Minutes of the Regular EDUCAUSE Board Meeting

June 9, 2015, Louisville, CO

Attendance

- **Board members attending:** Kara Freeman, Joy Hatch, Bill Hogue (Treasurer), Marc Hoit, Ron Kraemer, Bruce Maas (Chair), Susan Metros (Vice Chair), John O'Brien (President and CEO), Laura Patterson, Kay Rhodes, Tracy Schroeder, Jack Suess, Justin Sipher (Secretary)

- **Staff attending:** Joanne Dehoney, Susan Grajek, Julie Little, Thad Lurie, Stacy Ruwe; Jarret Cummings by video for the Internet2 discussion

- **Guest attending:** Ted Dodds, by video for the board nominations discussion

Call to Order

Maas convened the meeting at 8:15 a.m. (MT). He welcomed the board and thanked the executive team for their support of the CEO transition.

Consent Agenda

The following items were submitted via the consent agenda:

- Minutes of the March 2015 board of directors meeting

- Remove Diana Oblinger as signatory and authorize John O'Brien, chief executive officer of EDUCAUSE, as signatory to EDUCAUSE financial accounts via the EDUCAUSE Banking Resolution, the EDUCAUSE Securities Resolution, and the EDUCAUSE Investment Resolution.

Without objection, all the items on the consent agenda were approved by unanimous consent.

President’s Report

President and CEO John O’Brien updated the board on his first nine days with EDUCAUSE, thanking the board and executive team members for their efforts to introduce him to the community. O’Brien mentioned, for example, invitations to
meet with key stakeholders in the community, including Internet2, RUCC, CIC CIOs and others.

Chief of Staff Joanne Dehoney reviewed the status of the major Gates projects.

Vice President for Teaching, Learning, and Professional Development Julie Little discussed the 2015 EDUCAUSE Award recipients, the EDUCAUSE badging initiative (and its recognition by the American Society of Association Executives), the highly positive reception by attendees of the 2015 Connect events, and steps that EDUCAUSE and the 2015 Annual Conference (E15) Program Committee are taking to assure a positive experience for members at the conference in Indianapolis, notwithstanding recent political events in the news. Little also described the major partner engagements and newcomer programming planned for E15, the approach to the virtual conference, and new programming efforts within ELI focused on senior academic leaders charged with improving student outcomes through innovative technology-mediated initiatives.

Vice President Susan Grajek reported a number of activities from the Data, Research, and Analysis (DRA) area, including the upcoming Administrative IT Summit, the decision to change the name of the Administrative IT program to Enterprise IT, and the Lumina Benchmarking project. The board made a number of suggestions about implementing the Lumina project. Grajek also discussed work underway with the Association of American State Colleges and Universities (AASCU) to provide benchmarking and research briefs tailored to that audience.

Chief Financial Officer Stacy Ruwe shared updates to the corporate strategic plan, emphasizing steps the association is taking to elevate relationships with key corporate members from a sales orientation to a strategic partner orientation. The board discussed possibilities for increasing strategic interactions between members and corporate partners and expressed willingness to form a working group on corporate relations.

Chief Operating Officer Thad Lurie updated the board on activities in marketing and communication, including the marketing plan and recent awards won by the group. He provided updates on conferences and events, including the launch of the new third-party event registration systems, and IT, including the implementation of the new phone system, updates on the association management system project, and security, speed and reliability improvements to the website.
**Financial Report**

Stacy Ruwe reviewed and responded to questions on the previously distributed financial statements, including the April 2015 income statement and the balance sheet. She also discussed the status of the organization's performance in comparison to the budget and the status of the EDUCAUSE reserves, noting that investment income is currently 47% of budget.

Ruwe reported that the fiduciary committee reviewed the investment performance of TIAA-CREF’s Retirement Choice Plan for staff retirement plan, the Form 5500, and 403b audit and nondiscrimination testing, with no findings.

The audit committee reported that the 2014 audit, financial statements and 990 tax form was completed with clean opinion and that the auditors issued their “management letter” with no findings.

A motion from the audit committee to approve the Form 990 was seconded by Metros and passed by unanimous vote.

Ruwe reported that the Reserve Balances continued to meet the allocation requirements of the board and that the investment returns exceeded those of the benchmarks.

**Board Nominations**

Maas introduced the chair of the board nominations committee, Ted Dodds, Vice President of Information Technology at Cornell University. Dodds reviewed the nominations process and presented seven candidates for board consideration. In executive session, the board selected the following slate for the 2015 Board election:

- Mark Askren, University of Nebraska–Lincoln
- Diane Graves, Trinity University
- Joseph Moreau, Foothill-De Anza Community College District
- Michele Norin, University of Arizona

The board discussed potential at-large director candidates, approved a short list, and requested that the CEO provide a final suggestion for board approval before the annual conference.
**Board Officer Election Process Review**

On invitation from Maas, Metros reviewed for the board the annual process for electing board officers, noting that the three outgoing members (Freeman, Hoit, Metros) will manage the process of soliciting candidates for board officer positions in the months leading to the October 2015 board meeting. Current officers provided a brief overview of the responsibilities and time commitment of each position.

**Project Review**

The board met with staff in an interactive session to review four projects: key performance indicators, professional development program planning, the web redesign for *EDUCAUSE Review*, and 2016 IT Issues and Trends. Board members expressed appreciation for the opportunity to meet and discuss these efforts with staff.

**Web Project Update**

O'Brien provided context for the web project update, stressing project success as a priority for the whole organization and, in particular, for the executive team and CEO. Thad Lurie provided an update on the project’s status focused particularly on the family of sites design approach and identity management, and he responded to questions and comments from board members. Discussion clarified governance for decisions that cut across collections in the family of sites approach, as well as the importance of a service management approach for the site. The board also stressed the importance of developing a communication plan that helps members understand the project and the rollout schedule for sub-sites and collections. Finally the board suggested that the project team consider consultation with Internet2 staff about the EDUCAUSE InCommon implementation.

**Open Discussion**

Maas and O’Brien introduced the open discussion format to the board. Board members discussed the IP block sale, the implications of Indiana SB101, and upcoming work to assess member needs.

The board confirmed its June 2014 guidance to sell the Class B IP block for as close to market value as possible, stressing the responsibility of the board to EDUCAUSE members. Board members expressed interest in reaching a negotiated deal with Internet2 if possible, providing four principles to help guide those discussions. In negotiations with I2, the board advised the CEO to assure that any agreement:
• Protects the interests of EDUCAUSE members by selling at as close to fair market value as possible
• Strengthens the EDUCAUSE relationship with Internet2
• Benefits higher education, including research
• Is a straightforward, one-time transaction.

O’Brien provided an overview to the Indiana SB101 issue and invited Ruwe to discuss the contract implications. Ruwe explained the benefits and limits of our insurance for the major conferences. The board acknowledged and thanked Brad Wheeler for his powerful post to the CIO list and discussed the possibility of the EDUCAUSE executive team consulting Indiana community members for insight into the state political climate. O’Brien asked board members to share any member concerns about the conference or the location.

The discussion turned to assessing member needs. O’Brien expressed to the board his interest in embarking on a strategic planning process. The board discussed establishing goals and possible methods for performing an environmental scan, noting that opening up the conversation with members is a strong positive signal about EDUCAUSE directions. The board expressed interest in learning more about the possibility of the new AMS system to provide deeper information about member participation. They provided strong endorsement for the launch of EDUCAUSE strategic planning.

**Adjournment**

The business meeting adjourned at 3:05 p.m. (MT).

**Executive Session**

Executive session adjourned at 3:30 p.m. (MT).