



AASHE Board of Directors Meeting

June 13, 2025
12:00 pm -1.30 pm

APPROVED Meeting Minutes

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

Board

x	Stephania Fregosi
x	Daryl Pierson
x	Rania Assariotaki
x	Kristin Parineh
x	Francois Miller
x	John Madden
x	Chris O'Brien

x	Greg (G.L.) Genco
x	Jillian Buckholz
x	Sophia Agtarap
x	Leonie Lado
x	Chris Ewing
x	Joseli Macedo

Management & Guests

x	Meghan Fay Zahniser (Executive Director)

x	Domna Gallion

1.0 Call to Order – Meghan Fay Zahniser

- Determination of Quorum
- Opening Round

2.0 Consent Agenda - Steph Fregosi

MOTION: Motion to Approve Board Meeting Minutes – March 14, 2025

Moved by: Jillian Buckholz

Seconded by: Francois Miller

Motion Carried

MOTION: Motion to Approve Board Meeting Agenda - June 13, 2025

Moved by: G.L Genco

Seconded by: Daryl Pierson

Motion Carried

3.0 Presentation by Elizabeth S. Reinhardt, MA Attorney

- DEI Landscape & STARS - Current political risks
- Nonprofits survive in good times and bad times
- Executive Orders signal new administration's priorities; they don't change federal laws
- EOs don't change individual rights in the Constitution
- EOs are having major effect in the private sector and nonprofits
- Private sector is capitulating in some areas: closing DEI offices, altering organizational policies
- How to respond: Assess risk and build resiliency
 - Make sure you are in full compliance with IRS, etc.
 - Evaluate external communications
 - Challenge to values (sustainability, inclusion, etc.) - think about semantics
 - Financial risk and investment - no federal program grants
 - Legal requirement to maintain funds to finish employee benefits and pay
- Resources available (Advocacy Playbook, etc.)
- 501(c)(3) may not be involved in lobbying or political activity
- Sign-on letters can advance advocacy and education
- Build internal protection
- Risk assessment as 501(c)(3)
- State laws and constitutional rights are still in place
- Financial planning and risk assessment - worst case scenarios if we lose memberships and sponsorships at 5%, 25%, etc.
- Are there potential grants (i.e. hire grant writers)? Ways we can adjust now?
- Vigilance is crucial
- Enforcement protection at AASHE conference
 - Create private spaces
 - AASHE cannot protect attendees
 - Have one AASHE spokesperson at conference
- Fiduciary responsibility as board members - insurance and indemnification to protect AASHE and members
 - No personal responsibility
 - Image restoration coverage
 - D & O insurance in place as baseline protection

4.0 Committee Updates & Discussion - Steph Fregosi

4.1 Finance & Fundraising Committee - Kristin Parineh

- Split into two committees and will present recommendations at August board meeting

4.2 Governance Committee - Francois Miller

- Board skills matrix - strengths and targeted needs
- Almost two thirds of AASHE board members have had previous experience on boards
- Gaps: Fundraising, legal counsel, business systems agility
- Define and clarify fundraising function for board
- Remember the board handles strategic and staff handles actions and activity
- Strategy for finding board members with expertise in these gap areas

MOTION: Motion to Approve Governance Committee Recommendation to add two new members to the Board in January 2026

Moved by: Chris Ewing

Seconded by: Chris O'Brien

Motion Carried

5.0 Executive Director Update - Meghan Fay Zahniser

- We are updating outdated resources
- Recruitment campaign this summer
- Organizing a CFO Sustainability Focus group
- We were not selected to host Carnegie Elective
- High level financial overview
- Active concerns about conference finances
- Midyear check-ins with board members in coming weeks
- Free conference registration for every board member - please register

6.0 Closing Remarks - Steph Fregosi

Meeting was adjourned at 1:26 pm.

Next regular meeting is: August 22, 2025 12pm - 1:30pm ET