American Association of Collegiate Registrars and Admissions Officers
Minutes of the Meeting of the Board of Directors
February 13-15, 2025
In-Person Meeting, Washington D.C.

Board Members in Attendance: Hala Abou Arraj, Jackie Carter, Chris Huang, Ari Kaufman, Carrie Jeffers, Caroline Laguerre-Brown, Cassandra Moore, Connie Newsome, Roslyn Perry, Julia Pomerenk, Tiffani Robertson, Brenda Selman, Kristi Wold-McCormick.

Incoming Board Members in Attendance: Wendolyn Davis, Beth Warner, Max Xiong

Staff Members in Attendance: Quintina Barnett Gallion, Tina DeNeen, Melanie Gottlieb, Martha Henebry, Tiffany Hsu, Mike Simmons

Guests in Attendance: Jeff Arnold, Peter Wolk

Board committees met on Thursday, February 13, 2025 from 1:00 – 5:00 PM EST.

Discussion List

<u>Introduction to Peter Wolk</u>

Attorney Peter Wolk was introduced as AACRAO's General Counsel. He has been instrumental in several important projects, including the review of bylaws, the Board of Director Handbook, and the Executive Director Contract. He specializes in nonprofit law and teaches nonprofit law at American University.

Next, Attorney Wolk went through some background information on how committees should be structured. Committees are governed by the DC Operations Code, which includes provisions applicable to committees. If committees are formed, these provisions should be followed. Committees are primarily governed by three key principles: Duty of Care, Duty of Obedience, and Duty of Loyalty.

There is a distinction between committees composed solely of directors and those that include both directors and non-board members. When non-board members are included, it is important that the majority of the committee members are directors.

Committees can be either embedded in the bylaws or established through a board resolution at any meeting. If you are unsure whether a committee is necessary, it is often best to create one, ensuring that it has a clear charge. If a committee is no longer being used, it could be disbanded.

Ideally, the work of each committee should align with the organization's strategic plan. It is important to ensure that all committee actions adhere to the bylaws and are in line with the overall mission and goals of the organization.

AACRAO has insurance policies that cover volunteers, directors, and board members in their nonprofit roles. To be covered as a volunteer, individuals must be formally identified as such. Attorney Wolk recommends setting a term for volunteer work, ensuring there is a clearly defined group that is covered in the event of a claim.

Executive Director Gottlieb clarified that board committees are not the same as bylaws committees; the board committees are established through board resolutions.

<u>Building a World Class Board Progress Meeting</u>
Jeff Arnold from Leading Associations checked in with the Board to see how they were doing. He addressed some key issues and challenges, which include:

1. **Meeting Structure and Time Management**: Balancing the frequency of meetings, time commitment, and efficient use of meeting time.
2. **Transition to Strategic Focus**: Moving from operational concerns to a more strategic, long-term focus.
3. **Impartiality and Inclusivity**: Ensuring all voices are heard and opinions are acknowledged.
4. **Communication and Information**: Providing adequate background, ensuring enough time for the Executive Director’s report, and setting clear expectations for work between meetings.
5. **Balancing Responsibilities**: Clarifying the expectations between board work and meetings.
6. **Strategic Direction and Representation**: Focusing on aligning board actions with strategic goals and ensuring proper representation.
7. **Engagement and Onboarding**: Improving engagement by involving Admissions members in Exchange discussion boards and refining the onboarding process for new board members.
8. **Vendor Influence and Member Collaboration**: Navigating vendor relationships and promoting member collaboration.
9. **Advocacy and Productivity**: Breaking down the perception of the Board of Directors as separate or elite from the membership.
10. **Victory List**: Identifying and celebrating improvements or successes.
11. **Consent Agenda**: Streamlining meetings to free up time for strategic discussions.

