

Alumnae Association of Mills College  
Board of Governors Meeting Minutes  
March 16, 2022  
5:00 – 8:00 pm  
Teleconference

**I. CALL TO ORDER AND WELCOME**

President Viji Nakka – Cammauf called the meeting to order at 5:04 pm. There were 18 in attendance, with 1 absent.

Those in attendance and constituting a quorum were:

**President:** Viji Nakka – Cammauf

**Vice President:** Alexa Pagonas

**Board Members:** Debra Connick, Debby Campbell Dittman, Adrienne Foster (alumna trustee), Gwen Foster, Linda Goodrich, Myila Granberry, Christina Hannan, Alice Hewitt, Catherine Ladnier, Courtney Long, Claudia Mercado, Mitra Lohrasb Michnik, Pam Roper, Ariadne Wolf, Deborah M. Wood (alumna trustee), Cherlene Wright.

**Absent:** Ellen Hines

**Guests:** Rachael Meny (member of Legal Committee, alumna), Abigail Selby (student), Shay Franco-Claussen (student), Beth Hillman (President, Mills College) Lynn Flannagan (Trustee, 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 abstentions (Cherlene Wright and Claudia Mercado).
- A motion to extend the meeting to 8:30 is made, seconded, and passes in a roll call vote with 3 opposing (Adrienne Foster, Ariadne Wolf, and Cherlene Wright), and 13 in favor (Debra Connick, Debby Campbell Dittman, Gwen Foster, Linda Goodrich, Myila Granberry, Christina Hannan, Alice Hewitt, Courtney Long, Claudia Mercado, Mitra Lohrasb Michnik, Viji Nakka-Cammauf, Alexa Pagonas, Pam Roper). Not present for this vote: Catherine Ladnier, Deborah Wood
- Discussion on future of AAMC is tabled.
- A motion to move forward with the consultancy previously suggested by the Ad Hoc Committee with the understanding that we will be borrowing funds from either our endowment or savings (depended on how it is actually worded), and knowing that we will pay it back in the coming fiscal year prior to December 31<sup>st</sup> is made, seconded, and passes in a roll call vote with 3 abstentions (Debra Connick, Myila Granberry, Viji Nakka-Cammauf), 2 opposed (Debby Campbell Dittman, Courtney Long), and 9 in favor (Gwen Foster, Linda Goodrich, Christina Hannan, Alice Hewitt, Claudia Mercado, Mitra Lohrasb Michnik, Alexa Pagonas, Pam Roper, Cherlene Wright). Not present for this vote: Adrienne Foster, Catherine Ladnier, Ari Wolfe, Deborah Wood

