

## **Saturday, January 25, 2025, Board Meeting Announcements, Agenda, and Information**

Starting at 10 am PT / 11 am MT / noon CT / 1 pm ET – for about 2 ¼ hours

General Announcements of Interest (see also Board-related announcements in the agenda):

Int'l Congress: WILPF Int'l has recently hired their new Secretary General. In order for her to get settled in, the Int'l Congress will be postponed to 2026.

CodePink – Peace Economy: (from a CodePink email about this new website and part of their continuing discussions of the Peace Economy ) CodePink has talked about this website – <https://www.peaceeconomy.org/> – and about connecting with your community through the ecosystem – or by “tending to your heart” by attuning to the natural cycles of (re)connection. They go on to say – “Perhaps one of the pivots to peace is calling you? Or you want to find some inspiration from stories of the local peace economy? There are many places to enter; what's important is that we begin.”

### ***Formal Start of the Meeting***

(Meeting can start once a **quorum** of board members – currently, **six** – are present. (Co-positions count as *one*, even if both are present.)

**Opening - called to order approximately 10am Pacific Standard time.**

**ITEM o. Board Role and Check-in: 10 min.**

Chair: Darien De Lu; Recorder: Ellen Schwartz; Timekeeper: Darien

Vibes: Ginger Harris, Eileen Kurkoski

Current Board members present:

Darien De Lu, President

Cee' Cee' Anderson, Personnel Committee Chair

Phillip Cole, At-Large

Martha Collins Development Committee co-chair

George Friday, Program Committee Chair

Marybeth Gardam, Development Committee co-Chair

Ginger Harris, Secretary

Julie Kabukanyi, US Section representative to International Advisory Board.

Eileen Kurkoski, Membership Committee Chair

Barbara Nielsen, Treasurer

Ellen Schwartz, Nominating Committee Chair

Tina Shelton, At-Large

Current board members absent: none

Incoming new board members present:

Shilpa Pandey, President (with Martha Collins)

Julie Kabukanyi, Nominating Committee chair

Julie Leak At-large

Member Guests: Gloria McMillan, Dace Zeps; Dianne Blais, Laura Dewey, Regina Sneed;

## **ITEM 1. Board-related announcements**

1. Approval of Website Payment Reimbursements: In an email vote offered to all Board members, **the Board approved this proposal**:

**Shall, based on reasonable documentation (check copy, bank statements and related documents, and al dente invoice for the downpayment showing PAID), Darien De Lu and Michael Ippolito be reimbursed for the funds they advanced for the costs of the new WILPF website; specifically, for Darien, the \$1,440 for the downpayment AND, for Michael, the \$55 in international funds wire and bank charges, to provide that downpayment amount to al dente?**

The votes were as follows:

**Aye: 6 votes.** Darien D., Ellen S., Marybeth G. and Martha C. (one vote), George F., Tina S., Eileen K.

**Nay: 1 vote.** Barbara N.

**Abstain: zero**

2. eNews Editor Hired: A big thank you to staff member Michael Ippolito, who fulfilled the role of *interim editor* for three issues until the completion of the editor hiring process. The new editor, Emily Franko, has a range of editing experience, including newsletters, and prior background in peace activism. The February issue will be her first. (Special thanks to Ellen Thomas for her extensive Search Ctte. work.)

3. International Advisory Board Meeting: The IAB met earlier in January 2025. Julie Kabukanyi participated as the WILPF US member and is submitting a written report.

4. 110<sup>th</sup> Anniversary: The Development Committee is making plans for an impressive celebration for the 110th Anniversary of WILPF's founding on April 28.

