

League of Women Voters of Concord-Carlisle
Annual Meeting – Meeting Minutes
June 30, 2021

PRESENT: Approximately 55 LWVCC members were in attendance at the meeting, which was held virtually via Zoom. The list of attendees is attached as a separate document. President Julie Rohwein presided.

Check-in to the meeting began at 6:40 pm, with members socializing in break-out rooms.

Welcome & Featured Speaker

At 7:00 pm President Rohwein opened the meeting, welcoming all. She introduced our featured speaker Judy Zaunbrecher, a member of the LWVCC and Co-President of the LWVMA. Ms. Zaunbrecher reviewed the League's legislative accomplishments during the year, and highlighted the strategic priorities. She noted the Leagues' 100th anniversary celebration, which featured a gala and a webinar series. Strategic Priorities for the year included Diversity, Equity and Inclusion (DEI) initiatives; increased voter engagement; democracy education; and legislative action. She reviewed statistics for measuring participation—attendance at events, the number of action alerts distributed and opened; the number of newsletters distributed and opened; the number of partnerships developed with nonprofit groups; and the number of individuals who accessed VOTE411 during the 2020 elections (over 80,000). She reviewed the extensive program initiatives, and the assistance provided to individual leagues across the Commonwealth. She noted that the LWVMA is seeking to increase its capacity to accomplish its work, and is hoping to raise \$310,000 during the year for this purpose. She noted that the base for operations is \$225,000. Ms. Rohwein thanked Ms. Zaunbrecher for her presentation.

Business Meeting

At 7:50 pm Ms. Rohwein called the 2021 Annual Meeting Business Meeting to order. Noting the lengthy agenda, she reviewed the procedures to be followed. She noted that the meeting is being held under the existing LWVCC bylaws, which are included in the meeting documents. Anyone wishing to ask a question or make a comment should indicate their interest in doing so by sending a note in the chat room to Court Booth or Peggy Wargelin, who were providing technical assistance. Speakers will be limited to one minute. All motions and amendments should be submitted in writing via the chat function. When it is time to vote, voting members will be asked to use the raised hand icon. She expressed appreciation to the dedicated members who worked so tirelessly throughout the year. She asked all to show patience and respect during the proceedings this evening.

Credentials Report

Linda Ziffrin presented the credentials report. We currently have 203 members, so a quorum is 21. She noted that 55 members were present, so a quorum was met.

Treasurer's Report

Treasurer Robert Hilsinger presented the Treasurer's Report, noting that very little of the funds raised during the year are retained by the LWVCC—most are transferred to the LWVMA and the LWVUS as part of our financial obligation to them. Programs that we are able to run locally are generally from donations or gifts. As a result of a generous gift this year from a member, we ended the year with a surplus of \$6,400, which is unusual. We have reserves (raised mostly through the periodic house tours fundraiser), which helps us pay for programming during the year.

Budget Report

Dee Ortner presented the 2021-22 proposed budget, thanking the Budget Committee members for their assistance—Julie Rohwein, Susan Frey and Robert Hilsinger. The assumptions made by the Committee were (1) to provide flexibility, as uncertainties remain as to how much in-person programming will be possible; (2) tech initiatives—how do we address the need for increased technical capability going forward; and (3) how do we provide continued support for individual committees and their initiatives, not all of which are known at this time. She reviewed the highlights of the budget. She noted that the organization should start to plan for a fundraising event in 2-3 years.

On a **MOTION** made by Ms. Ortner, and on a **SHOW OF HANDS** (with 38 voting in favor), the budget report was **ADOPTED** and so declared by Ms. Rohwein. It was noted that a second is not required under our rules, since the board had previously approved the motion which was brought to the annual meeting.

