
Minutes of the Regular Session of the EDUCAUSE Board

Wednesday, June 24, 2020 | Virtual

Note: All times listed are Eastern time (ET)

Attendance

Board members: Michael Berman, Elias Eldayrie, Keith (Mac) McIntosh (Treasurer), Joseph (Joe) Moreau (Secretary), Michele Norin (Chair), Helen Norris, John O'Brien (President and CEO; ex officio), Amelia Parnell, Mark Roman, Carol Smith, Jennifer Sparrow, Sue Workman (Vice Chair)

Staff: Eden Dahlstrom, Susan Grajek, Mairéad Martin, Nicole McWhirter, Stacy Ruwe, Catherine Yang, Karen Mateer

Guests: Tracy Schroeder, Vice President, Information Services & Technology and Chief Data Officer, and Chair, Nominations and Leadership Development Committee

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Call to Order

Board Chair Michele Norin called the meeting to order at 10:32 a.m.

Approval of Consent Agenda

Norin began the meeting by reviewing the two items in the consent agenda: 1) accepting the audit report from Clifton Larson Allen; and 2) approval of the 2019 Form 990.

Sue Workman moved to approve the consent agenda. Michael Berman seconded. The motion was approved.

Trimester Financial Review and Financial Forecast

Vice President Stacy Ruwe reported on the substantial financial impact the COVID-19 pandemic has had on the association. Ruwe shared that EDUCAUSE has taken significant measures to mitigate the impact, including cutting spending, reducing its workforce, shifting to a fully remote organization, and envisioning new initiatives to generate revenue. The board supported the approach taken. On the topic of office space, President and CEO John O'Brien shared that EDUCAUSE leadership had been discussing moving to a fully-distributed workforce prior to the COVID-19 situation, but the pandemic moved up the timeline and allows the association to realize significant cost savings. Ruwe shared that EDUCAUSE will maintain a sublease and

presence in Washington, D.C., and expand storage space as needed. Elias Eldayrie suggested, and other board members quickly agreed, that EDUCAUSE staff should turn to board members for assistance in finding space on their respective campuses should they need physical locations for meetings. Parnell asked if further reductions would be needed; Ruwe responded that the current overall cuts are expected to result in a balanced budget in two years. If, however, she noted, any of the revenue assumptions do not hold, the result may be additional cuts.

Ruwe recognized the work of the Finance/Investment Committee, providing an overview of investment returns and line of credit draws over the past four months. Ruwe also covered the reserves balance and target forecast. In addition, Ruwe reviewed the revenue projections, including significant reductions because of not holding face-to-face events and an anticipated loss of members owing to the COVID-19 financial challenges of their own. Board Treasurer McIntosh and Board Secretary Joe Moreau, both members of the Finance/Investment Committee, expressed confidence in the approach taken.

Ruwe then covered expenses under the revised budget, including significant cuts made in certain areas of the budget (third-party contracts, travel, professional development, food and beverage, facilities, etc.) and the decision to discontinue print issues of *EDUCAUSE Review*. She also pointed to new costs associated with providing an online version of the Annual Conference. Board members commented that the investment in a first-rate platform for online events is not only strategic but could serve as the standard for other organizations and be a way to cultivate and engage international members.

O'Brien commented that every association is facing financial uncertainty. The board complimented and thanked Ruwe and her team for their quick response to the budget situation.

Carol Smith moved that the EDUCAUSE Board approves the three-year budget, which includes \$3.2M in potential cancellation fees and \$200–\$400K contract for the virtual annual conference this year, as presented on June 24, 2020. Moreau seconded. The motion was approved.

EDUCAUSE of the Future

O'Brien shared that since it had become clear that the COVID-19 pandemic would be a long-term and disruptive force to the association business model, the executive team has been hard at work and committed to building a strong and sustainable EDUCAUSE. To this end, the team has worked to define and refine a future vision, including clear guiding principles surrounding member value and benefits. Included in this future vision is a commitment to being more focused, responsive, agile, coordinated, and efficient.