Key Actions and Improvements:

- **Onboarding New Board Members**: Focus on enhancing the onboarding experience to ensure new members are well-prepared and integrated.
- **Board Reports**: Encouraging board members to submit reports ahead of time to improve discussions.
- **Member Education**: Plans for educating the membership on leadership roles and board responsibilities, including a "Gather Voices" video series and webinars.
- **Mentorship for Incoming Members**: Introducing mentors to guide new board members.
- **Board Surveys**: Regular surveys after Zoom meetings, though not yet fully utilized for actionable change.
- **Board Health Assessment**: An assessment is planned for after the current meeting to evaluate board effectiveness.
- **Bylaws and Handbook Updates**: The Governance Committee is working on updating the Bylaws and Board Handbook, with recent updates made to the PAC Handbook.
- **Informed Voting**: Ensuring that board members are well-prepared and fully understand issues before voting.
- **Fiduciary Responsibility**: Providing education to the board on fiduciary responsibilities.

Consultant Arnold walked the Board through an example of a Board of Directors' Norms document. He then asked the Board to identify three values or norms for engagement from the handout. Board members were asked to put their three values into a collaborative working document. A small group (consisting of: Past President Carter, Vice President Huang, Vice President Newsome, Vice President Perry, Vice President Pomerenk), led by Past President Carter, was charged with cleaning up the document so that it could be presented to the Board for review at the next meeting.

Additionally, AACRAO staff Hsu will be sending the Board Health Assessment to the Board on Monday, February 17, 2025. Board members will have one week to complete the assessment.

The Board resumed information and discussion session on Friday, February 14, 2025 at 9:02 AM EST.

Board Members in Attendance: Hala Abou Arraj, Jackie Carter, Chris Huang, Ari Kaufman, Carrie Jeffers, Caroline Laguerre-Brown, Cassandra Moore, Connie Newsome, Roslyn Perry, Julia Pomerenk, Tiffani Robertson, Brenda Selman, Kristi Wold-McCormick.

Incoming Board Members in Attendance: Wendolyn Davis, Beth Warner, Max Xiong

Staff Members in Attendance: Quintina Barnett Gallion, Bill Gil, Tina DeNeen, Melanie Gottlieb, Martha Henebry, Tiffany Hsu, Mike Simmons

Guests in Attendance: Mona Birchfield, Marc Booker, Will Donahue, Paul Grambsch, Shane Mowery, Adam Proger,

Call to Order
President Wold-McCormick called the meeting to order at 10:42 AM EST on February 14, 2025.

Approval of Consent Agenda and Minutes
MOTION 2025.02.01 – It was duly moved and seconded to approve the consent agenda, and the December 18, 2024 meeting minutes as presented. APPROVED

Officer Reports
All officer reports were uploaded to AACRAO Exchange and approved as a part of the consent agenda.

Committee Reports
All committee reports were uploaded into AACRAO Exchange and approved as a part of the consent agenda.

Discussion List
Raymond James Presentation
Proger started off by giving a recap of 2024. In January of last year, experts predicted the US might enter a recession, with the economy's outlook for 2024 uncertain. However, as the year progressed, the economy showed surprising resilience. Both the US economy and consumers remained strong, with inflation continuing to decrease and unemployment rising. The Federal Reserve responded by cutting interest rates by about 100 basis points.

The fixed income market had a volatile year but ended slightly positive, while US equities delivered impressive gains, with annual returns exceeding 20% for the second year in a row. Small-cap equities also saw strong performance, posting high single-digit returns, particularly with the Fed's easing policies in place. For the sixth consecutive year, US equities outperformed international markets. Despite some volatility, with only two 5% pullbacks and a maximum decline of 8%, US equities remained resilient throughout the year.

