

2016 – 2017 NAWJ Immediate Past President Report

Submitted by the Hon. Julie E. Frantz

The role of the Immediate Past President varies from year to year, depending upon the needs of the President and the NAWJ organization. The organization is being expertly led by the Honorable Lisa Walsh. It has been my pleasure to advise as requested in this supportive role.

The following delineates the committees and projects in which I have been involved as either chair of a committee or a committee member since October, 2015, including the issues addressed and progress to date.

Nominating Committee/Chair:

I reviewed and updated in accordance with the bylaws the announcement soliciting nominations for the 2016-2017 NAWJ Officer positions which was published and distributed by email to the membership in early May, 2016. (Note: The International Director is a two year position to be selected in odd numbered years.)

Activity of the Nominating Committee:

As Chair of the Nominating Committee, I convened the committee consisting of 13 members, 10 of whom were able to participate, via a telephone conference on Monday, July 25th. Subsequently, I forwarded the following nominated slate of officers, unanimously endorsed by the committee, to be presented to the membership at the Annual NAWJ Business Meeting in Seattle during the October 5-9, 2016 conference:

President: Diana Becton (by operation of the Bylaws)

Immediate Past President: Lisa Walsh

President-Elect: Tanya Kennedy

Treasurer: Tamila Ipema

Secretary: Kathy King

The slate of nominated officers was published to the membership through the NAWJ Monthly Update in early August, well in advance of the 30 day advance notice requirement of the Annual Business meeting.

Bylaws Committee/Chair:

Proposed Amendments to Article VI, Sec. 6:

Following numerous email exchanges among members of the Bylaws Committee, intermingled with several discussions and follow up emails with members of the Executive Committee following the monthly Executive Committee conference calls, I incorporated final revisions to the amendments to be voted upon at the Annual Conference Business meeting in Seattle in October re: Article VI, Sec, 6: Board of Directors.

These amendments address the responsibilities of District Directors, procedures for naming proxies and their voting rights, and the creation, appointment process and responsibilities of State Chairs under the umbrella of the District Directors.

The final revision of the proposed amendments are as follows:

Article VI: BOARD OF DIRECTORS Section 6.

Insert as the *first* paragraph under this section (6):

It is the responsibility of each District Director upon assuming the position of District Director to review the duties of the position contained in the NAWJ Board of Directors Manual, and to particularly note the commitment to (1) participate in the monthly conferences calls, (2) attend the Midyear and Annual Conference Board of Directors Meetings, and (3) to participate ~~by telephone~~ *a mode of communication which enables simultaneous audio exchanges* if an irreconcilable conflict or emergency prevents in person attendance at a Midyear or Annual Conference Board Meeting.

To assist the Directors in fulfilling their responsibilities throughout their respective districts, and to establish and maintain close communication

within the District as to the issues being addressed by the NAWJ organization, District Directors may annually select a NAWJ member in each state within their District to serve as a State Chair. District Directors shall assign specific tasks to the State Chairs, and shall be advised of and authorize NAWJ activities and events undertaken by the State Chairs. State Chairs shall not have voting rights *of the District Director*.

AMEND the *existing* paragraph under Section 6 to read:

~~An Elected~~ District Director who is unable to attend a Midyear or Annual Board of Directors Meeting due to an irreconcilable conflict or emergency situation, and further is unable to participate by ~~telephone~~ *a mode of communication which enables simultaneous audio exchanges* in a Board of Directors meeting for which a quorum is required, has the authority to designate in writing a proxy. The document bearing the name of the proxy shall be transmitted to the President prior to the commencement of the meeting (or prior to the substitution of the proxy during a meeting.) If the proxy is a current Board member, the proxy shall assume all voting rights of the ~~Elected~~ District Director for the duration of the meeting. If the proxy is not a current Board member, the proxy shall be encouraged to attend and participate in the discussions, but shall not assume the District Director's voting rights

The proposed amendments were published to the membership through the NAWJ Monthly Update in early August, well in advance of the 30 day advance notice requirement (of the Annual Business meeting.)

