

American Humanist Association

Board of Directors Meeting Agenda

Chicago, IL —June 15, 2019

1. Call to order (by chair: Sunil) at 10:00 am
 - a. Roll call and introductions: John Hooper, Howard Katz, Jennifer Kalmanson, Dr. Monica Miller, Juhem Navarro-Rivera, Sunil Panikkath, Ellen Sutliff, Mandisa Thomas, Sharon Welch, Mike Werner and Roy Speckhardt. Participating via video conferencing were: Rob Boston, Becky Hale, Christine Shellska. Member Babu Arekapudi observed.
 - b. Appointment of parliamentarian (Howard)
 - c. Appointment of recording secretary (Cynthia Quam)
2. Acceptance/amendment of November meeting minutes (p 2-4)
 - a. **Howard motioned to approve, John seconded. Approved by consensus.**
3. Between meetings actions ratified: Vote to fill Ian Dodd's board seat. Ranked choice vote resulted in Mandisa Thomas being offered the position, which she accepted. Vote to accept revised budget: Jennifer moved, Howard seconded, unanimously approved. Vote to add Mike Werner as a non-voting member of the board and initiate governance improvements together with the Humanist Foundation: Jennifer moved, John seconded, 6 yes votes, 2 no votes, and 4 abstentions.
4. Financial update
 - a. Finance Committee Report: John mentioned that we will have a full finance committee meeting midyear. Roy said that we're doing well and we're going to come out on target based on what we know so far. As for new positions: the first ad for social justice assistant is now up, and the social media position is about to come up on the website, and other venues. Howard asked about why new memberships were down 3%. Roy replied that we got a boost when Trump was elected, but some of those members haven't re-upped. The new membership campaign centers around the media and legal work we're doing. Juhem asked if we have info around the demographics to analyze and determine action from. Roy replied that we can look into that further, but have limited demographic information on individuals.
 - b. 2019 Budget Update: Roy reported that the audit has been completed. Recommendations and financial changes were discussed. Roy sent an email about those and is open to other questions.
 - i. **Jenny moved to adopt the audit. Howard seconded. Approved by consensus.**
 - c. The Humanist Foundation: Jenny reported that the foundation met in May, and Raul Martinez is now the new treasurer. The Bernstein report says we're up 7% for the year, we're still up 2.6 % after the crash, so the strategy is working. There is a proposal to go into new variety in managing the funds, more index on representation. This would provide a more reliable return at a lower cost. Our annuities seem to be fairly competitive, and most people shop around before choosing ours. Bequests were strong last year and the endowment is at \$9,633,000 (including the \$4,000,000 asset of the building.) It is a fantastic period of growth for the organization. The

Humanist Heritage program has also been successful with many people using that data. Ellen noted that on the vote to include Mike on the board, the abstentions on that vote were not related to Mike, but to other issues on the same vote. In response to Becky's question on growth of the fund Jenny explained that the total figure doesn't include bequests received.

- d. Mike gave some background on himself and his humanism. A key point was that because of the Foundation, AHA members and others know that the organization will be there for them, and that funds are separate for important legal purposes. Sunil mentioned that the most important reason for separate structures is regarding lawsuits and legal issues. In those cases, the foundation is not affected and will be protected. Roy said that the 5% we get from the foundation annually is from unencumbered assets (annuities and the building are encumbered.)
2. AHA and Humanist Foundation Bylaws: Sunil said that he looked at the bylaws of Humanist Foundation and AHA and realized that the best practices are very closely aligned, but separate. He could see no good reason for some of the differences in the bylaws and suggested the organizations adopt the best practices from one another's bylaws. **Jenny suggested forming a joint committee to review and consider the best practices, with co-chairs Sunil and Mike, and three members from each board. Howard, John and Becky volunteered from the AHA board. Mike will find three volunteers from the foundation.**
 - a. Mike reminded folks that to best grow the fund we need new bequests, since the growth of the fund over the 5% annual distribution isn't enough to get us to our shared goals.
 - b. Sunil pointed out that it would be good for the board to know how well we coordinate between organizations. Mike added that this year we will be making improvements in development communications. John said that staffing legacy outreach is the responsibility of the foundation, which takes a significant burden off the AHA.
 - c. In response to Ellen's question about funds moving from the AHA to the foundation, Roy explained that the fall board meeting is where this AHA board decides how much funds by projection to send to the foundation—usually everything left-over minus operating reserves. Roy will share a history of how much money came into the AHA and went to the foundation, by year next month.
 - d. Mandisa asked, seeing as the foundation grows long term, is there value in training and encouraging affiliate organizations to do the same? This information and guidance could be used to help affiliate organizations. Sunil answered that Roy will make sure that affiliates are aware of this giving opportunity. There will be collaboration between Nicole and Roger and other staff as needed. In response to Ellen's question, Roy explained how affiliates control their own funds.
 - e. Jenny mentioned that the more people pool their money with the Foundation, the better access the foundation has to more lucrative fund options. John said that this was important to track, and asked who has authority to request more than 5%, for other projects, for example. Roy answered that the foundation can support only the AHA.
 3. Best Practices regarding Electronic Security of AHA Confidential Information: Sunil explained that there are two parts to electronic security: the first are organizational safeguards at staff and infrastructure level; the second concerns board members and confidentiality of emails, etc. As our profile gets raised, it won't be a surprise if hackers attack our emails so we need to be careful about how we hold information.
 - a. In response to Sunil's question about our email system, Roy explained that the staff have two-step verification for Gmail accounts; however, some board members are not

