

Democracy Maine Boards of Directors Meetings

Saturday, April 27th, 2024 ♦ 9:00 am - 11:00 am

Via Zoom

Board present: Pamela Cox, Rick Lyles, Melissa Murphy, Alex Newell Taylor, Alison Smith, Susana Hancock, Ann Luther, Jill Ward, Tobin Williamson, Ben Gaines, and Maya Eichorn

Absent: Abdikhadar Shire

Staff present: Anna Kellar, Executive Director

The LWVME Board was called to order at 9:08 am.

Administration (Pamela Cox)

- Pamela noted Ellen Dohman's resignation from the Boards, and the Board thanked her for her service and continuing support for the organizations' mission. Pamela also recognized Anna's extraordinary efforts in shouldering the burden of administration after the loss of Nadya.
- **Note of email vote:** Minutes of the January 27, 2024 meeting were approved. Maya Eichorn moved, Ellen Dohman seconded. **All voted in favor.**
- Anna presented the Compliance Checklist.

Treasurer's Reports (Ann Luther)

- Ann presented the statements of consolidated activities, cash flows, and financial position (balance sheet), as well as the budget to actual report. She noted that the format of the reports is slightly different and includes more detail due to the hiring of an external accountant who suggests following professional standards. Ann also drew the Board's attention to the allocation of expenses between the c(3) and c(4) organizations, noting that c(3) expenses are for charitable purposes of the c(3) organization and much of the c(4) expenses are due to payment for shared services. The Board discussed the current financial condition, and it was noted that receipt of a large grant is expected soon while expenses are down due to the lower staff numbers. Anna noted they have not been able to concentrate on fundraising due to the administrative burden, but at present, payroll is covered and projected Q4 income should exceed expenses. Program expenses are expected to be higher due to this being an election year.
- The Board received the financial reports from the Portland Area and Downeast chapters. Anna asked that the Board consider authorizing Anna and Melissa, to open a new bank account in the name of LWVME at Bangor Savings Bank to hold the Portland Area chapter funds separately, with themselves and Ann as signatures, consistent with the other League accounts. **VOTE:** Ann Luther moved to authorize Anna and Melissa to open an LWVME bank account at Bangor Savings Bank, with Anna, Melissa, and Ann as signatures, to hold the Portland Area funds separate from the combined organizations' funds. Rick Lyles seconded. **All voted in favor.**
- Anna also asked the Board to ensure that Ann as Treasurer and Melissa as Secretary have online access to all bank accounts. **VOTE:** Alison moved that all necessary steps be taken to ensure that Ann as Treasurer and Melissa as Secretary have online access to all bank accounts. Tobin seconded. **All voted in favor.**

- All reports were received and filed for financial review.

Governance (Jill Ward and Melissa Murphy)

- Jill updated the Board on the corporate restructure progress, and noted it will be a priority to complete that restructure, with John Brautigam's assistance, by the end of the fiscal year.
- Jill presented the updated Policy on Candidate Forums for Federal and Statewide Elections. **VOTE:** Jill Ward moved to adopt the updated Policy on Candidate Forums for Federal and Statewide Elections with suggested edits. Melissa Murphy seconded. **All voted in favor.**
- Jill presented the updated Guidelines: Local League Chapter Forums, noting an attempt was made to align this Policy with the Policy on Candidate Forums for Federal and Statewide Elections where appropriate. **VOTE:** Jill Ward moved to adopt the updated Guidelines: Local League Chapter Forums. Melissa Murphy seconded. **All voted in favor but the Committee was asked to consider the provisions regarding write-in candidates for further amendment.**
- Jill presented the updated Voter Engagement Data Policy. **VOTE:** Jill Ward moved to adopt the updated Voter Engagement Data Policy. Melissa Murphy seconded. Jill asked for clarification as to the use of the term "follow up" in light of actual practice. Anna stated that the practice has been to contact voters registered for voter service, but not to solicit for donations or membership. After discussion of ways in which the Policy could be clarified, Alison Smith **moved to Table**. Melissa Murphy seconded. **All voted in favor.**
- Jill presented the Policy on Making Decisions Between Meetings and the Policy on Decision Making by Committees together noting that the existing Policy combined the two concepts, but the Committee determined it would be advisable to deal with them separately. Melissa stated that the Policy on Making Decisions Between Meetings has been revised to more closely align with the process of taking votes at meetings. **VOTE:** Melissa Murphy moved adoption of the Policy on Decision Making Between Meetings as revised. Susana Hancock seconded. **All voted in favor.** Discussion then followed as to the new Policy on Decision Making by Committees. **VOTE:** Melissa Murphy moved adoption of the new Policy on Decision Making by Committees. Rick Lyles seconded. It was noted that the President appoints committee members, but that committees also have discretion to recruit additional members. It was further noted that the Nominating Committee operates under somewhat different procedures and its role should be addressed specifically. After direction to the Committee to consider the comments raised in this discussion and to revise the Policy accordingly, Ann Luther **moved to table** the motion to adopt the Policy on Decision Making by Committees. Rick Lyles seconded. **All voted in favor.**

Development Committee (Anna Kellar)

- Pamela noted the effort to raise funds to send youth representatives to the National Convention, and noted one of those representatives would be Maya, who has been named York County Community College's Student of the Year.
- Anna presented the Development Progress report and the positive results, including the receipt of a large grant in support of youth organizing and an additional grant from a

funder in recognition of the organization's work in an election year. They noted that these grants are encouraging for fundraising efforts in the coming year. Advocacy successes and the production of the Voter Guide will be used to promote fundraising efforts.

