

HUNTER COLLEGE HIGH SCHOOL ALUMNAE/I ASSOCIATION, INC.

MEETING MINUTES

Entity	Board of Directors (the “Board”) of Hunter College High School Alumnae/i Association, Inc., a New York not-for-profit corporation (“HCHSAA” or the “Association”)
Type of Meeting	Special Meeting
Date & Time	April 5, 2022 at 10:00am ET
Location	Zoom Session
Board Attendees*	Vivian Altman ’77, Peggy Blumenthal ’63, Sherman Chan ’97, Judith Daniel ’79, Mari HOASHI Franklin ’84, Maria Hekker ’80, Jane Tillman Irving ’65, Emma OWENS Kerins ’84, Rosa BLITZER Oppenheim ’66, Jake Price ’15, Adam Stolz ’99, and Frederick Yee ’93
Board Absentees*	Alexandra Friedman ’00, Sophia Liao ’16, Diana McKeage ’08, David Stefanou ’87, and Joyce VARUGHESE-Raju ’98
HCHSAA Staff Attendees*	NONE.
Other Attendees*	NONE.
*	All participants attended virtually via Zoom.
Notice and Agenda	Notice of and agenda (<u>Exhibit A</u>) for the meeting were sent via email.

The meeting was called to order at 10:02a.m. by President Altman. Secretary Hekker acted as Secretary of the meeting. A quorum was established at 10:02a.m.

- **Welcome and Conflicts Check** – President Altman welcomed all board members and staff to the meeting. Secretary Hekker reviewed the agenda and inquired if any persons present had a conflict of interest. No conflicts were reported, except that Frederick Yee noted he would recuse himself from voting for Treasurer
- **Consent Agenda** – Secretary Hekker reviewed the two items up for a Board vote on the consent agenda and the one action to be taken by the President asked if anyone wished to move any items off the consent agenda for discussion. There were no objections to the items on the consent agenda.
- **Election of New Treasurer** - Secretary Hekker noted that, as previously reported, Esther Rose resigned from the Board and as Treasurer on March 31, 2022. President Altman reported that Frederick Yee, former Treasurer, had agreed to serve as Treasurer for the remainder of the fiscal year. She expressed the profound gratitude of the Association for Yee’s willingness to step up and help out at the last minute.

Resolution 2022-24 - Upon motion duly made and seconded, the Board unanimously approved Resolution 2022-24, attached as hereto as Exhibit B electing Frederick Yee to serve as Treasurer.

Moved – Hekker
Seconded - Blumenthal
Vote Needed - A majority of the directors present at the meeting after a quorum is achieved.
FOR – Altman, Blumenthal, Daniel, Franklin, Hekker, Irving, Kerins, Oppenheim, Price, and Stolz.
AGAINST – None.
ABSTAIN – Yee.
RECUSE – None.
NOTES - Chan had not arrived at the meeting when the vote occurred.

- **Appointment of New Chair of Audit Committee** – President reported that Adam Stolz had agreed to Chair the Audit Committee in lieu of Yee. She expressed the profound gratitude of the Association for Stolz’s willingness to step up and help out at the last minute and officially appointed Stolz as Chair of the Audit Committee. An updated chart of Committee Assignments is attached as Exhibit C.
- **Grant to HCHS** – Ms. Altman reviewed the Grant Request made by HCHS Director of Campus Schools Lisa Siegmann for \$1,800 to pay the annual membership fee for public schools at NEMNET a recruiting agency for school administrators and staff focused solely on people of color. She noted the last-minute urgent nature of the request and explained that HCHS has ten open staff positions to fill. Per the directors’ discussion at their March 15th meeting, the Board agreed that the grant would align with the Diversity Committee’s Retention Subcommittee Recommendations it adopted on November 16, 2021.

Resolution 2022-25 - Upon motion duly made and seconded, the Board unanimously approved Resolution 2022-25 granting HCHS \$1,800 to pay the annual membership fee for public schools at NEMNET a recruiting agency for school administrators and staff focused solely on people of color as further detailed in Exhibit D.

Moved – Blumenthal
Seconded - Irving
Vote Needed - A majority of the directors present at the meeting after a quorum is achieved.
FOR – Altman, Blumenthal, Daniel, Franklin, Hekker, Irving, Kerins, Oppenheim, Price, Stolz, and Yee.
AGAINST – None.
ABSTAIN – None.
RECUSE – None.
NOTES - Chan had not arrived at the meeting when the vote occurred.

Sherman Chan arrived at the meeting at 10:12a.m. The Board further discussed the grant to HCHS and the transition to a new Treasurer.

- **Adjournment** – The Board agreed to adjourn the meeting at 10:17a.m. ET.

Procedural Resolution - Upon motion duly made and seconded, the Board unanimously agreed to adjourn the meeting. (This procedural resolution will not be included in the exhibits or in the log of resolutions.)

Moved - Hekker
Seconded - Altman
Vote Needed - A majority of the directors present at the meeting after a quorum is achieved.
FOR – Altman, Blumenthal, Chan, Daniel, Franklin, Hekker, Irving, Kerins, Oppenheim, Price, Stolz, and Yee.
AGAINST – None.
ABSTAIN – None.
RECUSE – None.
NOTES - None.

