



AASHE Board of Directors Meeting

December 14, 2023
3:00 pm - 5:00 pm

APPROVED Meeting Minutes

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

Board

x	Jenny Hirsch
x	Francois Miller
x	Meghna Tare
x	David Phillips
R	Raghu Raghavan
R	Rania Assariotaki

x	Ashwani Vasishth
x	Chris O'Brien
x	Stephania Fregosi
x	Daryl Pierson

Management & Guests

	Meghan Fay Zahniser (Executive Director)

	Domna Gallion (Accounting & Ops Manager)

1. Call to Order

- Determination of Quorum
- Opening Round

2. Consent Agenda

- December 14, 2023 Meeting Agenda
- November 17, 2023 Board Meeting Minutes
- October 29, 2023 Board Meeting Minutes

MOTION: Motion to Approve Board Meeting Agenda - December 14, 2023

Moved by: David Phillips

Seconded by: Francois Miller

Motion Carried

MOTION: Motion to Approve Board Meeting Minutes - November 17, 2023

Moved by: David Phillips

Seconded by: Francois Miller

Motion Carried

MOTION: Motion to Approve Board Meeting Minutes - October 29, 2023

Moved by: David Phillips

Seconded by: Francois Miller

Motion Carried

3. Budget Discussion and Approval

- Meghan referred to conference memo in the board agenda as response to the outstanding issue related to approving the budget, which was conference 2024 location.
- David Phillips recommends approving the budget with 5% variance before board has to be contacted.
- Lack of response to conference RFP is due to size of AASHE conference, too small to take over city, and also due to turnover in meeting and hotel industry.
- Level of space needed and timing during fall semester has kept AASHE conference off college campuses.
- Suggestion to Kimberly to pursue college campuses for AASHE conference, especially mentioned were UCLA and Georgia Tech.
- Jenny Hirsch suggests transference of knowledge among new and existing board members, mainly for the role of Board President and Treasurer.

MOTION: Motion to Approve 2024 Operating Budget with 5% variance allowed

Moved by: Ashwani Vasishth

Seconded by: Stephania Fregosi

Motion Carried

4. Governance Discussion (Francois Miller)

- Jenny Hirsch informed the board of the executive performance review process and affirmed the board for all the input from the board on the executive review. Everyone was thorough and on-time.

MOTION: Ratify Executive Compensation Policy vote by email

Unanimous approval by board - entered into minutes

- 17 persons have applied to be on the board. Francois Miller distributed document to board reviewing competencies.
- Francois Miller put suggestion on the table to elect the top 5 candidates (based on member election rank) on the short list, and appoint one additional. New Board Balance with one appointment will be 8 elected and 5 appointed on the 2024 board. With two appointments, board balance will be 8 elected and 6 appointed.
- Chris O'Brien questioned a minor tabulation discrepancy and Meghan Fay Zahniser clarified the minor difference in outcome.
- Chris O'Brien questioned Francois Miller on why he recommends top 5 only. Francois Miller reminded everyone about the exercise during the last board meeting.
- Further discussion about specific qualifications of board applicants.

- AASHE Bylaws require between 7 and 15 board members.

MOTION: Motion to Confirm Election of 5 new board members: Chris Ewing, Kristin Parineh, Jillian Buckholz, John Madden, Sophia Agtarap

Moved by: Meghna Tare

Seconded by: Ashwani Vasishth

Motion Carried

- David Phillips made further comments about member election process. We lack the diversity that board were hoping for, but board followed the process. Board had good intentions, but the outcome leaves room for improvement.
- Jenny Hirsch discussed the need to refine the process after the RESJ strategic objectives are passed by the board in 2024.
- Daryl Pierson suggests that the board have subcommittees to review potential decisions, reducing the discussion needed during the board meeting.
- Francois Miller opened discussion about the number of appointees to the board. Consensus was lacking on the restriction of one or two appointees.
- Governance committee will determine staggered length of terms for new board members in January with the new board seated.
- Chris O'Brien recommends a personal discussion with the two that are selected, prior to final appointment. Ashwani recommends that all elected and appointed board members should be subject to personal discussion prior to final decision.

MOTION: Motion to Appoint Greg Genco and Joseli Macedo

Moved by: Chris O'Brien

Seconded by: Daryl Pierson

Motion Carried

- Next steps: Francois Miller will contact all board applicants to share results today, since all were informed that the board meeting was this afternoon.
- Encourage the remaining applicants to stay involved in AASHE and reapply for the board in the future.
- Ashwani Vasishth suggests that Meghan/AASHE have a monthly meeting open for member discussion, rather than just at annual meeting.

5. Closing Round and Thank Yous

MOTION: Motion to Close Board Meeting

Moved by: Francois Miller

Seconded by: Ashwani Vasishth

Motion Carried

Meeting was adjourned at **4:51 pm**.