

## Board of Directors Meeting Minutes

October 14-15, 2024



### Association for Institutional Research Board of Directors Meeting – Orlando, Florida October 14-15, 2024

**In-Person Attendees:** Craig Abbey (Parliamentarian), Yenny Anderson, Bethany Crowell, Brent Drake (Chair), Karen Egypt, Adrea Hernandez, Debbie Phelps (Vice Chair), David Rudden

**Virtual Attendees:** Angie Bell, Jonathan Gagliardi (Liaison to the NEC), Wen Qi (Secretary), Karen Vance (Treasurer)

**Guests:** Christine Keller, Jason Lewis, Miguel Pineirovigo, and Leah Ross from the AIR Executive Office; Bob London from Alpha Phi Omega and Lindsay Currie from the Council on Undergraduate Research, both representing ASAE (Monday, October 14); Liz Clark from NACUBO (Tuesday, October 15)

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#### MONDAY, October 14

##### CALL TO ORDER

Brent Drake called the meeting to order at 9:02 a.m. ET. A quorum was established.

##### Required Approvals and Acknowledgements

##### Meeting Minutes

Karen Egypt moved to accept the minutes of the September 16, 2024 Board meeting. David Rudden seconded.

**The motion passed.**

##### Global Executive Constraint Monitoring Report

Wen Qi moved that the Global Executive Constraint Monitoring Report was delivered on time, that the interpretations are reasonable, and that the data supports the interpretations. David Rudden seconded.

**The motion passed.**

##### Financial Conditions and Activities Q2 Monitoring Report

Wen Qi moved that the Financial Conditions and Activities Monitoring Report for Quarter 2 was delivered on time, that the interpretations are reasonable, and that the data supports the interpretations. David Rudden seconded.

**The motion passed.**

##### New Business

## **Mentoring**

Karen Egypt asked the Board to discuss the idea of exploring the topic of mentorship through a Board ad hoc committee. Discussion included concern about the Board stepping into programming roles blurs the lines between Ends and Means per policy governance; the work of the recent volunteer leadership committee; the role of Board committees per policy governance; the topic of mentoring as part of the Board's larger role as ambassadors; the variety of leadership efforts AIR currently offers; and the role of review of Ends monitoring reports as the appropriate process to explore these topics. After the discussion, no further action was taken.

## **ASAE Strategic Foresight Presentation**

Bob London and Lindsay Currie, both representing ASAE, shared a presentation entitled Applying Foresight to Your Association. Discussion included ways in which foresight conversation can be included in the AIR Board's plans and processes.

## **AIR's 990 (Return of Organization Exempt from Income Tax)**

Jason Lewis provided an overview of AIR's 990 Form for 2023, and the Board had opportunity to ask questions and request clarifications.

## **Working Group on Policy Language Changes for Membership Fees**

Craig Abbey provided an overview of the committee's work to date to discuss the incongruence between policy language and the schedule of the Board's roles in setting membership fees. Relevant Bylaws language refers to membership fees to be set annually (Section 3). However, relevant Governance Process language (GP III Board Job Description) is incongruent with the timing of the establishment of fees and references three years. For reference, other association fees are set by the executive director, but the Board has retained this responsibility. The committee identified three courses of action: (1) do nothing, (2) modify the Bylaws to eliminate reference to annual approval and strike relevant language from GP III, or (3) strike Bylaws Section 3 to all the executive director to set membership fees with reliance on Executive Limitations (EL II.) Treatment of Stakeholders, Financial Planning (EL IV.), and Financial Conditions and Activities (EL V.)

Discussion included the difference in this fee's treatment vs. other fees, the role of fees as Means, and the blurring of lines between fees set and the executive office's responsibility.

Craig Abbey moved to propose striking Bylaws Section 3 through a vote by the membership at the 2025 Annual Business Meeting. If passed, GP III.J would also be removed (relevant section of the Board Job Description). David Rudden seconded.