Maria Hekker, Secretary

EXHIBIT A

HUNTER COLLEGE HIGH SCHOOL ALUMNAE/I ASSOCIATION

BOARD OF DIRECTORS SPECIAL MEETING

AGENDA

April 5, 2022 10:00AM (ET)

AGENDA ITEM	PRESENTER	VOTE RESOLUTION NUMBER	TIMING		
			Start	Finish	Total
1. Welcome	Altman		10:00am	10:05am	5 min.
a. Establish Quorum	Altman				
b. Review Agenda and Check for Conflicts	Hekker				
2. Consent Agenda	Hekker		10:05am	10:20am	15min.
a. Elect Treasurer		2022-22			
b. President Appoints New Audit Committee Chair (Updated Committee Chart attached)					
c. HCHS Grant		2022-23			
3. Adjourn	Altman	Procedural	10:20am	10:25am	5 min.

EXHIBIT B
HUNTER COLLEGE HIGH SCHOOL ALUMNAE/I ASSOCIATION, INC. (“HCHSAA”)
RESOLUTION 2022-24
ELECTION OF TREASURER

WHEREAS, Esther Rose, resigned from the HCHSAA Board of Directors (the “Board”) and the office of Treasurer on March 31, 2022.

WHEREAS, the Board desires to elect Fredrick Yee as Treasurer.

Upon motion duly made (by Maria Hekker) and seconded (by Peggy Blumenthal), it was unanimously

RESOLVED, that, Fredrick Yee shall be elected Treasurer effective immediately and, as Treasurer, shall have all power and authority to be a signatory on HCHSAA’s accounts.

Vote Needed -	A majority of the directors present at the meeting after a quorum is achieved.
FOR –	Altman, Blumenthal, Daniel, Franklin, Hekker, Irving, Kerins, Oppenheim, Price, and Stolz.
AGAINST –	None.
ABSTAIN –	Yee.
RECUSE –	None.
NOTES -	Chan had not arrived at the meeting when the vote occurred.

I hereby attest that the above resolutions were unanimously adopted at the April 5, 2022 meeting of the HCHSAA Board.

Maria Hekker, Secretary

EXHIBIT C
HUNTER COLLEGE HIGH SCHOOL ALUMNAE/I ASSOCIATION, INC. (“HCHSAA”)
COMMITTEE ASSIGNMENTS
April 5, 2022

Audit (Committee of the Board)	Grants (Committee of the Corporation)
<i>Chair</i> –Adam Stolz	<i>Chair</i> - Rosa Blitzer Oppenheim
Vivian Altman (EC)	Sherman Chan
Frederick Yee (EC)	David Stefanou
<i>Staff Liaison</i> – TBD	<i>Staff Liaison</i> – TBD
Development (Committee of the Corporation)	
<i>Chair</i> – Emma Kerins	Membership/Communication
Alexandra Friedman	(Committee of the Corporation)
Maria Hekker (EC)	<i>Co-Chair</i> – Jane Tillman Irving
Diana McKeage	<i>Co-Chair</i> – Sophia Liao
<i>Staff Liaison</i> – TBD	Peggy Blumenthal
	Mari Hoashi Franklin
Diversity (Committee of the Corporation)	Alexandra Friedman
<i>Chair</i> – Judith Daniel	Maria Hekker (EC)
Vivian Altman (EC)	David Stefanou
Mari Hoashi Franklin	Joyce Varughese-Raju
Jane Tillman Irving	<i>Staff Liaison</i> – Kinshasa Peterson
Joyce Varughese-Raju	
<i>Staff Liaison</i> – Kinshasa Peterson	Programs/Reunions (Committee of the Corporation)
	<i>Chair</i> - David Stefanou
Executive (Committee of the Board)	Jane Tillman Irving
<i>Chair</i> – Vivian Altman	Emma Owens Kerins
Maria Hekker	Sophia Liao
Jake Price	Diana McKeage
Frederick Yee	Joyce Varughese-Raju
<i>Staff Liaison</i> - TBD	<i>Staff Liaison</i> - Kinshasa Peterson
Finance/Investment (Committee of the Board)	Ad Hoc Executive Director Search
<i>Chair</i> – Frederick Yee (EC)	<i>Chair</i> -Jake Price (EC)
Vivian Altman (EC)	Vivian Altman (EC)
Sherman Chan	Judith Daniel
Diana McKeage	<i>Staff Liaison</i> – N/A
Frederick Yee	
<i>Staff Liaison</i> – TBD	
Governance (Committee of the Board)	
<i>Chair</i> - Mari Hoashi Franklin	
Peggy Blumenthal	
Maria Hekker (EC)	
Rosa Blitzer Oppenheim	
Jake Price (EC)	
Adam Stolz	
<i>Staff Liaison</i> – TBD	

EXHIBIT D
HUNTER COLLEGE HIGH SCHOOL ALUMNAE/I ASSOCIATION, INC. (“HCHSAA”)
RESOLUTION 2022-25
Grant to Hunter College High School (“HCHS”) for NEMNET Annual Fee

WHEREAS, the HCHS Director of Campus Schools – Lisa Siegmann – has requested a grant of \$1,800 to pay the annual public school subscription fee for an agency that specializes in recruiting faculty and staff from under represented communities.

Upon motion duly made (by Blumenthal) and seconded (by Irving), it was unanimously

RESOLVED, that the Board approves a grant of \$1,800 to HCHS for the school to pay the annual public school subscription fee for NEMNET, an agency that specializes in recruiting faculty and staff from under represented communities.

Vote Needed - A majority of the directors present at the meeting after a quorum is achieved.
FOR – Altman, Blumenthal, Daniel, Franklin, Hekker, Irving, Kerins, Oppenheim, Price, Stolz, and Yee.
AGAINST – None.
ABSTAIN – None.
RECUSE – None.
NOTES - Chan had not arrived at the meeting when the vote occurred.

I hereby attest that the above resolutions were unanimously adopted at the April 5, 2022 meeting of the HCHSAA Board.

Maria Hekker, Secretary