



## Proposal for Restructuring AAUW of Vermont

**August 22, 2013**

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### **Introduction**

The statewide board of AAUW of Vermont met in Middlebury, Vermont on June 1, 2013 to continue the discussion of our November 3, 2012 meeting regarding the ongoing leadership challenges of filling empty positions on the board and recruiting the next state president, at the same time that Vermont's branches have vacant positions in their own officer slates.

We revisited four options that were presented in the November 3 meeting: 1). find a way to reinvigorate AAUW of Vermont to restore its health and viability; 2). continue AAUW of Vermont as currently structured, despite open positions and no leadership succession plan; 3). transition to a reduced administrative structure; or 4). disband.

With little interest expressed in the other three options, we focused our discussion on developing a reduced administrative structure for AAUW of Vermont and authorized Gudrun Hutchins to research the logistics and legal implications of this option with the now inactive AAUW of New Hampshire and national AAUW.

### **Proposal**

AAUW of Vermont will transition to the reduced administrative structure described in this proposal, contingent upon a supermajority (80 percent) vote of approval by the current members of the state board, which includes the presidents or co-presidents of the four Vermont branches, by November 15, 2013.

### **Administration**

- The restructuring of the state organization will not affect the operations of Vermont's AAUW branches, nor the membership of individual branch members, in the national organization.
- AAUW of Vermont may be expanded or disbanded at a future date.
- Three Vermont AAUW members will form a steering committee to administer AAUW of Vermont through June 30, 2016: an administrator, a secretary and a treasurer. Other members may be added to this steering committee as needed. Current board members Gudrun Hutchins, Julie Mackaman and Jenifer Ambler have volunteered to be candidates for the positions of administrator, secretary and treasurer.
- The steering committee will be responsible for carrying out the operational, legal and fiduciary responsibilities of AAUW of Vermont, but is not authorized to make policy and program decisions by itself. Instead, the steering committee must call for a vote on policy or

program issues by Vermont AAUW members. The vote may take place at branch meetings or by electronic means.

- An annual meeting of AAUW of Vermont will be held once each year as required by Vermont state law. The business of the annual meeting may be voted by electronic means or at branch meetings.
- Additional meetings of AAUW of Vermont are not mandatory but may be convened as needed.
- Only the Vermont branches may vote to disband AAUW of Vermont in the future. Members of the steering committee may convene and facilitate a meeting for this purpose, but will have no vote to disband.

### **Finances**

- Cash assets of approximately \$4,000 as of June 1, 2013 will be retained as a reserve to pay outstanding bills and cover the costs of maintaining the website and other programs that may be resumed or initiated in the future.
- As soon as possible after the restructuring proposal is approved, any state dues collected from branches for 2013-14 will be returned to the branches to use at their own discretion.
- The treasurer and administrative contact will be authorized signatories on AAUW Vermont checks.
- Branch treasurers will continue to collect national dues and convey them to national AAUW.

### **Programs**

- The website, to be maintained by the administrator or her designee, will continue to include and update contact information for each branch, as well as post additional information provided by branches.
- Suspended programs, such as the *Green Mountain AAUW Newsletter*, statewide meetings and scholarships for Vermont students to attend the National Conference for College Women Student Leaders, may be reinstated.
- AAUW of Vermont, as well as all of Vermont's AAUW branch affiliates and individual AAUW members, may continue to represent and advocate on behalf of any policy position adopted by national AAUW, as well as policy positions adopted by the vote of Vermont AAUW members.

### **Nominations and Elections**

- The term of office for members of the steering committee will end on June 30, 2016 and on June 30 of successive even numbered years.
- A nominating committee comprising one representative from each branch will be formed no later than March 1 of even numbered years. Each branch president will represent her

branch on the nominating committee or designate a representative from her branch. The nominating committee may meet by email or other electronic means.

- The nominating committee will present a slate of candidates for the three elected officers no later than May 1 of even numbered years.
- The three officers will be elected at meetings of Vermont branches or by electronic means. The logistics of each election will be determined by the steering committee.

### **Timeline**

- This document has been reviewed and revised by board members present at the Middlebury meeting to confirm that it conveys the structure of the proposed AAUW of Vermont that was discussed at the meeting. The state secretary has distributed it to the entire current board with a request for approval or revisions.
- The revised draft was sent by the state secretary to the current state board, including branch presidents and co-presidents, for comment and revision to be received no later than August 1, 2013.
- Gudrun Hutchins, current officer and proposed administrative contact, has researched bylaw changes required to establish the streamlined administrative structure. The new bylaws have been completed and have resulted in additional changes to this proposal.
- In September and October 2013 branch presidents will present their branch members with the proposal and ask for a branch vote indicating approval or rejection, to be recorded and relayed to the state board secretary as part of the documentation of the restructuring process.
- The final and binding votes will be cast by the members of the full board of AAUW of Vermont, which includes the branch presidents and co-presidents, no later than November 15, 2013. Votes received by the state board secretary after November 15 will not be considered. A supermajority of 80 percent of the votes received by November 15, 2013 must be in favor of the proposal for it to pass.
- After the full board approves the proposal, the transition to the restructured administration will begin immediately. Margaret Galgano, the current president of AAUW of Vermont, will facilitate the official election of the administrator, secretary and treasurer by Vermont AAUW members.
- On June 30, 2016, the terms of the administrator, secretary and treasurer will expire. Prior to that date, they will call for a vote by Vermont AAUW members to determine whether to: 1). continue the reduced administrative structure of AAUW of Vermont as outlined in this proposal; 2). expand the administrative structure; or 3). disband it.

## **2012-13 Board of AAUW of Vermont**

Margaret Galgano, President

Julie Mackaman, Secretary, and President, Bennington Branch

Jenifer Ambler, Treasurer

Gudrun Hutchins, Communications

Louise Luring, Public Policy and AAUW Liaison, Vermont Commission on Women

Mary Feidner, AAUW Funds

Andrea Weisberg, Special Projects

Mary Hawkes, President, Brattleboro Branch

Patricia Allen Morgan, Co-President, Burlington Branch

Barbara Stearns, Co-President, Burlington Branch

Donna Lea Blaise, Co-President, Middlebury Branch

Lonnie Fisher, Co-President, Middlebury Branch