

**NATIONAL NOW BOARD MEETING**  
**Via Nationwide Webinar**  
**Draft Minutes**

**Monday, January 25, 2016**

President Terry O'Neill called the National NOW Board meeting to order at approximately 8:06 pm Eastern Time.

**Roll Call**

Vice-President Bonnie Grabenhofer called the roll. The following were present or arrived shortly thereafter: April Emmert-Maguire, Carla Josephson, Gilda Yazzie, Gordy Gustafson, Jerilyn Stapelton, Joanne Tosti-Vasey, Kaye Chatman, Kim Villaneuva, Marian Bradley, Mary Pollock, Meredith Ockman, Michelle Hamilton, Nancy Campbell Mead, Shirley Ranz, Sinoun Hem, Sue Gibson, Terry O'Neill, Bonnie Grabenhofer.

Absent were: Aida Zuniga, Amber Kirchhoff, Beth Corbin, Carol Moseley Braun (nv), Charlotte Klasson, Ellie Smeal (nv), Janet Canterbury (nv), Laurie Roberts, Paniyota Bertzikis, Patricia Ireland (nv), Robin Dionne, Sonia Ossorio,

**Adoption of Agenda**

The agenda was adopted without amendment.

**Structure and Process Committee: reports and requests for action**

Motion by the Structure & Process Committee:

Moved, that a person's service on the 2012-14 or the 2014-16 National NOW Board will not be considered in determining their term limitation under Article VII, Section 6 of the newly revised NOW Bylaws.

Arguments in favor: Continuity of Board members would be helpful to implement the changes made by the 2015 bylaws revision. Arguments against: New board members would bring new ideas and new energy. ,

After discussion, the motion passed.

Motion by the Structure and Process Committee:

**Proposed Election Rules**  
**2016 Election of NOW Board**

Preliminary note: The newly revised National NOW bylaws state that Board members will be elected at the National NOW conference or at a district conference, and that:

"Districts must notify the National Action Center no later than January 1 of an election year that the election will be held at a district conference. The State Coordinators *and National Board members in each district* who are not running for election or re-election shall select the site for a district election conference." (Emphasis added.)

This provision will be operational only after the initial election of the newly constituted Board from the six newly drawn districts. As a result, for the 2018 Board elections and thereafter, the "state coordinators and national Board members in each district" may

choose to hold elections in a district location instead of at the National Conference. However, the 2016 Board elections will all take place at the National Conference.

### **I Roles of Nominating and Elections Committees**

The role of the six district nominating committees is to determine candidate eligibility to run for the National NOW Board. The role of the NOW Board Elections Committee is to oversee the conduct of all Board elections.

### **II District Nominating Committees.**

1. The state presidents/coordinators in each electoral district (or their designees) shall serve as the nominating committee for that district.
2. Nominations for the NOW Board shall be submitted to the National Action Center and the relevant district nominating committee in writing at least 90 days before the first day of the election Conference, (i.e. no later than Thursday, April 7, 2016).
3. Nominations will not be taken from the floor at the Conference. If a board seat is not filled at the Conference, the vacancy may be filled by the state presidents and remaining board members of the relevant district.
4. Within twenty (20) business days after the deadline for receiving nominations, each district nominating committee shall notify each candidate in their district whether they are eligible, and notify the Elections Committee and the NOW Executive Committee of the names of all eligible candidates from their district.
5. No member of a district nominating committee shall endorse a Board candidate, and each member shall maintain strict neutrality regarding all such candidates.

### **III Elections Committee.**

1. The NOW Board Elections Committee shall oversee the logistics of the NOW Board elections, including the publication and distribution of information about candidates, review of candidate financial disclosure statements and the conduct of candidate forums and voting at the Conference.
2. The Elections Committee shall also receive any complaints of violations of these election rules and determine if a campaign violation has occurred. The Committee may assess a fine of up to \$100 against either the individual(s) or the candidate(s) committing the violation, depending on the circumstances and the severity of the violation.

### **IV Campaign Materials / Information About Candidates**

#### **A. Information published on the NOW website.**

1. Each candidate may choose to submit, at least 60 days before the first day of the Conference (i.e., no later than Tuesday, May 10, 2016), a biographical/platform statement of no more than 500 words, and an electronic photograph to the Elections Committee and the NOW Executive Committee for publication on the National NOW website.

