
Minutes of the Regular Session of the EDUCAUSE Board

Sunday, October 13, 2019, Chicago, Illinois

Note: All times listed are central time (CT)

Attendance

Board members attending: Hilary Baker, Raechelle (Rae) Clemmons, Elias Eldayrie, Barron Koralesky (Secretary), Edward (Ed) Leach, Keith (Mac) McIntosh (Treasurer), Joseph (Joe) Moreau, Michele Norin (Chair), Helen Norris, John O'Brien (President and CEO; ex officio), Carol Smith, Louis Soares, Jennifer Sparrow, Sue Workman (Vice Chair)

- **Board members unable to attend:** Loretta Parham
- **Staff attending:** Eden Dahlstrom, Susan Grajek, Mairéad Martin, Nicole McWhirter, Stacy Ruwe, Catherine Yang, Karen Mateer

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Call to Order

Board Chair Michele Norin called the meeting to order at 8:04 a.m. She began by offering a special welcome to new board members Helen Norris and Jennifer Sparrow and also acknowledged the five board members who are rotating off the board following the meeting—Ed Leach, Barron Koralesky, Loretta Parham, Louis Soares, and Hilary Baker. O'Brien added his welcome and distributed copies of the association's strategic priorities document to the new members.

Approval of Consent Agenda

Norin began by reviewing a motion to adopt a special rule of order with regard to the use of consent agendas during meetings:

A consent agenda may be presented by the chair at the beginning of a meeting. Items may be removed from the consent agenda on the request of any one member. Items not removed are adopted by general consent without debate. Removed items may be taken up either immediately after the consent agenda or placed later on the regular agenda at the discretion of the board.

Norin moved to approve the special rule. Joe Moreau seconded. The motion to adopt the special rule was unanimously approved.

Norin read the items listed in the consent agenda, which included (1) minor changes to bylaws language and (2) the approval of a new *Board Manual* and asked if either needed to be removed for further discussion. Seeing none, she asked for a motion to approve the consent agenda.

Raechelle Clemmons moved to approve the consent agenda. Moreau seconded. The motion was unanimously approved.

President's Report

John O'Brien and members of the executive team provided updates on the association's major activities since the last board meeting. O'Brien reviewed plans for the next round of strategic planning, which will commence in 2020 with board discussions and continue through 2021 with additional community engagement. He gave an update on the continuing efforts to advance the association's DEI initiative, highlighting the work of the DEI Advisory Committee, our support of the Women Advance IT Conference at the University of Nebraska, and expanded content and programming related to DEI in our publications and events portfolios. O'Brien also gave an overview of recent travel and keynotes, pointing out the valuable networking opportunities provided by his recent attendance at the FBI Academia Summit and a meeting with the US Department of Education in Washington, D.C., and campus visits with board members.

CIO Mairéad Martin provided an update on the assessment of IT modernization and maturity for the association, which affects both internal and member-facing functions. The IT department continues to make progress in IT governance and has also seen major developments in security, data, and identity and access management.

Vice President of Business Services and CFO Stacy Ruwe provided an update on membership counts, noting that 2019 membership numbers are strong, trending consistent with previous years. Ruwe highlighted a 7% increase in the category of Associate's members, which has been an area of focus for the organization over the past year. Member renewals continue through the end of the calendar year, and Ruwe shared that she will provide an expanded analysis of membership at the February board meeting. Ruwe highlighted the Ambassador Program, which, since being launched last year, is gaining traction and increasing engagement. Board discussion centered on the reasons for nonrenewals and how board members can be supportive in conducting conversations with nonrenewing institutions.

Vice President of Digital Communications and Content Catherine Yang reported on website performance and provided information on the new navigation menu that is mobile-friendly, compliant with accessibility standards, and more agile and flexible for updating. As part of EDUCAUSE's personalization initiative, Yang shared that members now have the option to designate a nickname within their EDUCAUSE Profile record. During the ensuing discussion,

board members asked about how the nickname name feature works and offered suggestions on other personalization ideas to consider, such as including preferred pronouns on conference badges. Clemmons urged staff to be clear about how the nickname field is used, since some members may not want a nickname used in certain contexts. Yang will investigate this and report back to the group.

