

Board of Governors Meeting minutes
November 9, 2022
5:30- 8:00 pm
Zoom Meeting

1. Call to order

President Dittman called the meeting to order at 5:30 pm.

Present: Judy Jones, Debby Dittman, Ari Wolf, Kathy Roskos, Christina Hannan, Angela DeMoss, Kieran Turan, Pam Roper, Cherlene Wright, Alice Hewitt, Mitra Lohrasb, Catherine Ladnier, Karilee Wirthlin, Melissa Berkay, Rachel Cefalu, Interim Executive Director Pam Herman, AAMC staff member Lila Goehring (joined at 6:08 pm), guest Julia Almanzan (joined at 6:15, left at 6:35)

Absent with notification: Ellen Hines, Debra Connick, Linda Goodrich

2. Approve Minutes of the 10/12/2022 BOG Meeting

Minutes were approved with two corrections: Correct Carl to Karl (Mill), delete that President Dittman sent a reunion report to Board..

3. Move to Executive Session

4. Personnel Committee

The Board moved into executive session at 5:43 to discuss a personnel matter. Interim Executive Director Pam Herman was present, no guests or other staff were present.

The Board closed executive session at 5:57 and resumed the board meeting

Motion: Approve the position for operations manager, and offer it to Lila Goehring, with review at three months, six months and one year, with the ability to increase salary and to modify the job description and title at those reviews. Pam R./Christina. 14/1. Motion carries.

5. BOG Attendance

Discussion: The attendance was reviewed and the bylaws were reviewed. Governor Lohrasb discussed board absences and how lack of participation creates more work for other Governors. Governor Hannan was marked absent in September. President Dittman recommended that staff would resend the whistleblower policy and the Board responsibility forms again for the remaining board to sign.

6. Guest: Larissa & Rose Shapiro

Guests tabled until December, when they would like to discuss difficulties of current Mills students. Possibly will attend the Executive Committee meeting if they are unable to come to the full BOG meeting.

7. Guest: Julia Almanzan, Clubs & Branches

Julia, co-chair of Branches and Clubs committee, and Governor DeMoss presented a PowerPoint detailing the history and significance of Branches and Clubs. Discussed the history of Alumnae Relations and the impact of MoC on fundraising. Governor DeMoss gave an update on the

committee's recent and upcoming activities. Governor Roskos commented that the 2017 MoC is a legal document, and that she considers AAMC to be a partner with Alumnae Relations/OIA and would like to be collaborative with them. Governor Wright expressed that the AAMC is not bound to the MoC because it was made with Mills College, which no longer exists. Governor DeMoss recommended that this conversation continue at the December meeting.

8. DEIA

Governor Wolf gave a DEIA presentation in order to begin the conversation within the BOG space. They went around the group and asked each person to share their names, pronouns, and important identities. The group then discussed what diversity means to them, how they could better represent their entire membership. Due to time constraints, it was agreed that the conversation will continue in upcoming months, likely in December, January, and February in shorter segments.

9. Action items

- a. Approve open board meeting procedures -

Motion: To publish the zoom link with the date and time for board meetings on our website for those who want to attend as guests, off camera, and who would not speak unless it was pre-arranged according to the bylaws. This would be tried for 3 months beginning in January, after which it would be reevaluated. Motion made by President Dittman, seconded by Governor Wirthlin. In favor: 12. Opposed: 4. Motion carries.

- b. Approve Board policy on remembrance of a family member

Motion: The board will send flowers or make a charitable donation when a board member (current or [recent] former) has an immediate family member pass away, and that the board would be notified. Agreed that the limit would be \$50 and that "immediate family" would be defined as spouse/partner, parent, in-law, sibling, or child. Motion made by President Dittman, seconded by Governor Turan. In favor: 13. Opposed: 1. Motion carries.

10. Vote to extend the meeting and to skip reports, as long as there are no questions about them:

11. Mission/ Purpose update

Governor Wirthlin provided a high-level summary of the comment period, including the unofficial votes of the options, a report on the two forums, and provided next steps for the process (answering questions that arose at the forums, putting a summary and/or vote in the winter or spring Quarterly). President Dittman proposed that a decision be made at the next meeting about this. Suggested that the AAMC begin discussions with MC@NU and inform the membership, and answer basic questions about the options (ie what it would cost to be

completely independent). Also noted that current continuing Mills students should be included in the discussion/process.

12. Reports

- a. Staff Reports
- b. Financial Report
- c. Governance Committee update
- d. Hospitality Committee report
- e. LifeLong Learning Report
- f. ASR report
- g. Executive Committee report

No additional reports were given at this time.

13. Adjourn

The meeting was adjourned at 8:22 PM