#### **B. Materials distributed by candidates at the Conference.**

1. Distribution and display of campaign materials may not commence until the candidate has submitted the financial disclosure statement to the Elections Committee.
2. All written campaign materials shall contain the following disclosure: "Paid for and authorized by [name of individual and/or candidate, street

address, email address and phone number]." Any written materials at the Conference not having this disclosure statement will be confiscated by the Elections Committee.

3. The NOW logo may not appear on campaign literature or material except incidentally within a photograph of the candidate.
4. No campaign materials shall be placed in the Conference packet other than (1) the Nominating Committee's list of eligible candidates and (2) the biographical / platform statements posted on the NOW website.
5. There shall be no electioneering or campaign materials displayed (except on the human body) or distributed either within 30 feet of the entrance to the voting area or inside the registration, credentialing or voting areas.
6. No one may wear campaign materials while registering or credentialing Conference participants, or while working in the voting area as a member of the Elections Committee or volunteer.

#### **C. Candidate outreach to NOW leaders and conference registrants**

1. At least 60 days before the first day of the Conference (i.e., no later than Monday, April 25, 2015), the Elections Committee shall send each candidate an electronic copy of the NOW leadership list.
2. At least 25 days before the first day of the Conference (i.e., no later than Monday, May 30), the Elections Committee shall send each candidate a list of the name, mailing address, email and phone number of Conference registrants who live in the candidate's district and are eligible to vote.

#### **V Candidate Forums**

1. The Elections Committee members shall moderate the district candidate forums at the Conference.
2. Each forum shall include a Q&A session as well as an opportunity for each candidate to speak at the outset and the closing.
3. The forum moderator shall assign time for Q&A as well as candidate statements, depending on the number of candidates. The moderator shall ensure equal time for all candidates to make their statements and respond in the Q&A session.

#### **VI Voting**

1. For each district there shall be a separate voting room, monitored by a member of the Elections Committee.
2. If there are more than three candidates in a district, preferential voting shall be used.
3. All voting rooms shall remain open for voting for a period of 90 minutes.
4. At the close of the voting period, the Elections Committee shall collect all ballot boxes and count the votes.
5. The Elections Committee shall announce the election results at the beginning of the next plenary session.
6. The Elections Committee shall retain all ballots, separated by district, for a minimum of six months. If any grievance is filed as a result of the Board elections, the container and its contents shall be retained until any such grievance is resolved.

#### **VII Candidate Funding and Financial Disclosure Reports**

1. Each candidate shall submit a preliminary financial disclosure report to the Elections Committee, showing actual and anticipated income and expenditures to

- date. Individual (monetary and in-kind) contributions in excess of \$50 must be listed by the name of the donor.
2. The preliminary financial disclosure report may be submitted at any time, preferably at the outset of the Conference. No candidate may display or distribute campaign materials at the Conference until the preliminary financial disclosure report has been submitted.
  3. A final report of campaign income and expenditures shall be provided to the Elections Committee no later than 30 days after the Conference.
  4. Financial disclosure reports shall be available to any member of NOW upon request, at cost, for six months following the Conference.
  5. Candidates may not accept contributions from a vendor of a NOW chapter, a NOW state organization, or National NOW. No outside organizations, political parties or their subunits may contribute to a campaign either directly or indirectly.

### **VIII Press Guidelines**

1. The NOW press area at the Conference is neutral territory, and no campaigning is permitted in the area. NOW press staff and volunteers are prohibited from campaigning (including wearing partisan buttons and paraphernalia) while identified as press workers. Anyone violating the neutrality of the press will be prohibited from working in that area.
2. In speaking to reporters, candidates and their staffs should remember that their words create the world's impression of NOW. Therefore, campaign rhetoric that attacks NOW members or their motives should be avoided during interviews. Internal politicking should be avoided in front of reporters and journalists.

Motion to amend by **Tosti-Vasey**, seconded, to eliminate the fine of up to \$100 for election rules violations. After discussion, the amendment failed.

