

# APRIL 2014 PANIIT USA BOARD MEETING MINUTES

(HELD IN SAN JOSE ON MARCH 29-30)

## ATTENDEES

- |                     |   |
|---------------------|---|
| 1. Chair:           | Shailesh Mehta - Present                        |
| 2. President:       | Arjun Sen - Present                             |
| 3. VP/Secretary:    | Witty Bindra - Present                          |
| 4. Chapter Liaison: | Gyan Saxena - Present                           |
| 5. Past President:  | Sid Chowdhary - Present                         |
| 6. Kharagpur Rep:   | Roy da Silva - Present                          |
| 7. Kanpur Rep:      | Sanjiv Sahay - Present                          |
| 8. Bombay Rep:      | Sandeep Pandya - Present                        |
| 9. Guwahati Rep:    | Kiran Thota- Not present                        |
| 10. Varanasi Rep:   | Manu Goyal - Present                            |
| 11. Roorkee Rep:    | Anoop Verma - Not Present                       |
| 12. Madras Rep:     | Bob Nathan & KV Reddy - Present                 |
| 13. Delhi Rep:      | Amit Kumar - Present                            |
| 14. DA Rep:         | Sundi Sundaresh - Present                       |
| 15. DA Rep:         | Suresh Shenoy - Not Present (Travelling)        |
| 16. DA Rep:         | Pradeep Khosla - Present                        |
| 17. Invitee:        | Monishi Sanyal – Present for Governance Session |

## MINUTES:

### • **MARCH 2014 MINUTES WERE CONFIRMED WITH ONE CHANGE**

“Board requested Arjun Sen and Sandeep Pandya to review past MOUs and recommend a bonus plan for Houston and for future conference”

With the underlined change, the minutes were approved.

### • **BOARD ACKNOWLEDGEMENT**

- Houston Conference team for giving a check of \$155,000
- The PanIIT EC team for the Chapter Handbook

### • **PANIIT USA BOARD- COMPOSITION, TERMS, ROLES AND SELECTION**

The board approved the following.

- Composition of the board:
  - i. Voting Members: (15)
    1. Chairman (elected from Board members 2-7)
    2. President
    3. Vice President
    4. Chapter Representative
    5. Past President or President-Elect

6. Campus Presidents (Kharagpur, Kanpur, Madras, Bombay, Delhi, Roorkee, Guwahati, Varanasi, others represented by 'mentor' campus)
  7. Prominent Alumni (PA) Rep 1, PA Rep 2, PA Rep 3 (from diverse campuses, one must be Academic Rep)
- ii. Not-Voting Members (2)
    1. Treasurer & CFO
    2. USA Global Conference Chairman

For the current Board Sundi Sundaresh and Suresh Shenoy will continue as voting PA members. Pradeep Khosla too will be a voting PA member. Hence the board will have 16 voting members till the end of the year. Starting 2015 the Board will have 15 voting members.

- Define terms of key board and other members
  - i. Chairman (2 year term, max 2 terms)
  - ii. President (2 years)
  - iii. Vice President (2 years)
  - iv. Chapter Representative
  - v. Past President (later of 1 year or President-elect selection)
  - vi. PA Rep 1, PA Rep 2, PA Rep 3 (1 year term, max 3 terms)
  - vii. Treasurer & CFO (2 years)
  - viii. PA Rep Academics (1 year term, max 3 terms)
  - ix. USA Global Conference Chairman (For 9 months preceding and 3 months following the global conference in USA)
  - x. President-elect (After election, preferably for 1 year)
  - xi. Campus Presidents (per campus rules)
  - xii. Campus Representatives substituting for Presidents (min 1 year suggested term)
- Role and selection/election/nomination of each of the following board positions
  - i. Chairman (any Board member nomination committee drives approved process)
  - ii. President (by Board after nomination committee drives approved process)
  - iii. Vice President (by Board after nomination by President)
  - iv. Chapter Representative (by PanIIT chapters)
  - v. Past President (automatic, subject to Board approval)
  - vi. PA Rep 1, PA Rep 2, PA Rep 3 (by Board after nomination by Campus Presidents/Representatives. Governance team reviews all nominations)
  - vii. Treasurer & CFO (by Board after nomination by President)
  - viii. PA Rep Academics (by Board after nomination by Campus Presidents/Representatives)
  - ix. USA Global Conference Chairman (by Board, after nomination by chapter in selected location, reports to Chairman)
- Campus representative on the Board
  - i. Campus President in USA (or Campus president globally if there are no separate president in USA)
  - ii. Campus President may nominate a rep to attend on his/her behalf for a suggested min 1 year term. Campus rep may be changed at the request of the campus president but suggest that there are no substitutions during the term. Substitutions lead to lack of continuity. Each campus should only have one rep on any call.
  - iii. Campus board representatives must be US residents
  - iv. In case of dispute the campus director clarifies which is the legitimate alumni body in North America. That body's representative will be on the Board.

