Board of Directors Meeting Minutes  
January 18, 2022 - Virtual

Attendees: Chris Butts, Nicole Boston (CEO), John Denhardt, Jimmy Jönsson (President-Elect), Shaun Kelly, Amanda Kimball (Secretary/Treasurer), Bob Libby, Elizabeth Pennacchio, Jack Poole (Immediate Past-President), Shamim Rashid-Sumar, Beth Tubbs (President), Michael Wojcik

Guests: Julie Gordon, Chris Jelenewicz, Maxine Katz, Kevin Mlutkowski, and Hugh Webster

Regrets: John Campbell and Albert Simeoni

The meeting was called to order at 8:32 am eastern time.

1. A motion was made and seconded to approve the consent agenda as follows:
   - December Board meeting minutes
   - November Financial Statements
   - Board Manual
   - Draft of Letter in Support of HR 5781
   - Malta Chapter
   - Universitas Negeri Jakarta Student Chapter

   Motion passed unanimously.

2. Boston and Webster presented the board orientation, reviewed the Board Manual and Conflict of Interest forms.
   Action: All board members read, sign, and return the Conflict of Interest form.

3. Poole provided a recap on the Nominating committee appointments he had contacted following the December board meeting. The board discussed the candidates.

   Poole left the meeting at 9:57 am eastern time.

   A motion was made and seconded to appoint Carol Caldwell and Wojciech Wegrzynski to the Nominating Committee. Motion passed unanimously.

   Webster left the meeting at 10:11 am eastern time.

4. Tubbs appointed the following board members to the following Board Committees:
   - Executive Committee: Beth Tubbs (Chair), Nicole Boston, Jimmy Jonsson, Amanda Kimball, and Jack Poole
• Finance Committee: Amanda Kimball (Chair), John Campbell, Shaun Kelly, Bob Libby, Michael Wojcik, Jimmy Jonsson, Beth Tubbs, and Nicole Boston
• Governance: Jack Poole (Chair), Chris Butts, Elizabeth Pennacchio, John Denhardt, Albert Simeoni, Nicole Boston, and Beth Tubbs
• WUI Symposium Co-Chair: Albert Simeoni
• Foundation: Shamim Rashid-Sumar
• Nominating Committee: Jack Poole
• SFPE Europe: Nicole Boston and Beth Tubbs

5. Tubbs gave the president’s report. She shared her priorities and goals for the Society this year, the generative discussions she’ll be incorporating into board meetings, and encouraged board members to take part and present at chapters during their time on the board.

Boston provided an update on PBD virtual conference and encouraged board members to register and sponsor the event.

Tubbs also explained the CEO performance review process and the CEO goals for the year.

Poole returned to the meeting at 10:38 am eastern time.

CJ left the meeting leaving at 10:52 am eastern time.

6. Boston gave the CEO report where she updated the Board on the staffing changes, standing committee structure, the expired membership list from 2021, and that the PPP loan had been forgiven.

Action Item: Board members to go through the 2021 expired member list and reach out to members that they know to help with renewals.

7. Kimball gave the Finance Committee report, reviewing the 2022 budget and budgeting process.

8. Rashid-Sumar provided an update on the WUI initiative and workshop. There is a in-person WUI symposium planned November 9-11. Albert Simeoni is chairing the workshop.

9. Rashid-Sumar provided an update on the SFPE Foundation. The Foundation will be hosting a Grand Challenges Initiative – Virtual Summit April 26-28. It has also been successful in securing more funds and donors and has also awarded several research projects and plans to do more in 2022.

10. Poole provided an overview of the Governance Committee work that will take place this year including the creation of a Committee Manual and Chapter Manual as well as a review of parts of the Standing Rules.

11. Tubbs provided an update on the March board meeting that will take place in person at the ICC headquarters located in Washington, DC. The meeting will be from 9-5 on March 8 and 8-12 on March 9 with a Board dinner on March 8.
Boston updated the board to let them know that the dates have been changed for the Annual Conference and that the Board meeting will be taking place on Tuesday, October 11, and Wednesday, October 12 this fall.

A motion was made and seconded to adjourn the meeting at 11:51 am eastern time. Motion passed unanimously.