



Board Meeting Summary - May 2024

Meeting Date: 15-16 May 2024

Meeting Location: This meeting was held virtually via Zoom.

15 May

- **Voting Members:** Lisa Janicke Hinchliffe (Chair), Amal Amin (departed after NomCom update), Clare Appavoo, Soledad Bravo, Nicolas Fressengeas, Gregory Gordon, Kalynn Kennon, Heath Marks, Steve Pinchotti, Janet Remmington (departed after NomCom update), Cesar Rendon, Lori Schultz, Ellen Tise, Michael Ulliot, Alla Zharinova, Judi Zielke
- **Non-Voting Members & Staff:** Chris Shillum (Ex Officio), Tom Demeranville, Stephanie Harley (Secretary), Julie Petro, Tommy Tepper, Ivo Wijnbergen, Jackie Ewenstein (Legal Counsel), Sophia Zhrebchuk (Translator)
- **Regrets:** Will Simpson

16 May

- **Voting Members:** Lisa Janicke Hinchliffe (Chair), Amal Amin, Clare Appavoo, Soledad Bravo, Nicolas Fressengeas, Gregory Gordon, Kalynn Kennon, Heath Marks, Steve Pinchotti, Janet Remmington, Cesar Rendon (left after financial measures discussion), Lori Schultz, Ellen Tise, Michael Ulliot, Judi Zielke
- **Non-Voting Members & Staff:** Chris Shillum (Ex Officio), Tom Demeranville, Stephanie Harley (Secretary), Julie Petro, Ivo Wijnbergen (left after financial measures discussion), Tommy Tepper, Jackie Ewenstein (Legal Counsel)
- **Regrets:** Will Simpson, Alla Zharinova, Sophia Zhrebchuk (Translator)

Summary:

On Day One, the Board reviewed the Executive Director's report and received updates on ORCID's cybersecurity initiative. The Audit & Risk Committee shared that the 2023 audit had been finalized and the Nominating Committee shared updates on the 2025 Board recruitment cycle. The Board ratified the appointment of external committee members to a number of Board committees.



On Day Two, the Board reviewed the Q1 Finance & Membership Report, as well as the reforecasted budget for 2024. Following these discussions, the Board discussed financial measures and appropriate levels for annual surpluses and reserves for ORCID to maintain its sustainability. Finally, the Board discussed its risk appetite and an updated framework for the risk register, and received an update on the ORCID Researcher Advisory Council.

Motions Passed:

MOTION: To approve the February 2024 Board Meeting Minutes. (CA/MU) **VOTE:** Approved, unanimously. **Abstentions:** None.

MOTION: To ratify, appoint, and empower the following (CA/HM)

- To ratify ExCo's appointment of
 - Judi Zielke to serve on the Audit & Risk Committee as a Director-member,
 - Simon Porter to serve on the Membership & Fees Committee as an external committee member, and
 - Chris Chan and Yasuhiro Murayama to serve on the Nominating Committee as external committee members.
- To appoint Kate Motonaga to serve on the Finance Committee as an external member.
- To empower ExCo to appoint an additional external member to the Finance Committee, pending ratification at the next Board meeting.

VOTE: Approved, unanimously. **Abstentions:** None.

MOTION: To approve the budget reforecast (RF2) of 2024. (GG/CA) **VOTE:** Approved, unanimously. **Abstentions:** None.

MOTION: To approve a draft ORAC Charter (LS/MU) **VOTE:** Approved, unanimously. **Abstentions:** None.