2016 – 2017 NAWJ Budget:

Participated (with President Lisa Walsh, President- Elect Diana Becton, Executive Director Marie Komisar, and the a Accounting staff from the Calibre firm) in the review, discussion and revision of the 2016 – 17 NAWJ budget to achieve a balanced budget for the coming year.

Ad Hoc Committee/Chair - Re: Thoughts for Discussion re: Creation of a Policy Incorporating Administrative Costs on Specified Projects Involving Excessive Staff Time:

At the directive of President Walsh, I engaged with ad hoc committee members Judges Anna Blackburne-Rigsby and Marcella Holland (retired/current Projects Chair) in an exploratory conference call in mid-May. This Ad Hoc committee is **not** ready to propose, draft or recommend a policy to be adopted, but rather examined this complex issue and identified some areas of relevancy. This is a matter which will need a great deal of further discussion and vetting during the next president's term.

Below are some fundamental concerns we identified, with some initial thoughts to begin the conversation. The tackling of these issues is at this time in a preliminary stage and invites a diversity of views, including but not limited to members of Executive Committee/Board, District Directors, Committee \Project Chairs, and others impacted - such that there is an opportunity for input, discussion and vetting by those impacted before drafting or proposing any such policy to the membership for adoption and implementation. This is an ambitious and lengthy project, require the involvement of many, and a thorough analysis of unintended consequences weighed against the necessity of formulating a policy to facilitate creating a financially sustainable organization.

We initially tried to identify the types of projects, chapter events, special projects, district conferences/events etc. in which 1) staff leadership is sometimes asked to participate in the fundraising or in finding sponsors; or 2) events where no fundraising is requested from staff but significant staff time is requested or needed - and distinguish those from the NAWJ projects and programs put on in the districts which are quite self-contained, that further the mission, and fall under the umbrella of the ongoing responsibility of NAWJ staff.

We then discussed different approaches to assessing the costs: by percentage of funds raised? - a percentage of the gross to be treated like a bill - just as

payment for a vendor/caterer would be treated? should we consider a percentage of gross or a percentage of the net?

How should the different events which take a disproportionate amount of staff time be categorized:

- 1) Re: a fundraising scenario; and
- 2) Re: events where no fundraising but staff time is called for, e.g. for a District conference

Should there be a percentage taken from the district allotment for such events, and, if so, and should it be a more conservative percentage than for non District events?

As a corollary to this topic, we underscored that the current policy requires the Executive Director/President (and at the discretion of the President in consultation with the Executive officers) review the propriety of NAWJ events, beyond those projects and programs established as one of the delineated NAWJ committees/programs, in order to determine whether a proposed event shall go forward under the NAWJ umbrella. If approved, we further noted that current policy requires all contracts must be signed by the Executive Director and or/the President where there is a financial obligation (venue, etc.)

Additionally, we also noted as a related matter, the necessity that all proposed donors to a NAWJ program, project or event be vetted through the Executive Director to ensure no overlap with NAWJ's fundraising prospects – contacts/individual donors/corporate or other entity sponsors - that benefit recipients of NAWJ through conference funding, projects and programs.

Executive Committee and Finance Committee:

Participated as scheduled in the telephone conferences of these two committees of which I am a member.

Site Committee:

I have participated conference calls led by chair the Hon. Jennifer Gee in which we discussed possible sites for the 2018 and 2019 NAWJ annual Conferences. Several cities are being explored to assess interest by judge members and the feasibility of there being a strong Friends Committee – both having a dedicated judges and a Friends Committee who are committed to fundraising is essential to the financial success of our conferences. To create geographic diversity, a desire to find a Midwest venue for at least one of the conferences was expressed.

Biennial Committee:

The success of the Biennial conference is detailed elsewhere. I have been privileged to be involved in these discussions for the past two years under the phenomenal leadership of the co-chairs, Judges Carolyn Engel Temin and Jane Craney, together with all the subcommittees, our President, and our dedicated Executive Director, Marie Komisar. As a result of their outstanding and dedicated efforts - registration had to be cut off at 1000 , and it should be noted that the funding surpassed the requisite minimum.

Respectfully submitted,

Hon. Julie E. Frantz
NAWJ Immediate Past President

September 27, 2016