

ASHY Board of Directors Meeting
Monday, July 9th, 2018
Meeting Minutes

Agenda Items	Main Discussion Points	Decisions/Actions
<p>Welcome & Roll Call (via Zoom)</p>	<ul style="list-style-type: none"> • Present: Royce, Aat, Laura, Desiree, John, Aida, Adolfo, Letizzia, Cecile, Grazia, Kim • Absent: Giovanni, Christina, Benjamin • John offered a “centering” to bring us all together and address the best interests of ASHY 	
<p>Approve May 2018 BOD Meeting Minutes</p> <p>Approve June 2018 BOD Meeting Minutes</p>	<p><u>May Minutes</u> Royce: not present at May meeting, Abstained Laura: 1 Desiree: 1 Aat: 1 Cecile: 3 Grazia: 1 Aida: 3 Adolfo: 1 John: 1 Letizzia: 3</p> <p><u>June Minutes:</u> Royce: 1 Aat: 1 Laura: not present at June meeting Des: 1 Cecile: 3 Giovanni: not present at June meeting Grazia: 1</p>	<ul style="list-style-type: none"> ➤ Decision: Approved, the BOD approved the May Minutes with some minor edits on behalf of Cecile and Aida. See below: <ul style="list-style-type: none"> ○ Cecile (6/26 previous email) and Aida email John and Desiree comments ➤ Decision: Approved, The BOD Approved the June Minutes

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	<p>Aida: 3. Wants action points in the action box.</p> <ul style="list-style-type: none"> ○ John suggested creating Ad Hoc Committee to address their letter. ○ Kim: there were no actionable steps discussed at the meeting and it would be “out of order” to add actionable steps after the meeting. ○ Royce did not agree to a point of action or any gradients of agreement in response to the letter. ○ Aida states she sent an email a couple days later after June BOD Meeting presenting “actionable steps” ○ Kim: We need to stay on track and approve minutes reflecting what was discussed during June BOD meeting only <p>Adolfo: 1 John: 1 Letizzia: 1 Grazia: 1</p>	
<p>Board Officers’ Presentation re:</p>	<ul style="list-style-type: none"> ○ John presented the relationship between the BOD and the Operations Team, “Board norms” 	<p>➤ Action: John, asked the BOD to review these governance documents, especially the: Board</p>

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<p>Board's Roles, Responsibilities and Group Norms</p>	<ul style="list-style-type: none"> ○ John briefly discussed governance documents: <ul style="list-style-type: none"> ▪ Board of Directors Governance Agreement ▪ Governance V graphic ▪ Governance Recommendation ▪ Policy Committee Governance Agreement ▪ Board Service Umbrella graphic ● John: we are very limited in the resources that we have and capacity ● The BOD's job is supposed to support the Operations Team as best as possible ● The Operations Team is to serve the school's best interests ● The BOD to give the OT the best resources we can ● John discussed the Governance V document <ul style="list-style-type: none"> ○ BOD is the smaller piece of the pie ○ Serve the Operations Team 	<p>Governance Agreement and Governance Recommendations document</p> <ul style="list-style-type: none"> ➤ Action: John, email the BOD governance agreement, documents again, including the Governance Umbrella graphic ➤ Action: Tickler, John, New board members will be presented with these Board Governance documents in January ➤ Action: Tickler, Cecile, asked for a time to discuss a review of the Board Governance Agreement

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	<ul style="list-style-type: none"> ○ Smaller part of pie is the Policy, overall broad strategic direction and resource development; the BOD stays inside the V 	
Report on ASHY's finances	<ul style="list-style-type: none"> ● Aat: reviewed the Treasurer's report ● Aat, "Hard to Forecast" but ASHY is facing a large loss at the end of year, more than our reserves. ● Aat, John and Kim met at a meeting <ul style="list-style-type: none"> ○ No significant "consultancy" cost which is Network For Good, \$7788 contract cost not what Aat has as indicated \$3894 is half of the year ● Aat: Forecasting is not exact ● John: a work in progress ● Aat: double-change out of bookkeeper, both working at same time ● Some staff costs were not booked correctly –2 errors <ul style="list-style-type: none"> ○ "Accounting fees" for Lori bookkeeper (instead of "staff costs") 	<ul style="list-style-type: none"> ➤ Action: Kim, suggesting a follow-up report with Aat at next BOD meeting ➤ Action: Aat, will resend report with numbers corrected ➤ Action: Kim, will organize an Executive officers meeting and bring recommendations for cost-cutting and revenue making to the next BOD meeting ➤ Action: Cecile, Send Aat report and status of fundraising results for July

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	<ul style="list-style-type: none"> ○ Kim overpaid by \$4,503 ○ Therefor over-inflated "Staff Costs" <ul style="list-style-type: none"> ▪ This corrected as of July and discussing how to fix with John and Aat ● Kim to organize BOD "cost cutting" meeting ● Aat: costs higher than expected <ul style="list-style-type: none"> ○ I.T. Costs ○ Accounting Costs ○ Dues & Subscriptions ○ Next action is to understand why these are higher <ul style="list-style-type: none"> ▪ Kim: because of under-budgeting, should have been foreseen (not because of overspending) ● Aat reviewed June Financials <ul style="list-style-type: none"> ○ Underachievement for renewals at this point in the year in comparison to last year ○ Kim: has developed a plan with Benjamin and his business partner, Alisa, to 	