## **ITEM 2. President's Message – Darien: 5 min.**

Darien reflected on her years as WILPF US Section President, the dire state of the country, and how using the webcam during a Zoom consumes energy. (*Apparently actually true: a new study, conducted by researchers from Purdue University, Yale University and the Massachusetts Institute of Technology, says just one hour of videoconferencing or streaming, for example, emits 150-1,000 grams of carbon dioxide (a [gallon of gasoline](#) burned from a car emits about 8,887 grams), requires 2-12 liters of water and demands a*

*land area adding up to about the size of an iPad Mini. But leaving your camera off during a web call can reduce these footprints by 96%. Multiplied by all the people on Zoom it can make a difference. But compared to gasoline used in an in-person meeting?)*

**ITEM 3. Harmonizing Practice – 2 min.**

**Old Business**

**ITEM 4. Approval of November 2024 Board meetings minutes – Ginger Harris and/or Ellen Schwartz: 5 min. APPROVED WITH NO CORRECTIONS**

**ITEM 5. Continuance of Commission on the Status of Women (CSW) Programs in 2025; revival of CSW Program Ctte. – Jan Corderman & Shilpa Pandey – presentation, Q&A, discussion, possible vote: 15 min.**

Jan was not present. Shilpa reported that the hotel used for the last two years would double its costs for this year and questioned whether the Practicum in Advocacy should take place. The ad hoc CSW Program Ctte. reconvened on an urgency basis to address fundraising and finding alternative accommodations. The committee voted strongly to continue both the Local to Global (L2G) and the Practicum in Advocacy programs.

Because we have no 2025 budget, we can only guess that it (for this early March program) will resemble the 2024 one.

Genevieve is available to help with some of the planning for the Practicum in Advocacy. Shilpa is hampered in participating in this discussion because she lives in Southern California, no power due to wildfires; she is listening to the meeting in a public library.

**To be continued in Executive Session.**

**ITEM 6. Personnel Ctte. report – Cee' Cee' Anderson, Personnel Ctte. Chair – presentation, Q&A: 5 min.**

Cee' Cee' provided a timely written Board report, so this item is in response to her request for agenda time.

Need more members to serve on the committee. She is asking that we try to solidify training for liaisons and contractors that are just coming on board. Wants permission for this. Also wants to define the exact role of the Personnel committee. It shouldn't take 6 months to 1.5 years to do a hire. Also need to update the employment contracts. Committee members are not professionals, volunteers, not being paid – but should be mindful of the words and reactions we convey to one another.

Darien asked what were the primary factors that slowed the hiring process. Cee' Cee' said it was likely the format of the applications, and process of getting back to people they want to interview- they've lost many applicants due to not getting back to them in a timely manner. Everyone on the search committee needs to have a job to do, to share the work.

Darien noted that the 2024 Pundits list (that we have been using) includes the new Board Members (plus the 2024 board members). Eileen isn't getting the pundits mailings!!

**ITEM 7. Proposed amendment to the collaboration & partnerships protocol – Gloria McMillan & Darien – presentation, Q&A, discussion, vote: 10 min.**

This item continues work on issues raised at the November meeting.

Proposal for a Board Vote (Please see proposed amendment.)

**Should section 2. INFORMATION TO BE INCLUDED IN THE INITIAL GENERAL CONCEPT PROPOSAL, part A of the COLLABORATION PROCESS, STEP-BY-STEP (12/21 update) protocol be amended as shown, to require and describe the exercise of due diligence in researching information about proposed partner or collaborating organizations?**

Eileen proposes a new wording for the last sentence: “ **How closely does their functioning, their purpose or mission, their leadership and primary staff, align with WILPF principles and values?**” Accepted as a friendly amendment.

On a vote on the changes as a whole:

Phillip voted NO, too convoluted. Barbara voted NO felt it also would benefit from further looking at the language, and should be given to the incoming Board to decide. Marybeth didn't understand the new language and since it isn't urgent, wait until the new Exec Director is on board and she should have more say about how to proceed.

**Nay: 3 votes. Phillip, Marybeth, Barbara, Martha (Martha and Marybeth constitute one vote)**

**Abstain: 2 votes. George Friday (she assumes that by abstaining this will be passed to the new presidents); Cee' Cee'**

**Yes: 5 votes. Darien, Ellen, Eileen, Ginger, Tina**

**MOTION CARRIES: the protocol can be further revised and amended by the incoming board if they feel the need.**

**ITEM 8. Parting comments from retiring Board members – Phillip C. (At Large Board Member) & Ellen S. (Nominating Committee Chair) – presentations, 5 min. each (10 min.)**