Vice President of Communities and Research Susan Grajek gave an update on the research publications schedule for 2020, calling out a collaborative report with ACE and additional work in analytics. Other topics under consideration include accessibility and items selected from the Top 10 IT Issues list. Grajek reported that in 2020 the publication schedule for the Top 10 IT issues in *EDUCAUSE Review* will change to better align with the announcement of this list, which takes place at the annual conference. She expounded on the EDUCAUSE research program, noting that a panel will be convened for one year to be surveyed 4-5 times a year with short surveys and a quick turnaround. Grajek reported that the response rate for Core Data Service has been a little lower than in previous years, but we will allow for responses after the deadline. She also provided the board with a preview of the Top 10 IT Issues, highlighting that privacy is on the list for the second year in a row. MacIntosh raised the issue of survey fatigue, and Grajek mentioned that her team is working on an evaluation of the survey portfolio.

Vice President of Professional Learning Eden Dahlstrom provided a schedule of the Professional Learning offerings for 2020, including the Institute programs. O'Brien commented on the positive registration—possibly our largest attendance ever—for this year's annual conference, noting that the ratio of vendors to participants is moving in the right direction, with the number of "professional" attendees increasing. Dahlstrom gave an update on EDUCAUSE Academy, noting a change from Instructure's Bridge to its Canvas product as a better online platform to meet our needs and implementation timeline. Dahlstrom shared how her team is currently soliciting feedback from the community, including board members, about the platform and how EDUCAUSE will deliver these services, with the goal of having a journey map by the end of the year. In response to questions about the Academy, Dahlstrom answered that some Academy services will be free; others will be fee-based, similar to our current practice of charging for some professional learning offerings. Dahlstrom also noted that her team is considering the option of offering ready-made programming that could be offered for an individual campus or system.

Board At-Large and Vacancy Appointments

[Note: In September 2019, the board held a special meeting virtually to discuss and appoint two at-large directors each to a four-year board term. During that meeting a vote was held to appoint two individuals, but after additional consideration, the board collectively decided to recall and table the vote for at-large members until the October meeting when the board would meet face-to-face.]

O'Brien began by reviewing the process that the board had gone through for creating a short list of potential candidates for the two open at-large positions. He also clarified the procedural norms for how retirees are handled, noting that we have an additional opportunity to appoint someone to complete the remaining 12 months of Hilary Baker's term due to her retirement.

Norin provided additional background and context. The list of prospective candidates suggested by board members was reviewed and discussed, and additional names were added from the floor. Board members discussed current board demographics, including institutional and geographic representation. The discussion focused on areas of expertise that would be useful in rounding out the board as well as institutional categories, including master's level and community colleges, where cultivation is needed. Board members voted on the slate of candidates offered, and the two candidates with the most votes were put forward in the following motions:

Motion: Having been nominated by a member of the EDUCAUSE Board, the board approves the appointment of Amelia Parnell to serve in the capacity of director-at-large to the EDUCAUSE Board of Directors for a term not to exceed four years.

Keith McIntosh moved to approve the appointment of Amelia Parnell. Hilary Baker seconded. The motion was unanimously approved.

Motion: Having been nominated by a member of the EDUCAUSE Board, the board approves the appointment of Mark Roman to serve in the capacity of director-at-large to the EDUCAUSE Board of Directors for a term not to exceed four years.

Keith McIntosh moved to approve the appointment of Mark Roman. Hilary Baker seconded. The motion was unanimously approved.

Discussion then turned to the 12-month appointment for Hilary Baker's position. The board followed a similar process, voting on a short list of names that had been put forward for consideration. The candidate with the most votes was put forward to fill the vacancy.

Joe Moreau moved to appoint Michael Berman to the 12-month vacancy resulting from Hilary Baker's retirement. Jennifer Sparrow seconded. The motion was unanimously approved.

International Task Force (ITF) Report

O'Brien, along with ITF co-chair Hilary Baker, recapped the work of the International Task Force, which was convened with the goal to be more responsive to our international members. He presented the task force's recommendations for the board's feedback and suggestions for prioritization. The first recommendation is for CHEITA serve as the coordinating group for

international activities going forward, with the consideration of expanding to include national research and education networks (NRENs) for purposes of collaboration. The second ITF recommendation is to ensure that all international members feel welcomed into the EDUCAUSE community, ranging from relatively simple acts such as O'Brien's welcome message sent to all international participants at the annual conference to more involved projects such as assisting with study tours that some international organizations conduct in conjunction with their attendance at EDUCAUSE events. The third ITF recommendation is to incorporate an aspect or focus of internationalization into all facets of the association's work. Examples included an international column in *EDUCAUSE Review* and work to identify international authors and continuing the international focus of the *Horizon Report* and providing translations of it. Baker commented that serving as ITF co-chair made her realize how important EDUCAUSE resources are as professional development for our international members. Board members warmly thanked Baker for the time and energy she devoted to the ITF.

