

**AACRAO Governance Task Force
Minutes – Tuesday, December 22, 2009
Conference Call**

Present: Nancy Krogh, Robert Doolos, Barbara Blaney, Bruce Cunningham, Carl Einhaus, Fred Fresh, Tracey Jamison, Kathy Jones, Nora McLaughlin and Paul Wiley.

On December 21, Robert distributed, via e-mail a list of tasks the task force needs to accomplish. We reviewed the list that included the following.

- Writing changes to the bylaws
- Determining how the number of board members will be written in the bylaws
- Developing a chart that displays the organizational structures of other non-profit organizations
- Writing a draft transition plan
- Addressing the issue of possible increased expenses with a larger board
- Clarifying the diversity recommendation in the initial report
- Providing examples of the value of external board members in the final report
- Developing a FAQ document
- Soliciting feedback from the membership
- Providing the board with the comments received in response to the initial report.

Barbara sent Nancy Krogh and Robert an excellent draft of the FAQ document. Robert indicated that he will send the document to the task force and asked for their input.

The taskforce discussed how the number of board members and term of office of the chair of the board will be written in the bylaws.

The task force also discussed how to address the concern that a larger board will be more expensive. The group agreed that the recommendation did not necessarily mean additional expense because the board may be able to operate more efficiently. We will not try to present a model because we do not believe it would be useful.

We agreed that we need to contact our AACRAO colleagues and encourage them to read and comment on the initial report.

Respectfully submitted,

Robert K. Doolos
January 4, 2010

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