required by AAUW.*

**ARTICLE VII. DUTIES OF ELECTED STATE OFFICERS**

**Section 1.** Elected state officers shall perform the duties prescribed by these bylaws, by the rules of procedure and policy adopted by the board of directors, and by the current edition of Robert's Rules of Order, Newly Revised.

**Section 2.** The president shall officially represent AAUW-WA in activities of AAUW and shall be responsible for submitting such reports and forms as required by AAUW.

**Section 3.** The vice presidents shall perform such duties as the president and board shall direct.

a. Program Vice President. The program VP shall:

1. serve as chair on the committee on program development;
2. assume the duties of the president in the president's absence or inability to serve;
3. succeed to the presidency in the case of the resignation of the president.

b. Membership Vice President. The membership VP shall:

1. serve as chair of the committee on membership;
2. act as presiding officer in the absence of both the president and the program vice president.

c. Finance Vice President. The Finance VP shall:

1. assume responsibility for the collection and disbursements of all state dues and other monies due AAUW-WA;
2. serve as custodian of all funds and securities.

c. Communications Vice President. The Communication Vice President shall:

1. gain visibility for AAUW mission and programs among members and external audiences statewide.
2. coordinate media relations, newsletter and website development.
3. serve as a consultant to branch communications chairs.
4. serve as chair of the communications committee.

**Section 4.** The recording secretary shall keep minutes of the meetings of the membership and of the board and the executive committee and shall perform such other duties as the president, executive committee and board shall direct.

**Section 5.** AAUW-WA will annually provide AAUW with a designated contact for administration and finance.

*c) Finance Vice President. The finance vice president shall:*

*(1) assume responsibility for the collection and disbursements of all state dues and other monies due AAUW-WA;*

*(2) serve as custodian of all funds and securities.*

*d) Secretary. The secretary shall keep minutes of the meetings of the membership, the board of directors and the executive committee and shall perform such other duties as the other elected officers shall direct.*

*e) Directors. The elected and appointed directors shall facilitate and promote the purpose and mission of AAUW-WA.*

*f) AAUW-WA will annually provide AAUW with a designated contact for administration and finance.*

*g) The elected and appointed directors shall collectively fulfill the responsibilities associated with strategic statewide initiatives. Specific assignments will be made by the elected officers in accordance with the strategic plan for each AAUW fiscal year.*

Section 6. AAUW-WA shall designate a member other than the contacts for administration and finance to record and make available upon request the minutes of each meeting and board meeting.

**Rationale:** Per Washington non-profit corporation law, a non-profit corporations shall have a president, one or more vice presidents, a secretary and a treasurer. The proposal is for AAUW-WA to have three elected officers — a president/administrators and a finance vice president (which covers having a vice president and a treasurer) and a secretary. Best practices for non-profit corporations also provide for additional directors, to a maximum as set by bylaws (as required under RCW 24.03.100; see Art. IX below), either elected or appointed. Best practice also suggests that the balance of power on the board should be vested in the elected members. In addition to the three (3) elected officers, we are proposing to elect an additional four (4) directors (without portfolio) for a total of seven (7) elected board members. A vice president, whose duties and responsibilities would be delineated in policy would be appointed from among the elected directors.

**Strike Article XI. BOARD OF DIRECTORS and replace with Article VIII. BOARD OF DIRECTORS.**

**ARTICLE XI. BOARD OF DIRECTORS**

**Section 1.** The board of directors shall include elected state officers, appointed state board members, and branch presidents or their proxies.

**Section 2.** Powers and Duties.

a. State administration. In accordance with the bylaws and convention action, the board shall have the general power to administer the affairs of AAUW-WA and to initiate and carry out its programs and policies. It shall act for AAUW-WA between conventions. The board may adopt rules to govern its proceedings and it may also:

1. approve the budget and accept the auditor's report;
2. provide for the election of the chair of the nominating committee;
3. provide for such additional standing committees as are considered necessary for the work of AAUW-WA;
4. approve the establishment of special committees;
5. fill a vacancy in any office except the office of the president;

b. Branch Supervision

1. Creation. Upon recommendation of the state president, the state board of directors shall have the authority to approve in writing the application of any group of graduates qualified to form a branch within the state, under the AAUW Bylaws.