on two-step verification, so Roy recommends they set this up. Also, if they have not done so, he asks that they please change the starting password they were given. In response to Ellen's question about redundancy, we have local and cloud backups of all our data. And in response to Howard's question about when employee access is removed, Roy explained that former employees are removed immediately when they leave the organization. Sunil reminded board members that to the extent that they're forwarding to a personal account, the security for that account must be at the same level as the AHA's two level security. For file-sharing Juhem suggests fewer attachments sent via email and instead using Google drive or some other service. Sunil suggests that we give a one-page sheet on best practices to board members, with details regarding security.

4. Resolutions: Ellen stated that for the last several years few resolutions have been passed; they've been building up, so Roy worked with her on prioritizing a list of eight resolutions. At the committee meeting on Friday night they talked about addressing that list and also developing a procedures manual or guidelines to detail the process of working with the resolutions and getting them to the board. In the next several weeks they will do this and have that document to the board prior to the Fall meeting, so they can get feedback. The resolutions the committee is concentrating on are Integration, White Supremacy, and Gender-based Violence. The committee wants to get them down to 1 page statements.
 - a. In the resolutions process there are three roles: stakeholder, sponsor, and advocate. Stakeholder: the person or group initiating the resolution, in this case the alliances. Sponsor: most likely an AHA staff person, who would work with the stakeholder. Advocate: a person on the resolutions committee assigned to that resolution, who facilitates the process of getting it reviewed in committee and with the board, then gets it to the board and a vote.
 - b. Ellen outlined the process. As soon as a stakeholder gets an idea, they need a sponsor from the AHA staff or someone in a local group. They should immediately get an advocate from the committee and get help writing from the beginning. Ellen will prepare an email to summarize what the committee is doing, what resolutions they are currently working on, and who the stakeholders, sponsors and advocates are for each resolution. The advocate will be in charge of moving the resolution to the board. The board will get resolutions and be asked for feedback, and when there is no more feedback, the resolutions will be ready for a vote.
 - c. Sunil stated that when a resolution goes before the board, it should be ready for an up or down vote. It's important to have input early and not during the voting process. John said he is relieved that the resolutions now have a committee and a process, and thanked the committee. He also asked how one becomes a stakeholder. Sunil replied that someone on the board, the Executive Director, or any AHA member can initiate. Roy will help with resolutions, but also people who are experts, who are not on the board can have input. A sponsor could be on the board.
5. Proposed Agreements for Affiliating with the AHA: Roy stated that those under consideration for affiliation are An-Nas, the South Asian Humanist Association, and Science for Society. The latter two are both run by Babu Gogineni, Founder; Madhvi Potluri, Secretary External Affairs; and Ram Gangaraju, Secretary Organizational Development. SAHA is trying to formalize their organization in the US, and they'd like to be under the AHA umbrella for tax purposes, etc. Science for Society is in the process of forming internationally and wants a US base as well.
 - a. Howard said that Science for Society would be using AHA as a springboard, utilizing our resources, money and time to help them launch.