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	<p>increase Elements license renewals. Number will increase over 3rd and 4th Quarter</p> <ul style="list-style-type: none"> ○ Aida: missing a line at the bottom, format issue in the addition and formula, should be \$87K vs. \$80K (as Aat has entered it manually) ○ End of Year Forecasting: A big loss but doesn't include improvements (very hard to forecast) ○ Cecile: 2 questions: 1) what is the increase in Retails/Sales: \$9K to \$31K <ul style="list-style-type: none"> ▪ Aat: Slide 3 explains increase ▪ Cecile: what is in retail? ▪ Aat: manuals, workshop registrations, small sales and retail ▪ Grazia: increase in manual selling in the fall ○ Cecile: What is included in computer expenses. Computer expenses are re: 	

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	<p style="text-align: center;">licensing related to computer licensing costs</p> <ul style="list-style-type: none"> ▪ Aat, \$18K incorrect and should be \$12K ▪ Kim: does not include cost for new website, but rather subscription fees re: licensing ○ Samavesha cost is missing from Total Income. ○ Laura: remove comma in \$6,132 number 	
<p>Revised Strategic Plan goals and strategies (see accompanying document)</p>	<ul style="list-style-type: none"> • Kim briefly reviewed the plan • BOD Approved this plan some months ago <ul style="list-style-type: none"> ○ Aat, looked at the adopted goals and strategies ○ With support of Kim and John, he created an ad hoc strategic committee <ul style="list-style-type: none"> ▪ Came up with fewer goals and strategies 	<ul style="list-style-type: none"> ➤ Decision: The BOD Approved all Strategies EXCEPT Goal #1/Strategy #3. ➤ Kim: Meet with Laura and Adolfo to work on Goal #1/Strategy #3 (expand outreach to other Countries) so she can move on with Strategies

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	<ul style="list-style-type: none"> ○ John and Kim further streamlined the strategic plan ○ BOD to approve strategy ○ OT to implement <ul style="list-style-type: none"> ▪ External Goals: Promote Anusara events; Increase scope of benefits to teachers; promote development of Chinese market ▪ Internal Goals: develop resources (fundraising) plan; increase operational efficiency ● Kim: this is a more streamlined and disciplined approach <ul style="list-style-type: none"> ○ Grazia: entire BOD was invited to participate in this ad hoc meeting, Aat and Grazia first meeting. ○ Kim: Another early meeting, Aat, Benjamin, Kim, Grazia, John participated. ○ Laura: Concerned about just developing the Chinese market 	

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	<ul style="list-style-type: none"> ○ Letizzia: what about other markets, especially Latin America. Market in areas where Anusara is not so big ○ Aat, China was identified because 800 teachers in China, the growth rate in China is higher. ● John: develop Goal #3 further so to develop growth in other countries ● Kim: Aat and Kim to meet with 1 or 2 other people to change Goal #1/Strategy #3 so she can move on with Strategies ● Grazia: Italy is the second quickest growing after China; want to promote marketing in Italy <p><u>GOA on all Strategies EXCEPT Goal #1 and Strategy #3:</u></p> <p>Royce: 1 Laura: 1 Cecile: 2 Grazia: 1 Aida: 2 Adolfo: 1 John: 1</p>	

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	<p>Letizzia: 1</p> <p>Kim was very very happy! 😊 Thank you to Aat for his leadership roll on this.</p>	
<p>Reach final decision re. MindBody Online</p>	<ul style="list-style-type: none"> • John presented MBO. • John and Deb will fund MBO out of their own pockets, except for Kim dropping out of funding now because of overpayment. Kim still supports MBO fully. • Will the BoD accept the gift from Deb and John for a year of MBO? • Aida, not happy with the lack of response by MBO regarding GPDR policy and protecting ASHY <ul style="list-style-type: none"> ○ Kim, conversation is pivoting outside the V, not within the board's scope <p><u>GOA:</u> Aida: 3 (per Cecile) Royce: 1 Aat: 1 Laura: 2 Cecile: 2 Des: 1 Grazia: 1 Adolfo: 1 Letizzia: 1</p>	<p>➤ Decision: Approved, the BOD to receive the gift of MBO for one year</p>

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	Kim, Quorum with this decision.	
BOD Nominating Committee Update	<ul style="list-style-type: none"> • Royce, provided an update • Only 1 fully submitted application to join the BOD • 4 other nominated individuals to asked to submit, but have not 	<ul style="list-style-type: none"> ➤ Action: Royce asked that If anybody on the BOD knows of anybody that they would like to nominate, to please ask!
Board Contact Information Spreadsheet	<ul style="list-style-type: none"> • Desiree briefly discussed updates to it 	<ul style="list-style-type: none"> ➤ Action: Desiree to update and email the spreadsheet to BOD
Next BOD Meeting!	<ul style="list-style-type: none"> • August 13th, 2018 8:00 AM EDT 	<ul style="list-style-type: none"> ➤ Please Calendar!