

Democracy Maine Boards of Directors Meetings

Saturday, April 30th, 2022 ♦ 9:00 am - 11:00 am

Via Zoom

Board Present: Jill Ward, Pamela Cox, Laura Genese, Chris Hafford, Ann Luther, Lilli Martin, and Melissa Murphy, Alison Smith, and Polly Ward

Absent: Ben Gaines, Susana Hancock, and Jamie Kilbreth.

Staff present: Anna Kellar, Executive Director, John Brautigam, Legal Counsel, and Nadya Mullen, Operations Director

LWVME

The LWVME Board was called to order at 9:03 am.

Administration (Jill Ward)

- Minutes approval - **VOTE:** Pamela Cox moved to approve the minutes of the January 29th 2022 board meeting. Melissa Murphy seconded. **The motion passed without objection.**
- **Email Vote:** Motion to approve spending up to one additional month's reserves this month. Background: In December the respective boards voted to allow us to dip into our 3-month reserves -- in an amount up to up to \$60,738, or one month's running costs – to get through a temporary cash crunch between December and January. This request was to get us through February and was projected to be repaid in March. **Unanimously approved 2/22/2022**
- Ann Luther and Nadya Mullen presented the Compliance Checklist. John Brautigam reminded the Board of limitations on staff who are registered as lobbyists on making contributions to candidates as it is relevant during this election season.

Treasurers Reports (Ann Luther)

- Ann Luther presented the combined organizations' statement of cash flow, cash forecast, and budget v. actual reports, as well as the restricted funds accounts.
- Ann Luther moved to approve spending up to one additional month's reserves between now and the end of the fiscal year if needed. Pamela Cox seconded. Alison Smith expressed a preference for the approval to be made at the point it's needed rather than in advance. The motion was withdrawn.
- The Board received the financial reports from the Portland Area and Downeast chapters. All reports were received and filed for financial review.

Executive Director's Report (Anna Kellar)

- Staff Update and Performance Reviews
 - The performance review process includes reviewing job descriptions and as a result Evan Murray's job title is changing to Civic Engagement Director and Jen Lancaster's title is changing to Communications Director. These changes do not come with a salary adjustment at this time. Anna reported that the process went

smoother than it ever has before, particularly as it linked well with the program planning underway at the same time.

- Office Move
 - We are still planning to move into the Equality Community Center but not until 1 June. Staff policies are being updated to reflect remote working for all with the business premises to be used as and when is appropriate for meetings, events and coworking. In person staff meetings will take once a month. Nadya briefed the Board on the set up for stipends/reimbursements for costs of working remotely, which will be updated in the Staff Handbook.
- New Position
 - There is an opportunity for a joint hire for a full time, one year position focused on clerk outreach. Funding is available through the Center for Technology and Civic Life. The position will be housed in the League with Anna as direct supervisor, but a joint group from the Mainers for Modern Elections group will oversee the work. Funds will cover salary and costs of managing this role. They are currently working on a job description and getting the funding contract in place.
- LWVUS Convention
 - Convention is June 23-26 in Denver. Right now we are sending Deb McDonough, plus staff members Allyson Gardner, Evan Murray, and Lane Sturtevant in person. All are involved in caucuses and presentations at Convention and this is also networking and professional development for the staff. We are still looking for more people to attend either in person or virtually to fill our 15 available slots. We may need to recruit individuals from the Board to attend in order to support our important work.
 - The Structure Reform Task Force recommendations are being put forward at Convention. A key recommendation is a shift in the membership structure where League members will join at a single point which will then confer membership at the national, state, and local levels. The proposal carries a commitment to varying membership levels, including sliding scale and will allow a lot of local leagues to shed administrative burden. There are bylaws and budget implications. The Board is requested to endorse instructing delegates to support these recommendations. **VOTE:** Ann Luther moved to adopt a position in support of the Structural Reform Task Form recommendations and instruct our delegates to vote in support at Convention. Melissa Murphy seconded. **The motion passed without objection.**

Governance Committee Report (Polly Ward)

- The Conflict of Interest Policy was presented. **VOTE:** Polly Ward moved to adopt the policy. Alison Smith seconded. Melissa Murphy recommended clarification on the section on requesting a waiver to “and any subsequent vote”. Ann seconded. **The motion as amended passed without objection.**
- The Donation Acceptance Policy was presented. **VOTE:** Polly Ward moved to adopt the policy. Melissa Murphy seconded. Ann Luther made a recommendation to clarify the language regarding the donations from candidates, PACs and BQCs. Melissa seconded. **The motion as amended passed without objection.**
- The External Media Policy was presented. **VOTE:** Ann Luther moved to adopt the policy. Pamela Cox seconded. **The motion passed without objection.**

- Acknowledgement of and adherence to the Board policies is to be added to the Compliance Checklist.

