



The Commonwealth of Massachusetts Asian American Commission

COMMISSIONERS

Chair

Paul W. Lee

Vice Chair

Geoffrey G. Why*

Treasurer

Karen Tseng

Secretary

Kenneth An

Joel Buenaventura

Yan Jennifer Cao

Chun-Fai Chan

Chris Chanyasukit*

Kajal Chattopadhyay

Kay Dong

Kenneth Fong

Om Ganda

Gilbert Ho

Grace Lee*

WingKay Leung

Vesna Nuon

Priti Rao

Evelyn Tang

Sophy Theam*

Larry Wong

Executive Director

Jason Chou

One Ashburton Place

12th Floor

Boston, MA 02108

T: 617-367-9333 x662

www.aacommission.org

Meeting Minutes

Thursday, November 8th, 2012
One Ashburton Place, 21st Floor

Absent Commissioners are highlighted on left.
Remote Participants are indicated by an asterisk*.

1. Vote to accept the new bylaws and use of the state's conflict of interest form for the 501(c)3 application. Below are the changes:
Updated Article VI on how funds are received
Updated Article on ED's compensation
Added Article XVII a dissolution clause if AAC cease to operate
 - Grace Lee proposed to rephrase the last sentence to Article V.
 - Geoffrey Why motioned to accept bylaws, seconded by Grace Lee. Motion carried by an unanimous vote.
 - There were concerns that the state's conflict of interest form is specifically for state employees. The vote would take place on the condition that the form only applies to special state employees.
 - Geoffrey Why motioned to accept conflict of interest form for special state employees, seconded by Kajal Chattopadhyay. Motion carried by an unanimous vote.
2. Review of 10/2 minutes.
 - correction: Chris has a student who is helping to identify activities in the State House that may be of interest to the Asian American community.
 - Om Ganda motioned to accept minutes, seconded by Kenneth An. Motion carried by an unanimous vote.
3. New Commissioners: Gilbert Ho & WingKay Leung appointed by the Secretary.
4. 2013 Unity Dinner
Theme: Healthcare
Keynote Speaker
Co-chairs
 - Kenneth An said that he would need more basic information before approaching funders. Requested information: sponsorship levels, past templates, etc. Do we want to have special pricing for young professionals? Chunfai Chan commented that Viet-Aid just had their event at Boston College High and it was nice.
5. Subcommittee updates & has the chairperson been decided?
Admin / Finance
PR / Legislation
 - Not everyone has submitted the ED evaluation to Geoffrey Why.Program - Unity Dinner
Program - Young Leaders Symposium
Program - Healthcare
 - Possible health forum in springProgram - Economic Development
6. January's meeting will not be on a regularly scheduled date & time. We will be

hosting a swearing-in ceremony and saying farewell to a few of our Commissioners.

7. New business
 - Meetings with appointing authorities are being scheduled. Jason will inform respective appointees of the meetings.
- Old Business
8. Next Commission meeting: **December 4 at One Ashburton Place, 21 Floor**

Changes to the Bylaws:

Addition to the end

Article V

5. Appointments

The members of the Commission shall meet with the appointing authorities before appointments are announced.

Update

Article VI

2. Accounts

These funds shall be deposited in a separate account with a financial institution of the Commission's choosing and be expended by the Commission in accordance with law.

Addition to the end

Article XIV

1. Executive Director

Add the following to end:

The Executive Director shall be entitled to compensation for services rendered on behalf of the Commission. Such compensation shall be approved by the Executive Board before it is paid and the amount of such compensation shall be based on information about compensation paid by similarly situated tax-exempt organizations, current compensation surveys compiled by independent firms or actual written offers from similarly situated organizations. The date and terms of any approved compensation arrangement shall be recorded in writing, including the decisions of each of the members of the Executive Board who voted on the compensation arrangement and the information and source of information on which the decision to approve the compensation arrangement was made. Any members of the Executive Board who vote to approve a compensation arrangement shall follow the conflict of interest policy of the Commission in effect at the time.

New additional Article

Article XVII -- Dissolution

In the event that the Commission is officially dissolved for any reason, any monies then remaining in the accounts of the Commission after any outstanding debts have been paid in full shall be distributed equally to the five largest organizations in the Commonwealth dedicated to the advancement of Asian Americans. Any monies so distributed shall be exclusively used for exempt purposes, including charitable, religious, educational and/or scientific purposes. If there is a state law governing the distribution of assets at the time of dissolution of the Commission, the provisions of such state law shall supersede any provisions of this Article.