AASHE Board of Directors Meeting

Baltimore, Maryland
October 8, 2016
3:30 pm EDT

Approved Meeting Minutes

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

Board

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<tr>
<td>X</td>
<td>Fahmida Ahmed – Chair (on phone)</td>
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<tr>
<td>X</td>
<td>Charles Richardson – Vice Chair</td>
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<tr>
<td>X</td>
<td>Trina Innes - Secretary</td>
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<td>R</td>
<td>Jon Jensen - Treasurer</td>
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<td>X</td>
<td>Jay Antle</td>
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<tr>
<td>X</td>
<td>Ben Champion</td>
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<tr>
<td>X</td>
<td>Sally Grans Korsh</td>
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<td>X</td>
<td>Richard Miller</td>
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<td>X</td>
<td>Kim Smith</td>
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<td>KyuJung Whang</td>
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Management & Guests

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<td>X</td>
<td>Meghan Fay Zahniser (Executive Director)</td>
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1. Call to Order
   - Welcome, Determination of Quorum – Quorum met at 3:34 pm with 9 from the board present.

2. Committee Reports
   - Governance Committee
     - Discussed diversity statement.

**MOTION:** Moved that the diversity statement be accepted and posted on the AASHE website.
Moved by: Ben Seconded by: Sally  
Motion carried

- Nominations Task Force
  - Need to develop a process for ensuring board fulfills the intent of the diversity statement
  - When next board is in, suggest looking at what is absent and then go out and seek potential people who might come in
  - We individually and collectively may need to address diversity
  - We will know by second week of November about newly elected members
  - Sally will fill in the skill set after we know our members to inform board discussions (suspect business and administration member may be missing).
  - May be some benefit to having the task force look at the balance of the nominations to see if they might be qualified outside of member elected positions
MOTION: Moved that board is accepting nominations from existing members that wish to renew their term
Moved by: Kim Seconded by: Sally  
Motion carried 8 in favour, 1 abstention (Trina)

- Question raised about to what extent we want to know incoming board members before making a decision about what to do next.
- This is the time when existing board members express they are interested in staying. This is a traditional process.
- Would like to be able to codify the proper process moving forward.
- If someone wanted to run again, we could go through the public process or the board elects you.
- Feel person should be voted on regardless of the new members who are coming on the board

MOTION: Moved that the board vote on self-nominated board members today at October Board Meeting
Moved by: Fahmida Seconded by: Sally  
Motion carried 6 in favour, 2 nays, 1 abstention (Trina)

MOTION: Moved that the board elect Trina to continue board service for second term.
Moved by: Sally, Seconded by: Kim  
Motion carried 1 abstention (Trina)

3. Looking Forward to 2017
   - Look through package for budget for 2017
   - Budget is a stay the course budget – not a lot of new items.
   - Action plans for the committee are part of the transition that everyone should consider
   - Intend to ensure that outcoming/incoming executive committee have the materials they need to transition
   - New officers start in January, but will begin attending executive committee calls in November.
   - Bylaws are fairly complete – nothing anticipated as needing to be changed
   - Institutional memory is sometimes a challenge
   - Chair Elect – Chair (we should continue on the affirmation process each year – would benefit from smoothing that out – Governance Committee could / should discuss).
   - Long-term diversity of the board, would like to look at a minority serving institution initiative – try to get more of these groups as members. This would like benefit from a task force.

4. In Camera Session

MOTION: Moved that the board extent Executive Director’s contract.
Moved by: Fahmida, Seconded by: Sally  
Motion carried

- More information required from legal counsel to frame new contract.

5. Adjourn
   - Meeting adjourned at 4:44 pm.