- B. PRESIDENT HILLMAN Q&A.** President Nakka-Cammauf presents questions to President Hillman; governors are muted and chat turned off. Questions include access to Reinhardt Alumnae House (“RAH”) and the data base. President Hillman says that RAH is only guaranteed to AAMC with exclusive access for 1 year after the acquisition. Potential access to the database by AAMC is still an ambiguous topic because the College is concerned that it could mean disclosing “Personally Identifiable Information to another nonprofit organization” without the consent of the people whose information is being transferred. She also notes that Northeastern employees have been assisting the Office of Institutional Advancement as we are “very thin” in that office. After President Hillman leaves and governors are unmuted, several make comments arguing that President Nakka-Cammauf’s actions in muting them and turning off chat were out of order. President Nakka-Cammauf says that this was a decision made by the Executive Committee. An Executive Committee member notes that Ad Hoc Committee guest Rachel Meany was supposed to ask President Hillman questions, not President Nakka-Cammauf.
- C. TREASURER / ALUMNA TRUSTEE UPDATE:** Alexa Pagonas reports that Annick Ma had to resign as treasurer, and that Claudia Mercado was barred from the Board of Trustees. Deborah Wood in the Executive Committee recommended that Mercado act as treasurer going forward due to her “significant experience in non-profit finances.” The Nominating Committee agreed with the recommendation.
- D. STUDENT CONCERNS—** Abigail Selby and Shay Franco-Claussen address the Board. Selby is a junior at Mills studying Creative Writing. She shares that due to recent events she must transfer out, even though she only has 36 units left. She and Franco-Claussen took part in Occupy Mills Hall, demanding clear information about the acquisition that affects students. Franco-Claussen was part of a 3+1 program where she gets her BA and MA. She was supposed to get her BA this year and her MA next year, but the acquisition leaves her unclear on whether she will be able to complete the 3+1 program.
- E. FINANCIAL REPORT.** Treasurer Claudia Mercado provides an unaudited report at a high level. We currently have around \$500,000 in our Morgan Stanley account and \$12,000 in our Wells Fargo account. “We are not looking well.” We have a total income of \$8,000 when we accounted for expenses and money coming in. We raised \$45,000 in merchandise sales. \$2,000,000 should come in August from repayment of the line of credit. She reports that the Finance Committee does not recommend using our restricted funds from the Morgan Stanley account to hire an executive director.
- F. SURVEY REPORT and SUMMIT.** Debra Connick says that the survey indicates that the #1 goal was to “stop the splintering of the AAMC” and heal relationships. Cherlene Wright asks why we haven’t asked people who write surveys professional to assist, and that many members noticed that questions were leading. She says that several people asked why AAMC members were asked how we wanted to best work with Northeastern

University, rather than ask alums what they wanted from AAMC going forward, and that a “dozen people” told her they declined responding to the survey because of the first question asked. Debra Connick noted that professional assistance would be invaluable as she hasn’t written surveys professionally in over a decade. Debra Connick then reported that the first summit was 2/26 with 23 participants and observers and facilitated by Jim Langley. Key elements were the definition of AAMC membership, how we advance our purposes, access to Reinhardt Alumnae House.

- G. PRESIDENT’S REPORT:** President Nakka-Cammauf met with alumna / AAMC Legal Committee member Rachael Meny, Beth Hillman, and Lynn Flannigan. President Nakka-Cammauf has told President Hillman that she is interested in “restoring relationships.” Nikole Adams has proposed a meeting of collaboration between the College and AAMC. More conversations may take place.
- H. Ad Hoc Committee – Interim Executive Director.** Gwen Foster uses this time to report on Life Stages of a Nonprofit and explore where AAMC is in that lifecycle. Christina Hannan reports that Ad Hoc Committee’s recommends we hire a contract Interim Executive Director rather than a permanent Executive Director. This person would assist with “clarifying [...] and redefining what AAMC is,” assist in compliance and infrastructure for fundraising. An interim through a consultancy rather than permanent direct hire would mean we will not have the same employment commitment, and will not have to pay for the costs of having staffing. Discussion ensues about hiring an interim executive director, and whether it is legal to spend restricted funds to pay for one. The Finance Committee has recommended against it. President Nakka-Cammauf explains that we have 3 administrative funds that are unrestricted. The 4<sup>th</sup> is a restricted endowment fund. The unrestricted funds are “wiped out” from the lawsuit. The restricted endowment fund is at \$506,000. Christina Hannan questions whether the endowed fund is “actually restricted” and recommends that we spend the money and repay it. Debra Connick requests written confirmation about whether the money is restricted; she does not feel comfortable voting without knowing. Debby Dittman recommends tabling this discussion due to the uncertainty. Myila Granberry recommends tabling as there are no answers and it is now past 8:30pm. Viji Nakka-Cammauf suggests we take a vote by email. Claudia Mercado states that if we table we must have a plan for getting answers to these questions. Christina Hannan says that as a person who does this for a living, we “can always borrow from the endowment, and I am only talking about \$40,000 for this fiscal year because then we will get repaid from the line of credit from the college. So even if it really truly is an endowment we can repay it before the end of the next fiscal year. All we have to do is have it in the financial statements that we’re under water.”

Adjourns at 8:36 pm

Submitted by Courtney Long