On the topic of focus, board members agreed that focus during times of fiscal constraint makes sense but also urged leadership not to lose sight of the risks in becoming too focused. Some

board members expressed concern around becoming too narrow in whom the association serves and urged that we continue, as much as possible, to be the association of the entire profession. Being more focused, Yang clarified, is really about how we use our limited resources. EDUCAUSE has long struggled with being all things to all people, and with fewer staff moving forward, this will be more of a challenge. These guiding principles, Yang continued, will help tremendously as we continue to support existing work and consider any new initiatives. Grajek added that the EDUCAUSE of the future has room for focus AND room for all EDUCAUSE members to contribute and shape their experiences; that will not change. To that end, Yang shared that *EDUCAUSE Review* will continue to be a broad-based and open platform for the community to contribute. O'Brien thanked the board for their candid feedback and assured them that the leadership team would take it into consideration as they move forward in their operational roles.

O'Brien then turned his attention to the value of membership and proposed changes with regard to what members versus nonmembers have access to and at what cost (referred often to as the "paywall"). O'Brien shared that when he became president the member model was revised to become more inclusive and that while there had been discussions about the paywall and how it may change, no dramatic changes in what was behind or in front of the paywall were taken. Now, after 3+ years, and given the current environment—when we are at risk of losing members due to fiscal challenges—the timing is right to consider these types of changes. O'Brien outlined the strategy of incrementally going forward with thoughtfully moving certain content and "products" behind the paywall so they will be free to members only and available to nonmembers at a reasonable cost or in a free "executive summary" format.

O'Brien invited comment from the Finance/Investment Committee members, who have been discussing this issue for some time. Committee chair McIntosh shared his support of the approach though noted that some members would likely pushback on changes. Berman, who philosophically disagrees with restricting access but understands and supports the direction, urged the board to consider ways to continue to include nonmembers who may have that status for a good reason. Norris, who is not on the Finance/Investment Committee, seconded Berman's comment. Moreau commented that the paywall strategy is a way of solidifying the member model as it enhances the value of membership for all members. The timing is critical, he added, and maybe a hybridized model could be used for nonmembers but warned not to let the perfect be the enemy of the good.

Eldayrie suggested that long-term EDUCAUSE may want to think about a no-wall arrangement where revenue is generated based on the number of eyeballs on content. Considering the reach of EDUCAUSE, he added, this might be something to consider.

Other board members spoke up in support of the paywall changes being discussed while also raising concerns about the repercussions, especially removing access to something that had been open for so long.

O'Brien asked for the board's endorsement of the concepts shared, including the shift in the member versus nonmember access to certain EDUCAUSE products and services. While there was clear endorsement of the concept, there was concern around how specific changes would be rolled out. Norin asked that staff proceed thoughtfully with changes, and she suggested that this topic be brought back to the board in October with additional details.

O'Brien acknowledged the board's perspective and agreed to keep the board informed appropriately. When changes need to be discussed between meetings, he said he would work with the board executive committee, whose meeting minutes are shared with the full board.

O'Brien concluded the discussion of the EDUCAUSE of the future by sharing with the board some new revenue-generating opportunities under consideration.

Vacancy Appointment

Board Vice Chair Sue Workman highlighted the new processes developed by the Governance Committee, thanking O'Brien for his participation and singling out Nicole McWhirter for her excellent work in supporting the committee.

Regarding the vacancy appointment for the seat once held by Rae Clemmons, Workman shared that the Governance Committee focused on identifying an associate's-level member for this seat, especially given that Moreau will rotate off the board in October 2020. Workman reviewed the two candidates under consideration. Board members then cast votes within the portal for their preferred candidate.

Motion: Having been nominated by the Board Governance Committee, the board approves the appointment of Celeste Schwartz to fill a vacancy and serve in the capacity of an elected director on the EDUCAUSE Board of Directors until the term of that vacant seat ends in October 2022.

