

## **Inclusion & Equity Committee Charter**

The Inclusion & Equity Committee (the “Committee”) is a special advisory committee of the board (the “board”) of the American Association of University Women (“AAUW”). The Committee acts in accordance with this charter, AAUW’s articles of incorporation and any amendments thereto, AAUW’s bylaws and policies and all applicable laws, and the overall direction of the organization as determined by the board.

### Purpose

The purpose of the Committee is to help achieve AAUW’s organizational goal to improve diversity awareness and inclusion within its membership. The Committee works to ensure that inclusion and equity activities among its members are closely aligned with AAUW strategic priorities and, in so doing, supports the board and leadership in advancing inclusion efforts as an organization.

### Responsibilities

In carrying out its purpose, the Committee, under the direction of the board, shall:

- Conduct its responsibilities for the purpose of making nonbinding advice and recommendations to the board and its committees.
- In collaboration with the Chief Administrative Officer, engage in planning events and activities designed to help members enhance diversity, inclusion, and intersectionality awareness and appreciation;
- Create and maintain a Diversity Toolkit to serve as an ongoing resource for how to attract and retain a diverse membership through programming and community outreach and serve as a resource for training;
- Provide additional resources and training to members to assist with building competencies around inclusive behaviors;
- Where appropriate, partner with the Member and New Audience Engagement Subcommittee on ways to reach new and diverse audiences and help ensure that AAUW programs address and reflect issues of intersectionality;
- Assist other AAUW committees in incorporating inclusion and equity into their work;
- Recommend priorities and provide guidance in the design and implementation of other programming, trainings, webinars and other activities to help AAUW members gain the interest, knowledge and skills necessary to meet the needs of and reflect the diverse communities served by the organization;
- Support AAUW affiliates in the implementation of diversity and inclusion efforts;
- Develop an annual action plan to carryout Committee responsibilities;
- Recommend metrics for diversity, inclusion, and intersectionality goals within AAUW’s strategic plan;
- Recommend to the board for its approval policies and guidelines on diversity, inclusion, and equity;
- Engage in a process of ongoing & collective learning focused on diversity, equity, inclusion, and intersectionality and report to the board on such activities and learning.
- At least every other year, review and assess the effectiveness of the Committee and this charter;
- Carry out such other responsibilities as may from time to time be assigned to the Committee by the board.

### Committee Membership

The Committee shall consist of at least 8 members and at least a majority of the members of the Committee shall be members of AAUW. The chair(s) and members of the Committee shall be appointed by the board chair and approved by the board of directors or as appropriate by the Executive Committee and shall serve at the pleasure of the board.

The board chair serves as a nonvoting ex officio member of the Committee. The board chair shall appoint a nonvoting board liaison to the Committee from among the directors of the board. The board liaison communicates board priorities to and for the Committee and serves as a consultative resource to the Committee chair as needed. Committee recommendations and other communications shall be brought to the board by the board liaison.

Members of the Committee shall have diversity, inclusion, and/or equity volunteer or professional experience.

A staff member designated by the CEO shall serve as a nonvoting staff liaison to the Committee.

#### Terms

Committee members (other than nonvoting ex officio members) shall be appointed for a term of two years beginning July 1 following appointment and shall be eligible for reappointment to the Committee for one succeeding term only. In no case shall an appointed member serve for more than three consecutive terms on the Committee, the third term being possible only if a Committee member becomes chair of the Committee. The term limit for a mid-term appointment shall be calculated from the next annual term start date.

In the event that a member misses two consecutive meetings or is unable to fulfill the requirements of the Committee, the Committee chair may recommend to the board that the member be replaced. In the event that the Committee chair misses two consecutive meetings or is unable to fulfill the requirements of the Committee, the board chair may recommend to the board that the Committee chair be replaced.

Committee members who have served for two consecutive terms as members or three consecutive terms if they become chair of the Committee, exclusive of any partial term, shall be eligible for reelection to the Committee following a one-year hiatus.

#### Subcommittees

The Committee may create subcommittees for the purpose of gathering information, conducting analyses, and developing draft recommendations for consideration by the Committee with respect to particular matters related to the responsibilities of the Committee. The specific authority of all subcommittees shall be specified in writing and reviewed at least every other year. All subcommittees must report their recommendations and advice to the Committee for deliberation and discussion. A subcommittee may include members who are not members of the Committee. Subcommittee members are appointed by the Committee chair.

#### Voting and Quorum Requirements

Each member of the Committee, other than nonvoting ex officio members, shall have one vote. A majority of the then-serving members of the Committee shall constitute a quorum for the transaction of business at any meeting. The presence of ex officio members shall not be counted for purposes of determining quorum. The act of a majority of Committee members present at any meeting at which a quorum is present shall be the act of the Committee. There shall be no proxy or ballot voting.

#### Meetings

The Committee shall meet not less than four times each year. Meetings may be held telephonically or electronically so long as all members participating have the opportunity to read or hear the proceedings substantially concurrently with their occurrence. Special meetings of the Committee may be called by the Committee chair or any two members of the Committee unless otherwise provided in the bylaws or by a resolution of the board.

#### Minutes, Reports, and Records

Minutes of Committee meetings shall be maintained at AAUW headquarters. The Committee chair shall prepare written reports on the Committee's activities and recommendations to the board for the board's regular and annual meetings. The board liaison shall review the written reports from the Committee chair and submit them to the board for review.