- b. **Ellen motioned that we appoint an ad-hoc committee on these organizations to do due diligence and make a recommendation to the board, including those affiliations on the table now. Sharon seconded. Approved by consensus.**
6. 2019 Conference Results: Roy gave the figures for 2019: 1,123 pre-registrants, Pittsburgh 46, Rice 54, Medgar Evers 54, Pitzer 66, and Miami 30. Except in LA and NYC, walk-ins balanced no-shows. The conference went very well. There were some small technical difficulties, the longest one a little over a minute. One of the downsides at the locations was the short programming. In the future we should do one location per day for a full day. This is a complicated concept. Even chapter leaders and others were confused about the logistics, registration, etc. so that will likely improve with a repeat. Other suggestions included: prominently announce location for live streaming, move to the school year, charge a nominal price--treating part of the price as a contribution, charge people at the physical locations differently to include a meal, increase marketing and start sooner—especially with the relevant local groups, offer a perk for participation like a discount on annual membership, start the beginning of the day on the west coast and work our way east.
7. 2020 Planning: Roy announced that the 2020 World Congress will take place August 6-9, 2020. A planning committee was formed with AHA and Humanist International.
- a. Becky informed us that there are some communication issues between the two groups. HI likes more specifics and is after more time for people from all over the world to do networking – like structured downtime. They are also concerned about the cost and are looking for hostels and homestay opportunities.
 - b. We made a call for speakers at the general assembly in Iceland, and Becky has forwarded several names to the committee, and will serve on that committee. Nicole is going to Humanist UK and she'll meet the director of HI there, and get more input. The Norwegians have agreed to help with money for travel grants.
 - c. Becky said that HI also has some financial resources that will help. Marketing will be very important. American Atheists wants to help, and FFRF was also interested. Student Secular Alliance will need to be involved. Passport help will be needed for people for some of the countries.
 - d. Mike asked how many people we expect to come from other countries. Becky answered the conference happens every three years. Roy said that the conference in Oxford had over 1,000, but that was “unrepeatable” experience.
 - e. Sunil asked how many room nights we're committed to. Roy replied that it's 1,290 [number updated] over the course of a week at the hotel or a minimum of \$160K in room charges.
 - f. Becky then mentioned there is some concern about hurricane season. Travel insurance should be suggested. Sunil asked if there a possibility of insurance travel through AHA to cover all attendees? Event insurance? Roy replied that the building itself is a hurricane shelter, so not much chance of liability. Jenny stated that individuals would need to get their own travel insurance. Becky pointed out that those coming from other countries might not even have access to insurance. She suggested we need event insurance. We would lose our \$60,000 deposit, but would not be responsible for meeting our minimums. **Sunil said we need to find out if there is insurance through AHA for both the organization and individual travelers.** Juhem said that they know of an organization that has been through this, so cancellation costs should be considered. Juhem will hook them up with Roy for information.
 - g. Regarding 2020 awardees, Becky reported that she reached out to her committee, and Chris and Howard have given her some names. HI would like to see more integrated

awards—people with some world recognition. Members of the freethought caucus (Miami) will help. Roy said that the mayor of Miami and Ambassador Brownback will be approached to open the conference and we expect a positive response. Roy also brought up the need to facilitate the visa process. Now, we'll need to get out ahead of it, due to the current administration. Sunil said that the US requires social media passwords in some cases. Awardees need particular attention. Juhem suggested Guillermo del Toro would make a good humanist of the year. Sunil noted the importance of an awardee recognizable to an American audience. Roy mentioned that Thandie Newton may be interested, and perhaps British Humanists could help with this. Becky asked that she be sent names/suggestions for awardees. She said that HI wants this to be a success as much as we do.

8. Roy reported that copies of the new office policy manual were sent to the board. Most changes were aimed at clarifications and eliminating loopholes. We tried to make it more equitable and fair.
 - a. Ellen remarked on the Dos and Don'ts page, pointing out that a whole list of Don'ts may negatively impact new employees. She suggested eliminating the don'ts by turning them into more positive guidelines. Sunil wanted to know what kind of legal review the policy manual goes through. Roy replied that it is run by our employment attorney, but these current changes are unlikely to cause any issues. Sunil said we should consider running any change through legal just to be sure. Juhem brought up the subject of parental leave and asked if the 6 weeks of paid leave could be elongated by doing extra weeks at 75%. Sharon agreed that it's important to have the $\frac{3}{4}$ pay leave option.
 - b. Howard moved to approve the manual with the recommended changes. Jenny seconded. Approved by consensus.**
5. Programs and Adjuncts
 - a. AHLC Cases
 - i. Regarding Bladensburg: Roy reported that the court will issue a decision within the next two weeks. We are expecting a narrow loss. It is likely they will allow the cross to stand because it's been there since WWI, but that decision will not likely impact other cases. We are planning a call to members to explain the case. Sunil, Monica and Roy will be handling the response to the case. We will talk about this being a turning point in jurisprudence, taking it to legislatures, and the need to value all veterans equally. Mike said it's important to mobilize the chapters, whichever way it goes
 - ii. Regarding In God We Trust on Mississippi plates, Roy stated that no case has been filed; we sent a letter threatening legal action and received plenty of coverage of that step. IGWT cases are generally tough to win, Roy noted, but this one is different because license plates are part of free speech, and not displaying it comes with an added cost. Sunil suggested that if there's a big loss in the cross case, we should stop and rethink our strategy, because it will signal that the court is prepared to do extreme things. Roy mentioned that one cost to consider in not doing the license case is that if we don't do it, another less prepared group may.
 - b. Humanist Legal Society: Roy said that the HLS wishes the AHA board to re-appoint three board members: David Chivers, Caroline Mala Corbin, and Gordon Gamm, and

add two new board members: Victor Schachter and Betty Hileman. The three board members and new ones were discussed.