**ARTICLE VIII. BOARD OF DIRECTORS**

**Section 1. Composition.** *The board of directors shall have twelve (12) directors, consisting of the elected officers, four (4) elected directors and five (5) directors appointed with geographical representation considered. Every director must be a voting member of the corporation in good standing. The directors shall be elected by the voting members of AAUW-WA. In addition, the board may appoint a parliamentarian who shall serve as a consultant to the board and to the executive committee.*

**Section 2. Terms of Office.** *The term of office of each director shall be two years and all directors shall serve until expiration of the term for which elected or until a successor has been elected and qualified. No director, including an officer, may serve on the board for more than three consecutive 2-year terms. Service for one-half or more of a term is considered a full term. Once a director, including an officer, has served three consecutive 2-year terms, s/he may not be re-elected to the board or serve as an officer until at least one year has passed.*

**Section 3. Administrative Responsibilities.** *The board shall have the general power to adopt policies related to the general operation of the organization and to initiate and carry out its programs and policies, and shall accept responsibilities delegated by AAUW. It shall act for the organization between annual meetings. The board shall have fiscal responsibilities as outlined in Article V, Section 3.*

2. Forfeiture. The state board of directors shall review the findings of any branch which shall appear to have forfeited its right to continue as a branch under the AAUW Bylaws and recommend action to be taken. A branch may be deemed to have forfeited its right to continue as a branch for any of the following reasons

- a. has not forwarded the required dues to the AAUW Finance Vice President for a period of two years; c
- b. has violated the purpose of AAUW or the provisions of its Bylaws;
- c. has maintained branch bylaws or practices in conflict with AAUW;

If AAUW-WA is unable to make contact with the branch, it may initiate the process of discontinuance of the branch.

**Section 3. Meetings and Quorum.**

- a. Regular Meetings. Regular meetings of the board of directors shall be held at least once per year.
- b. Special Meetings. Special meetings of the board may be called at any time by the president and shall be called upon written request of five (5) members of the board, provided that at least five (5) day notice of such meeting and its agenda have been given to the members of the board.
- c. The quorum for a meeting of the board of directors shall be not less than one-third of the elected and appointed members of the board, including branch presidents.
- d. A majority of those voting at a duly constituted meeting at which a quorum is present shall be needed to approve a motion.

**Section 4.** Between meetings of the state board, a vote may be taken at the request of the president on any question submitted in writing, by telephone or any electronic means to all members of the board. If the question is provided in an electronic transmission, it must satisfy the requirements of applicable state law. Deadline for responses shall be five (5) days after the question has been submitted by electronic means or telephone, or by a later specified date when submitted by electronic means, telephone or in writing. When the vote is counted it shall have the same effect as if cast at a meeting of the board. The board shall be notified of the result. The same rules for quorum and passage as stated above in Section 3 c. and 3 d. shall apply.

**Section 4. Branch Recommendations.** *The board shall recommend to AAUW action to be taken in regard to the admittance of new branches or the discontinuance of current branches within the organization.*

**Section 5. Meetings.** *An annual meeting of the board shall be held on the same day as, or the day before or after, the annual meeting of AAUW-WA. Other special meetings of the board may be held from time to time on the call of the president or the number of directors equal to at least one-fourth (1/4) of the number of directors then serving on the board. The time and purpose for any special meeting shall be set by the person (s) calling such meeting.*

*a. Place and Time of Meetings. Meetings of the board shall be held at whatever place and time is designated from time to time by the board or persons calling the meeting and, in the absence of any designation, shall be held at the principal office of the corporation.*

*b. Board Meetings by Telephone or Video Conference or by Electronic Transmission*

*Directors may participate in a meeting of the board through use of conference telephone, electronic video screen communication, or electronic transmission by and to the corporation if in accordance with RCW 24.03.009. Participation in a meeting through use of conference telephone or electronic video screen communication constitutes presence in person at that meeting as long as all directors participating in the meeting are able to hear one another.*

