

Women's International League for Peace and Freedom
United States Section
Steering Committee Meeting
September 7, 2014

Facilitator: Mary Hanson Harrison

Note Taker: Deb Holley

Steering Committee Members in Attendance: Mary Hanson Harrison, Altaira Hatton, Barbara Nielsen, Odile Hugonot Haber, Deb Garretson, Nicole Scott, Robin Lloyd, Deb Holley

Steering Committee Members Not in Attendance: None

Meeting called to order: The meeting was called to order at 11:20 am CDT by Mary Hanson Harrison, president.

Reminder of the tenets of CLARA: As a reminder before proceeding, Mary asked Altaira to give a brief summary of her CLARA classes: **C**alm yourself, **L**isten to others openly without judgment, **A**ffirm by affirming back to the person that you've heard and understand what they're saying, **R**espond to what the person has been saying, **A**dd your input in a professional manner.

Reading of the recommendation from the Personnel Committee: Mary partially read the recommendation received from the Personnel Committee, composed of Nicole Scott, Joan Bazar, Patricia Schroeder, and herself:

“Re: decision from Steering Committee needed immediately to move forward with Personnel Committee's Recommendation to contract with an **Interim Executive** through Third Sector New England (TSNE) for a minimum of 20 hours a week for up to 6 months (possibly shorter time) to carry out the essential responsibilities of the Director of Operations and to contract with TSNE for a **Transition Consultant** to assist the WILPF US Board in setting goals and priorities for staffing. <http://www.tsne.org/>

Dear Board Members: Since WILPF US Board received the resignation of our Director of Operations, Ria Kulenovic, the *PERSONNEL COMMITTEE has: 1) sent out a call for a Director of Operations & reviewed candidates, and 2) at the same time, looked at the possibility of building a sustainable and accepting culture for our workplace via a professional transition, nonprofit management company, Third Sector New England (see attached TSNE brochures).

NOTE: October 3, 2014 – end of Ria's employment

CANDIDATES: There were 26 applicants and of those candidates only 5-7 met the criteria for phone interviews. No one of them was outstanding. We would also have a very short time to finish the hiring process in an acceptable manner.

ALTERNATIVE: It became apparent, particularly since we have such a short time to find a suitable candidate, that we needed to think of an alternative pathway. We simply did not want to rely on luck to make such an important investment in our future. Our goal then became not just to replace Ria, but to make a significant change in the workplace, hiring and long-term direction of WILPF US, so that we would not continue a revolving-door of staff/management employment. Thus, changing a crisis (although we have a VERY short turnaround time) into the proverbial *opportunity*. And to give the WILPF Board the opportunity to get our work done!

It also became clear that we needed to look at a more objective and professional way to fill the managerial structure for this urgent need. Although the 2014 Detroit Congress did create a more cohesive sense of common purpose and direction, there still remains a good deal of mistrust and fear; all of which inhibits our working relationships and leaves us overloaded, impatient and anxious. As experts from the “outside,” the Interim Executive and the Transition Consultant would help us transcend the polarization and fractures that have brought us to the point of losing our staff, once again.

The possibility of working with TSNE arose because WILPF had contracted with them previously (2011 Heather Harker consulted with the Board on decision-making process); therefore they were already familiar with our needs. We are not reinventing the wheel nor spinning our wheels.

COST: The Interim Executive's cost, whose contractual requirements will be made in agreement with the WILPF US Board, was estimated at 20 hours a week for 6 months @ \$80.00/hour = \$38,400.00.

The Transition Consultant was estimated to cost \$30,000.00 and, in addition, there is a placement fee of \$1,500.00 TOTALING: \$69,990.00 for both positions.

MONIES: We will have the rest of Ria's salary, in addition to asking donors. The current “GROWING WILPF” campaign budget does have the possibility of monies allocated toward staffing.

The Personnel Committee asks you to accept our recommendation using a transition model that would serve our organizational mission and vision. They will provide from 1 – 3 top candidates within 1 - 7 business days. The fact that TSNE executives are experienced at coming in at pivotal moments for nonprofits gives a sense of stability and forward momentum during this transition period.”

Upon finishing the reading of the proposal, Nicole spoke up first, thanking Mary for gathering the information contained in this new report.

Reading of letter from Ria Kulenovic, Director of Operations: Mary asked if everyone had received and read the input from Ria. The comment was made that Ria's input had arrived very late last night, making it hard to read it in time for today's board meeting. Mary then read Ria's letter:

Dear Board members

WILPF membership has to face the reality that WILPF Programming is weak, and the WILPF advocacy for the most part is irrelevant. We no longer play any role among women's advocacy organizations in the US, and that is mostly due to a weak organizational capacity and its inability to move away from club-like mentality and obsolete advocacy methods.

