

IRIS Board of Directors Meeting
Wednesday, May 4, 2022 (Virtual) (4:30pm-6:00pm EDT)
Summary

In Attendance:

IRIS Board Members: Rick Aster, Victor Tsai, Brandon Schmandt, Lara Wagner, Anne Tréhu, Sarah Kruse, Jeff Freymueller, Jackie Caplan-Auerbach

IRIS Staff Members: Bob Woodward, Candy Shin, John Taber, Chad Trabant, Andrew Frassetto, Kasey Aderhold (scribe)

Welcome and Review of Agenda and Minutes

The meeting commenced with a welcome to all attendees and a review of the meeting agenda.

It was reported that the 2022 SSA Annual Meeting was very successful and this bodes well for SAGE-GAGE meeting. Taber reported that the 2022 SAGE/GAGE Workshop is on track to meet the target total of 175 registrations.

Woodward reported that the minutes from the April Board Meetings are currently being reviewed. Woodward provided the status of action items from previous meetings.

Nominating Committee and IRIS/EarthScope Board Appointees

Four people will be appointed to the EarthScope Nominating Committee. This matter was discussed at the in-person spring BoD meeting. Aster and Tsai sent out invitations. Aster and Tsai plan to follow up with invitees. Regarding the EarthScope BoD appointees, it is noted in the EarthScope bylaws that IRIS needs to appoint two current BoD members to serve one-year terms.

Vote: Wagner moved that Freymueller and Schmandt serve as the IRIS BoD appointees to serve on the EarthScope BoD for a one-year term. Tsai seconded. All in favor; none opposed. The motion passes unanimously.

Merger Timeline

Woodward presented a “merger timeline” as a timeline that is specifically focused on decisions that will be required of the BoD. The *Monday.com* project management software contains a preliminary list of BoD Action Items.

Unrestricted Funds

The current balances were reviewed. The Morgan Stanley investment advisor recommended that we address changes in spending due to the merger and the potential frequency of distributions. There was an update on unallowable expenses as of 3/31/22. Woodward reported on the types of merger expenses which would be unallowable.

May 10 Joint Board Meeting Topics

Topics for the next joint Boards meeting were reviewed, and include:

- Nominating Committee - formation, charge, and timeline
- Governance workshop and governance structure
- Key takeaways from Board outreach effort
 - Communicating back to community