Proger presented an overview of AACRAO's investment portfolio, which finished the year just under $11 million, with numbers remaining fairly stable. The all-time high was in 2021 at $11.8 million. The top five stocks represent 28% of the market. Proger also highlighted several key political dates to watch:

- March 24: Tariff pause on Mexico and Canada ends
- March 14: Expiration of government funding
- April 1: U.S. first trade policy memo due

- April 5: Delayed TikTok ban ends
- April 20: Federal hiring freeze ends
- December 31: Expiration of the Tax Cuts and Jobs Act

Grambsch gave an overview of the future market, highlighting several key challenges and dynamics that may shape the future. He anticipates volatility in the stock market driven by government and executive orders, alongside rising interest rates due to the growing national debt. With trade imbalances near record lows, President Trump's focus on trade may continue to impact global markets. The budget process remains uncertain, and the country faces a spending problem, borrowing far more than it earns. Unless government spending aligns with tax revenue, this issue will persist. However, consumer spending and a strong labor market offer some positive outlook, supporting economic growth despite these concerns.

<u>Executive Session Minutes</u>
There was a discussion about where executive session meeting minutes should be stored. Some board members argued that they shouldn't be stored in the Board of Directors Exchange Community due to staff access, with some even suggesting that the public shouldn't be aware of an executive session taking place. Others felt that basic details, such as the date, time, and general topics discussed (without specifics), should be recorded for the association's protection. President Wold-McCormick will work with the AACRAO staff and Attorney Wolk to determine best practice moving forward and what the solution looks like.

<u>2025 AACRAO Annual Meeting</u>
Associate Executive Director DeNeen provided the Board with an overview of highlights for the 2025 AACRAO Annual Meeting in Seattle, scheduled for March 30 - April 2. Lex Gillette will be the opening speaker, and Simon Anderson will close the event. Notable changes include the replacement of Tuesday's Diversity Plenary with the Cultivating Community Plenary, the introduction of a live H.E.A.R.D. podcast sponsored by Instructure, and the new Timely Topics tables, replacing Stop and Shares. Other additions include a networking boxed lunch, new pre-conference workshops, and a tranquility room for neurodivergent attendees. The C&U journal will also celebrate its 100th anniversary. DeNeen introduced the co-chairs for the Seattle and New Orleans meetings and shared that AACRAO is ahead of previous years in annual meeting registration.

Board members will be split between the Sheraton and Hyatt hotels due to limited upgraded rooms, though both are within walking distance of the convention center. Board members will have reserved seating for all general/plenary sessions and the business meeting. They are also invited to a meet-and-greet with Lex Gillette on March 30 and can sign up to have individual portraits taken on that day. Group photos are scheduled for April 2. Staff member Hsu will provide a list of exhibitors for board members to thank in the exhibit hall, and they are encouraged to visit the AACRAO booth to greet members. Board members will also receive an email to select a thank-you gift from Cultivate. In addition, script edits are due by Friday, February 28.

Non-Profit Accounting 101

Principal Birchfield guided the Board through a presentation on how to read financial statements, including the Statement of Financial Position, Statement of Activities, and Statement of Cash Flows. She also explained the distribution of contributions and pledges, as well as net assets with and without donor restrictions. Additionally, she covered investments, endowments, and reserves, clarifying that AACRAO does not have an endowment. She provided a brief overview of the Form 990, including what it covers, how to interpret it, and who is required to file it. Lastly, she discussed the audit process and provided a general overview of the budget preparation process

Tech and Transfer Reimagined

Dr. Marc Booker guided the Board through the Reimagining Tech and Transfer Summit Work Group report. The AACRAO Technology and Transfer Summit has been hosted virtually in recent years due to COVID-19, which impacted travel and budgets. While the Summit has effectively supported professional development at the practitioner level, AACRAO decided to evaluate its future to see if changes could expand its reach or better serve the community. A subject matter expert (SME) panel was formed to provide strategic feedback and guide the Summit's long-term direction. This resulted in two sub-workgroups: one focusing on long-term transformation and the other on potential changes for 2025. Each group generated seven distinct ideas, totaling 14 proposals for AACRAO to consider for future implementation.

