Board of Directors Meeting #1

April 1, 2005
New York, NY

Board Members in Attendance: Joe Roof, Tom Bilger, Jerry Bracken, Paul Wiley, Dan Garcia, Luz Barreras, Wanda Simpson, Betty Huff, Angé Peterson, Eric Staab

Staff Members in Attendance: Janie Barnett, Barmak Nassirian, Jerry Sullivan

1. **Call to order/Adoption of agenda**
   President Roof called the meeting to order at 8:30 A.M. EST
   The agenda was reviewed and adopted
2. **The Board moved to a Committee of the Whole.**
3. **Board Meeting and Organization Plan for 2005-2006**
   Roof reviewed the 2005-2006 expectations for the Board of Directors. He stated that the primary Board responsibilities included being prepared; attending Board meetings and participating in Board Committees; participating in the development and maintenance of a strategic plan including the Association's mission statement; financial oversight including approval of the budget and the appointment and evaluation of the Association's chief executive officer.

   He noted that Sullivan's contract ends in 2009, and although it might appear early he was going to start the process of planning for Sullivan's eventual retirement and replacement He also discussed his role in the evaluation of the Executive Director. Roof suggested that the Board become familiar with the process prior to the evaluation. Sullivan is working on his performance goals for next year and will report on progress towards accomplishment of the 2005 Performance Plan at the July meeting.

   Roof reminded the Board that it can be difficult at times for a new Board member to transition from being a line officer at their campus or a leader in a state and regional association to the role of an AACRAO Board member. The existence of an Executive Director and a full time staff are the primary differences as well as the very size and diversity of the national Association. Through the responsibilities described above, the AACRAO Board governs as a group rather than as individuals. He added that the exception to the rule is the projects that the vice presidents have in their functional areas. In this case they should work through the Executive Director to see that their work is coordinated with other demands on the AACRAO staff. Roof reminded the Board members to consult the Executive Director before asking staff to assist them with a project. Conversely, the staff also needs to be reminded that they should make sure Jerry is aware of requests from Board members.
4. **Board Committees**
   Roof suggested using the conference call system to hold committee meetings outside of the board meetings. This will help maximize the time the board meets face to face. Barnett and Nassirian will share the responsibility of serving in *ex-officio* positions on the Professional Issues Committee and the Association Issues Committee as needed.

   Roof then outlined a reorganized Board committee structure:

1. Administrative/Finance Committee
   - Chair: Joe Roof

- Members: Tom Bilger, Angé Peterson, Paul Wiley
- Ex Officio: Jerry Sullivan

2. Professional Issues Committee (external relations)
    - Chair: Eric Staab
    - Members: Luz Barreras, Wanda Simpson
    - Staff: as assigned
3. Association Issues Committee: (internal issues)
    - Chair: Betty Huff
    - Members: Dan Garcia, Jerry Bracken

Roof pointed out that professional and association issues are part of the strategic planning process and that he hopes this reorganization will align the Board's work more closely with the strategic planning effort. He also expressed his wish that the committees assume responsibility for their own agenda and organize their work so that they come prepared to the Board meeting with finished work ready for Board consideration as appropriate.

Sullivan shared that he has asked Jim Dalton to share the Association's process of strategic planning in a more complete way in July due to the turnover in Board members over the past two years. He will do so during the July meeting.

Sullivan suggested the need for an "elevator speech" for board members to be able to clearly and quickly describe the Association and their Board roles to AACRAO members and others. He suggested that the Board bring in Robert Bonitati (a communications expert) to help in that task at our next east coast meeting.

5. **Board Meetings**

Roof will invite voting members to come and observe the Governance section of board meetings. In consultation with Roof, Barnett will set up a process to invite members and collect RSVP's. Sullivan was asked to explore legal requirements for open meetings. Members who attend Board meetings will have the opportunity to observe the Board at work and bring forward questions and issues to the Board.