- i. **Jenny moved to re-appoint and add appointees. Becky seconded. Approved by consensus.**

c. Chapters and Affiliates:

- i. Approval is sought for new groups: Eastern Shore Humanists in MD, Seagoville (TX) FCI Humanists, and Rowan Humanists (NC). Sunil asked about our risk in approving these chapters. Roy replied that, promotionally, there is some risk; legally, not much.
- ii. **Motion by Howard to approve the new chapters, Rob seconded. Approved by consensus.**
- iii. Howard reported that there were 11 applications for chapter grants, of which we funded 7. Sunil asked how much is available for chapter grants. Roy responded about \$10,000 annually.
- iv. Religiously tax-exempt chapters and affiliates were discussed. Roy explained that AHA has a (rather rare) group tax exemption, so our chapters can use our tax exemption while maintaining independence including their own tax ID. Many, but not all our chapters take advantage of our group exemption. Among those that don't are a few that have a religiously purposed tax exemption. They do this for different reasons, such as having a building free from taxes, permitting their leaders to claim a parsonage allowance, or avoiding time-consuming filing. Sunil asked: Are we comfortable with having chapters with religious tax exemptions? A discussion followed.
- v. Ellen pointed out that AHA is using the legal system and justice system to promote our values and principals. To use the religious tax exemption to save money when we're not religious is against our principles. Mike responded that there are pros and cons. Prohibiting it could alienate and result in losing some of our strongest groups including Ethical Society chapters. John said that he didn't think we should make a change and talked about other chapters who have done it. Even though he has questions about the ethics of groups having such exemptions, he would prefer we impose minimum restrictions on the chapters as a rule. Guest Bapu stated that filing a 990 may be the most important consideration. Sunil agreed and suggested that relevant chapters can publish the same information as in the 990 without losing the tax exemption, and should be asked to do so. Becky agreed with John, if we start telling some of our older, stronger chapters that they have to change who they are, it will be divisive. Monica replied that we have to be equal and evenhanded with them not giving preference to older, whiter, more established groups. Sunil agreed that this is an important point ethically, but at the same time we need to seek compromise. Monica stated that transparency is really important. There is a public/private consideration to our decision. Roy reminded that we do take advantage of some "religious" structures with the Humanist Society and with some legal cases, but we take care to say humanism should be treated as a "religion equivalent."
- vi. **Jenny moved to encourage chapters and affiliates who are not required to file a form 990 to publish equivalent information. Mandisa seconded. Chris and Becky were out of consensus. Howard abstained. The rest voted to approve.** Monica suggested the board revisit the topic in one year.

- vii. Social Justice: John expressed concern that with staffing changes, we are deemphasizing social justice issues. Roy stated that previously our lobbyist was working almost exclusively on church/state separation, and now the plan is to integrate more social justice work into our lobbying. There are many organizations who are handling church/state issues, but few doing social justice work from a humanist perspective, so we are heading more in that direction. Rachel will be concentrating time on this, hiring an assistant in social justice, and setting us up for growth in the social justice area. Juhem said that one of the things the Latinx Humanist Alliance wants is to make Latinx more visible. They would like us to get involved in issues where churches tend to dominate. Roy agreed. Sometimes we will lead, but often we will follow, he said. Mike noted that much is done on the local levels.
6. The next board meeting was discussed. While fall meetings tend to be in DC, there was also interest in seeing the conference hotel in Miami in advance of the event. Roy will ask staff to check rates for the conference hotel in Miami for a December meeting. If the meeting too costly we will meet at AHA headquarters in DC. The location will be decided next month. Roy noted that we want a board meeting at the 2020 August conference, which shifts things on the calendar, so later could be better, such as December.
- a. **Howard moved, Jenny seconded, to have next AHA board meeting, December 7th, 2020. Approved by consensus**
7. **Howard motioned to adjourn, Juhem seconded. Approved by consensus. 3:23pm.**