


**League of Women Voters of Dane County**  
**Board of Directors Meeting**  
**Minutes**  
**November 16 2023**  
**5:30 - 7:30 PM In the office and online Zoom Link**  
<https://lwvdanecounty-org.zoom.us/j/83599458257>

**Attendees: Lili Crane, Julie Allen, Barb Feeney, Sue Jennik, Amber Rottier, Beth Fultz, Jill Jokela**

1. Welcome and Approval of Agenda
  - a. Motion to approve the agenda by Fultz, seconded by Crane. All in favor, none opposed. Motion carried.
2. Approval of Minutes
  - a. [2023-10 \(October\) Board Minutes](#)
  - b. Motion to approve the October minutes by Jennik, seconded by Jokela. All in favor, none opposed. Motion carried.
3. Treasurer's Report
  - a. [2023-10-31 Treasurer Memo.docx](#) - *see associated document*
  - b. [\(04\) October 2023](#)
4. Discussion of Nominating Policies and Procedures
  - a. Board agrees that we should suggest a bylaws change that would remove the option to nominate from the floor at the Annual Meeting. There should be an end date for nominations.
    - i. We need to make it clear that people who have applied to be on the Board but are not on the recommended slate can be on the ballot.
  - b. Side discussion of making the Annual Meeting 2 parts
    - i. One online meeting for budget/bylaws review since not everyone wants to be there. One in person meeting that is more social/elections/awards.
    - ii. Would like to have a meeting ahead of the annual meeting where we review the proposed changes to the bylaws for people who have a lot of questions. We could provide a FAQ for people after that meeting.
  - c. Barb/Lili to provide the document to the Nominating Committee to get their feedback and comments.
5. Discussion about adding Vice-President for Operations
  - a. *See VP for Operations associated document.*
  - b. Discussed hours estimate for this role - thinking more like 5-10 hours per week. Barb will provide this to the Nominating Committee.

- c. Discussed having more at-large Board members so we can start cultivating more potential leaders and broadening the Board's perspectives. Board members will consider who may be a good candidate for this, and review who expressed interest in the board on their member survey.
- 6. Review and comment on Complaint procedure
  - a. Key points of discussion:
    - i. Ensure the "accused" has the opportunity to respond.
    - ii. If the complaint is against the Team Leader, then it should go to a member of the executive committee.
    - iii. Thinking that this should apply to the volunteer members rather than staff members. Staff member procedure should go through the employee manual.
    - iv. Agree that it would be a good idea to have a standard form.
    - v. Executive committee will determine if full board action is required.
    - vi. Documentation will be kept in a confidential executive committee folder.
  - b. Lili will revise the document and bring a new draft to the January board meeting.
- 7. Review/adopt code of conduct
  - a.  LWVDC Code of Conduct DRAFT.docx.pdf - *see associated document*
    - i. Changes made: removed "Duty of Obedience" verbiage, removed parenthetical about confidentiality policy. Small grammatical changes.
    - ii. Motion to adopt the Code of Conduct as amended by Jokela, seconded by Jennik. All in favor, none opposed. Motion carried.
    - iii. Will post the text in the Bulletin and also post on the website. Lili to send to Barb.
- 8. Review/Approve PD for bookkeeper
  - a. Remote position, with occasional meetings in Madison. 10 hours/week. Money has been allocated in the budget for this to hire for this position in January.
  - b. Questions:
    - i. What about check pickup?
      - 1. Currently Kerry receives checks/records them and Julie deposits. Would be including the bookkeeper in this process, so that there is appropriate segregation of duties.
    - ii. Why are we including retirement benefits?
      - 1. We have to. Anyone who makes more than \$5K a year is automatically included (Simple IRA plan).

- c. Motion to approve position description and moving forward with hiring process by Jokela, second by Fultz. All in favor, none opposed. Motion carried.
  - d. Julie will lead the hiring process.
- 9. Review/Approve tech policy - Lili - 10"
  - a. Key points:
    - i. Minimum of 2 members/staff should have access to all accounts/passwords. Operations Manager should have access to everything.
    - b. Lili to provide an updated draft of this policy for the January meeting.
- 10. Adjourn
  - a. Motion to adjourn the meeting by Crane, seconded by Allen. All in favor, none opposed. Meeting adjourned at 7:28 pm.

# Memo

To: LWVDC Board of Directors

From: Julie Allen, Treasurer

Re: Finance & Investment Advisory Report, Three Months Ended September 30, 2023

Date: November 7, 2023

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## **Balance Sheet:**

- Cash as of October 31, 2023 of \$55,000 includes the checking and savings accounts at Old National Bank.
- The Memorial Trust Fund was valued at \$598,700 at month-end. Year-to-date activity includes the following:

Balance, July 1, 2023	\$ 633,000
Net Investment Income (Loss)	( 34,300)
Draws	( _____ )
Balance, September 30, 2023	<u>\$ 598,700</u>
- Accounts Payable of \$23,000 is primarily the dues payable to the Wisconsin and U.S. Leagues. The Wisconsin dues are payable quarterly (\$6,000 paid through October) and the U.S. dues are payable in June 2024.