Executive Director's Report (Anna Kellar)

- Staff Update: Anna noted how proud they are of the staff, the Board and volunteers in stepping up with Lane's departure and the loss of Nadya, and are thinking of ways to support the staff in particular. Anna reported that they will be setting up screening interviews for the Operations Director position with second interviews with staff and Board members to follow. They hope to share the description for the organizer position soon. A challenge to the descriptions for both positions is that both Nadya and Lane expanded and developed the roles with their particular strengths.
- Convention Update: Anna stated that the hope is to send a team of 8 to the convention, including Anna and Allyson from the staff. Our League may send up to 14 delegates, and remaining slots would be available for remote participation. They noted that several people have been invited to present on panels at convention, and how gratifying it is to showcase the expertise of our staff and members on a national level. In addition to the National Convention, Anna and Will participated in a program at the Kennedy School at Harvard regarding the National Popular Vote, Anna has been invited to Philadelphia participate in a panel envisioning "Democracy 2076", and Anna and Allyson will be attending a kick-off event in Chicago for a consortium of youth organizing groups and funders.
- Draft Budget for FY2025: Anna presented the draft, noting that this budget represents year 2 of the 2-year budget adopted at convention. In general, income and expenses are consistent with the budget adopted. Discussion centered around support for development efforts with a goal to build reserves with a focus on individual donors. Anna noted that staff has become more involved in identifying and applying for grants, and that the new Director of Operations may be able to provide support for development efforts, especially with regard to individual donors.

Council of Local Leaders (CLL) (Rick Lyles)

- Rick reported that Anna attended the March CLL meeting and helped the CLL members to understand the landscape and to encourage them to reach out to and get involved in committees. He noted that Anna intends to involve one or more CLL members in the second interviews for the organizer position. Rick also noted that a series of "Meet and Greets" had been initiated among local leaders.

Program Committee Report (Melissa Murphy)

- Melissa noted highlights of the Program work, including the suite of youth organizing activities, the launch of the Adopt-a-Town initiative, and the success of the Advocacy Team. As to the latter, Melissa invited Ann and Anna to highlight aspects of that success, which included passage of National Popular Vote, gun safety, and Wabanaki rights legislation. In the coming months, focus will be on voter education and engagement, including print and online Voter Guides.

Diversity, Equity, Inclusion and Membership Committee Report (Ann Luther)

- Ann presented the Membership Report and Volunteer Dashboard included in the meeting papers. She noted the slow, but steady decline in membership following the “Centennial bump” in 2021, and ways in which the Committee intends to combat that decline, including recapturing expired members and making individual personal outreach. Discussion regarding how volunteers are counted and how the information is and could be used by local Leagues followed. Ann noted the Committee is also having deep discussions about what DEI means and how to embed it more widely in the League culture.

There being no further business, the meeting adjourned at 11:19 am.

MCCE

The meeting was called to order at 11:20 am.

Administration (Pamela Cox)

- **Note of email vote:** Minutes of the January 27, 2024 meeting were approved. Maya Eichorn moved, Ellen Dohman seconded. **All voted in favor.**
- **VOTE:** Melissa Murphy moved to adopt the Policy on Decision Making Between Meetings. Alison Smith seconded. **All voted in favor.**

Treasurers Reports (Ann Luther)

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

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

LWVME Education Fund

The meeting was called to order at 11:23 am.

Administration (Pamela Cox)

- Note of email vote: Minutes of the January 27, 2024 meeting were approved. Maya Eichorn moved, Ellen Dohman seconded. **All voted in favor.**
- **VOTE:** Melissa Murphy moved to adopt the updated Policy on Candidate Forums for Federal and Statewide Elections with suggested edits, the Policy on Decision Making Between Board Meetings and the updated Guidelines: Local League Chapter Forums en bloc, Susana Hancock seconded. **All voted in favor.**

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

MCCE Action

Board present: Alison Smith, Ben Gaines, Ann Luther and Melissa Murphy.

Alison Smith called the meeting to order at 11:25 am.

- Note of email vote: Minutes of the January 27, 2024 meeting were approved. Maya Eichorn moved, Ellen Dohman seconded. **All voted in favor.**

- **VOTE:** Ann Luther moved to adopt the Policy on Decision Making Between Meetings, Melissa Murphy seconded. **All voted in favor.**
- **VOTE:** Ann Luther moved to authorize Anna and Melissa to open a bank account to hold the Portland Area funds separate from the combined organizations' funds and that all necessary steps be taken to ensure that Ann Luther as Treasurer and Melissa Murphy as Secretary have online access to all bank accounts, Melissa Murphy seconded. **All voted in favor.**

There being no further business the meeting adjourned at 11:25 am.

Pamela Cox reopened the combined Board meeting of MCCE and the Ed Fund at 11:26 to consider the motions regarding the bank accounts of the organizations.

- **VOTE:** Ann Luther moved to authorize Anna and Melissa to open an LWVME bank account at Bangor Savings Bank, with Anna, Melissa, and Ann as signatures, to hold the Portland Area funds separate from the combined organizations' funds and that all necessary steps be taken to ensure that Ann as Treasurer and Melissa as Secretary have online access to all bank accounts. Ben Gaines seconded. **All voted in favor.**

There being no further business, the combined Board meeting of MCCE and the Ed Fund adjourned at 11:27.

Before the Board dispersed, Pamela asked Anna to pass on the Board's thanks to the team for their extraordinary efforts during this time.

Respectfully submitted,
Melissa Murphy, Secretary