



## **ERIC Board of Directors Meeting** **Approved Minutes**

June 13, 2025  
2-5 pm ET  
Zoom Video/Teleconference

**Call to Order and Roll Call** – Chair Marks called the meeting to order at 2:02 pm ET. Secretary Cowley conducted the roll call. See attached Roll Call and Vote Tally Sheet for attendance details.

Chair Marks welcomed Scott Nago, of Hawaii.

### **1. Approval of April 14, 2025, Board of Directors Meeting Minutes**

T. Tunnell moved to approve the minutes of the April 14, 2025 Board of Directors Meeting. H. Knapp gave the second. There was no discussion. The motion was approved unanimously on a voice vote.

### **2. Fiscal Year 2026 Dues and Operating Budget**

S. Hamlin excused himself from the first portion of this discussion, related to the Executive Director's annual performance review and approved compensation for FY26, at 2:11 pm ET.

J. Marks and S. Steffen briefed the board on the 2025 executive performance and compensation review process for FY26. They provided an overview of the process used by the Executive Committee to arrive at its FY 2026 compensation recommendation, which included a review of compensation benchmarking data from other organizations. It was noted that though the Board does not vote on the Executive Director's compensation, the Board must approve the proposed budget that includes the Executive Director's adjusted compensation.

J. Marks reviewed the performance evaluation prepared for S. Hamlin and approved by the Executive Committee. He noted some of S. Hamlin's specific achievements, his ongoing advocacy on behalf of all member states, his excellent stewardship of ERIC's finances, and progress made on strategic goals, all in a busy presidential election cycle.



J. Marks informed the board that in consideration of the benchmarking data and S. Hamlin's high performance, the Executive Committee approved a 6% base-salary increase for S. Hamlin for FY26. A brief discussion followed.

S. Hamlin rejoined the meeting at 2:28 pm ET.

S. Hamlin reviewed the FY25 budget and projected year-end balance. He then walked the board through the Executive Committee's proposed FY26 Dues and Budget, detailing budget and dues revenue considerations, the line-item budget, and the dues schedule options. S. Hamlin also highlighted key investment, cost drivers, and he reminded members that dues are calculated based on a formula that accounts for each member's citizen voting age population and the total number of member jurisdictions.

Brief discussion followed.

*Motion to Approve the Proposed Dues Schedule (membership vote, proxy votes permitted):*

S. Holmes moved to approve the dues schedule. M. Vigil provided the second. There was no additional discussion. R. Cowley conducted the roll call vote. The motion was approved with 24 Yes votes and zero No votes. Refer to the attached Roll Call and Vote Tally sheet for the details of the voting.

*Motion to Approve the Proposed Budget (directors only, no proxy votes):*

S. Holmes moved to approve the proposed budget. M. Evans provided the second. There was no additional discussion. R. Cowley conducted the roll call vote. The motion was approved with 21 Yes votes and zero No votes. Refer to the attached Roll Call and Vote Tally Sheet for the details of the voting.

### **3. Governance Workgroup Update**

S. Hamlin reported the Workgroup met four times between March and May, with a fifth meeting likely for July, and he summarized the agenda for each meeting. He then briefed the board on the goals and objectives the Workgroup formed as a basis for its deliberations and any potential amendments. S. Hamlin then shared a high-level outline of the key changes the Workgroup will likely recommend to the full membership, including significant changes to the ERIC Report requirements. He closed by explaining next steps and assuring the board that the process is on track for the Members to consider proposed amendments at the July 21, 2025 Board meeting. He invited Work Group members, which included the Executive Committee, J. Choate, M. Evans, and J. Brater, to share any comments they may have.



Brief discussion followed.

#### **4. Member and ERIC Activity Updates**

S. Hamlin provided the members with an overview of his goals for FY26, which had been approved by the Executive Committee. He described their relationship to the core competencies outlined in the Executive Director Evaluation Guidelines.

Brief discussion followed.

S. Hamlin then provided activity updates on ERIC enabling legislation in New York, the organization's annual conflict of interest disclosure policy and process, detailed updates on recent meetings/discussions of the Privacy and Technology Advisory Board and the Research Advisory Board. He also summarized recent media inquiries and then closed by reiterating the board's meeting schedule for the rest of the calendar year.

Brief discussion followed.

**Having no further business, the meeting was adjourned at 4:36 pm ET.**