REORDERING AGENDA

Dee Ortner made the following **MOTION**, which was seconded by Karlen Reed: to lay the bylaw report on the table. Ms. Rohwein noted that a majority vote is required to pass. Ms. Ortner reviewed the reasons for her motion: (1) the matter is not as pressing as the content of the Nominating Committee's report; (2) the number of proposed bylaw changes are considerable and warrant a candid discussion and thoughtful deliberation; and (3) the exiting bylaws can suffice for the coming year. It was noted that "laying on the table" indicates that the matter will be set aside for the time being, but could be removed from the table later in the meeting or at another time. On a **SHOW OF HANDS**, there were 29 voting in favor of Ms. Ortner's motion, and 17 opposed. The motion **PASSED**.

LOCAL POSITIONS REORDERED

Marge Daggett presented a report on the proposal to reorder the LWVCC positions, the details of which were included in the meeting workbook. She noted that the following existing positions are affected: Housing, Concord; Growth; Land Acquisition and Management, Concord; Land Use and Agricultural Land Use under new Headings: Land: Use and Management—Concord; Planning—Concord; Housing—Concord; and Agricultural Land use—Concord. Ms. Daggett noted that none of the wording has been changed—the positions have simply been reordered for better clarity and understanding.

On a **MOTION** made by Ms. Daggett to accept the reordering of the local positions on housing and land use as presented in the workbook, and on a **SHOW OF HANDS** (with 39 voting in favor and 4 opposed), the motion **PASSED**.

PRESIDENT'S REMARKS

At 8:34 pm, President Rowhein made some brief remarks, pausing to reflect on the past year. She thanked all for the support that was provided to her and to the organization. She noted the record turnout and smooth operation of the 2020 elections in Concord and in Massachusetts. She noted that as of today, there have been 604,656 deaths from COVID in the US, including some members of the League, and many of our family, friends, and neighbors. She asked all to reflect on the hole left by these losses.

APPROVAL OF 2021-22 LOCAL PROGRAM

The proposals for Local Program Planning for 2021-22 were reviewed. It was agreed to make the following change to Section 1—Making Democracy Work I: Election Support:

Amend the fourth bullet to read as follows:

Fight Voter Suppression, we will urge that national League of Women Voters resources be used to fight voter suppression and gerrymandering in other states.

On a **MOTION** made by Judy Zaunbrecher and duly seconded, it was **VOTED** on a **SHOW OF HANDS** (with 38 voting in favor and 1 opposed) to approve the Local Program Planning Proposals for 2021-22, with the inclusion of the amendment noted above.

THANK YOU

Ms. Rohwein announced that a donation of \$1,000 was made to the LWVMA at the recent annual meeting in honor of long-time members and tireless contributors Marge Daggett and Ardis Bordman. A round of applause was received, thanking them for their service. Ms. Rohwein noted the retirement from the board of the following: Nancy Beeuwkes, Nancy Brown, Nancy Cronin, Susan Frey, Cindy Nock and Anita Tekle. They were thanked for their service.

NOMINATING COMMITTEE REPORT

President Rohwein thanked the Nominating Committee (NC) for its tireless work these past six months. Given the depth of the passion about the Committee's recommendations, she has asked Arlington LWV member Patti Muldoon to moderate this portion of the meeting.

NC Chair Maureen Kemeza introduced the members of the committee, noting that they were experienced—two had been state League presidents; two are current board members of the LWVCC; and one is Chair of an active off-board committee. She noted that the NC functions independently from the Board of Directors, with three members elected by the membership. The members alternated making remarks, with the following points made:

