



AASHE Board of Directors Meeting

Wednesday, August 15, 2018
14:00 – 15:30 ET

Approved Meeting Minutes

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

Board

x	Richard Miller – Chair
x	Trina Innes – Vice Chair
x	Ben Champion - Secretary
x	KyuJung Whang- Treasurer
x	Jay Antle
x	Guilbert Brown
x	Monica Dean
x	Cathy Dove

x	Ann Erhardt
x	Jenny Hirsch
x	Ben Jarrett
x	Cindy Klein-Banai
x	David Phillips
x	Charles Richardson
A	Meghna Tare

Management & Guests

x	Meghan Fay Zahniser (Executive Director)
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x	Allison Jones (Director of Finance & Admin)
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1. Call to Order

- Determination of Quorum – Quorum Met – 10 in attendance at time of call to order

2. Consent Agenda

- May 2018 Board Meeting Minutes (see meeting packet)
- August 2018 Executive Committee minutes (see meeting packet)
- Today’s (August 15, 2018) Board Meeting Agenda (see meeting packet)

MOTION: Motion to Approve Consent Agenda

Moved by: Trina Innes

Seconded by: David Phillips

Motion Carried

3. Request for Decision – Dues Increase

- Please see the board packet for the proposal about a due increase (first discussed at the May board meeting)
- Discussion on dues:

- CPI vs HEPI and which one is most advantageous
- Asked for detail of impact of dues increase
- Asked about sliding scale, mindfulness of under-resourced institutions
- Board will vote on increase after the meeting
- Decided to take decision off plate today, go back to director's team, send additional info to board and vote electronically so we can approve this on time for January renewal pricing. Meghan to send this info to board by September to get vote before end of September
- Cathy supports annual increases and it is appropriate for AASHE

4. Organizational Update

- Executive Director Report – (updates included in board packet)
 - Updates
 - Expanding our reach
 - Expanding communication & outreach strategy
 - Expanding media exposure
 - Expanding AASHE's presence at conferences
 - October Board Meeting
 - Board to put travel in google doc

5. Ongoing Board Business

a. Committee Updates

- **Governance**

- Distributed annual plan of work
- In process of updating policies and procedures
- Gauging interest from current members for future interest in being on AASHE board
- Ben Champion will be completing his term in 2018
- Trina Innes will be completing her term in 2018 – starting a new job and many conflicts of AASHE work. Unable to do both.
- Trina is committed to following through on tasks for governance committee and she will not be standing for chair in 2019.
- Discussed some possibilities – Rich offered to stay in chair position until June of 2019. Discussed that vice chair, person would stand as chair in July
- Motion was made to change the terms of current chair

MOTION: Extend the term of current chair (Rich Miller) to June 30, 2019 and incoming Vice Chair/Chair Elect will serve as Vice Chair of June 30, 2019, July 1, 2019 will become Chair and will serve as chair for 18 months.

Moved by: Kyu Whang

Seconded by: Cindy Klein-Banai

Motion Carried

- Trina shared how difficult the decision was to leave AASHE board and will continue to support AASHE in future.
- What happens to vice chair position when it is vacated mid-year in 2019 – we would have to have an election to backfill that position. Would have to be a special election.
- Trina suggested we vote on election procedures presented to the board and then she will add to governance manual. No objections to approve the officer election procedures today.

- **Finance** – Allison and Meghan – financial status is good. Asking for continued support in promotion of membership and encouraging AASHE conference attendance.
- **Advisory council** – Rich suggested that an update be given from subcommittees at the October board meeting.

6. Officer Candidate remarks - (see board packet for statements)

- Secretary – Cindy Klein-Banai – wants to serve on executive board and would like to get more deeply involved to continue the work of this great organization. Has lots of administrative experience and has served on many committees in the past. Is confident she can fulfill those tasks and has organizational skills to be on the board. I am collaborative, integrate what I hear and I hope that is an asset to the group. I am available and I have support to schedule my time. Can type Hebrew.
- Treasurer –
 - Jay Antle – most of you know me and am completing my 3rd year on board. Served as secretary previously on this board. Open and communicative of the finances of the organization and it is important. I am very interested in figuring out ways for AASHE to maintain a robust bottom line – conversations of diversifying revenue streams, dues, etc. My community college is happy to have me serve on the board. I am a big fan of AASHE and has been important to my career.
 - David Phillips – I'm interested in taking a more active role. I have a strong background in financial management. My impression overall is the existing structure and reporting. I really just want to take on an expanded role and be a part on the executive role. I am willing to serve on this role or any other role the board recommends.
- Vice Chair –
 - Ann Erhardt – I love AASHE and I want to be involved at a deeper level. I have a lot of experience in higher Ed, non-profit and private sector. Have been financial director, hr experience and sustainability work. Part of my focus – is focusing forward to what we offer to members and continue to being leaders in this field. What is best opportunity for us to be sustaining ourselves and be highly relevant in field we are in? We have a great time right now and I am excited to take a leadership role and leverage member experience.
 - Cindy Klein-Banai – My desire overall is to serve on the executive board any way you see fit. I have served on various boards in different roles. Lots of administrative experience also. I do think there are some threats we need to look at as an organization. We need to continue to keep a close eye on what the value is that sustainability professionals bring to higher education. Most of what I said before. I want to serve you all in a deeper way.

Next steps – Jessica will set up vote and will keep open for a short period of time and will circle back with board with results. Would like to close the vote for officers by next Friday, August 24, 2018.

After results, governance committee needs to meet to determine if we want to fill empty seats coming up with member elected positions or not.

David offered to serve in that role in secretary.

Ben is stepping down and is a member elected position

Trina is stepping down and is a board appointed position

If we want to shrink the board, do we want to fill the 2 vacancies that are being created?

Charles has one year left

Ben Champion is completing his first term

If Jay is not elected to executive committee, does board want to elect him for another 3 year term? If he is interested in serving a 2nd term? And do we want to affirm that? And Jay was a member elected position. Let's decide later on elections/appointments for up to 2 new members and not decide today. If you have recommendations for appointments for the board please send to Trina and/or Rich.

7. Closing Round

- Chair's Report
 - Any last minute thoughts about backfilling the 2 positions or going down to 13 members? We are limited to 17 and as few as 9.
 - No strong feelings but Trina said we had hoped we would keep the momentum going in member elected positions but technically we are fine to not do it. Jay suggested to keep at least 1 member elected position per year and keep the momentum going. The election would occur after the conference and we need to know fairly soon so the call can go out and so we can talk it up at the conference. If you want to have a member election you have to fill a board appointed position – it's either 2 new board members or none.
- Questions
 - None

8. Adjournment – 15:33 pm