AASHE Board of Directors Meeting
Teleconference
Friday, November 18, 2016
14:00 – 15:30 EDT

Approved Meeting Minutes

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

Board

| X | Fahmida Ahmed - Chair |
| X | Charles Richardson – Vice Chair |
| X | Trina Innes - Secretary |
| X | Jon Jensen - Treasurer |
| X | Jay Antle |
| X | Ben Champion |
| X | Sally Grans Korsh |
| A | Richard Miller |
| X | Kim Smith |
| R | KyuJung Whang |

Management & Guests

| X | Meghan Fay Zahniser (Executive Director) |
| X | Margueritte Williams |

1. Call to Order
   • Welcome, Determination of Quorum – Quorum met

2. Consent Agenda
   • August 26, 2016 Board Meeting Minutes
   • October 8, 2016 Board Meeting Minutes
   • September 2016 Executive Committee Meeting Minutes
   • November 2016 Executive Committee Meeting Minutes
   • Today’s Board Meeting Agenda

MOTION: Move to Accept the Consent Agenda
Moved by: Fahmida
Seconded by: Kim  
Motion Carried at 14:04
3. **Executive Director - Organizational Update**
   - 2017 Budget Presentation
     - Board concerned about ED not having an assistant – want that in a future budget
     - Staff compensation review
     - ED compensation discussion
   - Conference Recap – Statistics and Financial Overview
   - Project Updates
     - Sustainable Campus Index released last month
     - Reviewing calls for webinars
     - New website status
     - New AMS implementation status
   - Partnerships
     - Update on meetings with various organizations
   - 2017 Budget Discussion
     - Question about employee bonuses
     - Jon made his comments about the 2017 budget
     - Kim recognized Jon’s contributions as treasurer
     - Ben mentioned concern in sustainability community over current political climate, does this effect budget? Future actions?

**MOTION: Approve 2017 Budget**
Moved by: Jon

Q&A on what version of budget is being approved

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**Amended Motion: Move Budget Surplus to Compensation**
Moved by: Ben
Seconded by: Jay

Motion Carried at 14:43

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- Need board Conflict of Interest forms turned in

4. **Ongoing Business**
   - Committee Updates
     - Elections Task Force Update – Sally

**MOTION: Approve Two Member Elected Board Members**
Moved by: Sally
Seconded by: Jay

Motion Carried at 14:48

- How many positions should board fill?

**MOTION: Board To Nominate Up to Two New Board Members for 2017**
Moved by: Fahmida
Seconded by: Sally

Motion Carried at 14:56
Vote to be done electronically by December 21st.

- Overview of Whistleblower Policy

**MOTION: Approve Whistleblower Policy**
Moved by: Fahmida  
Seconded by: Charles and Jon  
Motion Carried at 15:03

**MOTION: Treasurer Signatory Authority - Transfer from Jon to Kyu Starting January 2017**
Moved by: Fahmida  
Seconded by: Jon  
Motion Carried at 15:04

- Governance Committee and 2016 Action Plan – Charles  
- Finance and Audit Committees - Jon  
  - New audit firm for 2016 YE audit  
- Advisory Council – Meghan  
  - List in board packet

**MOTION: Approval of Staff Recommendations for 2017 Advisory Council**
Moved by: Charles  
Seconded by: Kim  
Motion Carried at 15:11

5. Chair’s Report & Wrap Up – 15:12
   - Kim recognized Fahmida’s work as Chair  
   - Last board meeting of 2016 – Welcome Executive Committee 2017  
   - Board Orientation 2017  
   - Board 2017 Calendar  
   - Can anything be improved upon, processes, etc, moving forward?  
     - Need to ask rest of board if they have something to add to meeting agenda  
     - Requested regularly scheduled meetings  
   - Have adequate resources? – let Meghan know answer  
   - Asked Meghan to congratulate staff

6. Executive Session – 15:19

7. Adjourned