

# Nominations for AEU Board 2023

Presented by the AEU Board Development Committee  
March 18, 2023

# Meeting Protocol

- Thank you for your interest!
- You will be muted once the presentation begins.
- Please raise your hand via the Zoom raise hand feature to be recognized. People on phones can use the \*9 to raise and lower their hand.
- Please hold questions until the end of the presentation unless it is a clarifying question.
- Comments and questions via Chat will be recognized during the question and answer period.

# Overview

- Board Development Committee members and responsibilities
- Nominations process and timeline
- Bylaw requirements and restrictions
- Board Officers and Directors roles and responsibilities per the bylaws
- AEU Policies and other governing documents
- Jone's presentation on being an effective board member
- Questions, comments, discussion.

# Board Development Committee (BDC) and Members

- Shall consist of at least 5 members. No more than 2 of them may be Leaders, and no more than 2 can be on the current board. No member of the committee may be a candidate for the board or any office.
- The AEU President appoints the committee chair, and members are appointed by the President and chair in consultation with the AEU Board.
- John McCormick - Philadelphia Society, former AEU President
- Rebecca Fisher - Austin Society
- Jone Johnson Lewis - Leader, Riverdale-Yonkers Society
- Ken Novak - Chicago Circle
- Chris Kaman - Triangle (EHST), Chair

# BDC Roles and Responsibilities

- Our role is to formulate a slate of qualified candidates for officers and directors for election each year at the annual Assembly.
- Our other role is to improve the performance, professionalism, and overall functioning of the officers and the directors.
- In preparation of the slate we interview candidates, and follow board policies in the recruitment process such as obtaining Conflict of Interest documents from them.

## BDC Roles and Responsibilities - continued

- Conduct the “Meet the Candidate” sessions at the Assembly. Normally there are two sessions. Meet the candidates sessions have been set for July 11th at 8 pm, and July 15th at 3 pm.
- All BDC proceedings are confidential and remain only within the BDC.
- The AEU President is not an “ex officio” member of the committee.
- The Executive Director does not attend our meetings unless they request such a meeting.

# Nominations Process and Timeline for 2023

- Timeline is determined by Assembly date which is July 29th.
- Materials for delegates must be ready by six weeks prior, so by mid June. We hope to have a slate by mid to late May.
- Directors are elected for three year terms. At this point we have two open positions: replacing Bill Aul, and Zia Durrani.
- Officers are elected for one year terms and must also be a Director. At this point we have a VP position open.

# Bylaw requirements and restrictions

- A society can have only one Director on the board at a time. Current Directors are from St. Louis (Anya), Austin (Carolyn), Washington (John), Triangle (Dorothy), Baltimore (Khandra), New York (Liz), and Dwight (Bergen). The two retiring Directors are Bill (MidRivers), and Zia (Essex), so these two societies are eligible to have Directors nominated. Of course, so will all other societies which do not have a member as a Director.
- The board development committee presents the slate of Officers and Directors to the Assembly.
- Write-in candidates for a Director require 10 signatures. All write-in candidates must be presented at least 7 days prior to the publication of the slate of candidates for the Assembly.



## Bylaw requirements and restrictions - continued

- Write-in candidates for any officer position require 50 signatures representing at least 5 different societies at least 7 days prior to the publication of the slate of candidates for the Assembly.
- Suggestions for officer and Director positions to the BDC are encouraged from anyone with such suggestions.
- No nominations can be made from the floor of the Assembly.

# Board Officers and Directors

- President. The President shall have the duties usually incident to such office, shall preside at all meetings of the Board of Directors and the Assembly, and shall be a member, ex-officio, of all AEU Committees. The President, in consultation with the other Officers of the Board, shall determine whether to act in emergency situations.
- Vice-President. The Vice-President shall serve as acting President in the absence of the President, and shall serve as acting President until the next meeting of the Board of Directors in the case of the disability or death of the President. If the Vice-President cannot serve, then the Secretary and Treasurer shall succeed, in that order.

## Board Officers and Directors - continued

- Treasurer. The Treasurer shall have custody of the funds and other property of the AEU. The Treasurer shall oversee the keeping of books of account, ensure the review of these books within twenty-four months of the end of the fiscal year by an independent firm of certified public accountants approved by the Board of Directors, and make this review available for the inspection of the Board and the Assembly. The Treasurer shall be a member, and may serve as the chair, of the Finance Committee, and shall ensure that investments are made in accordance with AEU policy.

## Board Officers and Directors (continued)

- Secretary. The Secretary shall keep the minutes of the Board of Directors and the Assembly, and keep custody of the corporate records and the corporate seal. The Secretary shall maintain a roster of the membership of the AEU, and shall perform the duties usually incident to that office.
- Directors have no specified role in the bylaws. However, it is the policy of the board to require that a Director be assigned to one of the AEU committees as a liaison. And each Director is also assigned to one or more societies as their liaison to the board of the society.

## Board Officers and Directors - continued

- Officers and Directors should be actively on email, and internet and computer savvy.
- The board has been both a working board and a policy board. A working board implements policies as prescribed by the goals, and policies of the AEU.
- The National Leaders Council (NLC) has two board positions which the NLC fills as needed. They are not voted upon by the Assembly.

