

March 15 2023  
Board Meeting  
New Orleans LA

Board Member Attendees:

- Jochai Ben-Avie, A&F Chair
- Jonathan Cain, Vice Chair
- Shannon Dosemagen
- Dr. Kari Jordan, Board Chair
- Dr. Josh Greenberg, Board Advisor
- Dr. Timnit Gebru (virtual)
- Dr. Cormekki Whitley
- Elizabeth Eagen

Non-Board Member Attendees:

- Danielle Robinson, Executive Director
- Keith Chreston, CFO
- Page Metcalf, Director of Operations

Minutes

- Kari called meeting to order at 10:33am CST
- Review of agenda
  - Jochai moved to approve agenda
  - Kari seconded
  - **All in favor motion carried**
- Approval of minutes 2022-10-20
  - Kari moved to approve Q2 meeting minutes
  - Shannon seconded
  - **All in favor motion carried**
- Executive remarks
  - Strategic plan introduced, management sought board approval of high level goals. Discussion on process and approvals via resolutions.
    - Kari moved to approve three strategic goals 2023-2023
    - Shannon seconded
    - 5 in favor
    - 1 opposed
    - 1 abstain
    - **Motion carried**
  - Annual report introduced by management, board invited to share feedback in coming weeks.
  - Management provided updates on program activities
- Governance and Personnel Committee report

- Policy
  - Kari moved to adopt D&O data policy
  - Shannon seconded
  - **All in favor motion carried**
- Review of separation of Audit and Finance committees: Two separate committee charters were presented, in order to comply with laws and promote segregation of duties. Committees will continue to meet together but voting is segregated.
  - Cormekki moved to dissolve existing Audit and Finance Committee
  - Kari seconded
  - **All in favor motion carried**
  - Jochai moved to approve the creation of a new Audit Committee and a new Finance committee, according to charters presented
  - Jonathan seconded
  - **All in favor motion passed**
- Committee appointments
  - Jochai moved to the following slate to committee appointments:
    - Audit Committee
      - Cormekki Whitley
      - Jonathan Cain, Chair of Audit Committee
    - Finance Committee
      - Jochai Ben-Avie, Chair of Finance Committee
      - Timnit Gebru
      - Shannon Dosemagen
    - Governance & Personnel Committee
      - Shannon Dosemagen, Chair of Governance & Personnel
      - Timnit Gebru
      - Elizabeth Eagen
  - Kari seconded
  - **All in favor motion passed**
- Board development discussion.
- Report from Audit and Finance Committees
  - Audit results FYE 2022
  - CFOs Financial Report from last closed quarter, Q2 FYE 2023, a mid-year financial assessment including statement of financial position, treasury report, and assessment of public support test
- Executive Session
- Adjourn
  - Kari moved to adjourn the meeting at 3:27pm
  - Jonathan seconded
  - **All in favor motion passed**

Minutes recorded by Page Metcalf