**SHRM Board of Directors Meeting Summary: September 23, 2022**

A virtual meeting of the 2022 Board of Directors of the Society for Human Resource Management (SHRM) was held on Friday, September 23, 2022.

At its meeting the Board:

* Met in Executive Session, where SHRM President and CEO, Johnny C. Taylor, Jr., presented the CEO Briefing.
* Received a Management Briefing focused on acquisitions. The Executive Committee reviewed and approved the following acquisitions:

Linkage, Inc. – a global leadership development firm with an emphasis on advancing

women and accelerating inclusion in organizations. This transaction supports our work in the HR Professional, Enterprise and People Manager segments.

CEO Academy – a high-level intensive learning and networking experience for CEOs, their succession candidates, and Board members. These events are delivered in close partnership with the Wharton School of Business and McKinsey. In addition to supporting our efforts in the CXO and HR Executive segments, this acquisition will further enhance and elevate the SHRM brand.

* Received a Financial Report from SHRM CFO, Sean Roddy, as of July 31, 2022, including projections for remainder of the year.
* Received a SHRM Strategy Update.
  + Overall SHRM’s enterprise audience segment is growing strongly. Our ability to support enterprises is a key element of our ability to support the needs of HR executives – and demonstrated success with some notable clients helps us gain interest and prove our ability to meet those needs.
* Board and Management participated in a Board Development Session conducted by Carrie Rich, CEO of The Global good Fund
* Received a report from the Chair of the SHRM Board Audit Committee on the business conducted at the September 9, 2022, meeting of the Committee. At that meeting, the Committee: (a) reviewed and approved the minutes of the May 27, 2022 meeting of the Committee; (b) received a presentation from BDO reviewing audited financial statements for FY22; (c) received a report from SHRM management regarding the RFP and proposal review process for selection of a new commercial bank; (d) interviewed two finalists (JP Morgan and Citibank) and unanimously approved JP Morgan; (e ) reviewed and approved RFP for SHRM investment banking relationship; (f) received a presentation from SHRM CFO, Sean Roddy on July 31, 2022 financial statements and the MECE report to the Committee; (g) received an investment update from LaRoy Brantley of Meketa; (h) received an update from Sean Roddy on the CGI relationship; (i) received a risk management presentation and legal matters report from General Counsel, Jim Banks.
* Received a report from the Chair of the SHRM Board Compensation/Organization Committee on the business conducted at the September 9, 2022, meeting of the Committee. At that meeting, the Committee: (a) approved minutes of May 20, 2022, Committee meeting; (b) reviewed the Compensation & Organization Committee Planning Timeline; (c) reviewed a summary of SHRM’s Q3 accomplishments; (d) reviewed the Q4 meeting agenda.
* Received a report from the Chair of the SHRM Board Governance Committee on the business conducted at the August 25, 2022, meeting of the Committee. At that meeting, the Committee: (a) approved minutes of May 31, 2022 Committee meeting; (b) received an update from Corporate Secretary, Emily M. Dickens on the Board learning and development activity; (c) received an update from Emily M. Dickens on SHRM and NACD certification status; (d) received an update from Emily M. Dickens on the 2022 Board of Directors election timing; (e) received an update from Chief Knowledge Officer, Alex Alonso and Boardspan representatives on the proposed timeline and workplan for Board assessment process; (f) received an update on new board orientation draft from Emily M. Dickens; (g) reviewed the Q4 meeting agenda

After meeting in Executive Session, the meeting concluded.