Today we can achieve much more as women peace activists by working at the policy level and utilizing media, than through small-uncoordinated protests where we merely preach to the choir. Both strategies are valuable in advancing social change, but in addition to members' activism we need professional staff to fully achieve WILPF's mission and goals.

WILPF membership had been in leadership position of local branches for many years, as well as national issue committees that are diminishing. WILPF membership hadn't been able to revitalize its programming nor local membership for many years and in the situations like this one hiring an interim executive director is the most logical and positive action its board can take.

Research and practice suggest that groups that plan well and use a skilled interim executive director emerge stronger, more fiscally sound, and with higher levels of optimism about the future impact of their programs and services.

A highly skilled TSNE interim executive director will help the board and members address important systems and capacity issues, and lay the groundwork for the succeeding WILPF US leader's success.

TSNE Leader will:

Serve as a bridge, giving the board time to reconsider organizational staffing patterns and conduct a thoughtful search process, while managing the day-to-day operation of the National office.

Conduct an objective organizational review, reassure wary funders and keeping finances and revenue generation on track.

Tackle unique challenges related to the transition, building on strengths and addressing particular vulnerabilities.

Help the current board clarify its vision and future leadership needs.

I urge you to accept the Personnel Committee's recommendation by realizing that you are making an investment in the more resilient WILPF US Section. Although this investment might seem expensive at first, please consider that due to the unique demands of the interim executive role such positions are paid higher on an hourly basis than the organizational senior management staff (since most interims are part-time and do not have any benefits).

In sisterhood,
Ria Kulenovic

General discussion then followed, concerning the proposed decision:

Nature of employer/employee relationship with interim executive director: Barbara asked if there had been any discussion of various ways of paying the interim director. Mary told her that the board was to negotiate directly with the person hired as interim director, not through the consulting group. Barbara wanted a clarification that WILPF was directly hiring this person, which would mean the organization was now responsible for all payroll deductions, etc. Mary said that WILPF could negotiate the fee with the interim director. Barbara reiterated that her question was not what the interim director was to be paid, but what was the employer/employee relationship between WILPF and the interim director; was this person to be hired as a temporary through a temp agency, or would they be hired as an employee of WILPF, where the organization would be responsible for all payroll functions?

Nicole said that Mary had sent out the recommendation Thursday, listing the amounts of the salaries to be paid, and she asked Barbara if she wanted to know how much the consultant was receiving. Barb once again said that she wanted to know the nature of the relationship – would the \$80/hour include what the consultants receive, etc.

Mary reminded everyone to raise their hand by using 5*, in order to comment in the discussion.

Actual details of contract with consultants: Nicole asked why it was important that the board know ahead the actual nature of the contract. Barb answered that it made a great deal of difference, because there were a lot of people on the board and in the membership who didn't think this proposal made a lot of fiscal sense. In order to allay the fears of these people, the board should know exactly the wage rate that was being paid for this person; that was the underlying concern.

Benefits of using a consultant: Mary commented that the board would be paying for someone who would come in as an expert, knowing the legal, personnel requirements, and other knowledge required to run WILPF. She commented that the consultants "shared our common vision", and "we pay for what we get". Hiring a transition executive director would give WILPF a bridge, and some freedom from the current feeling that the organization is collapsing.

Clarification of the proposed employer/employee relationship: Altaira, in looking over the information, said that it appeared that WILPF was not looking at the consultants as a contract relationship, but employing the interim director directly as an employee. Mary said she would have to clarify that.

Insufficient documentation: Odile spoke up, saying that Mary was asking the board to make a decision without sufficient documentation. Odile was very concerned about the amount of money involved, not only from the aspect of how much an interim director would cost, but how much money would be coming into WILPF; the board didn't even know how many members WILPF really had. She said a lot of people had been asking a lot of questions the last week, but none of the questions had been answered.

Points for proceeding with the consultants: Mary answered that the board didn't have a lot of time, but that the Personnel Committee had done the best it could, based on the input from WILPF's fiduciary agents and others. She said that she herself was responsible for bringing in \$200,000, which should be able to fund this project. WILPF could not go on much longer without office staff. She believed the board was being "penny wise and pound-foolish" to be so concerned about the consultants and an interim director that a decision was delayed. She felt WILPF members needed to have the freedom to do peace work, knowing that the organization had a stable office and fiduciary responsibility. This was a short-term interim solution while a long-term decision was being considered.