**Section 6. Notice.** *Notice of meetings of the board, specifying the time and place of the meeting, shall be given to each director at least seven (7) days before the meeting if sent by first class mail or express mail service, or forty-eight (48) hours before the meeting if personally delivered or delivered by telephone (including a voice messaging system), or by electronic transmission by the corporation (RCW 24.03.009). Notice shall be deemed delivered when deposited in the U.S. mail or with an express mail service, or when received if delivered personally or by telephone, or on its confirmation of delivery if by electronic transmission. A notice, or waiver of notice, need not specify the purpose of any meeting of the board.*

**Section 7. Quorum.** *A majority of the authorized number of directors shall constitute a quorum of the board for the transaction of business.*

**Rationale:** Per RCW 24.03.100, the number of directors shall be fixed in the articles of incorporation or bylaws. The proposed changes creates a board of 12 members, 3 elected officers, 4 elected directors and 5 appointed directors. The five appointed directors will be appointed with consideration to geographical distribution. The maximum

**STRIKE Article XII. Executive Committee and replace with Article IX. Executive Committee**

**ARTICLE XII. EXECUTIVE COMMITTEE**

**Section 1.** Composition: The executive committee shall include:

- a. the elected officers of AAUW-WA;
- b. a state public policy chair.

**Section 2.** Powers and Duties: The executive committee shall act for the board of directors in the interim between meetings of the board except to assume such duties as are specifically delegated to the board by these bylaws.

**Section 3.** Meetings and Quorum.

- a. Meetings. The executive committee shall meet at the call of the president or at the written request of three (3) members of the executive committee, providing that at least five (5) days notice of such a meeting and its agenda shall have been given to the executive committee.
- b. Quorum. A quorum shall be a majority of the members of the executive committee.

**Section 4.** Between meetings of the executive committee, a written, conference call, or electronic vote may be taken at the request of the president on any question submitted by the previously mentioned means to all members of the executive committee. If the question is provided in an electronic transmission, it must satisfy the requirements of applicable state law. Deadline for responses shall be five (5) days after the question has been submitted by electronic means or phone, or by a later specified date. If a majority shall vote on a question, the vote shall be counted and shall have the same effect as if cast at a meeting of the executive committee.

**ARTICLE IX. EXECUTIVE COMMITTEE**

**Section 1. Composition.** The executive committee is a standing committee of the board, and shall consist of the elected officers (president/administrator, finance vice president and secretary) and two (2) directors at large appointed by the remaining directors.

**Section 2. Duties.** The executive committee shall have the power to make decisions and take actions relative to the operation of the corporation for the board between meetings of the board and shall report to the board on all actions taken by it. It shall perform such duties as may be delegated to it by the board. Without diluting the general authority granted to the executive committee by this provision, the executive committee shall oversee and have final decision making authority with respect to personnel matters, if any, and any other employees of the corporation.

**Section 3. Meetings.** Meetings of the executive committee shall be held on the call of the president/administrator or by written request of two of its members.

**Section 4. Quorum.** The quorum shall be a majority of the voting members.

**Rationale:** Two directors at large are being added to the executive committee to better distribute the authority of that body.

Strike Article XIII. Committees with Article X. Committees

**ARTICLE XIII. COMMITTEES**

**Section 1. Standing Committees**

- a. The state board shall authorize such committees as are deemed necessary to carry out the work of AAUW-WA within the limits of the budget and funds available.
- b. Standing committees shall be chaired by the state board member appropriate to the work of the committee.

**Section 2. Special Committees and Qualifications.**

- a. There may be established such special committees as shall be considered necessary by the board of directors or executive committee.
- b. Any member of AAUW may chair special committees.

**Section 3. Terms of Chairs and Members.**

- a. Standing committee chairs serve for the life of the committee or their board term, whichever is shorter.
- b. Committee chairs and committee members who are not state board members serve for the life of the committee or two years, whichever is shorter, and shall be eligible for a second two-year appointment.

**Section 4. Duties of Committees**

All committees established by the board shall be charged with those duties necessary to further the mission and work of AAUW-WA and AAUW and to coordinate and assist both branches and AAUW in that work.

