



Board of Directors Meeting
January 18, 2024
1:00-3:00 PM ET
via Zoom

MINUTES

Present: Voting board members: Genevieve Melton-Meaux (Chair), Gretchen Purcell Jackson (Past Chair), Philip Payne (Secretary), James Cimino (Treasurer), Julia Adler-Milstein, Oliver J. Bear Don't Walk, William Brown, Aarti Chandawarkar, Arlene Chung, Peter Elkin, JaMor Hairston, Tiffany Leung, Deepti Pandita, Rachel Richesson, Victoria Tiase.

Non-voting, ex-officio board members: Tanya Tolpegin (CEO)

Excused: Kenrick Cato, Li Zhou

Staff Raelynn Gochnauer, Amanda Hanova, Kim Snyder, Jeff Williamson

I. Welcome and call to order

Dr. Melton-Meaux welcomed board members and called the meeting to order at 1:00 PM. A quorum was recognized.

Dr. Melton-Meaux requested that any new conflicts of interest be disclosed. No new conflicts of interest were disclosed.

Dr. Melton-Meaux provided an overview of the meeting agenda and asked if there were any items that needed to be added for discussion. Dr. Elkin added that he would provide an update about meeting with the DEI group and proposal to change the name to DEIA to match the charter.

II. Consent Agenda

A motion was made to extract the 2024 KPIs and accept the January 19, 2024, consent agenda, which included the November 2023 Financial Package, 2024 Chair Appointments, and the 2025 SPC Chair appointment. The motion was seconded and carried.

The KPI Dashboard was extracted for discussion. Following discussion, a motion was made to approve the KPI Dashboard as is with the amendment to generate one policy work product in the four north star priority areas and create an overall tactical plan. This amendment will replace the four statements currently on the KPI dashboard. The motion was seconded and passed.

III. Committee Charter Discussion

Dr. Payne provided an overview of the Governance Committee Charter, Nominations Subcommittee Charter, Finance and Investment Committee Charter, Audit Subcommittee Charter, and Ethics Committee Charter. Dr. Payne added a communication plan to general membership regarding governance changes and an onboarding process is being developed to help Committee Chairs understand and implement changes, including the new charters. After discussion, a motion was made to approve the Charters as written. The motion was seconded and passed.

IV. AHIC/Metacred Update

Ms. Hanova provided background information and an update of the status of AMIA's relationship with Metacred. A new addendum is being drafted by AMIA's attorney. The addendum will extend through the term of the existing contract (September 2025).

V. Board Orientation Presentation

Ms. Tolpegin provided the board with an orientation. Ms. Tolpegin shared key information about AMIA; focused on the strategic direction, mission and goals; legal fiduciary duties; encouraged questions and shared tips to improve the board experience including the board/staff partnership.

VI. Executive Session

Dr. Melton-Meaux excused staff and the board met in Executive Session.

The meeting adjourned at 3:00 PM.

Respectfully submitted,

Philip R.O. Payne, PhD, FACMI, FAMIA
AMIA Secretary