- It is increasingly apparent that changes are needed in the board; many women are now fully engaged in the workforce and are not available or interested in serving on LWV boards.
- Filling League positions has been difficult in recent years.
- The current leadership model is not sustainable, with a President/Vice President(s) and others required to spend an enormous amount of time on League business. Not addressing the problem this year is only kicking the matter down the road.
- A “shared responsibility” model has worked in several area communities, with a variety of structures. Under this model, committee chairs assume more responsibility for their own group's activities.
- The “vision and goals” of the LWVCC were identified through two brainstorming sessions held last fall. In addition, the NC interviewed all current board members, and any potential leaders who were identified. Nearly everyone expressed the view that we need to do things differently going forward—not personal, but we should focus on how the organization is structured.
- The NC met weekly from the end of February to the end of May. Two individuals were approached to possibly serve as President/Vice President, and both declined. In addition, eight members from Carlisle were identified and all were approached to determine their interest in serving on the board, and all declined for this coming year.
- Under Article XIII of the current bylaws, a “temporary variation in Governance Structure” may be used. It is important to stop investing in the past and start looking towards the future—our current model is no longer in step with the times.
- The NC has proposed that the 2021-22 LWVCC leadership work be carried out as a Board of Directors acting as a steering committee. Leadership would be shared with a team of equals, each in turn residing at monthly meetings. Each Director would support the core work carried out by off-board committees that would be entry-points for the wider membership, potentially to be engaged and develop leadership within the League.

- The NC has offered to meet with the Steering Committee during the transition period to provide assistance, and to assess its success.

Susan Millinger, a member of the LWV from Amherst, noted that Amherst has used a shared leadership model since 2018, after several years of their former traditional leadership structure not effectively working. In Amherst, 12 members (8 with portfolios) share the leadership responsibility, rotating the roles of creating the agenda and running the meetings. There is a convener of the month who handles any issues that need to be resolved quickly between meetings. Decisions can be made in 24-48 hours. Programs are put on either by Committees themselves, or by the Steering Committee. They have experienced increased participation in events. The formation of a small Executive Committee is under consideration.

President Rohwein noted that an information session about the NC's proposal was held earlier this week to hear comments and to respond to questions.

The following **MOTION** was made by Karlen Reed and seconded by Clare Gordon:

That we include the positions of President and Vice President in the structure proposed by the Nominating Committee for the upcoming year.

Patti Muldoon assumed the role of moderating this portion of the meeting. She noted that we will not be using Roberts Rules for the discussion. She asked all to be muted, to honor the time limits, to speak only for oneself, and to do so with care and respect. She suggested that we can all learn and grow from listening to a diversity of opinions.

Karlen Reed explained her motion, noting that the existing structure with a President and Vice President has served the LWVCC well for many years. In fact, she feels that the board has functioned amazingly well under the current structure. She questioned how the general public would know who is the "leader of the month," and asked how disputes would be resolved with a shared leadership structure. She urged a Yes vote on the motion.

Nancy Beeuwkes spoke as a past president of the LWVCC, and expressed alarm at the prospect of no president. She feels that having a strong president is essential to the League—it is important to elect someone who is willing to always be thinking about the League, and who can coordinate its many parts.

During the discussion, the following points were made (answers to questions included, when made):

- Why is Karlen Reed's name not included in the proposed Steering Committee? The tasks are to be provided by a group of individuals who have agreed to serve as a team of equals, and Karlen has indicated that she prefers a strong president at the helm.
- Karlen clarified that her motion is that two positions be added to the proposed slate of seven, for a total of nine.
- Is it assumed that the proposed slate for steering committee would remain on the board if a president and vice president were to be added? It is unknown, since these decisions will be made by the individual steering committee members. Each member would have to be polled and asked to join again under a different structure. Each joined knowing the proposed structure of a "committee of equals." It is coercive to force a disclosure during the heightened atmosphere of this meeting.