2019 Organizational Goals

O'Brien reported on progress towards the association's 2019 goals, noting that a majority of tasks supporting these goals have been completed and remaining tasks are running on schedule. In the areas where progress has been slower, O'Brien provided context. With regard to the implementation of a digital learning platform, he pointed to the slight delay caused by switching to the Canvas product but noted that moving forward progress is expected to quicken toward the intended goal of implementation by the end of the year. O'Brien reminded the board that the implementation of a community platform was reprioritized earlier in the year and shared that it has been rescoped for 2020 into two separate projects.

Review and Approval of 2020 Organizational Goals

O'Brien reviewed the proposed organizational goals for 2020, which also serve as part of his annual performance evaluation. He credited Nicole McWhirter for leading EDUCAUSE staff through a new annual planning framework that included collaborative brainstorming, consensus building, and cross-departmental teamwork. This iterative process resulted in four overarching goals:

1. Members have more positive and rewarding experiences
2. Members engage more effectively with EDUCAUSE and with one another
3. EDUCAUSE remains fiscally strong to effectively support our members
4. EDUCAUSE will better meet member needs through improved operations

O'Brien sought feedback from board members on these goals. Clemmons complimented the group on adapting a framework, observing that these goals seem much clearer and at the right level compared to last year's goals. Others commented that some of the language contained in

the goals could be further developed to make them clearer with regard to why these goals are important to the community. Based on this feedback, Clemmons, Moreau, Sparrow, and Smith volunteered to meet to review the goals with staff and suggest more actionable language. Nicole McWhirter will convene the group and report back to the board in December.

Clemmons made a motion to endorse the 2020 goals with the expectation that revisions will be brought back to the board for review in December. Elias Eldayrie seconded. The motion was unanimously approved.

Trimester Financial Review and Budget Preview

Keith McIntosh, board treasurer, provided the Finance Committee report. He shared that during its regular meeting, the committee reviewed the investment portfolio and asset allocation and discussed diversifying the portfolio and executive compensation. McIntosh offered kudos to Ruwe and Alex Alavi for their work in supporting the committee and thanked Ed Leach for his service.

Following McIntosh's remarks, Ruwe added that two committee meetings had been held: the regular Finance Committee meeting as well as a joint Finance/Audit Committee meeting. On the issue of executive compensation, Ruwe shared information from Quatt Associates, which confirms that EDUCAUSE is in compliance with IRS "intermediate sanctions," confirming that compensation levels are not excessive and are in line with the market.

Providing the trimester financial overview, Ruwe shared that the 2019 capital budget will be underspent and that, while we budgeted to spend down our reserves by \$2.6M this year, better than forecasted investment returns and deferred projects will result in a \$1M surplus instead. Ruwe noted that, while membership numbers were tracking slightly below last year in some areas, overall the organization is meeting or exceeding budgets in all categories. As for investment income, due to our diversification, we are tracking closely to market growth and currently have about 10 months of expenses in our operating reserves, which is consistent with our policy.

Ruwe then turned her attention to the 2020 draft budget sharing with the board the assumptions that went into developing the 2020 budget, which were approved by the Finance Committee, including a 3% dues increase and a 3.5% overall increase in staff salaries, consisting of 3% merit and .5% market adjustments.

In keeping with past years, the dues increase for specific Carnegie classes will be discussed in detail during the February board meeting after we collect the full year results.

Round Robin

Before the meeting was adjourned, Norin asked participants to share their parting thoughts about the meeting. In addition to the general feeling of mutual admiration and respect among board members, comments included unanimous praise for Nicole McWhirter's leadership and mastery in implementing the board portal for sharing meeting materials and conducting board business. Board members also cited the focus and efficiency of this meeting and the excellent planning and support provided for the meeting by EDUCAUSE staff.

Adjourn Meeting

The business meeting adjourned at 2:33 p.m.

Executive Session

The executive session was called to order at 2:40 p.m. and included a discussion of the EDUCAUSE president/CEO performance for 2019 and the process for electing board officers for 2020. The executive session adjourned at 3:23 p.m.