Some long-range transformation recommendations include:

1. Create two separate and distinct events with one focusing on Transfer and Transfer-adjacent topics and one focusing on global institutional technology needs as digital enterprises
2. Make emphasis on creating an event that focuses on the broader concepts of Learning Mobility first
3. Alter goals of event from primarily an annual professional development focus into a living outcomes-based/community service platform
4. Expand reach of event by looking for strategic partners as co-sponsors or to act as affiliate marketing agents
5. Transform the role, content curation and programming for vendor partners
6. Diversify funding sources to support event and its associated outcomes via dedicated grants or philanthropic investors
7. Provide opportunities for participants to earn micro-credentials or other recognition artifacts for participant efforts and support of event

To embrace transformation, AACRAO needs to step outside its comfort zone, starting with prioritizing Learning Mobility over Digital/Technology programming. This shift involves moving away from a conference-centered approach and creating a year-round, evolving platform. Setting clear outcomes and goals will help attract new funding from external groups. AACRAO's existing Learning Mobility principles provide a strong framework for creating various tracks and interest groups, such as:

- Learner-Centered: Focus on practitioners and process-oriented participants.
- Equitable Outcomes: Engage the broader community and philanthropic groups.
- Interoperable and Open Standards: Involve technology partners and system-oriented groups.
- Demonstrating the Value of Higher Education: Include researchers and institutional/HE leadership.

The Convergence model should serve as a guide for future partnerships and community engagement.

For the 2025 Tech and Transfer Summit, these changes were suggested:

1. Change name from Technology and Transfer Summit to Transfer and Technology Summit
2. Add a vendor partner to the advisory group to support planning this year
3. Host a vendor partner mixer event or similar activity that brings both attendees and vendors together as peers
4. Curate speakers and design intentional tracks in advance of opening the general call for session proposals
5. Plan program around differing time lengths for presentations and content
6. Leverage more video marketing and utilize social channels of individual users
7. Articulate clear value-propositions by attendee type for marketing collateral

The 2025 Summit should be seen as an opportunity to embrace learning mobility and test new ideas for the long-term transformation of the event. Vendor insights should be leveraged more than usual for this in-person Summit. Creating attendee-personas will help build intentional tracks and targeted materials to boost attendance. An all-hands approach is recommended to start developing the program, as there are about six months until the Summit.

AACRAO should quickly form an advisory group to plan the 2025 Summit. Simultaneously, a separate group should be established to focus on creating the Learning Mobility platform and future events for 2026 and beyond. At a later stage, AACRAO should decide how to support digital enterprise/technology professional development opportunities.

Audit Presentation

Auditors Will Donahue and Shane Mowery from Aprio LLP, AACRAO's auditing firm, presented the FY24 audit, highlighting that AACRAO received a clean, unmodified opinion. They also provided updates on governance, including:

- Effective October 1, 2023, AACRAO adopted ASU 2016-13 Financial Instruments – Credit Losses (Topic 326), with no significant impact.
- There were no difficulties working with management during the audit.
- A management representation letter will be issued, matching the opinion report date.
- All identified misstatements were corrected by management, with none being material to the financial statements, either individually or in the aggregate.

They also highlighted recently adopted accounting pronouncements and the receivable for the Employee Retention Credit.

MOTION 2025.02.02 – It was duly moved and seconded to accept the FY2024 audit as presented. APPROVED.

AACRAO Division Overview

The AACRAO Executive Team provided the Board with an overview of the five divisions within AACRAO, introducing each staff member and their responsibilities.

Associate Executive Director Simmons discussed the various grants AACRAO is involved in, providing timelines and grant amounts for each project. He also updated the Board on corporate sponsorships, noting a shift from meeting-only sponsorships to broader partnerships, which has increased sponsorship revenue. In 2024, sponsorship revenue was $357,635, compared to $305,660 in 2023. Additionally, there were seven year-long sponsorship agreements in 2024, up from three in 2023, indicating a desire for long-term partnerships. The Business Solutions Showcase has launched with over 500 registrations and is expected to bring in $9,500 in revenue. The AACRAO Consulting department is nearing the completion of its strategic planning process.