Ellen noted that she had agreed to take minutes for Ginger, and Ginger would continue as Secretary until a replacement can be found. Darien noted that this arrangement involves Ellen attending Executive Sessions. And this will be discussed *in* the Executive session, so it is unclear who will take the notes. **But then everyone agreed that Ellen may attend the Executive Sessions for the purpose of taking notes.**

**New Business**

**ITEM 9. Hiring of an executive director – Marybeth and others – presentation, update, Q&A, discussion: 25 min.**

This item is primarily to allow Board and other WILPF members to ask questions about the hiring and to voice their views. George liked the process even though it felt

long (as pointed out by Cee' Cee'). Theresa objected to spending over \$100,000 a year for an E.D. of a volunteer organization. Marybeth explained the job description of the ED, and clarified the relationship to the Administrator (Chris W). There were over 90 applicants.

**ITEM 10. Induction of new Board members – Darien,**

**Newly Elected Board Members: Martha Collins (Co-President), Shilpa Pandey (Co-President), Julie Kabukanyi (Nominating Committee Chair), Julie Leak (At Large Board Member) – presentation: 5 min.**

**Re-elected Board members: Marybeth Gardam (Development Committee Chair), Eileen Kurkoski (Membership Committee Chair)**

**The entire 2025 board, including continuing members, were sworn in.**

From here the Board composition consists of new and continuing members; Ellen and Phillip are no longer eligible to vote on motions.

**ITEM 11. Funding for website custom calendar: budget needed – Ellen S. and others – presentation, update, discussion: 10 min.**

The new website lacks a calendar, and WILPF lacks a budget. Darien explained that by allocating up to \$2,000 (one-time) for a custom calendar, WILPF will save the cost of buying and periodically updating the software of a “plug-in” calendar – as well as avoid possible calendar malfunctions when WordPress updates (periodically). A custom calendar would work directly with the WordPress platform, so it would automatically update when the platform updates.

Ellen felt that while it's true that plug-ins sometimes run afoul of WordPress updates, she's not sure if a custom calendar would not also have vulnerabilities, and possibly lack features that a commercial plug-in would have. **Barbara moved, per Ellen's suggestion, that we defer this to the next Board or Steering Committee. And that Glenn's input on this subject would be useful as he has experience. Agreed without objection.**

**ITEM 12. Documenting the Board decision on the protocol for issue ctte. funds accounting – Darien – presentation, Q&A, discussion, vote: 10 min.**

Proposal for a Board Vote (see Background Information document on this topic)

**Should WILPF use the protocol under which expenditures deducted from an issue ctte's balance are covered *first* by those funds that WILPF annually allocates for each issue ctte.?** (they are not required to use the allocation first, however)

This has been the habit but also (in Ellen's experience) is always a question, so it would be good to have it codified. Barbara explained in more detail about how the annual allocation for each issue committee works and its relationship to member money donated for the use of the committee. Barbara opined that voting on this now

is inappropriate—it should be discussed in the Finance Committee and Membership Committee – and brought to a vote at a subsequent Board meeting. Darien countered that she has been trying to get Barbara to call a Finance Committee meeting to discuss it. Phillip felt it should work the other way around – issue committees spend money they raised, first, and then come to national for money from the annual allocation. Marybeth would keep the policy as it is now, as this supports our Program work. Barbara reiterated that the annual allocation does not carry over to the next year; if they don't spend it, they lose it. Member donations (or fundraised) remain in the issue committee's account.

**Abstain: 3 votes. Julie K, Julie L, Ginger**

**Nay: 3 votes. Barbara, Eileen, Tina**

**Aye: 5 votes. Darien, Marybeth, Cee' Cee', George, Martha**

**MOTION CARRIES**

**ITEM 13. Request for Proposals has gone out for the WILPF re-envisioning work – Marybeth and others – presentation, update, Q&A, discussion: 25 min.**

The RFP for re-imagining WILPF has gone out (see it [here](#)). Over \$50,000 is budgeted for this project. How effective can this re-envisioning work be if we do not fund or make other changes in our membership and program functioning?

This item is primarily to allow Board and other WILPF members to ask questions about the contracting of the re-envisioning agency and to voice their views.