**ARTICLE X. COMMITTEES**

**Section 1. Committees of the Board.** The board may create one or more committees of the board, each consisting of two or more directors and no persons who are not directors, to serve at the pleasure of the board. Appointments to committees of the board shall be by a majority vote of the board. Any such committee, to the extent provided in the board resolution creating the committee, shall have all the authority of the board, except that no committee, regardless of board resolution, may:

- (a) Fill vacancies on the board or on any committee that has the authority of the board;
- (b) Amend or repeal bylaws or adopt new bylaws;
- (c) Amend or repeal any resolution of the board that by its express terms cannot be amended or repealed;
- (e) Create any other committees of the board or appoint the members of committees of the board; or
- (f) Approve any contract or transaction to which the corporation is a party and in which one or more of its directors has a material financial interest, except as allowed by the Washington Corporations Code.

**Section 2. Standing Committees.** The board may establish standing committees composed of any number of directors and non-directors. All standing committees shall have a chair selected by the president/ administrator in consultation with the board. Standing committees shall provide advice and recommendations to the board but shall not have the authority of the board or any final decision making authority.

*Rationale: Establishes committees of the board, comprised of only members of the board, and standing committees, comprised of any combination of members and non-members of the board. Policy will establish the type and composition of all committees (e.g. governance, communications, program, membership, fundraising, etc.).*

**Strike Article XIV. State Conventions, Section 1 to Article XI Annual Meeting, Section 1**

**ARTICLE XIV. STATE CONVENTIONS**

**Section 1. Time, Place and Notification.**

- a. AAUW-WA shall hold at least one (1) general meeting each year, to conduct the business of AAUW-WA. A biennial convention will be held in years which alternate with AAUW meetings.
- b. The time and place shall be determined by the executive committee in consultation with the program development committee.

**ARTICLE XI. ANNUAL MEETING**

**Section 1. Time, Place and Notification.**

- a. AAUW-WA shall hold at least one (1) annual meeting each year, to conduct the business of AAUW-WA. A biennial convention will be held in years which alternate with AAUW meetings.

- b. The time and place shall be determined by the executive committee in consultation with the program development committee.
- c. Special conventions may be called by the president, or shall be called by the president on the written request of two-thirds of the members of the board of directors.
- d. Notice of convention shall be sent to all branches, members of the state board of directors, college/university members and state members-at-large at least thirty (30) days prior to the meeting.
- e. All state meetings, including meetings of the board of directors, shall be open and may be attended by any member of AAUW-WA.
- f. If circumstances prevent the holding of a state convention, the elected state officers shall provide for the conduct of necessary business.

- b. The time and place shall be determined by the executive committee in consultation with the board of directors.*
- c. Special meetings may be called by the president/administrator, or shall be called by the president/administrator on the written request of two-thirds of the members of the board of directors.*
- d. Notice of the annual meeting shall be sent to all branches, branch members, members of the state board of directors, college/university members and state members-at-large at least thirty (30) days prior to the meeting.*
- e. All state meetings, including meetings of the board of directors, shall be open and may be attended by any member of AAUW-WA.*
- f. If circumstances prevent the holding of an annual meeting, the elected officers shall provide for the conduct of necessary business.*

**Rationale:** *Per best practices and Washington non-profit corporate law, there must be an annual membership meeting established in the bylaws (rather than a convention). An annual meeting can be held within a state convention, but it must be noticed as the "annual meeting". The changes proposed bring AAUW-WA bylaws into conformance with Washington non-profit law.*



## Board of Directors

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### Elected Officers

President/  
Administrator

VP Finance/  
Treasurer

Recording  
Secretary

---

### Elected Directors (without Portfolio)

Director

Director

Director

Director

---

### Appointed Directors (with geographic representation)

Director

Director

Director

Director

Director

**Non-profit Model: Executive Committee - 3 elected officers + 2 Directors**  
**Board of Directors – 3 elected officers + 9 Directors**