Motion to amend by **Yazzie**, seconded, to change the title of Section VII to "Campaign Funding and Financial Reports." Without objection, the amendment passed.

Motion to amend by **Grabenhofer**, seconded, to insert the words "If campaign expenditures exceed \$100," at the beginning of Section VII(1). After discussion, the amendment passed.

Motion to amend by **Tosti-Vasey**, seconded, to eliminate campaign financial disclosures. After discussion, the amendment failed.

Motion to amend by **Mead**, seconded, to insert new section VII(1) to limit campaign spending to \$140. Substitute amendment by Ockman, seconded, to increase the amount to \$250. After discussion, the substitute amendment failed. After further discussion, the amendment failed.

Motion to amend by **Tosti-Vasey**, seconded, to eliminate the requirement that candidates file disclosure statements before they are allowed to distribute materials at the conference. After discussion, the amendment failed.

Motion to amend by **Yazzie**, seconded, to change Section VI(3) time for voting from 90 minutes to 2 hours. Without objection, the amendment passed.

Motion to amend by **Tosti-Vasey**, seconded, to eliminate press guidelines. After discussion, the amendment failed.

Motion to amend by **Tosti-Vasey**, seconded, to allow nominations from the floor. After discussion, the amendment failed.

After further discussion, the Election Rules for the 2016 NOW Board Elections were passed as amended.

Motion by the Structure and Process Committee:

### **Process for filling vacancies on the National NOW Board**

1. In case of a vacancy on the National NOW Board, the vacancy shall be filled by a vote of two-thirds of the state presidents/coordinators and the remaining Board member(s) of the district.
2. The district nominating committee (consisting of the state presidents/coordinators of the district) shall determine candidate eligibility to fill the vacancy.
3. The NOW Election Committee shall oversee the process of filling the vacancy.
4. The Election Committee shall verify the existence of a vacancy, consistent with the provision of Article VII, Section 4.B of the NOW bylaws, which states: "Each electoral district shall have no fewer than two (2) members elected to the National Board. Any electoral district with a delegation that includes a person of color shall be entitled to three (3) members elected to the National Board. No more than one (1) National Board member shall be elected from any one state."
5. The Election Committee shall publish the existence of the vacancy on the NOW website, instructions for candidates wishing to be considered to fill the vacancy, and the deadline for candidates to submit their name and biographical/platform statement.
6. The Chair of the Election Committee shall call a meeting of the state presidents/coordinators and remaining Board member(s) for the purpose of filling the vacancy.
  - a. The meeting shall take place no greater than 30 days, and no less than 90 days, after the date of the call.
  - b. The meeting may take place via teleconference, webinar, or other virtual or online platform that allows participants to hear and be heard by one another.
  - c. The Election Committee chair, or a committee member designated by the chair, shall preside at the meeting.
7. Each candidate to fill the vacancy may choose to submit, no later than the deadline set by the Election Committee, a biographical/platform statement of no more than 500 words and an electronic photograph for distribution to the state presidents/coordinators and remaining Board member(s) who will vote to fill the vacancy.
8. The Election Committee chair shall certify the results of the vote to the NOW Board.

Motion to amend by **Tosti-Vasey**, seconded, to require each board electoral district to create, interpret and implement its own rules for filling vacancies in that district. The Chair ruled the amendment out of order because under the new bylaws the Board electoral districts exist only for geographic diversity, and (unlike chapters and states) electoral districts do not make their own policies or programs. **Tosti-Vasey** challenged the ruling of the chair. Arguments in favor of the challenge: Grassroots engagement would be enhanced if each district creates its own rules and runs its own elections. Arguments against the challenge: Grassroots engagement would be enhanced and activists will find it easier to run for the Board if the rules are the same for all districts, adopted transparently by the National Board and implemented and interpreted transparently and consistently by a national committee. After discussion, the ruling of the chair was upheld.

Motion to amend by **Tosti-Vasey**, seconded, to provide that the meeting to fill a vacancy shall take place "no greater than 30 and no less than 90" days after the meeting is called. Without objection, the amendment passed.

After further discussion, the Process for Filling Vacancies on the National NOW Board passed as amended.

The meeting adjourned at approximately 10:15 pm Eastern Time.