Wild Animal Initiative
Board Meeting Minutes

8 Sep 2021

In Attendance (sufficient for a quorum):
- Cameron Meyer Shorb (Deputy Director of WAI, currently Acting Executive Director)
- Ignacio Moore
- Josh You (Secretary)
- Michelle Graham (Executive Director of WAI)
- Nikolai Vetr
- Stien van der Ploeg (Treasurer)

Absent:
- Christine Perry (Board President)

ORDERS OF BUSINESS
- Board member Emily Hatch resigned from the board (before the meeting).
- Organization updates:
  - Wild Animal Initiative (WAI) is currently running its first call for proposals (CFP) and has received several hundred responses. WAI has received more high-quality proposals than it can fund for this round. The amount to be spent on this first CFP is still to be determined - since the first round provides learning value for future CFPs, that may push towards spending less on this round, but on the other hand WAI could raise more money in the future, allowing for more spending on this and future CFPs.
    - WAI’s research team is still working on how to evaluate and score proposals.
  - The CFP is taking up the majority of the research team’s time, but WAI is still planning on completing several items before the end of the year, including a review on fertility control methods.
  - Vittoria Elliott’s (WAI’s new Director of Scientific Affairs) contract has been finalized and she will start at WAI on September 16.
  - WAI has hired two people in communications roles - Cat Kerr (communications manager) and Amy Klarup (content specialist)
  - WAI is currently undergoing Animal Charity Evaluators’ (ACE) evaluation process for 2021.
  - WAI will close down for the last two weeks of the year in response to how stressful the past 18 months have been.
- Vacation and paid leave policies
• WAI has staff from multiple countries with wildly varying policies and cultural expectations around vacation time, sick leave, and parental leave, which leads to different policies for different employees. These differences are often backed by regulations and subsidies from staff members’ home country governments. WAI plans to hold discussions on how to handle this issue fairly after Michelle Graham returns from sabbatical.

● Financials
  ○ Wild Animal Initiative is a financially healthy organization.
  ○ WAI has around $4.6 million in net assets and is working to deploy that funding.
  ○ The finance committee had a meeting regarding investing WAI assets. The committee recommends developing an investment policy that would invest WAI’s assets in a responsible way.
  ○ Board votes unanimously to approve the committee’s recommendation. Treasurer Stien van der Ploeg will now reach out to independent fiduciaries to get quotes for an investment policy appropriate for a non-profit and develop a specific policy that includes ethical requirements and minimal risk.

● JEDI (Justice, Equity, Diversity, Inclusion) Committee
  ○ Committee discussed whether to compensate board members, without reaching a conclusion. According to some relatively outdated surveys, something like 12% of nonprofit boards pay their members, but Nikolai Vetr will research existing practice in nonprofits, possibly by scraping and analyzing 990 forms submitted by US nonprofits.
  ○ Future meetings will discuss WAI’s onboarding process and what sort of diversity-related training should be provided to staff and board members.

● Science Committee update
  ○ The Science Committee discussed the conflict-of-interest policy. Michelle has drafted a conflict-of-interest policy and plans to have a lawyer review it after her sabbatical.
    ■ None of the CFP proposals in this first round have any possible conflicts of interest that Michelle can recall, but Vittoria should review this. If there is a possible conflict, Cam will contact the board asking them to approve the draft policy provisionally, and then follow the policy if approved.

● Bylaws updates
  ○ Board discussed draft updates to the organization bylaws defining the roles of the Finance Committee, Science Committee, and JEDI committees.
  ○ Board will review the draft changes and vote on them next meeting.

● Board development/objectives and key results (OKRs)
  ○ Several board and staff members have had one-on-one meetings. Nikolai will randomly assign a second round of meetings before the end of the year.
Board shared ideas for professional development for board members. Ideas included reading books on nonprofit board management and seeking board-specific diversity training.

- Josh You will finish a book called *Board Member Orientation* and share thoughts in the next meeting.

- Executive director review
  - Staff members have submitted their answers for the annual executive director review survey. The board will meet separately to discuss the results of the review.

**CLOSING**

- The board adjourned at 6:43 pm CDT.
- Board will reconvene on 10 Nov 2021 at 5:30 pm CDT.

**FUTURE ACTION STEPS**

- Board will meet to discuss the ED review
- Board members will review the bylaws draft, leave any relevant comments and be prepared to vote on it next meeting.
- Board members will review and leave comments, if any, on the draft conflict-of-interest policy.
- Board members will review the board culture document.
- Board members will sign a virtual card thanking Emily Hatch for her service on the board.