

Alumnae Association of Mills College
Board of Governors Meeting Minutes
December 15, 2021
6:00 – 9:00 pm
Teleconference

I. CALL TO ORDER AND WELCOME

President Viji Nakka – Cammauf called the meeting to order at 6pm. There were 17 in attendance, with 3 absent.

Those in attendance and constituting a quorum were:

President: Viji Nakka – Cammauf

Vice President: Alexa Pagonas

Interim Treasurer: Annick Ma

Board Members: Debra Connick, Debby Campbell Dittman, Gwen Foster, Myila Granberry, Christina Hannan, Catherine Ladnier, Courtney Long, Mitra Lohrasb Michnik, Pam Roper, Ari Wolf, Cherlene Wright

Alumna Trustees: Adrienne Foster, Deborah M. Wood, Claudia Mercado

Of the above, the following were in-person: Myila Granberry, Adrienne Foster, Debby Campbell Dittman, Deborah M. Wood, Gwen Foster, Viji Nakka-Cammauf, Claudia Mercado

Absent: Ellen Hines (excused absence), Linda Goodrich, Alice Hewitt

Guests: Cynthia Mahood Levin, '95 (alumna, President / Founding Member of Save Mills), Kieran Turnin, '90 (alum), Katherine Mahood, '93 (alumna)

A. KEY MOTIONS AND VOTES

A motion to approve the agenda is made, seconded, and passes

A motion to approve the minutes is made, seconded, and passes with two corrections.

A motion to appoint Claudia Mercado to Jacki Brown's vacated role as alumna trustee is made, seconded, and passes.

A motion to appoint Mitra Lohrasb Michnik to the Board of Governors as a replacement for Ferhiz Dinshaw is made, seconded, and passes.

A motion to proceed with plans for an AAMC Summit is made, seconded, and passes.

A motion to extend the meeting by 10 minutes is made, seconded, and passes.

A motion for the Board of Governors to dismiss the lawsuit and allow the attorneys to decide in their negotiations whether it is with or without prejudice is made, seconded, and passes.

A motion is to approve the legal fees in the amount of \$30,697.06 and \$31,237.10 for the forensic accountant is made, seconded and passes.

B. GUEST SPEAKERS: Kieran Turnin and Cynthia Mahood speak in favor continuing the lawsuit in order to protect the legacy and mission of Mills. They express concerns over the sale of Mills to Northeastern, saying that there is no "seat at the table," and that the lawsuit is our only legal leverage and our only opportunity to object to the sale.

Katherine Mahood speaks in favor of continuing the lawsuit, and to recommend an executive director to be added.

- C. **PRESIDENT'S REPORT:** Noted.
- D. **Nominating Committee Report:** Alexa Pagonas reports that the Nominating Committee recommends that the Board of Governors appoint Claudia Mercado to the Alumna Trustee position previously held by Jacki Brown, and to appoint Mitra Lohrasb Michnik to the Board of Governors as a result of the resignation of Ferhiz Dinshaw.
- E. **Financial Report:** Reported by Annick Ma.
- F. **Communications/Marketing/Fundraising Committee Report and Petition Update:** Debra Connick reports on committee activities and notes that the date of the meeting requested by petitioners to end the lawsuit has changed due to the petitioner's request. The petitioners have requested also requested that members be polled by mail. The poll questions are being written by the petitioners. The bylaws do not require AAMC to comply with the petitioners' demand for the poll.
- G. **Ad Hoc Interim Executive Director Committee:** Christina Hannan reports on the search for an interim executive director via an outside agency. She provides examples of why an interim executive director is needed, such as compliance for fundraising outside of California.
- H. **Committee membership and leadership, and Board member role and responsibility:** Viji Nakka-Cammauf briefly comments on responsibilities of governors to serve on committee and responsibilities.
- I. **AAMC Summit: Date and Scope** – Alexa Pagonas reports plans to hold a summit on Saturday, February 26th. The summit, led by Jim Langley, will include identified leaders of different interest groups, with the following goals: 1) determine AAMC's mission, 2) define AAMC membership, and 3) explore how AAMC can come together as a community.
- J. **AAMC Women scholars a path to preserve Mills legacy and mission:** Viji Nakka-Cammauf describes the possibility of a future scholarship given out regardless of which school a student attends, and the possibility of fundraising for it.
- K. **Finalize our assets and storage:** Viji Nakka-Cammauf is looking for volunteers to be in charge of determining AAMC assets and researching storage possibilities.
- L. **Endowment funds:** Viji Nakka-Cammauf reports that AAMC has several endowed scholarships. She says that we must find a way to keep them under AAMC. She would like AOCC is to work with the subcommittee working on scholarships.]

M. Legal update and Board discussion/action. Debi Wood and Adrienne Foster depart so that Rachael Meny of the Legal Committee may present privileged information and share recommendations of the Legal Committee.

Adjourns at 9:10

Submitted by Courtney Long