Minutes of the GWI Board Meeting held on 28 September 2022, 5 pm Central European Time (CET), ZOOM

Attendees: Terry Oudraad (TO), President; Veena Bathe (VB) VP Governance; Katharina Strub (KS), Treasurer, Louise McLeod (LM) VP Advocacy and Education (needed to leave early) and Stacy Dry Lara (SDL), Executive Director

Absent: Basak Ovacik (BO), VP Fundraising; Glenda Hecksher (GH), VP Membership

Welcome: TO welcomed all and called the meeting to order at 5:08 PM CEST

Agenda: Adopted

Minutes: 15 September 2022 to be finished in the coming weeks; delay due to VB unfortunate shoulder break; all wished her well.

Conflict of Interest: None

Fundraising
Regarding donation to GWI for creation of the Dr. Vinaybala Mehta Sustainable Development Goals (SDG) seed fund, it was noted with appreciation the financial offer. KS reminded that this will be a restricted fund and that in 2021 FinCom recommended 15% management fee for all donations received for restricted funds; it was noted that proposed seed funding is for a minimum of six years (two triennials) provided that GWI also secures funding.

Action: VB to confirm acceptability of the 15% project management; project management fee will then be included in the MOU that will be on plain paper and signed by both parties. VB to check if the MOU can be drafted on plain paper. It was noted that reference in the MOU will include that GWI is required to find additional funds as commitment to the MOU and acceptance of the seed money. KS to complete the MOU by adding that it will be a restricted fund and that 15% management fee will be applied

GESP funding request: SDL provided an overview of the funding application being prepared by her and Geeta. The objective is to help girls and young women in Nigeria whose lives have been interrupted by violence towards fulfilling their true potential through education and to help teachers -in – training to supplement their training with 21st century skills knowledge. We will be providing trauma - informed mentoring for girls and young women who have experienced violence so that they can resume their lives and become educated and enter employment and we will be providing public school teachers with supplemental education delivery approaches that are based on poverty- informed pedagogy, embedded with 21st century skills.

GA and Conference Program
Workshops and seminars are coming together. Guidelines are complete and have been sent to presenters. All media from presenters must be summitted to office by 31 October giving the office enough time to prepare. Voting credentials are coming in too slowly; a reminder was sent 19 September. **Action:** individual reminders to send in voting credentials will be sent by the office by 30 September.

Draft agenda GA version, latest 19-9 2022 version
Items 22 and 29 have been switched for flow purposes. It needs to be decided where on day one to add introduction of emergency resolutions. It was noted that emergency resolutions must be presented on day one because of the vote on day 2 to determine if it's an emergency or not. If deemed emergency resolution, then discussion ensues on day 2. If not the resolution closes.

It was discussed that a place on day 1 needs to be added for the Young Member Network triennial presentation.

Policy Resolutions
Proceeding as planned nothing changed since last meeting. No NFAs have requested to meet for further discussion on any of the 10 resolutions.

Face-to-Face now Virtual Rules of Procedure
On 28 September SDL and LM met at the GWI office in Geneva. They worked together to prepare a draft of the Virtual Rules of Procedure. *It was noted that the Virtual Rules of Procedure must be distributed by 11 October to Presidents and CIRs*; LM also needs for layout and design of the GA book.
Action: Draft Virtual Rules of Procedure to be sent to TO for her completion, thereafter to VB for final recommendations.

Triennial Reports from each Board member and Executive Director
Proceeding as planned, reports are rolling in and to be provided to LM for GA book. KS expressed concern about her Treasurer financial report projecting readable enough on Zoom; it was noted that the 2021 financial report will be included in the GA book because it provides the useful comparison between the triennial years; expense comparisons will be included in KS Treasurer report. It was decided that the financial reports will be added at the end of the GA book because they are long and interrupt the flow of the GA book.

In her report KS will summarize membership trends, but the accumulated list of trends will not be printed in the GA book. NFAs who have not paid will be listed as terminated.

Governance
<u>CFUW's proposed constitutional amendments</u>
CFUW's request to the Board to reconsider their two proposed constitutional amendments was taken up for discussion

1. Article V Clause 4(1) to provide adequate information and time to NFAs to make an informed decision was reviewed and accepted with suggestions to the amended text by the Board.
2. Article II Clause 9 (1) & (2) about the NFAs regarding clarity of NFAs voting rights in relation to their membership dues was reviewed and CFUW's amended text was not accepted.
   However, their point for clarity and exceptions from the requirement of 3 years fully paid membership as specified in clause 9(2) was well taken and the Board proposed an amendment to the Article II Clause 9 (1) & (2)

Board of Officers proposed constitutional amendments
Board reviewed and approved its proposed constitutional amendments.

Following motion was moved to place proposed constitutional amendments by the Board and CFUW, before the 34th General assembly for their consideration and approval.

'The constitutional amendments to the GWI Constitution proposed by the GWI Board of Officers and the Canadian Federation of the University Women's association are hereby approved for 34th General Assembly's consideration and approval.'

Moved by: VB
Seconded by: TO
The motion was unanimously passed.

Furthermore, it was noted that Circular 16/2022 announcing proposed Constitutional amendments needs to be distributed as soon as possible. **Action:** VB to draft the Circular and organize the Board and CFUW proposed resolutions, then provide to SDL for distribution. In the Circular 16/2022 there will be an offer for members to join an information session in early November to discuss the proposed Constitutional amendments, clarify the texts and prepare for final presentation of content at the GA in November.

Update of the Nomination Process
VB and SDL clarified that the NomCom is finalizing the candidate interviews and working with some candidates who are reconsidering their positions.

2023 dues invoices
KS mentioned that she is working on Circular 17/2022 calling for NFAs to provide their number of members for 2022 for the 2023 invoices. Circular 17/2022 but be release asap. It was discussed that SDL can revise the NFA Contact Details form already used on the website to electronically collect the information. **Action:** SDL to send 2020 Circular calling or member number to KS for revision then provide to SDL; SDL to revise NFA Contact Detail form on website; SDL to distribute the Circular as early as possible next week.

Office Matters
SDL informed that she has received four requests for Visa Support Letters for members to travel to Geneva. She has informed that no GA or conference activities are being held in Geneva in November and that no Visa Support Letters will be issued for the 34th triennial. She raised the issue of what to do if members show up in Geneva for the event. Discussion to continue at the next Board meeting when more members are present.

Next Board Meeting: Next Board meeting to be announced. It was requested that meetings begin at 4PM versus 5.00 PM CET.

Meeting Adjourned: 8:08 PM CEST