## **P&L, Budget vs Actual:**

- Revenues were \$45,000 year-to-date, 25% of the annual budget.
  - Membership Dues of \$27,000 are 66% of the annual budget and \$7,000 less than last year's results during the same period. Normally, most dues are received in the first couple of months of the fiscal year, however, there appears to be a difference during years with a presidential election where a significant amount comes in later in the year. We are optimistic that we will meet the budgeted goal by spring as it gets closer to the elections.
  - Combined Contributions and Bequests of \$15,000 includes donations that came in with the membership payments since July 1<sup>st</sup> plus a single contribution of almost \$4,000 and approximately \$2,000 - \$3,000 of other donations.
- Total Expenses were \$58,000 year-to-date, 21% of the annual budget. Significant items include the following:
  - Lower Payroll Expenses due to the resignation of the Executive Director. We will continue to see cost savings during the year in this category, but the difference will be smaller beginning in November with the hiring of the part-time Communications Manager.

- Combined annual Wisconsin and U.S. dues for LWV of \$30,000, which are recorded in the first quarter of each year, is \$3,000 less than budgeted.
  - Community Engagement expenses are lower, related to Candidates' Answers and other program expenses we are not expecting until later in the year.
  - Other expense categories are similar to last year's expenses during the same period.
- The net investment loss on the Memorial Trust Fund of \$34,300 includes the following:
    - \$ 800 eCIO Fees
    - +\$ 2,900 Interest & Dividends
    - +\$ 1,000 Gain on Investment Sales
    - \$37,400 Unrealized Gains on Investments
  - The Net Operating Loss of \$14,000 (excluding MTF investment income) is \$5,000 higher than last year's amount.

**Other Items:**

- The IRS Form 990 and Wisconsin Form 1952 for fiscal year 2022-23 were filed in early October.
- The new copier was installed in early November.
- A Position Description for a part-time Accountant/Bookkeeper has been prepared and is scheduled to be reviewed and approved by the Board at the November meeting.
- The next Finance Committee meeting is scheduled for January 16<sup>th</sup>. Items on the agenda for the coming year include the following –
  - Renewing Insurance policies
  - Addressing records retention, including reducing paper files
  - Preparing the 2023-24 budget
  - Financial review of year ended June 30, 2023 is underway – Helen Horn will be reviewing the general ledger expenses for the year and Julie will do a general review of the other items.

**For Discussion at November 16, 2023 Board meeting**  
**Addition of a Vice President for Operations**

This proposal is to add a second vice president position to take on some specific duties that are currently performed by the president. There is a need to reduce the workload of the president by delegating some of the responsibilities currently carried out by the president. This change does not require a change in the bylaws.

**Proposed duties include:**

- Guide the preparations for the Annual Meeting performed by Operations Manager.
- Lead the staff hiring process as needed.
- Serve on the Executive Committee.
- Help guide special projects being undertaken by the Operations Manager.
- Oversee the work of the Operations Manager (this duty can be shared with the president).
- Approximately four times per year, attend special external events to represent LWVDC

The expected number of hours per month is approximately eight to ten, including the Board meetings.

### **League of Women Voters of Dane County Board Member Code of Conduct Agreement**

All LWVDC board members must act in accordance with the [group norms](#) and in the best interest of the organization. This means all board members must abide by the following:

#### **Duty of Care**

Be informed on issues being discussed by the board and as a steward of the organization, consider all material reasonably available prior to making a decision.

#### **Duty of Loyalty**

Give undivided allegiance to LWVDC when making a decision affecting the organization.

#### **Duty of Obedience**

Be faithful to LWVDC's mission and are not permitted to act in a way that is inconsistent with the central goal of the organization. Board members must obey the law and the organization's [policies and procedures](#).

Additionally, all board members must:

- Avoid any interest or activity that is in conflict with [LWVDC conflict of interest policy](#)
- Read, understand and abide by the [LWVWI DEI Policy](#)
- Read, understand and abide by the [LWVDC Whistleblower policy](#)
- Read, understand and abide by the [LWVWI Non-Discrimination Policy](#)
- Use any LWVDC technology systems only in support of the activities of the organization and abide by the [LWVDC technology policy](#)
- Exercise confidentiality (consider if a confidentiality agreement outside of technology policy is needed/would you like me to draft one?)

### **League of Women Voters of Dane County Member Code of Conduct Agreement**

All LWVDC members will dedicate themselves to carrying out the mission of this organization. In accordance with the [group norms](#), all members must abide by the following:

- Recognize that the chief function of LWVDC at all times is to serve the best interests of our constituency.
- Respect the structure and responsibilities of the board, provide them with facts and advice as a basis for making decisions, and uphold and implement policies and practices.
- Conduct ourselves and operational duties with positive and professional leadership exemplified by open communication, creativity, dedication, and compassion.
- Serve with respect, concern, courtesy, and responsiveness in carrying out the LWVDC's mission.
- Demonstrate the highest standards of personal integrity, truthfulness, honesty and respect for others and our work in order to inspire confidence and trust in our official duties.

In support of LWVDC's standards of high ethical conduct, all members will **NOT**:

- Exhibit behaviors that attempt to shut down or silence other voices.