

**USENIX Board of Directors Meeting**  
**Monday, July 22, 2024, 8:00 to 9:00 a.m. PDT/11:00 a.m.-12:00 pm EDT**  
**via Zoom video conference**  
**Minutes**

**Attendance**

**Board:**

Kurt Andersen  
Sujata Banerjee  
Will Enck  
Thorsten Holz  
Lea Kissner  
Laura Nolan  
George Porter  
Amy Rich

**Staff:**

Casey Henderson-Ross  
Jessica Kim  
Ginny Staubach

**Guests:**

Robin Smith, Sutro Li  
Jeff Tenenbaum, Tenenbaum Law Group, LLC

*Rich called the meeting to order at 8:03 am PDT/11:03 pm EDT*

**Agenda**

**1. Welcome and Introductions**

Rich brought the meeting to order and welcomed both the new and returning Directors. Introductions were made all around. Rich described Henderson-Ross's role as a partner to the Board. Henderson-Ross shared USENIX's Organizational Chart and explained the role of each staff member and then reviewed a list of people and companies important to USENIX and described their functions.

**2. Responsibilities of a USENIX Board Member**

Rich gave an overview of the role of the Board to make strategic decisions; provide financial, legal, and ethical oversight; and safeguard the best interests of the organization. She explained the mechanics of Board meetings and activities, and noted the importance of confidentiality with regard to the content of Executive Sessions.

a. Minutes of the Previous Meeting

Andersen moved to approve the minutes of the June 2024 meeting as presented; Kissner seconded the motion. All voted in favor; none opposed. Motion carried.

**3. Finance Orientation**

Henderson-Ross gave a multi-decade overview of USENIX's financial history and a snapshot of its current financial situation. She explained the annual budget process and its time frame, highlighting some of the most impactful line items in the budget. She then reviewed the Risk/Exposure report and answered questions posed by the Directors. She noted that future meetings would include additional content regarding finance topics, which will further orient the Board.

*Jeff Tenenbaum joined the meeting at 8:41 a.m. PDT/11:41 a.m. EDT*

**4. Legal Responsibilities Orientation Presentation**

Henderson-Ross introduced Tenenbaum, who gave a presentation outlining the responsibilities of nonprofit Board members and the role of the Board. He reviewed regulations related to USENIX's 501(c)(3) status, explained the fiduciary duties of the Board, and discussed the legal implications of being a Director.

Enck moved to adjourn the meeting; Banerjee seconded the motion. All voted in favor; none opposed. Motion carried.

*Meeting adjourned at 9:03 a.m. PDT/12:03 p.m. EDT*





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