### AAUW WASHINTON GOVERNANCE MODEL

This model shows the general governance proposal for AAUW Washington. The proposed transition plan is found on-line in two places: AAUW-WA Convention, Annual Meeting and AAUW-WA Bylaws. Go to [aauw-wa.aauw.net](http://aauw-wa.aauw.net) for a more detailed plan for the transition. If you have questions about this plan, which will be presented at the AAUW-WA Board Meeting by Karen Manelis, please contact her at [bylaws@aauw-wa.org](mailto:bylaws@aauw-wa.org) or Kelvie Comer at [president@aauw-wa.org](mailto:president@aauw-wa.org)



**EDMONDS SNO-KING BRANCH MEMBERS WORK AT RECRUITMENT AND RETENTION**

Edmonds Sno-King branch celebrates new members at a luncheon on Saturday, February 8th.

Phyllis Keiley-Tyler facilitated introducing them to opportunities to volunteer. We are proud to announce we have not lost a new member and that they become active quickly in branch activities.

**Port Townsend branch Co-President Vicky Miller welcomes you to visit her kitchen; One of eight kitchens on the 17th Annual AAUW/UWF Kitchen Tour on Saturday, April 26.**

The Port Townsend branch is proud to announce its 17<sup>th</sup> Annual Kitchen Tour, “A Kala Point of View”, which will be held on Saturday, April 26, 10 am to 4 pm, at eight homes in Port Townsend’s Kala Point neighborhood. Through its 501 (c)(3) philanthropic arm, the University Women’s Foundation, kitchen tour proceeds acquired from tour ticket sales, sponsorships, and raffle basket ticket sales fund branch education projects in East Jefferson County: scholarships and STEM recognition for high school students, Career Days for 8<sup>th</sup> graders, phonics and reading programs for kindergartners, a math program for 3<sup>rd</sup> graders, and AAUW Washington Tech Trek. This is a great time to spend a weekend in Port Townsend—enjoy the tour, this Victorian seaport, and the nearby sea and mountains. Tickets are \$15. For information, call (360) 302-0571 and see Facebook “Port Townsend Kitchen Tour”.



# SHOWCASE OF SUCCESS FORM

## Oregon-Washington Joint Convention 2014

Branch displays provide opportunities to celebrate successes and share them with each other. Bring a display of your branch's projects, programs, fundraising ideas, and special events to share. You are especially encouraged to focus this year's displays on your branch's work, events and success on the subject of PAY EQUITY.

Branch: \_\_\_\_\_

Contact Name: \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone: \_\_\_\_\_ Email: \_\_\_\_\_

Brief description of display: \_\_\_\_\_

Mail or email this form by April 1 to:

Oregon  
Marion Dunlap  
1567 SW Summerfield Ln  
Tigard, OR 97224-5662  
wdunlapm@frontier.com

Washington  
Fran Cappa  
6016 NW Thunderbird Ave  
Vancouver, WA 98663  
fcappa@comcast.net



### Silent Auction Item—Donation Receipt - WASHINGTON FORM

Joint AAUW of Oregon and Washington Fundraiser Benefiting AAUW Funds

April 26, 2014 - Embassy Suites Portland Airport - Portland, Oregon

**USE ONE FORM PER AUCTION ITEM OR BASKET, AS NEEDED**

Item Title: \_\_\_\_\_ Fair Market Value (determined by Donor) \$ \_\_\_\_\_

Brief Description: \_\_\_\_\_

Donated by: Branch \_\_\_\_\_ State \_\_\_\_\_ Member \_\_\_\_\_  
(Print or type 1st & last names)

Contact information: Email \_\_\_\_\_ Phone: (\_\_\_\_) \_\_\_\_\_

For donation by non-member or business: Full Name \_\_\_\_\_

Email: \_\_\_\_\_ Street \_\_\_\_\_

City, State, Zip Code: \_\_\_\_\_

DESIGNATE A PERCENTAGE OF THE PROCEEDS FROM MY DONATED ITEM TO ONE OR MORE OF THE FOLLOWING AAUW FUNDS ACCOUNTS, TOTALING 100%: \_\_\_\_\_ % Tech Trek #4371  
\_\_\_\_\_ % Bonnie J. Dunbar #4352  
\_\_\_\_\_ % Mary Lou Hughes #4362

SILENT AUCTION AND "BUY IT NOW" AUCTION ITEMS ARE TAX-DEDUCTIBLE CHARITABLE DONATIONS MADE BY BRANCH INDIVIDUALS, BUSINESS SPONSORS, AND THE BRANCHES THEMSELVES.  
AAUW IS A 501 ( c ) ( 3 ) public charity.

