

Board of Governors Meeting Minutes
August 10, 2022
5:00 -7:00 pm Pacific Time
Via Zoom Meeting

Attendees: President Debby Dittman, Vice President Kathy Roskos, Treasurer/Corporate Secretary Christina Hannan, Governors Cherlene Wright, Angela DeMoss, Judy Jones, Kieran Turan, Catherine Ladnier, Mitra Lohrasb, Alice Hewitt, Ariadne Wolf, Karilee Wirthlin, Linda Goodrich, Rachel Cefalu, Debra Connick (Governors Ellen Hines (at 5:20pm) and Melissa Berkay (at 5:27pm) joined the meeting after the roll was called)

Absent- Vice President Pam Roper

Staff- Pam Herman, AAMC Interim Executive Director

2. Call to order

President Debby Dittman called the meeting to order at 5:07 PM. A quorum was established

3. Check in

Governors and officers shared some highs and lows since the previous meeting.

4. Approve the agenda

No vote to approve the agenda was taken and the meeting proceeded

5. Approve the minutes of the 7/14/2022 and 5/11/2022 BOG meetings

Motion: To table the approval of the 5/11/2022 BOG meeting minutes until the next BOG meeting. Governor Wolf/Governor Connick/unanimous Note: Governor Hewitt and Governor Wright offered to edit the 5/11/2022 BOG meeting minutes to remove personal commentary

Motion: To approve the 7/14/2022 BOG meeting minutes. Governor Connick – no second or vote required
Discussion-

The following corrections to the minutes were made:

- Page 5 under Communications Committee, the second sentence be changed to “approximately 12,000 alums in the database for whom the college has email addresses.”
- That page 4 should state that President Dittman agreed to take the names for the committee

The minutes were approved by unanimous vote with one abstention

Further discussion ensued regarding meeting minutes for the June 22, 2022, meeting with Interim Executive Director Pam Herman. It was stated that the meeting was a meet and greet and no minutes were taken. It was agreed that Interim Executive Director Herman and Governor Wright would work together on the meeting notes for the June 2022 meeting.

6. Action items:

A. Approve Committee Chairs-

Motion: To approve the committee chairs and co-chairs as presented, asking that any committee chairs/co-chairs that need further discussion be pulled. This was a motion from the previous board meeting and forwarded by the Executive Committee Debby D/Alice/ there was not a vote

Vote was interrupted by Governor Wright with a new motion

Motion: To remove the entire slate. Governor Wright/Governor Wirthlin/ 5 Ayes, 7 Nays, and one Abstention. The motion failed.

Discussion: It is the Board of Governors, not the President, who decides. Judy Jones stated that she as president did appoint committee chairs and this was following that process. Other comments included qualified members not being considered, and a concern over a rush to appoint. Governor Wright amended her motion to discuss each chair position individually rather than pulling certain ones, and to approve by committee. A vote was taken by roll call:

Ayes- DeMoss, Dittman, Wright, Jones, Lohrasb, Hewitt, Hannan, Wirthlin

Nays- Roskos, Ladnier, Turan, Wolf, Goodrich, Cefalu, Connick, Berkay.

The vote was tied and after some discussion a second roll call was taken:

Ayes- Ladnier

Nays- DeMoss, Dittman, Wright, Jones, Lohrasb, Hewitt, Wolf, Wirthlin, Cefalu, Connick, Berkay,

Abstention- Goodrich, Roskos, Hannan, Turans

The motion failed with 11 Nays, 1 Aye, and 4 Abstaining. Roskos, Hannan, Turan

Note: Ellen Hines left the meeting at this point; a quorum remained.

Motion: To pull individual chairs for further discussion: 8 Ayes, 5 Nays, and no abstentions. The vote carried.

Discussion: The following committees were pulled to review committee chairs and co-chairs:

- Clubs and Branches
- Make fundraising its own standalone committee
- Endowment Scholarship
- Alumnae Student Relations.

Motion: To approve the remaining slate of committee chairs and co-chairs President Dittman/not recorded/12 Ayes, 0 Nays, and 0 abstentions.

Discussion continued on addressing the remaining committees, and that it needed to be discussed at the next BOG meeting. Governors Lohrasb, Turan, DeMoss, and Wright agreed to come up with recommendations.

B. Approve BOG meeting rules

Motion: To approve the zoom meeting protocols. Governor Roskos/Governor Ladnier/11 ayes, 2 nays, 2 abstentions the motion carries.

7. Review rules for Executive Session of the BOG

Treasurer Hannan gave an overview and explanation of Executive Session, along with expectations of confidentiality.

The board adjourned to Executive Session at 6:51 PM.

8. Call to order for the BOG meeting

The board came out of Executive Session at 7:31 PM. President Dittman reconvened the meeting, which was now back on record.

Motion: Draft a letter of support for students; reach out to Stacy Varner within two weeks to inform her of our decision; create an ad hoc committee to support current students continuing their studies at MC @ NU and recent alums. Governor Hannan/Governor Hewitt/unanimous Motion carried

9. Reports

i. President's report-

President Dittman's report was included in the packet; she added that she applauds the board for the work being done.

ii. Executive Director's report

Interim Executive Director Herman's report was included in the packet, she further remarked that MC@NU in 2024 will begin to offer a 4-year program on campus and include many of the former Mills degrees. She further commented that with support from Governor Hannan and President Dittman the

AAMC is hiring a bookkeeper to get our books reconciled. Governor Hannah remarked that this expense was within budget.

iii. Communications Committee

The Communications Committee report was in the board agenda packet

iv. Preliminary report from the Bylaws working group

The bylaws working group report was in the board agenda packet

v. Update on dual modality (hybrid) meetings-

Governor Turan updated the board that the bandwidth at Reinhardt Alumnae House is very poor, with slow speeds similar to dial-up. He has contacted the IT help desk at Northeastern University but has received no response yet. He would like them to create a high bandwidth account for AAMC.

Otherwise, hotspots will have to be used. Governor Wirthlin suggested mobile hotspots and that they are still working on a solution.

vi. Update on Proud Strong statue

President Dittman stated that this was in the packet under Executive Committee notes. The college has referred the situation to their lawyer.

vii. Update on LA event reimbursement

President Dittman mentioned the overcharge for the May 2022 reception. The Executive Committee had suggested that Treasurer Hannan write to the Los Angeles Alumnae Chapter about a further donation, with Governor Wirthlin noting it was important to approach the LA branch with a spirit of collaboration.

viii. Update on LA Scholarship endowment

The information was provided in the board agenda packet

ix. Executive Committee minutes (Information only – no action) from 8/3/2022 & 7/21/2022 were included in the packet.

10. Adjourn- President Dittman adjourned the meeting at 7:52 PM.

11. The next event is Orientation, to be held in-person at Reinhardt Alumnae House and via Zoom on August 20, 2022 from 10:00 AM to 3:00 PM.

Respectfully Submitted by Angela DeMoss, August 16, 2022