Next, Associate Executive Director DeNeen provided an update on the Meetings and Events division, including a brief introduction to the staff and a recap of upcoming annual meetings, SEM meetings, and the reimagined Tech and Transfer Summit. She also discussed the work of the Curriculum Committee and its connection to the AACRAO Leadership Team and C-BEN (Competency-Based Education Network). Program updates included the successful completion of ASCEND Cohort 5, with 100% completion, and 10 graduates from the SEM EP program in 2024. A new orientation video has been created for SEM-EP learners, and the Content and Curriculum team is working on developing "How to AACRAO" microcourses and career pathways.

Associate Executive Director Henebry provided an overview of the various roles and departments within the Operations Division. The Membership Department serves as the primary customer service arm of the association, handling membership dues, recruitment, and retention. AACRAO Jobs and AACRAO Awards also fall under this division. AACRAO Jobs is an online job board specializing in registration, admissions, and enrollment management. There are currently nine AACRAO Awards, with the program having been introduced in 1959. The IT department, which supports all AACRAO programs and services, is also part of this division. Additionally, accounting and HR services are outsourced to CliftonLarsonAllen (CLA).

Executive Director Gottlieb shared that she is currently overseeing this division, as there is no Associate Executive Director assigned to this division due to budget constraints. This division includes the International Department, which primarily provides evaluations to LSAC (Law School Admissions Council) and maintains the AACRAO EDGE database. It also encompasses FERPA, led by Dale King, who replaced LeRoy Rooker, and the Research Department, led by Dr. Wendy Kilgore (Senior Director, Research). The Government Relations team manages the Public Policy Agenda, the Public Policy Advisory Group (PPAG), the Advocacy Center, and Hill Day.

The final division is Strategy and Planning, led by Associate Executive Director Barnett Gallion. This division consists of two departments: Impact and Engagement, which focuses on community management, data analysis, governance, and impact reporting, and Marketing and Communications, which handles AACRAO branding, AACRAO Connect, content strategy, email marketing, media requests, social media, and website management.

<u>Government Relations</u>
AACRAO Staff Gil gave an overview relating to changes as a result of the new administration. This includes Education Leadership, Regulations, Executive Orders, Department of Education updates, and Reconciliation/Tax Cuts. The deadline for the Gainful Employment/Financial Value Transparency (GE/FVT), originally set for February 18, 2025 has been extended to September 30, 2025, following requests from the higher education community for more time. A federal judge has given the Department of Education 90 days to file a response outlining its position on a set of regulations introduced by the Biden administration. The Department must respond by May 16, 2025.

Distance Learning - Effective July 2026, new regulations will disallow asynchronous distance education clock-hour programs and mandate attendance tracking in all 100% distance education courses.

Executive Orders - Since President Trump took office, 26 executive orders were signed on the first day and 45 to date as of February 14, 2025. The AACRAO/NACUA/President's Alliance discussed the rescinding of protections for "sensitive areas," such as churches, hospitals, schools, and college campuses, where immigration enforcement actions were previously prohibited. Under the new directive, if there is a court order, university administrators must allow ICE agents to enter the premises. However, ICE cannot access private areas like dorms or nonpublic buildings without a judicial warrant. An administrative warrant, often used for ICE searches, does not carry the same legal weight. This change could affect institutions that enroll undocumented students, provide legal aid, or offer in-state tuition to undocumented individuals.

Immigration and Visa Scrutiny - The order directs the Departments of State and Homeland Security to ensure visa applicants do not hold "hostile attitudes" toward U.S. institutions. It tightens vetting for all visa applicants, including F-1 and J-1, and aligns policies with an

"America First" approach. This could impact State Department-funded international exchange and study abroad programs.

Some other executive orders include the removal of the non-binary identity on FAFSA forms. The new guidance and the return to the policies from the first Trump administration (2020), which includes:

- Restroom access based on biological sex, recognizing only two genders (male/female), and not acknowledging "gender identity."
- Ensuring due process for individuals accused of sexual assault, including the right to cross-examine the accuser.
- Limiting Title IX's jurisdiction to incidents occurring on campus and narrowly defining sexual harassment.
- Title IX compliance for NIL (Name, Image, Likeness) payments, requiring proportional payments between male and female athletes.
- Banning transgender women from participating in women's sports.
- Directing the education secretary to prioritize enforcement of Title IX, particularly against institutions or athletic associations that deny female students equal opportunities to compete in sports by requiring them to compete with or appear before males.

