

**Association for Institutional Research**  
**Virtual Board of Directors Meeting**  
**December 9, 2024**

**Attendees:** Craig Abbey (Parliamentarian), Yenny Anderson, Bethany Crowell, Brent Drake (Chair), Jonathan Gagliardi (Past President), Adrea Hernandez, Debbie Phelps (Vice Chair), Wen Qi (Secretary), David Rudden, Karen Vance (Treasurer)

**Excused Absence:** Angie Bell, Karen Egypt

**Guests:** Christine Keller and Jason Lewis from the AIR Executive Office; Eric Atchison from the Nominations and Elections Committee (NEC)

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**Call to Order**

Brent Drake called the meeting to order at 12:03 p.m. ET. A quorum was established.

**Required Approvals and Acknowledgements**

**Meeting Minutes**

Craig Abbey moved to accept the minutes of the November 11 board meeting. Jonathan Gagliardi seconded.

**The motion passed.**

**NEC Committee Report – Slate of Candidates**

On behalf of the Nominations and Elections Committee, Eric Atchison presented on the nominations process, review process, and the initial slate of candidates for the 2025 AIR election. Thirteen candidates—eight for the Board and five for the NEC—were included in the initial slate. Eric also introduced the demographic distribution of the nominees by sector, race/ethnicity, and gender.

**Board Treasurer Report**

Karen Vance (Treasurer) presented on the Board quarterly treasurer report. She pointed out that the cost for the October face-to-face meeting cost were significantly over budget, having increased by 41% compared to last years' fall board meeting and 82% compared to the previous year. Christine noted that food and beverage costs were higher, and the Wi-Fi in the meeting room at Rosen added a significant amount to the total cost. In short, hybrid meeting mode increases the overall cost.

The board discussed options for future meeting formats, including all-online or in-person only meetings. While most of the board prefer in-person meetings, the board agreed that hybrid meetings offer inclusivity. Christine Keller stated that the Board would be more cost-conscious when choosing meeting locations. Craig pointed out

that, at some point in the future, the Board should discuss adjusting the board budget to reflect changes in the cost of living.

**Required Approvals Continued**

**Asset Protection Monitoring Report**

Wen Qi moved that the Asset Protection Monitoring Report was delivered on time, that the interpretations are reasonable, and that the data supports the interpretations. David Rudden Seconded.

Christine Keller explained the out-of-compliance situations in the report was corrected last year but included in this report due to the reporting period. The Executive Office continues to take corrective measures to strengthen relationship with brokers and is confident that the non-compliance issues won't recur.

Christine also introduced the frequency of meetings with brokers and how policies are reviewed to ensure that selected policies are robust.

**The motion passed.**

**Discussion of Governance Policy Transaction Limits**

Brent Drake introduced the current policy languages in the GP-EL V and GP-EL VII sections, pointing out that these figures were fixed in 2011 when the governance policy was drafted.

- I. GP EL V. Financial Conditions and Activities
  - i. Single purchased or commitment of greater than \$100,000 without notifying Board within seven days.
  - ii. Make a single purchase or commitment greater than \$250,000
- II. GP EL VII. Asset Protection
  - i. Make any purchase over \$50,000 without having obtained comparative price, over \$100,000 without a stringed method of assuring the balance of long-term quality and cost.

Brent proposed revisiting the hard stop in this policy, softening the language for flexibility, and potentially adding language on regular adjustments based on the Consumer Price Index (CPI). This is important in case Christine needs to make decisions before having the chance to bring them to the board ahead of a purchase.

Discussion included the reasons of having these fixed numbers in 2011, best practices at other organizations, and whether the board should adjust these hard-stop numbers, set an upper limit that requires Board approval, or remove them entirely.

Brent will draft policy language to be discussed at the next meeting.

**Executive Director Updates**

## Board of Directors Meeting Minutes

December 9, 2024



Christine Keller reminded the Board that the AIR office will be closed from Dec 21 to Jan 1. She also shared upcoming webinar opportunities.

### New Business

Debbie Phelps updated the board on the recent meeting of the Governance and Policy Training Committee. Other committee members include Craig Abbey, Bethany Crowell, David Rudden. The committee discussed feedback the Board had on the trainer's presentation on governance and policy training, including how to make the training more relevant to the Board's activities. The committee also discussed whether the Board should be required to undergo training on Robert's Rule of Order, as well as ways to help the Board and the members comprehend the relationship between by-laws, constitutions, and policies.

Bethany Crowell updated the Board that Craig Abbey, Angie Bell, and Bethany met on process of electing a Vice Chair. Details will be discussed at the January board meeting.

Christine Keller reported that she added AIR's name to the list of associations in the letters to the U.S. Department of Education seeking clarifications on the reporting requirements in the financial value transparency (FVT) and gainful employment (GE) regulations at the Washington Higher Education Secretariat meeting. The American Council of Education (ACE) is drafting another letter regarding the Jan 15, 2025 reporting deadline for FVT and GE.

### Adjournment

Debbie Phelps moved to adjourn the meeting. Craig Abbey seconded.

**The motion passed.**

Brent Drake adjourned the meeting at 13:05 p.m. ET.