Sample Board Meeting Agenda Format
(Meetings are conducted under a modified form of *Robert's Rules of Order*)

Review and approve meeting agenda

Review minutes from previous meetings

Move to the Committee of the Whole

Governance Issues
    Workshops (investment update, etc.) – as needed
    Strategic planning (more extensive at July meeting)
    Association Oversight (evaluation of Executive Director, etc.) – as needed

Reconstitute as Board of Directors from the Committee of the Whole

[At this point AACRAO members may join the Board meeting]

Consent Agenda

Minutes from previous meetings
Officers' written reports
Board Resolutions (policies, recognitions, etc. not requiring discussion)

Finance Report

Executive Director's Report

Board Committee Reports
Administrative/Finance Committee
Association Issues Committee
Professional Issues Committee

Old Business

New Business

AACRAO Member Participation

Move to the Committee of the Whole

Reconstitute as Board of Directors from the Committee of the Whole

Adjournment

6. **Debriefing of the 2005 Annual Meeting**

- The Commemorative brochure was great but the ceremony was too brief. Barnett will work on a brief description of each honoree which will be added to the Script.
- We will also ask Conferon to help us with staging when we have a performance prior to the event. There were two screens for viewing the performers but it was difficult if you were sitting in the front rows.
- The Past-Presidents will be invited to sit together at the front of the hall to facilitate video recording.
- The plants on the stage were too minimal and the AACRAO podium cover was missing.
- The Committee booth had lots of business. Huff will email people who volunteered and copy the chairs.
- The board discussed the evaluation process. Staab suggested that we add the ability to evaluate multiple presenters.
- It took too much time to introduce the Board during the First Time Attendees reception. Next year's chair would like to do a sheet with the board pictures and hand them out at the tables.
- Garcia asked us to review the Mission Statement to see if there is anything about diversity in it. Roof suggested that, when appropriate, we include the Mission Statement in everything we print or publish.
- Garcia asked if the Round Tables and Caucuses could be scheduled earlier in the meeting. We will explore this with the Program Committee, Peterson, and the AACRAO staff.

- Huff shared that the Black Caucus would like to have a lunch in San Diego.
- Barnett indicated that we will need to increase sponsorship for the International Reception.
- Staab shared that AACRAO EDGE will be submitting a session proposal to AUA.
- Peterson asked if there is a reason why corporate presentations are given the early morning slot. Barnett responded that we are able to sell these because they are in this time slot. We have more of a challenge selling the afternoon slots and corporate members complain about the lack of attendance.
- Wanda Simpson shared that one of her committees would like to start a High School Guidance Counselors Workshop at the Annual meeting. She will bring forward a proposal for this workshop to be held on the last day of the meeting.
- Wiley noted that the PowerPoint for both the Town Meeting and the Business meeting were problematic. Matching these PowerPoints to the agendas without any Board rehearsal created problems. There needs to be significant prior input on these presentations from all who are involved and there needs to be a formal rehearsal of the Business Meeting far enough in advance of the meeting to make changes to the presentation. There has always been a PowerPoint at the Business Meeting but the AV company was unaware of this. Barnett responded that we will add it to the Script. Roof asked if the rehearsal of the business meeting could be held during the Saturday board meeting. Barnett will explore this with Conferon and Rutberg.
- Who should be responsible for developing PowerPoints and agendas for the Town Meeting and Annual Meeting?
- Wiley noted than Angé Peterson did not receive a plaque for her service as Vice-President of Admissions and Enrollment Management. He opined that any Board member completing a term of service should be formally recognized regardless of whether the individual is rotating off the Board or immediately returning to the Board in another office. Barnett will take care of this.
- The Board asked how the review of the evaluation process with Scantron will be handled. Barnett will contact Scantron for a conference call to discuss the 2005 meeting and their reaction to the sponsorship and process. Peterson shared that she thought we should consider purchasing the customized evaluations software for $3,000 to $4,000. This would allow us to develop our own evaluations and could be used at all AACRAO meetings (not just the Annual Meeting). Joe directed Angé to work with the Association Issues Committee to develop a proposal for Board consideration.
- Peterson noted that there should be an evaluation committee not just an individual chair. This committee could be staffed from the Committee on Volunteers.
- Bracken talked to some vendors who are willing to explore technology options to assist AACRAO. He will talk to the AACRAO staff about these companies.

7. **Miscellaneous**

- Roof shared the following with the Board:
- The Board will do a self-evaluation. More information will follow.
- There has been discussion about scheduling the Leadership Meeting and the State and Regional Meetings together. This meeting would be held the first week of December with the Board meeting prior to the combined meeting. Roof, Barnett, and Sullivan will meet to draft a new calendar for 2005-2006 board meetings and deadlines.

- Board conference calls will continue to be held on Wednesdays at 3:00 P.M. EST (or 3:00 EDT when daylight savings is in effect).

8. Joe and the entire Board expressed their gratitude to Tom Bilger for his leadership during the past year.
9. The Board reconstituted itself from the Committee of the Whole.
10. The meeting of the AACRAO Board of Directors adjourned at 11:30 A.M. EST