Submit to Deb Frick, President, Gresham Area Branch of AAUW, by **APRIL 15**.  
If emailed: [debfrick@live.com](mailto:debfrick@live.com). If mailed: Deb Frick 5141 SE 16th Drive, Gresham, OR 97080

REVISED 3/12/14



### Grant to Connect WSU with Women Attending Community Colleges of Spokane

PULLMAN, Wash.—The American Association of University Women (AAUW) has awarded a \$5,000 grant to Washington State University's Women's Resource Center (WRC) to help women attending Community Colleges of Spokane (CCS) transfer to four-year institutions.

Under the guiding hand of WRC's Director, Turea Erwin, the Campus Action Program (CAP) grant will help fund a student team's efforts to expand existing mentoring services through the Coalition for Women Students (CWS) and provide personalized guidance to women studying at three Spokane community colleges. By increasing collaboration and communication with CCS campuses, the WRC/CWS CAP team seeks to raise awareness and address issues that inhibit women from successfully transferring to four-year institutions.

Christine Brown, a WSU doctoral student initially involved with the grant proposal, said that transfer issues cannot be isolated from other challenges like finding affordable and reliable childcare, or understanding options for financial assistance and navigating the complex process to obtain financial aid. In addition, women from diverse ethnic and cultural backgrounds face other specific issues on a daily basis.

"Therefore, we are taking an integrated, interdisciplinary approach to exchange ideas, share research, seek solutions, sponsor events, develop programs, and extend our mentoring services in a collaborative effort with three CCS campuses," said Brown. Those campuses include Spokane Community College (SCC), Spokane Falls Community College (SFCC) and SFCC's Institute of Extended Learning (SFCC/IEL) in Pullman. The full press release from WSU is on the AAUW-WA website under College University.

## Scholar Recognition 2014

This is a Washington State AAUW created program to recognize high school young women for their excellence in the STEM subjects: science, technology engineering and math. Typically, junior class students receive this award and so it can be used for the students college and scholarship applications. Hopefully these young women will consider higher education in a STEM subject which opens the door to many opportunities for a rewarding career.



In 2012, AAUW Association gave recognition to the Scholars Recognition Program at the National Convention. Each branch has their own traditions on how they hold their recognition event which are held March through May. Common themes for the event include an invitation to family and honored scholar receive an AAUW-WA certificate for her achievement as well as a small gift.

Bellingham – Carol Simmer and Sharlene Joshua

Mt. Vernon – Judi Edwards

Puyallup – Betsy Bermel, Chris, McBride, Jo Ingram

Olympia – Pat Barber

Ritzville – Harriet Lynch

Anacortes – Letty Hafer, Beth Meenaghan

Federal Way – Judy Garcia

Gig Harbor – Wendy Cushners

Willapacific – Gloria Geisendorfer

Everett – Karen Greenwalt

Tri-Cities – Louise Gustafason, Deborah Holter  
SUCCESS FORM

Vancouver – Melanie Hands

Oregon-Washington Joint Convention 2014

**The Evergreen Leader**

AAUW-Washington

Florence Young, Editor

Non-profit Org.

U. S. Postage

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***Mission Statement***

AAUW advances education and equity for women and girls through research, education, advocacy and philanthropy.

***Value Promise***

By joining AAUW, you belong to a community that breaks through educational and economic barriers so that all women have a fair chance.

Membership in AAUW is open to all graduates who hold an associate (or equivalent), bachelor's or higher degree from a regionally accredited college or university.

In principle and in practice, AAUW values and seeks diverse membership. There shall be no barriers to full participation on the basis of gender, race, creed, age, sexual orientation, national origin, disability or class

Address labels for *The Evergreen Leader* come from the AAUW office in Washington, D. C. Changes cannot be made by the editor. Send address changes to your branch membership vice president and to:

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