Additional details on the legislative effects from the Trump administration can be found in the presentation by AACRAO Staff Gil.

The Board resumed information and discussion session on Saturday, February 15, 2025 at 9:00 AM EST.

Board Members in Attendance: Hala Abou Arraj, Jackie Carter, Chris Huang, Ari Kaufman, Carrie Jeffers, Cassandra Moore, Connie Newsome, Roslyn Perry, Julia Pomerenk, Tiffani Robertson, Brenda Selman, Kristi Wold-McCormick.

Incoming Board Members in Attendance: Wendolyn Davis, Beth Warner, Max Xiong

Staff Members in Attendance: Quintina Barnett Gallion, Tina DeNeen, Melanie Gottlieb, Martha Henebry, Tiffany Hsu

Discussion List
<u>When does AACRAO make a statement?</u>
Executive Director Gottlieb explained how AACRAO handles issues and determines when to make a statement. Before issuing a statement, AACRAO evaluates it through seven lenses: Public Policy Agenda, Vision, Mission, Values, Strategic Plan, Stakeholder Engagement, and Ability to Impact. The Public Policy Agenda is developed by the PPAG group annually, and shared with the AACRAO Board. All AACRAO work must align with the strategic plan, mission, vision, and values. The Board should keep in mind that member institutions are the core

members of AACRAO, while partner organizations, volunteers, governance structures (e.g., PPAG, Caucuses), and the general membership is a stakeholder.

The ability to impact is assessed by considering the following:

- The potential impact of AACRAO's involvement on resources and reputation.
- A national scope with global influences.
- The precedent and AACRAO's historical stance on the issue.
- The principles of institutional autonomy and decentralization in U.S. higher education.
- AACRAO's reputation and the balance of association risk to avoid negatively impacting other efforts.
- Legal and ethical compliance, including limitations on 501(c)(3) lobbying, exclusions on political campaigning, and required registration and reporting of activities.

Executive Director Gottlieb reminded the Board that they received a copy of the Public Policy Agenda in December. As a national association, AACRAO cannot comment on individual state legislature. It can however, help state and regional organizations by giving them the skills to comment on their own state legislature.

Staff Report
Executive Director Gottlieb directed the Board's attention to Exchange for additional details on her February report.

MOTION 2025.02.03 – It was duly moved and seconded to accept the Executive Director's report for February 2025 as presented. APPROVED

Old Business
<u>Bylaws Changes Vote</u>
Vice President Huang presented eight proposed bylaws changes from the Governance Committee for the Board to vote on, noting that the work on bylaws review began last summer. 19 proposed bylaws changes were presented to the membership for comment and feedback at two separate town halls in January and February of 2025. After reviewing the comments and feedback, the Governance committee is putting forth the following eight for Board approval. If the Board votes to approve, the membership will vote on the eight proposed bylaws changes at the 2025 Business Session in Seattle on April 1.

It was noted separately that proposed bylaws change # 6 was one that was not brought to the membership for review and comment. This is an editorial change to clarify and differentiate between the Immediate Past President as opposed to other Past Presidents. The Governance Committee notes that this is an editorial change, and they do not feel it would be controversial.