## Board Officers and Directors (continued)

- Board members are expected to attend the Board's regular monthly meetings, as well as participating in the annual Assembly. In accordance with [AEU Bylaws, III. 2.h.](#), "any Board member who misses three consecutive meetings without prior excuse may be removed from the Board." (Most meetings are now via Zoom, excepting board retreats.)
- The AEU expects that all Board Members support the AEU with a contribution that is within the individual's means. AEU Board Member support makes AEU eligible for funding from foundations and corporations.

## Board Officers and Directors (continued)

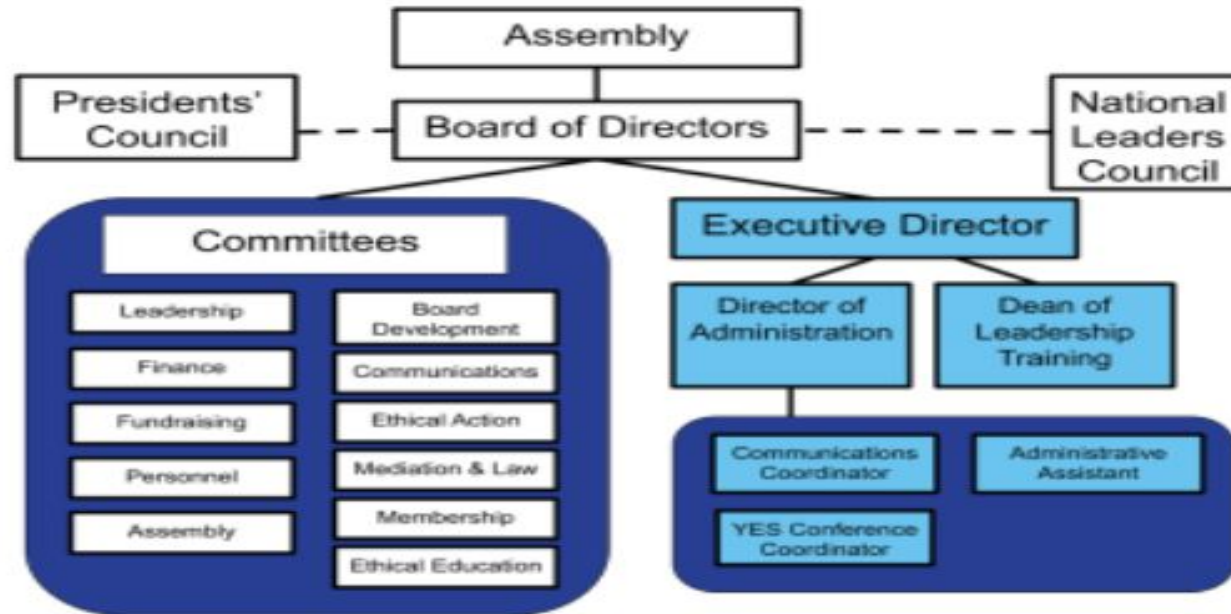
- Travel, lodging and meal expenses are not automatically reimbursed at this time, so each Director should be prepared to bear these costs. *To encourage participation by those who would not otherwise be able to serve as a Director, expense reimbursement may be available as resources permit.* Please contact the [AEU Office](#) if you have questions about this provision.

# AEU Policies and Procedures

- The AEU Board Handbook has been developed to provide additional guidance beyond the bylaws as to officer and director roles and expectations. New Directors and Officers will need to become familiar with it. It is available to anyone who wants to know more about board policies. See references for link.
- The board recently adopted the “Democratic Rules of Order” (v9) as its protocol for board meetings. See references for link.
- The board must work closely with the Executive Director. Understanding the ED’s role is crucial to board functioning. See references for more on this important relationship.



# AEU Reporting Structure from AEU Policies



Jone's slides on being an effective board member...

Questions, comments, observations, etc.

Please use the raise hand feature to be recognized.

# References

- AEU By-laws, particularly Articles III and IV and V  
<https://aeu.org/resource/aeu-bylaws/>
- AEU Board Handbook (aka Policy Handbook)  
[https://drive.google.com/file/d/15ehVYX5ZPF0qeT6IzGNVGLelt\\_W47Dxf/view?usp=sharing](https://drive.google.com/file/d/15ehVYX5ZPF0qeT6IzGNVGLelt_W47Dxf/view?usp=sharing)
- Democratic Rules of Order (v9)  
<https://drive.google.com/file/d/156hmAfwiop2U0UrcDGWvtH0NOocAsl3o/view?usp=sharing>
- Conflict of Interest Form - Appendix A of AEU Board Handbook.
- Application for the AEU Board  
[https://docs.google.com/document/d/1WuZ2QKhcTdpU\\_C5ryJdCGqbPcibE-rgp/edit?usp=sharing&oid=116617461858709758390&rtpof=true&sd=true](https://docs.google.com/document/d/1WuZ2QKhcTdpU_C5ryJdCGqbPcibE-rgp/edit?usp=sharing&oid=116617461858709758390&rtpof=true&sd=true)
- Role of the Board of Directors vs. the Executive Director  
<https://cullinanelaw.com/nonprofit-board-vs-executive-director/>