**American Association of Collegiate Registrars and Admissions Officers**
**Minutes of the Meeting of the Board of Directors**
June 15, 2011
Philadelphia, PA

**Board Members in Attendance:** Jim Bouse, Bruce Cunningham, Luisa Havens, Betty Huff, Tracey Jamison, Nora McLaughlin, Nancy Krogh, Brad Myers, Jeff von Munkwitz-Smith, Robert Watkins

**Staff Members in Attendance:** Matthew Ogle, Jerry Sullivan

## Call to Order

President McLaughlin called the meeting to order at 9:00 a.m. Eastern Time.

## Unfinished Business

The Chair discussed dates for the July meeting and it was agreed by consensus to move the teleconference meeting from July 13, 2011 to July 14, 2011.

MOTION 2011.06.05—It was duly moved and seconded to adopt the ten recommendations of the Task Force on Association Governance with the change noted that the term for Chair of the Board will be one year renewable to three years. The Board will communicate these recommendations and develop a proposed plan for transition. Finally the Board will prepare a proposal to amend the bylaws. This proposal is to be presented to the membership for approval at the 2012 Business meeting. APPROVED

President McLaughlin confirmed with the Board that the new dates for the February 2012 Board Meeting in Washington, DC are February 3-5, 2012 with a possibility of meeting on February 2 to discuss matters relating to the Executive Director search.

MOTION 2011.06.06—It was duly moved and seconded that motions approved in executive session that result in an action will be recorded in the minutes of the subsequent regularly convened meeting following the executive session in which the motion is passed. When of a sensitive nature, the motion may be recorded in the abstract. APPROVED

Vice President Myers announced that the Strategic Planning/Program Review Committee will document the discussions of the June 14 strategic planning meeting and will continue to move planning forward with the Board. The Board agreed to discuss strategic planning at each meeting and to devote additional time at the October meeting for consideration of the strategic plan.

## Adjournment

MOTION 2011.06.07 – It was duly moved and seconded that the Board of Directors meeting be adjourned. APPROVED

The Board of Directors meeting adjourned at 9:17 a.m. Eastern Time.

**Attachments**

Amended Ten Recommendations from Task Force on Association Governance

**Board of Directors Approved Recommendations from the Task Force on Association Governance**

The recommendations are as follows:

1. The Board recommends the bylaws be revised to clarify that the role of the Board of Directors is to establish direction, ensure resources, and provide strategic oversight, and that all Directors serve without portfolio, without programmatic assignments, without presidential or vice presidential title, and with a common set of responsibilities.

2. The Board recommends that:
    a. the board appoint a coordinator for each program area, who will manage the activities of the committees in that area;
    b. each area coordinator serve on the Annual Meeting Program Committee, where his or her work related to the annual meeting will be directed by the chair of that committee; and,
    c. each area coordinator will report to the Board of Directors regarding matters not related to annual meeting programming.

3. The Board recommends the bylaws be revised to comprise the board of 12 to 17 directors, 12 to 14 of whom are active voting members of the association and up to three of whom are not.

4. The Board recommends the Committee on Nominations and Elections continue to strengthen its efforts to provide slates of nominees that represent the diversity of AACRAO membership along many different demographic, institutional, and professional lines.

5. The Board recommends the bylaws be revised so that the Committee on Nominations and Elections is expanded to include one board-selected director each year.

6. The Board recommends the bylaws be revised so that:
    a. the Committee on Nominations and Elections develops a competitive slate of nominees for member directors, consisting of up to twice as many nominees as the number of open positions;
    b. the election of member Directors be conducted prior to the business session of the annual meeting, with balloting accomplished by electronic means open to all voting members of the association, so that those candidates receiving the highest number of votes are elected;
    c. the electronic balloting process allow for members to vote for write-in member candidates; and,
    d. external Directors be elected by the Board of Directors.

7. The Board recommends the bylaws be revised so that:
    a. the terms of member Directors be set at three years, renewable for a second three-year term through election by the membership; and,

    b. the terms of external Directors be set at two years, renewable for a second two-year term through election by the Board of Directors.

8. The Board recommends the bylaws be revised to identify the four board officers described below, all of whom must be active voting members of the association:
    a. the Chair, who shall chair the meetings of the Board of Directors, preside at the Business Session of the Annual Meeting of the association, and serve as the principal member spokesperson of the association;
    b. the Vice Chair, who shall serve as chair in the absence, incapacity, death, resignation, or removal of the chair until such time as a new chair can be elected;
    c. the Secretary, who shall produce official minutes of board meetings and of the Business Session of the Annual Meeting of the association; and,
    d. the Treasurer, who shall assist the Board in its responsibility for overseeing the financial affairs of the association.

9. The Board recommends the Board of Directors elect its officers.

10. The Board recommends the bylaws be revised to specify that:
    a. the term of office for the Chair of the Board be one year in length, with the possibility of renewal for up to three years; and,
    b. the terms of office for the Vice Chair, Secretary, and Treasurer be fixed at one year in length, with no limit on the number of terms that a director may serve in one of the positions within his or her normal three-year term as a director.