MOTION 2025.02.04 – It was duly moved and seconded to approve proposed bylaw change # 1 (Article V: Meetings, Section 2: Business Session). APPROVED

MOTION 2025.02.05 – It was duly moved and seconded to approve proposed bylaw change # 2 (Article VII: Miscellaneous Provisions, Section 3: Annual Financial Oversight). APPROVED

MOTION 2025.02.06 – It was duly moved and seconded to approve proposed bylaw change # 3 (Article VII: Miscellaneous Provisions, Section 6: Electronic Voting Authorization for Board Meetings). APPROVED

MOTION 2025.02.07 – It was duly moved and seconded to approve proposed bylaw change # 4 (Article VII, Miscellaneous Provisions, Section 5: Permanent Office). APPROVED

MOTION 2025.02.08 – It was duly moved and seconded to approve proposed bylaw change # 5 (Article III: Board of Directors, Section 5: Terms of Directors). APPROVED

MOTION 2025.02.09 – It was duly moved and seconded to approve proposed bylaw change # 6 (Article III: Board of Directors, Section 1: Composition of the Board). APPROVED

MOTION 2025.02.10 – It was duly moved and seconded to approve proposed bylaw change # 7 (Article III: Board of Directors, Section 2: Duties of the Board). APPROVED

MOTION 2025.02.11 – It was duly moved and seconded to approve proposed bylaw change # 8 (Article III: Board of Directors, Section 3: Meetings of the Board). APPROVED

N&E Handbook Update

The small group tasked with reviewing the N&E Handbook met to discuss the document, identify missing information, and make necessary updates. They added missing content, corrected grammatical errors, and addressed inconsistencies in the description of the Executive Assistant role. Past President Carter will present the updated handbook to the current and incoming N&E Chair and Vice-Chairs for feedback. AACRAO Staff member Hsu will also review and update the document. After these reviews, Past President Carter will bring the revised document back to the Board for final approval.

Membership Dues Increase

AACRAO typically adjusts membership dues based on the Consumer Price Index (CPI-U), which was 2.9% for 2024. Last year, AACRAO introduced a new membership structure aimed at being more equitable and inclusive, ensuring that institutions of all sizes and individuals with various titles could benefit from AACRAO's resources. In response to feedback from small colleges, dues were adjusted again, with a new category for small colleges set to take effect on July 1, 2025. As a result of those changes, it was recommended that AACRAO not increase dues for the 2025-2026 membership year to avoid burdening members. The AACRAO Board agreed.

MOTION 2025.02.12 – It was duly moved and seconded to not increase membership dues for the 2025-2026 membership year. APPROVED

Generative Discussion on Board Committees

The Board had a productive discussion regarding its committees, gathering feedback and thoughts from each committee chair.

FI&A Committee: There was a question about whether the committee needs to meet every month. It was noted that this particular committee is essential, but should the membership be more specific, such as including the President and President-Elect? President-Elect Moore noted that in the 2025-2026 Committee assignments, she did include the Presidential Trio. In addition, President-Elect Moore also asked AACRAO Staff Hsu to invite the entire Board (even those who aren't committee members) because it is the Board has fiduciary responsibilities so it would be a good idea for everyone to have access to the discussions and knowledge that is covered in the FI&A Committee Meetings. This would be an optional meeting for non-committee members.

Human Resources and Compensation Committee: Vice President Robertson who leads the committee noted that there needs to be clarification in the charge regarding the Board's responsibility to hire the Executive Director (ED), with the ED managing staff. She also provided an updated Human Resources and Compensation Committee charge, which AACRAO Staff Hsu will get updated in the Board Handbook. President Wold-McCormick has started drafting a document to address the ED contract renewal process, which will be included in the handbook. Membership to this committee needs to include the Presidential Trio and the Strategic Planning Committee Chair.

Governance: The committee meets monthly, but has not had enough time to review its charge due to ongoing bylaw revisions.

Strategic Planning Committee: There was a suggestion that perhaps a Governance Committee member could join the Strategic Planning Committee. The role of the committee needs more clarity now that staff is providing quarterly reports. These reports will be reviewed in March and decisions made in April. Additionally, it was proposed that Associate Executive Director Barnett Gallion in her position be invited as the staff representative. Strategic Planning is considered a key component of good governance.