**The motion passed.**

## **New Business continued**

### **Annual Business Meeting**

Brent Drake noted that the plan needs to change if increased participation is desired. At Forum it is held in conflict with other sessions, though the Constitution and Bylaws do not require that it be held at the Forum.

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Craig Abbey noted that the meeting is viewed as pro forma with the exception of occasional Bylaws changes and so forth and prompted discussion of the goal of increased participation. Brent Drake noted that it's an opportunity for the Board and the executive director to provide updates to the community. No changes will be made for 2025, though attention will be paid to communication and encouragement for participation with a possible follow-up virtual meeting as has taken place in recent years.

### **Membership Voting**

Craig Abbey noted potential effects related to who is eligible to vote in general, including at the Annual Business meeting, and who votes. Organizational memberships are represented by one vote, and individual members may vote themselves. Depending on whether an institution opts for organizational membership or continues individual memberships, the number of votes per institution varies. Christine Keller shared background information on how the voting delegate rules were determined with the transition to organizational membership, including other organizations' models. The impact on elections remains to be seen as the upcoming election will be the first since organizational membership moved beyond its pilot phase.

### **Brainstorming Session**

Christine Keller shared that she has been invited to attend the Annual Partner Summit at the upcoming 2024 EDUCAUSE conference. The summit will explore how higher education and industry can work together more effectively. The Board brainstormed topics and questions to represent AIR's perspective at the event.

### **End of Day**

David Rudden moved for a recess of the meeting. Yenny Anderson seconded.

**The motion passed.**

Brent Drake recessed the meeting at 3:53 p.m. ET.

## **TUESDAY, October 15**

### **CALL TO ORDER**

Brent Drake called the meeting to order at 9:00 a.m. ET. A quorum was established.

### **Executive Director Updates**

Christine Keller shared that the 2023-24 Annual Report has been published to the AIR website; the IPEDS annual report has been submitted; the fourth National Survey of IR Offices will launch November 1; and the executive office submitted an application to the Washington Higher Education Secretariate, a group for association CEOs run by the American Council on Education (ACE).

Plans for 2025 are built around the concept that AIR works at the intersection of people and data with focus on three consistency groups: higher education professionals, especially AIR members; higher education institutions; and the higher education community. Areas of focus for the next 12-18 months include membership, consulting/direct services, technology, and marketing and communications with the goal of delivering

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exceptional service to customers and members. Plans are developing to address continued capacity, process, and infrastructure challenges.

### **Legislative Update**

Liz Clark, Vice President for Policy and Research at NACUBO, provided a legislative overview, including potential impact of the upcoming elections, the role of media this election seasons, trends, and predictions. Specific topics included possible major tax reform in 2025 and updates from the U.S. Department of Education.

### **Review of Voting Standards for Chair/Vice Chair**

Craig Abbey reviewed the transition from general election of president/vice president to Board-elected chair/vice chair. The Governance Process for Leadership Elections and Appointments (GP.XVI) policy does not offer specificity for the chair/vice chair voting process. Board elections in Spring 2025 will be the first since the full transition to the new policy which provides opportunity to determine what guidelines and processes, if any, are desired (e.g., nominations, vision statements, etc.) to set precedent moving forward. Board members will reflect on this topic for discussion at a future meeting. Board elections must take place no later than its April meeting, per policy.

### **Nomination and Elections Committee**

Jonathan Gagliardi shared an update on the committee's work with regard to the 2024 elections.

### **New Business continued**

#### **Spring 2025 In-Person Board Meeting**

The Board previously expressed interest in meeting in person March 24-25, 2025. Brent Drake asked if that interest continues, especially in light that one-third of the Board is not present at this in-person meeting, which incurs additional cost for remote access to otherwise in-person meetings. The Board reaffirmed interest in meeting in-person in March. Craig Abbey suggested exploration of institutional-hosted meetings to mitigate the cost of conference facilities.

### **Adjournment**

Craig Abbey moved to adjourn the meeting. Adrea Hernandez seconded.

**The motion passed.**

Brent Drake adjourned the meeting at 11:42 a.m. ET.