

**Board of Directors Meeting
January 15, 2026
Virtual Meeting**

MINUTES

- Present:** Voting board members: Philip Payne (President/Chair); Genevieve Melton-Meaux (Immediate Past President/Chair); James Cimino (Treasurer); Julia Adler-Milstein (Secretary); Oliver Bear Don't Walk, IV; William Brown, III; Aarti Chandawarkar; JaMor Hairston; Laura Heerman Langford; Tiffany Leung; Yuan Luo; Marylyn Ritchie; Rachel Richesson; Justin Starren
- Non-voting, ex officio board member: Amanda Hanova, CEO
- Excused:** Deepti Pandita
- Invited Guest:** Ben Tesdahl, Powers, Pyles, Sutter & Verville PC
- Staff:** Stephanie Brendel, Angie Claypool, Jeff Fraler, RaeLynn Gochnauer, Brandi McIntyre, Reva Singh, Jeff Williamson
-

I. Welcome and Call to Order

Dr. Payne welcomed board members and called the meeting to order at 1:02 pm ET. A quorum was recognized.

Dr. Payne requested that any new conflicts of interest be disclosed. No new conflicts of interest were disclosed.

II. Consent Agenda (Action)

A motion was made and seconded to approve the consent agenda as written. The consent agenda included the following items:

- October 2025 Financials
- November 2025 Financials
- AMIA Connect Enhancements | User Advisory Group
- Contact Reports

MOTION PASSED.

III. Board Training – Board of Director Fiduciary Responsibilities w/ AMIA's Attorney (Information/Discussion)

AMIA attorney, Ben Tesdahl, joined the meeting to present a training session focused on Board Governance & Compliance. Areas discussed include nonprofit

basics, role of the board of directors, fiduciary duties, liability of directors, board operations, formulating policies, and political and lobbying activity compliance.

IV. Draft 2026 Board Deliverables (Discussion)

AMIA CEO, Amanda Hanova, walked through board through the draft 2026 board deliverables spreadsheet; one of the planning tools used to track items that will come to the board, and business as usual staff tasks. The plan is for this document to be sent monthly, along with the board report

V. Lifetime Member/Emeritus Membership Category (Action)

AMIA Vice President of Membership, Angie Claypool, joined the meeting to share information on the member requested lifetime membership tier. The requirements to meet the criteria of this membership tier were discussed by the board, as well as the benefits that are included in this tier (all member benefits).

A motion was made and seconded to approve the Emeritus Lifetime Membership tier.

MOTION PASSED.

The meeting adjourned at 2:35 pm ET.

Respectfully submitted,
Julia Adler-Milstein
AMIA Board Secretary