Development Committee Update (Pamela Cox & Anna Kellar)

- Development plan for 2022
 - The Committee is focusing on grants to enable fiscal stability. Anna encouraged members to look at the grant tracking tab of the compliance report to see the grants in the pipeline. Members are encouraged to pass on information about grant opportunities that come to their attention and to assist with grant research.
- Corporate Sponsorship Policy
 - An initial draft of a Corporate Sponsorship Policy was reviewed by the Governance Committee, however they wished to see the LWVUS policy on corporate sponsorship before proceeding. LWVUS, however, is not developing such a policy in the near future. The Board is asked to give guidance for the Governance Committee to use to develop our own policy to support the voter guide corporate sponsorship drive which is due to start imminently. The Board agreed that the organization would not accept corporate sponsors that are actively engaged in campaigns or donating to active campaigns. The policy should include the requirement for self-declaration by sponsors of alignment with our policy. The Governance Committee is requested to use the criteria from the donation acceptance policy for consistency between the policies. The Board requested for the draft to be ready to be voted on by mid-May. The draft will be reviewed in a separate board call to be convened.

Equity, Inclusion and Membership Committee Report (Ann Luther)

- The Membership Report was reviewed.
- The Volunteer Dashboard reflects an uptick in activity.
- The EIM will be taking on a discussion of the link between program work and the leadership ladder at its next meeting.

Program Committee Report (Ann Luther)

- Legislative Update.
 - The session is almost over with only the veto override day remaining. Overall, we had a very successful session, however, the big disappointment was the failure of the tribal sovereignty bill.
- The Program Committee has been reviewing the plans noting that staff has worked well in positioning the work within our strategic aims.

Draft Budget Proposal (Anna Kellar)

- A separate Board call will take place on this matter.

Council of Local Leaders (Lilli Martin)

- The CLL is hosting a training session with Craig Freshley on effective decision making at meetings on Wednesday, May 4th at 6-7:30. Board members are encouraged to attend.

There being no further business, the meeting adjourned at 11:17 am.

MCCE

The meeting was called to order at 11:17 am.

Joyce Maker has stepped off the Board due to personal commitment. The Board thanked her for her service on the Board and on the Nominating Committee.

Minutes

- Minutes approval - **VOTE:** Melissa Murphy moved to approve the minutes of the January 29th 2022 board meeting. Ann Luther seconded. **The motion passed without objection.**
- **Email Vote:** Motion to approve spending up to one additional month's reserves this month. Background: In December the respective boards voted to allow us to dip into our 3-month reserves -- in an amount up to up to \$60,738, or one month's running costs – to get through a temporary cash crunch between December and January. This request was to get us through February and was projected to be repaid in March. **Unanimously approved 2/22/2022**

Treasurers Reports (Ann Luther)

- C3 reports were presented.
- All reports were received and filed for financial review.

Governance Committee Report (Polly Ward)

- **VOTE:** Pamela Cox moved to adopt the Conflict of Interest, Donation Acceptance, and External Media Policies enbloc. Melissa Murphy seconded. **The motion passed without objection.**

There being no further business the meeting adjourned at 11:22 am.

LWVME Education Fund

The meeting was called to order at 11:22 am.

- Minutes and Policy approvals - **VOTE: Pamela Cox** moved to approve the minutes of the January 29th 2022 board meeting and the Conflict of Interest, Donation Acceptance, and External Media Policy enbloc. Ann Luther seconded. **The motion passed without objection.**
- **Email Vote:** Motion to approve spending up to one additional month's reserves this month. Background: In December the respective boards voted to allow us to dip into our 3-month reserves -- in an amount up to up to \$60,738, or one month's running costs – to get through a temporary cash crunch between December and January. This request was to

get us through February and was projected to be repaid in March. **Unanimously approved 2/22/2022**

There being no further business the meeting adjourned at 11:23 am.

MCCE Action

Chris Hafford called the meeting to order at 11:23 am.

- Minutes and Policy approvals - **VOTE:** Alison Smith moved to approve the minutes of the January 29th 2022 board meeting and the Conflict of Interest, Donation Acceptance, and External Media Policies enbloc. Ann Luther seconded. **The motion passed without objection.**
- **Email Vote:** Motion to approve spending up to one additional month's reserves this month. Background: In December the respective boards voted to allow us to dip into our 3-month reserves -- in an amount up to up to \$60,738, or one month's running costs – to get through a temporary cash crunch between December and January. This request was to get us through February and was projected to be repaid in March. **Unanimously approved 2/22/2022**

There being no further business the meeting adjourned at 11:24 am.

Respectfully submitted,
Nadya Mullen, Operations Director