Program Services and Review Committee: The committee has been testing a program review process. There is discussion about whether the committee's charge is too operational and what part of the work should fall under the Board's responsibilities. There is also a new AACRAO department called Impact and Engagement and there are questions about how the work of that department could possibly tie into the work that the Program Services and Review Committee (PSR) is working on. This year, the PSR Committee reviewed the Leadership Meeting. Going forward, it may be more efficient to form a workgroup for specific program reviews if the PSR Committee is folded.

Exception for non-voting members to serve on PACs

Two requests for an exception for non-voting members to serve on PACs has been received.

One request is from Zoe De Smet, who is a very engaged AACRAO member and frequently presents at AACRAO meetings. She contacted AACRAO Staff Selman Boucher noting that she is a non-voting member and therefore she cannot continue to serve on the International Education Committee PAC. De Smet is a Registrar at American University in Rome, however, since she is the only member of AACRAO at her institution. Because of this, her institution went with an individual membership as opposed to an institutional one, which means she no longer qualifies as a voting member. Vice President Abou Arraj noted that is difficult to get members to join any of the PACs in Group 2: International Education and that it would be a great loss if De Smet needed to be moved off the PAC.

MOTION 2025.02.13 – It was duly moved and seconded to approve that Zoe De Smet, using her non-voting member status, may continue to serve on the PAC for the remainder of the membership year. APPROVED.

The motion passed with 11 in favor, 0 opposed, and one abstention.

The second proposal is for Doug Holmes, who currently serves on the SPEEDE committee. He is very active on the committee, however, since Holmes works at an Ontario processing center, he is considered a non-voting member. Holmes' work is heavily involved in electronic data exchange and is closely aligned with SPEEDE.

MOTION 2025.02.14 – It was duly moved and seconded to approve that Doug Holmes may remain a member of the SPEEDE committee for the remainder of the membership year. APPROVED.

The motion passed with 7 in favor, 0 opposed, and 5 abstentions.

It was noted that the Board should continue to have discussions on what scenarios qualify as an exception and which do not. It was also suggested that perhaps the Board should come up with a rubric for future approvals to these exceptions.

Revised Past President Description

Vice President Huang noted that the title of Past President needs to be updated in the Board Handbook to "Immediate Past President". AACRAO Staff Hsu will update the Board Handbook accordingly.

MOTION 2025.02.13 – It was duly moved and seconded to approve updating the Past President title and description in the Board Handbook. APPROVED.

President-Elect Motion

It was suggested that the N&E Committee consider prior experience on the AACRAO Board as a key factor when slating the President-Elect position. This would help ensure the President-Elect is set up for success, as the role can be overwhelming for someone without experience in how the AACRAO Board operates. It was then proposed that this requirement be added to the N&E Handbook.

Following this discussion, the Governance Committee withdrew the motion that was on the floor.

The meeting was adjourned at 3:42 PM EST.

Attachments

Agenda

December 18, 2024 Meeting Minutes

ED Report- February 2025

What's AACRAO Watching presentation

2025 AM BOD Preview presentation

AACRAO Positioning Slide Deck

Final – Proposed Bylaws Changes for BOD

BWCB – BOD Priority Check-In Notes (compiled by Jeff Arnold)

AACRAO SP Goals + Strategies

AACRAO Board Norms Handout

2025 AACRAO Division Overview presentation

Nonprofit Boards_Accounting101 presentation

2024-2025 Conner Scholarship and Tina Falkner Engagement Grant Recipients

N&E Handbook (Revised and Old)

Strategic Planning Committee Report

Tech Transfer Reimagined Report

President's Report – February 2025

Possible Bylaw Changes for 2025

Governance Committee Report February 2025

HRC Committee Report February 2025

VP Robertson Officer Report February 2025

PACS Motion for Non-Voting Members
VP for Records and Academic Services Report-February 2025
PSR Committee Report – February 2025
LER Accelerator Cohort Announcement
Huang Officer Report February
President-Elect Report
C. NEWSOME_V-P AT LARGE FEB'25 OFFICER REPORT
VP Admissions and Enrollment Management Report
Strategic Planning Committee Report