



AASHE Board of Directors Meeting
Teleconference

Friday, June 19, 2015
11:00 a.m. – 12:30 pm PST

DRAFT Meeting Minutes

Attendance (X – present; R – regrets; A - absent):

Board

A	Adam Steinman
R	Charles Richardson
X	Ciannat Howett
X	Fahmida Ahmed (Chair)
X	Jacqueline Johnson (Ex-Officio)
X	Jon Jensen (Treasurer)
X	Kim Smith (joined at 12:55)

R	Kyu Whang
X	Richard Miller
R	Ruth Johnston
X	Sally Grans Korsh
X	Stephen Mulkey (Vice Chair)
X	Trina Innes (Secretary)

Quorum:

Executive Director and Staff

R	Meghan Fay Zahniser (Executive Director)
X	Julian Dautremont (proxy)

A	Allison Jones
X	Jessica Chase

1. Call to Order

- Welcome, Determination of Quorum

MOTION: Move to approve the consent agenda with adjustments.

Moved by Ahmed. Seconded by Howett.

Motion carried unanimously

2. Consent Agenda

- May 2015 - Board Meeting Minutes (attachment)
- June 2015 - Executive Committee Meeting Minutes(attachment)
- Today's (June 19, 2015) Board Meeting Agenda (attachment) with adjusted sequence

MOTION: Move to approve the consent agenda.

Moved by Ahmed. Seconded by Howett.

Motion carried unanimously

3. Ongoing Business with Decision items

- Governance Committee –Request for Decision
 - Overview of three major items requiring board decision before procedures documents are finalized

MOTION: Board procedures for Nomination and Election of AASHE Board Officers be changed to reflect that Board Members elected to an officer position that are terming out are automatically appointed to a second term.

Moved by Innes. Seconded by Johnson.

Motion carried unanimously

MOTION: Board procedures for Nomination and Election of AASHE Board Officers reflect that Directors that have termed out or resigned may be renominated to member after an absence of 1 year.

Moved by Ahmed. Seconded by Howett

Motion carried unanimously

MOTION: Board procedures for Nomination and Election of AASHE Board Members seek to achieve a board composition of no less than 30% and up to 50% member elected positions.

Moved by Innes. Seconded by Grans Korsh.

Opposed: 1, Abstained: 0

Motion carried (8of 9 members support)

- Request for an amended motion was made as follows “Board procedures for Nomination and Election of AASHE Board Members seek to achieve a board composition of no less than 30% and up to 50% member elected positions. Within six years we would have a 50% member elected board.” Moved by Howett and not seconded by anyone so motion was not carried.
- John asked Fahmida to work on language with Meghan and staff to honour that the board’s intention and the members needs.
- Finance Committee update – Jon
 - At the end of this month we are ½ way through the fiscal year – July will be a mid-point review of year and will provide more detailed finance report in August.
 - AASHE met May budget

4. Chair’s Report

- Executive Committee update
- Executive Committee update, Board Calendar (attachment)
 - Updated to show what happened in first part of year and what will happen towards the end of the year.
- ED Evaluation Process – discussion and motion for approval (attachment)
 - Good experience so far; Trina provided best practices tools, and then Meghan updated it.
 - Executive is recommending to the full board to endorse this evaluation process for the ED of AASHE informally mid-year and formally towards the end of the year.
 - EC recommends we approve this process as a board.
 - ED will fill it out herself. Board members will fill it out. The four directors of AASHE will also fill it out. Comprehensive 360 report.
 - Mid-year and year-end might change a little bit from year to year in terms of timeframe.
 - Mid-year could be Part A, and the full-year is all the parts of the Evaluation.

MOTION: Request approval of the ED Evaluation tool for annual performance review.

Moved by Ahmed. Seconded by: Jensen

Motion carried unanimously

- Board Member Evaluation – discussion and revision (attachment)
 - Self-evaluation, overall Board effectiveness, and evaluation of Board Chair

MOTION: Request approval of the Board Evaluation process for AASHE Board of Directors

Moved by Ahmed. Seconded by: Howett & Jensen

Motion carried unanimously

5. Executive Director Report (via Proxy)

- Presented procedures for how a member elected positions will take place.
- Will use SurveyMonkey to distribute ballot – one vote allowed per link supplied via email.
- Provided highlights from staff retreat.
- Board asked to review potential funders list and see if there are any relationships to existing board members or other recommendations to include on the list.
- Kim can share an additional funding resource and asked if there might be interest/opportunities to collaborate on funding applications.

6. Adjourn

- Adjourned 12:30 pm PT.
- Note: No Board meeting in July. There will be email updates from ED and Chair.

Appendix 1 – Action Tracker

2015 AASHE Board of Directors – Board Meeting Action Tracker				
No.	Responsibility	Action	Due Date	Status
2.1	Meghan	Meghan to share dues structure / exhibitor information with board members.	ASAP	Done
2.2	Directors	Board members to connect with Meghan directly on potential prospects.	ASAP	Done
2.3	Directors	Board members to send information on what they would like to see in ED's report in the future to both Ahmed and ED.	ASAP	Done
2.4	Meghan	Develop partnership criteria for partnerships for Board review.	April/May	Done
4.1	Jensen	Work with Ahmed to prepare a motion for the Board to approve the audit by April 24 via email vote.	Apr 24	Done
5.1	Innes	Package to be prepared by Innes for voting on at the next Board meeting.	June 19	Done
5.2	Jensen	Finance Committee to present plan for managing financial reserves at June meeting.	June 19	??