

**Association for Institutional Research
Virtual Board of Directors Meeting
February 13, 2023**

Attendees in Person: Laura Palucki Blake, Karen Egypt, Jonathan Gagliardi, Maren Hess, Braden Hosch, Elizabeth Lee, Mitchell Nesler, Junelyn Peeples, Wen Qi, Karen Vance, Karen Webber

Absent: Christopher Peña (excused for teaching duties)

Guests: Christine Keller, Jason Lewis, Miguel Pineirovigo, and Leah Ross from the AIR Executive Office; Heather Kelly on behalf of the Board Accountability and Structure Committee

Call to Order

President Karen Webber called the meeting to order at 1:35 p.m. ET. A quorum was established.

Maren Hess served as Secretary in Christopher Peña's absence.

Liz Lee is regrettably resigning from the BOT as of today (February 13, 2023). Pursuing a career pivot, she has a new professional role. Karen Webber expressed appreciation to Liz for her service to the Association and the Board. Since Liz's term concludes in June 2023, the decision of the Board and Executive Office is to leave the role unfilled until the new electors are in place.

Liz Lee left the meeting at 1:42 PM.

Required Approvals and Acknowledgements

Meeting Minutes

Mitch Nesler moved to accept the minutes of the January 9, 2023 Board meeting as amended. Karen Egypt seconded.

The motion passed.

Global Policy I. Ends Monitoring Report

Acting Secretary Maren Hess confirmed that the monitoring report was received on time and moved that the interpretations were reasonable, and the data support the interpretations. Braden Hosch seconded.

The motion passed.

Executive Limitations III. Treatment of Staff Monitoring Report

Acting Secretary Maren Hess confirmed that the monitoring report was received on time and moved that the interpretations were reasonable, and the data support the interpretations. Braden Hosch seconded.

The motion passed.

Heather Kelley joined the meeting at 1:52PM.

Karen Webber reminded the Board that it is responsible for surveying the EO staff every other year. Following Karen sharing the questions with the Board, Wen Qi will administer the survey in March with a report delivered at the April Board meeting.

Executive Office Updates

Christine Keller provided updates for the in-person meeting in March in Washington, DC. Please send flight reservations to Miguel Pineirovigo.

Committee Updates

Board Accountability & Structure: Heather Kelly shared updates in response to the membership vote to approve proposed Constitution and Bylaws changes, including development of an implementation plan. In 2023-2024, Karen Webber will serve as the Board liaison to the Nominations and Elections Committee, but starting in 2024-2025, the Board will elect a liaison to the committee.

Junelyn Peebles moved to approve the proposed timeline of the leadership transition and implementation suggested by the Board Structure for Accountability and Effectiveness Ad Hoc Committee that now aligns with the newly updated Constitutions and Bylaws voted in by the AIR members. Jonathan Gagliardi seconded.

The motion passed.

Junelyn Peebles moved to approve the proposed language changes (see below) to the Board Structure for Accountability and Effectiveness Ad Hoc Committee charge. Karen Vance seconded.

The motion passed.

- GP.XI.BOARD COMMITTEE STRUCTURE
- B. Ad Hoc Committees
- 2. Board Structure for Accountability and Effectiveness Committee
- a. Charge: Develop an implementation plan and timeline for changes to the Constitution and Bylaws per the January-February 2023 member vote. Provide recommendations on changes to Board and NEC processes and Governance Policies. Activate GP IV: Role of Board as AIR Ambassador to support communication with members.
- b. Membership: The 2022-23 Committee members will continue to serve until June 2023 including the Executive Director as ex-officio member.
- c. Time Frame: Charge to be completed by June 2023.
- d. Authority for the Chair: To use no more than 20 hours of staff time.

Heather Kelley left the meeting at 2:24 p.m. ET.

Letter Received by Board and NEC was received on Friday, February 10, 2023.

Karen Webber asked that, instead of moving further with additional committee reports, we hold those reports for our next Board meeting. An updated agenda was distributed to the Board on February 12 reflecting this request. The Board then engaged in a group discussion on a letter received late last week regarding a call to action about diversity, equity, and inclusion in the Nominations and Elections Committee's work and leadership of the association overall. Discussion ensued.

Adjournment

Karen Webber adjourned the meeting at 3:08 p.m. ET.