## • THE PANIIT USA BOARD MEETING

- The Board will meet every quarter for a face to face meeting. The board members who travel will be reimbursed for travel. The Board formed the following committees who will meet as needed:
  - i. Governance Committee: (Leader- Sundi Sundaresh)
  - ii. Finance Committee: (Leader – Sandeep Pandya)Both leaders will finalize the composition of their teams.
- Board Meeting agenda, including a financial report should be sent to all board members at least 48 hours before the Board Meeting. All presentations and reading materials should be included in the above documents so that board meeting time is spent on discussions/ decision making and not on presentations.
- Chairman/President keeps meeting on track. Meeting starts only after quorum of voting members and hold meeting as long as there is quorum of voting members.
- Dealing with unscheduled items (distract from the primary agenda). We can
  - i. Table it and have subset of Board discuss it later and come back with recommendations to the Board;
  - ii. Set up 'open mike' time at every meeting for anyone to bring up issues
  - iii. Notify Chair ahead of time for item to be placed on agenda
- Presence of observers and invitees: The Chairman and the President may invite non-board members to the meeting for a specific purpose. There will be no permanent observers/invitees, other than non-voting members listed in 1a. Effort should be made so that board dynamics does not get impacted by observers. Invitees and/or observers should only attend the agenda item for which they are invited to. Unless they are presenting, invitees/observers should be in listen-only mode and not participate in any discussions unless specifically requested by the Chairman and/or President and that participation should be limited to the topic they were invited to participate in.
- President, VP, Treasurer/CFO cannot hold any other roles with chapters or with their campus alumni bodies
- Define an Ethical Code of Conduct for Board (and EC) members in the context of their responsibilities and expectations, and also to advise them of Conflict-of-interest that needs to be declared and mitigated depending on their multiple roles.
- Minutes of the Board meetings after approval by the board should be posted on the iit.org website.
- The Board will have the Chairman or the Chairman's appointee as the designated spokesperson.

## • PRESIDENT'S UPDATE

Arjun Sen reported on the following:

1. Open Issues from last meeting
2. PanIIT EC Team Progress

Arjun Sen updated the board on the following:

1. PanIIT Intellectual Property: Trademark for "PanIIT" and copyright for PanIIT logo has been filed.
2. IIT.ORG Email
3. Chapter services progress
4. Website Plan

The board recommended forming a website Sub Committee: Kiran Thota and Ram Kelkar to review website recommendation for phase-II. Once committee reviews, board will approve. The board did not approve Phase-III and Phase-IV funding for the website and they will be discussed only after board approves website scope and vision.

## • PANIIT USA CHAPTERS

- Large active chapter plan:
  - i. The tone of communication with the Larger/Active chapters will be "what help can those chapters give to assist PanIIT USA and/or the smaller chapter?"

- ii. Shailesh Mehta will chair a conference call with the Larger/Active Chapters to set the tone.
- Smaller/Upcoming chapter plan:
  - i. PanIIT USA will identify how they can add real value to the smaller/upcoming chapters.
- **CHAPTER REPRESENTATIVE TO THE PANIIT USA BOARD:**
- Chapter Representative to the board will be elected by PanIIT US Chapters and will represent at PanIIT USA board for two years. Chapters will define election process.
- The Board approved the following motion: (by email after the meeting)  
Based on the Board motion passed about Chapter Representative to the PanIIT USA Board on March 29th 2014, PanIIT USA will identify a current chapter president to serve as the Chapter Representative to the PanIIT USA board asap until elections are held.

The board recommends that the President choose the Chapter Representative from one of the eight active chapters.

## • Finance Update

Sandeep Pandya gave a status update on the finance area, where nearly recommendations have been implemented.

## • GOALS TEAMS DELIVERABLES

Overall PanIIT USA Goal: Serve IIT Alumni in USA

Goal Areas:

1. Alumni Services – Women Group, Job Board, Data base exchange, etc.
2. Branding
3. Protecting PanIIT USA intellectual properties
4. Generating Revenue to run Pan IIT USA
5. Opening of new and reviving inactive chapters

## • KEY INITIATIVES

Arjun Sen and Witty Bindra discussed the key initiatives. Based on the goals defined by the board, the Executive Committee team will develop the key initiatives. Detailed discussion on database plan on the following areas:

- Database fields would be gender, age, campus, field (academic, entrepreneur, corporate, non-profits)

## • CAMPUS NEEDS FROM PANIIT USA

Sandeep Pandya summarized the campus needs from PanIIT USA to be the following:

- Help in starting a chapter in smaller geographies which lack critical mass
- Conferences – outreach and networking
- IIT Governance
- Alumni Services
- Faculty recruitment & Academic collaboration

Arjun Sen and Witty Bindra developed the following list of deliverables from PanIIT USA for campuses:

- Share PanIIT Database for the campus with campuses.
- Assist campuses on special projects on advocacy as needed
- Be transparent with campuses and together protect the goodwill of PanIIT and individual campuses
- Create and share the alumni database with campuses to assist recruiting
- Work with conference team to make sure that the campus sessions are incorporated in the main agenda of the global conference.
- Work with Subhas Tantry to develop a campus package for conference that may include:
  - A fixed number of free registrations

- Campus booth
- Email id of participants
- This will be offered at fixed price and campuses will be given a registration target.
- Offer alumni services broken by life-cycle.
- Facilitate campus to campus mentoring that covers areas like
  - Raising money
  - Structure and governance
  - Sending funds to India
  - Campus placement
  - Campus conference support

- **MOTIONS PASSED**

Bay Area Chapter support

- **SCOPE OF WORK**

As the Board discussed different functional/task areas, the responsibility areas were defined as following:

- Chairman: Chairs PanIIT USA board meetings Will have the conference chair report to him and he or his designate will be the official PanIIT USA spokesperson.
- Governance and Structure Committee: Make sure governance is updated, intellectual properties are protected and enforce governance and protection of intellectual property
- Finance Committee: Report monthly financial reports to PanIIT USA board, annual audit, ensure all financial directives of the board are followed:
- President: Day to day running of the operations with the assistance of PanIIT USA Executive Team.
- PanIIT Office Staff: The President will put in place a permanent office place for PanIIT USA to assist with operations and other areas as needed. He will propose a plan and budget before implementing this.