Concern over finances and proposal to undertake fact-finding: Barb said that as nice as the members of the committee were, it was the responsibility of the board to responsibly control the finances of the organization. For months board members had run without adequate information regarding the finances, including recent contributions. Board members had been told that WILPF was approximately \$100,000 in the red. Many members were concerned that this project would only contribute more expense without really knowing what was going to be gained by this project. Barb suggested that herself, Deb Garretson, Deb Holley and Mary sit down and answer questions pertaining to what the consultants would actually do. Barb said she thought that WILPF could use

volunteers in the meantime, receiving pertinent information from Ria so that the office could continue. Barb wanted a week for the four to discuss this, before having another meeting with the board. Mary answered that she needed an answer at this meeting, and she wanted specifics on who would staff the office, etc. Barb again mentioned that she would like a week's time to do fact-finding.

Request that all board members' questions be answered: Deb H. spoke, affirming that this was an important decision that shouldn't be passed hastily when there were so many questions. She was concerned that the board must know the exact nature of the relationship with the consulting firm, exactly what they would do for the money paid them, and how the contract and agreement would be structured; all expectations should be laid out up front. She mentioned that she did not want to vote on a decision until all questions were answered to board members' satisfaction.

Question as to why only four people were proposed for the week's fact-finding project: Robin said she was concerned that perhaps board members weren't aware that they should be keeping up with what was happening in WILPF. She also questioned why the four people were selected by Barbara and also why more of the board, including young people, weren't included in the proposed fact-finding group.

Question as to suitability of consulting group: Deb G. questioned why that particular consultant was selected, given past experience with the group, and it was decided to pay an interim executive so much when what was needed was office help.

Request for alternatives: Nicole asked that the board be given enough time to discuss and answer questions before deciding. She also pointed out that all she was hearing were criticisms, but no proposals were coming forward that could be considered as alternatives. She added that she thought the board was expecting more time than what she could put out.

Request for several alternatives: Odile suggested that two or three proposals for alternatives should be considered before making a decision.

Past problems with using volunteers for staffing: Mary reminded the board that in the past, a person had previously come in as Executive Director when the office fell apart, but it had not turned out very well. Mary stated that when volunteers were asked to run the office, they lacked knowledge, things didn't get done, and raising money was very difficult when contributors knew the organization was being run by volunteers.

Additional information on the financial situation: Altaira spoke, saying she regretted that the board was not knowledgeable about WILPF's finances. She said the organization was actually in the black. She said that \$55,000 was what had been budgeted at this point, with the intention to pay two positions. She was concerned about taking additional monies out of the Grow WILPF campaign to fund this project; she questioned whether it would be ethical. She also thought that a consulting contract agreement should not be entered into lightly, and encouraged the board to allow more

time for discussion. She also mentioned that she wouldn't feel badly if the office was temporarily closed down for a few days as the board considered proposals.

The consulting group's history with WILPF: Barb took the floor, saying that in answer to Deb G.'s question, Heather Harker from this particular consulting firm was hired by the 2011 board to facilitate and keep an "even keel" during the board meetings. But when the board went back a second time and asked her to facilitate again, she asked if the board had followed her recommendation, and when the answer was no, she refused to come again. Barb also said the reason she chose the four people she did, in answer to Robin's question, was because they had indicated that they would have the time necessary to research the questions on this project. Mary was a member of the Personnel committee, and could represent Nicole, who had less time to devote to fact-finding.

Concern over continued functioning of the office and request for a time frame in which events will occur : Mary said that the purpose of the call was to accept or not accept the hiring of the consultants and an interim executive director. She said that a consensus vote, at this point in the meeting, had not yet been taken. She said it was disturbing to hear the suggestion that the office be closed down for awhile, since there were major projects looming. She said she believed WILPF had the finances to undertake this project, and she was trying very hard to get this done as quickly as possible. If the decision wasn't passed today, she wanted to know the time frame for when things would get done. She suggested that the board take all concerns to the Personnel Committee and they would help answer them.

Affirmation for fact-finding: Robin said that it was clear that there wasn't consensus on going ahead with this project and that Barb's suggestion was a good one. She said that even with only four days with a deadline in which to gather information, it still would be a good idea.

Scope of decision: Deb G. said she thought that this decision was too big a job for the Personnel Committee to begin with, and that it was unfair to put it all on the Personnel Committee.

Personnel Committee needs more time to deal with questions: Nicole said the hiring wasn't too much for the Personnel Committee, but that they weren't being given enough time to work on all of the other concerns members had.

Bigger decision than only filling a position: Barb said that Mary was calling her alternative as something brand new or different. Many of the questions being made by the membership had not been addressed by the Personnel Committee. If this was merely filling a position, the Personnel Committee could do it, but this was far bigger a decision than just hiring an office person. Barb stated that she had concerns that this might not move WILPF in the way desired. She didn't think that the Personnel Committee could necessarily answer all of the questions that the members have.