**ITEM 14. Setting the 2025 schedule of Board meetings – Martha, Shilpa & Darien – presentation, discussion, decisions: 5 min.**

*Note:* The schedule of Board meetings for 2025 is expected to *mostly* be the same as in 2024. However, in this item we'll address why the March meeting and May meeting may need to be rescheduled. We have not announced the March meeting, which would be on March 22, less than 60 days from now and bylaws require that for any Board meeting that would make a policy decision. Plus there is a conference in Chicago on March 22 that several board members would like to/plan to attend.

**Darien proposed that the next Board meeting be Saturday March 29 12:30pm Pacific/3:30pm Eastern. Further dates/times to be determined.**

**Barbara Seconded. Approved by acclamation**

(Eileen had requested starting the meeting on March 29 at 3:30pm rather than 1pm to accommodate a branch event that has already been planned.)

**ITEM 15. Comments from WILPF member guests**

– (up to 2 min. each): time TBD

***End of open Board meeting agenda items; continuation of Board meeting with executive session***

Executive Session – present: Tina Shelton, Julie Leak, Ginger Harris, Eileen Kurkoski, Cee’ Cee’ Anderson, George Friday, Darien De Lu, Barbara Nielsen, Marybeth Gardam, Martha Collins.  
Notes: Ellen Schwartz

1. Concerns about Board members fulfilling their roles – two members have not been attending board meetings or not answering phone and emails. **Both apologized and promised to do better They have NOT been removed from the board.**

2. Continuation of Practicum at CSW.

**Marybeth moved that for 2025 we will do a side event (presentation) and Local to Global. We support continuing the Local2Global and Practicum in Advocacy in 2026, but although L2G will take place in 2025, the Practicum in Advocacy will not; and the funders will be notified. Darien seconds the motion.**

**Abstain: Eileen**

**Oppose: Darien**

**In Favor: all others**

**MOTION CARRIES.**

3. Decision on hiring Linda Low as new Executive Director

**Ginger moves that we approve making the offer to Linda Low.**

**Abstain: Darien, Julie L.**

**Nay: none**

**Aye: All others.**

**MOTION CARRIES**

4. Employee Compensation for the new Executive Director

Marybeth explained we need a payroll company because our administrator didn’t want responsibility for payroll taxes and reports, which is different for an employee than for a contractor. We don’t do benefits, but supply a benefit offset amount so the ED can contribute to a 401K and easier than trying to provide a health care package for one employee. We’ve offered base pay of \$113,000/year, and benefits offset not to exceed \$22,000/year.

**Motion: to accept the compensation package as presented by the search committee, subject to review by the pro bono law firm (the review to be done as soon as possible). Second: Eileen.**

**Abstain: Julie L.**

**Nay: none**

**Aye: all remaining.**

**MOTION CARRIES.**

***End of Executive Session***

## **Considerations and Logistical Information for the Meeting** (zoom info is at end)

### **WILPF Member Guests – Speaking Protocol**

Following check-in by all present at the start, WILPF member guests (if they are neither Board nor Pool of Pundits members) attending this Board meeting will be able to offer spoken comments as follows:

1. On any Board meeting item on the agenda: Up to one minute on two items or up to two minutes on one item. (Guests, please “raise your hand”, preferably virtually, when the item you wish to speak on is up for discussion.)
2. At the end of the open Board meeting: Up to two minutes, if you wish to speak and indicate that.

### **About the Zoom Chat**

In addition to language and conduct in the meeting, the International Code of Conduct also applies to use of the chat. Also, Board members are not necessarily able to monitor the chat. We find that we can't read it or share any points made without interrupting the business and our focus on it. We do not wish to give an inaccurate message about how much we'll be able to respond to the chat points. We're sorry, we can't accommodate all meeting participants chat posts.

For verbal comments during the meeting, please see above (Speaking Protocol). Outside of the meeting time, WILPF members may communicate with the Board members by emailing them at the addresses listed for Board members at <https://wilpfus.org/about/national-board>

### **Zoom Connection Info – Register in advance for this meeting:**

Here's the registration link: <https://us02web.zoom.us/join/registration/tZMtdOyqrD4iHNe7ParagRT3jvaTM6v6xzs5> .

***After registering, you will receive a confirmation email containing information about joining the meeting.***