- There are at least 24 “jobs” to be performed by the current president—this is too large a workload. The task of “refereeing” members would hopefully not be necessary under the proposed steering committee.
- Is it possible to separate the leadership structure from the slate for our vote tonight? Does both structure and slate need to be decided tonight? The decision must be made at the Annual Meeting. The current board will serve until it is replaced.
- It is important to have both a president and vice president—otherwise there will be lots of confusion, with the risk of not having clear communication. It is important to encourage younger people to become active in the LWVCC, but a change in leadership structure won’t accomplish that—experience is needed.
- How many of our daughters or daughters-in-law are involved in League activities across the country? Very few.
- It is important that the public know who is to be the spokesperson for the LWVCC.
- Can the seven-person slate be expanded?
- It is difficult to recruit younger members to assume leadership roles, since they are generally not available during the day.
- Whether or not we are able to attract more diverse members depends not as much on the structure, but on the people involved and what we do. Under a “headless” board structure, it would be difficult to get some actions accomplished.
- At least six other Leagues have used some variation of a steering committee model for some time. It is a legal option, which we have nothing to lose by trying for a year.
- Structure is important. The openness of structure allows us to try and do new things. Membership in the LWVCC in Concord has declined over the years (down from a high of 400 to just over 200 now). Support was expressed for trying this new structure for a year.
- How will the proposed structure contribute to our DEI goal of more diversity? The response from the NC was that the new model would provide a much better chance of increasing diversity. Our current meetings (held daytime, often 4-5 hours at a time) are not conducive to those working outside the home.

At this point in the proceedings (about 10:15 pm), Ms. Muldoon asked how many were willing to stay until 11:00 pm—a **VOTE** was taken, and 32 voted in favor, with 5 opposed; the meeting continued.

Deena Whitfield noted that she is speaking for the three proposed elected members of the Nominating Committee (Maureen Kemeza, Nancy Brown and Deena Whitfield), and none of them are willing to serve on the NC if Ms. Reed’s motion passes. She felt that it is important that the NC embrace the governance structure, whichever it is.

In response to a question, Ms. Kemeza indicated that Karlen Reed was not one of those asked to serve as President, since at the time she was pursuing a position on the Concord Select Board. Ms. Whitfield noted that the NC interviewed any and all who were suggested as emerging leaders. The general membership was also asked, with no response received. Holly Cratsley remarked that she served as President of the LWV in Cambridge some years ago, and they had paid staff to assist. During her tenure, more women were returning to the workforce and the organization dissolved. She feels that the proposed steering committee model is a good idea on a trial basis for one year, and she applauds the work done by the NC.

A **POLL VOTE** was taken on Ms. Reed’s **MOTION**, which **FAILED TO PASS**, with 11 voting in favor, 32 opposed, and 2 abstentions.

The following Steering Committee Slate was then read by Ms. Kemeza:

Board of Directors 2021-2022:

- Stephan Bader – Operations/Events
- Nancy Confrey – At-Large/Voter Service
- Robert Hilsinger – Treasurer
- Diane Proctor – Community Engagement/Town Government
- Julie Rohwein – Operations/Media & Technology
- Emily Wheeler – Clerk
- Linda Ziffrin – Advocacy

The following Nominating Committee slate was read by Ms. Kemeza:

Nominating Committee 2021-2022 (three elected and two to be appointed by the NC):

- Maureen Kemeza, Chair
- Nancy Brown
- Deena Whitfield

Ms. Rohwein asked if there were any nominations from the floor. Evin Phillips nominated Dee Ortner to the Nominating Committee. Tanya Gailus nominated Karlen Reed to the Steering Committee (at-large member). Both expressed their willingness to serve if elected. This in essence created two slates for the Steering Committee—Slate 1 (as proposed by the NC) with seven members and Slate 2 (with the inclusion of Karlen Reed as the eighth member, at-large). A **POLL VOTE** was then taken, with 22 voting in favor of Slate 1, and 19 voting in favor of Slate 2. **Slate 1 PASSED.**

A **POLL VOTE** was then taken on the amended Nominating Committee slate, with members asked to vote for two out of three of the following, with the results as follows:

- Nancy Brown – 32 votes
- Dee Ortner – 19 votes
- Deena Whitfield – 25 votes

A **VOTE** was taken on the original proposed slate for Nominating Committee, including Maureen Kemeza as Chair. The **VOTE PASSED**, with Nancy Brown and Deena Whitfield **VOTED** to serve as elected members of the Nominating Committee, along with Chair Maureen Kemeza.

The meeting adjourned at 11:12 pm.

Respectfully submitted,

Anita S. Tekle
Clerk