Urging to make the decision: Mary again urged the board to go ahead with the consulting contract, saying that the board needed to make the decision without laying blame for past mistakes.

The consultants would help the board find a common understanding, and also help find the person who could help WILPF get back on track. She expressed disappointment that, once again, the board was going to depend on volunteers, who hadn't been dependable in the past. She wanted all members to have some relief, not more responsibility on volunteers.

More support for time for fact-finding: Robin spoke, saying that Barb appeared to have the nucleus of an alternative plan. She again supported using a week to get more information.

Concern Over Not Meeting Deadlines: Melissa spoke up, saying she also didn't think it was fair that the Personnel Committee members should have all of the responsibility put on them, and she was also concerned that the board wasn't meeting deadlines.

Impact of changing the governing structure of WILPF: Deb Garretson said that there would be implications to the whole structure of WILPF with a change to an executive director, which members would need to come to grips with before a decision was made. These were problems WILPF had dealt with for years. She believed the board needed to take the time to look at the situation and what would happen.

Question on how the board will be able to assess the impact: Mary asked how the board was going to examine the impact that would be made. Deb G. replied that the board needed more time.

Information had been received very recently: Odile said that the excuse had been given that the board had been burdened, so that its members didn't have time to consider this decision, but in actuality, the board had been silent. The information the board members had received had been extremely recent. She was also concerned that switching from a membership-led organization to an executive-led organization should involve the membership. Odile thought the board should be looking at a temporary office worker until it could hash this out.

Clarification of an executive director's position: Mary said that on behalf of the Personnel Committee, the consulting firm would not be hiring someone to tell WILPF what to do, but hiring someone the board would tell what to do.

Research already undertaken: Nicole commented that she had already undertaken some research on-line about organizations facing the same problems confronting WILPF, and that it was still possible to have member-led committees, member-led fundraising, etc. under an executive director-led organization.

Sharing the research with the board: Barb asked Nicole to send everyone the information that she had found. Nicole replied that she preferred that the board take the time to discuss the information, but the office situation wouldn't wait.

Deadline for alternative proposals: Mary asked if the Steering Committee could put forth a proposal by Friday, September 12th.

Possibility of hiring a temp to run the office: Barb said that Odile's comment about hiring a temp was a very good one. She suggested contacting Robert Half, putting in an order for a senior secretary to supervise the interns and perform the office work. WILPF would not be responsible for all of the payroll responsibilities if a temp office was used. The person hired would take direction from the board. Barb also commented that she didn't understand why people were concerned about the CSW, waiting until October 3rd; preparations should continue whether Ria was in the office or not.

Question of where to obtain information: Deb G. spoke up, saying she didn't know where she needed to go to get the information she needed. Altaira replied that she could help Deb obtain the information, then she continued that she really liked the idea of hiring someone temporarily to run the office, learning from Ria before she left.

Time set for next Steering Committee meeting: Mary again suggested that the Steering Committee meet on September 12th, saying that the board needed to act quickly. The board members were to make two proposals minimum at that time. The time of the meeting would be 5:30EDT/6:30CDT/7:30MDT/8:30PDT, as usual.

Availability of Steering Committee members for next call: Robin announced that she had to leave the call, but said that she would be available on Friday. Nicole would not be available at that time, so it was decided Joan Bazar would be invited, as a guest, to stand in Nicole's stead. Mary would represent the Personnel Committee in the event of any formal function needed, such as a vote.

Vote on agreement of meeting time: Mary took an individual vote, and everyone on the Steering Committee was in agreement to meet again on Friday. Mary then said a vote would definitely be taken at that time.

Reminder of board's satisfaction with answers in order to agree to proceed: Deb Holley stated that the board might not be able to make a decision at that time, depending if all the board's questions had or had not been answered by then. She reminded Mary that she could not go ahead on the project without the board's consent, and the board must have its questions answered to its satisfaction before it would agree by consensus to continue with the project.

Meeting adjournment: The meeting adjourned at 1:30 pm CDT.

Respectfully submitted,

Deborah Holley
Board Secretary

Action Steps to be Undertaken: The Personnel Committee is to find out more about the nature of the employer/employee relationship of the proposed interim Executive Director position.

Board members are to have researched answers to their questions to their own satisfaction regarding the upcoming vote by Friday, September 12th, if feasible, and possibly present one or more alternatives for the entire board to consider at the Friday meeting.

Note: A couple of hours after the meeting, Mary emailed the Steering Committee members that the Personnel Committee needed time to consider any proposals that were going to be made, so she shortened the deadline by one day, to Thursday, September 11th. Any alternative proposals are to be given to the Personnel Committee by that morning, so that they can have a day to review them before the meeting Friday.