McIntosh moved to approve the appointment of Celeste Schwartz. Moreau seconded. The motion was approved, with a vote of 10 in favor and 1 opposed.

Presentation of Board Semifinalists

Workman reported that as part of its recent work, the Governance Committee developed a process for selecting ballot candidates, noting that after this year the Governance Committee chair will deliver the semifinalist report at the board's Spring meeting. This year, however, Nominations and Leadership Development Committee chair Tracy Schroeder joined the meeting at 2:15 p.m. to present the report, highlighting recent activities to encourage interest

in the nominations process and board service. Of note was the webinar held in January 2020 with Schroeder, McIntosh, and former board member Kay Rhodes as presenters, which was attended by about 25% of the applicants in Round 1 of the nominations process. Schroeder gave a brief overview of committee's process for making its selection of the semifinalists; she then provided additional background about each candidate. The board commended Schroeder and thanked the Nominations and Leadership Development committee for the strong pool of semifinalists brought forward for consideration.

Finalize and Approve Slate for Annual Board Election

Following Schroeder's report, Workman reviewed the process for selecting the slate of four candidates. Board members then deliberated on the candidates and conducted an initial straw poll. O'Brien commented that this was the first time that semifinalists were invited to submit a short video, and the board shared very positive feedback, seeing these videos as a useful complement to the written materials. McWhirter added that these videos may be considered a trial run for including videos as part of the ballot materials for the election. Following additional discussion of the candidates and a second round of polling, the board selected the following individuals to appear on the ballot for the 2020 election:

- Susan Malisch, Loyola University Chicago
- Tony Moore, Prairie View A&M University
- Sharon Pitt, University of Delaware
- David Weil, Ithaca College

Michael Berman proposed the names of Susan Malisch, Tony Moore, Sharon Pitt, and David Weil as finalists for the 2020 EDUCAUSE board election. Helen Norris seconded. The motion was approved.

Norin credited Workman and the Governance Committee for the excellent, thoughtful process that was laid out this year.

Open Discussion

Because this day's meeting was scaled back from the planned face-to-face meeting, some time was allocated for board members to discuss and/or ask questions about topics covered in the written materials provided to them in advance of the meeting but not otherwise presented. The board asked to hear about the 2020 Annual Conference.

Vice President Eden Dahlstrom provided an update on planning, sharing that registration will open soon for both an in-person and an online event. Dahlstrom provided key message points for board members to share if they are asked about the status of the annual conference. She

added that while the virtual spring conferences were held using the Canvas platform, the annual conference will require a full-service platform with functionality to incorporate working and matchmaking opportunities, as well as a vendor/exhibit hall experience. Dahlstrom noted that preconference sessions will be untethered from the chronological schedule of Tuesday–Thursday, October 27–29, with a full day of programming, followed by a half day, then another full day. To generate excitement and foster collegiality, there will be a “community day” using an unconference format prior to the main event. Also, sessions will be shorter (20 minutes), which allows for a broader array of content while helping to avoid “Zoom fatigue.” She also described an emerging best practice of having “simu-live” sessions where the content is prerecorded but the presenters are online in chat for live Q&A and to promote engagement and provide even richer content. Other asynchronous and recorded/on-demand content will be available, which might include poster sessions that are then incorporated into the EDUCAUSE library.

Ruwe provided an update on the corporate engagement at the annual conference, including promising strategies for using the online platform to showcase corporate partners’ products and services, along with additional features such as banner rotations, sponsorships, etc.

O’Brien commented that the fall board meeting has always been held at the annual conference, and this year’s meeting was scheduled on Sunday in accordance with the conference schedule. Given that the meeting will be held virtually, the board collectively expressed support for moving the meeting to after the annual conference.

Review of Parking-Lot Items

Workman reported that the only item from the parking lot is to include a follow-up paywall discussion on the next board meeting agenda to keep the board in the loop.

Adjourn Regular Meeting

The regular meeting was adjourned at 4:35 p.m.

Executive Session

The board entered executive session at 4:40 p.m. and adjourned at 5:05 p.m.