

EXPRESSION NEUROSCIENCE INSTITUTE

Minutes of the Regular Meeting of the Board of Directors

April 26, 2025

2:30-3:30

Virtual via Zoom

Call to Order & Roll Call

Board Chair Dylan Carney called the regular meeting of the Board of Directors to order at 2:30 PM, held virtually via Zoom on April 26, 2025. All directors consented to holding the meeting electronically, with all participants able to hear one another throughout the meeting.

Roll call was taken, and the following directors were present, constituting a quorum:

- Dylan Carney, President and Board Chair
- Desiree Astabie, Board Secretary
- Grace Hart, Chief Science Officer
- Jon D. Rodriguez, Board Treasurer

Conflict-of-Interest Disclosures

All members signed and submitted annual conflict of interest forms. No conflicts were disclosed.

Ratification of Incorporator Actions

MOTION: Board Chair Dylan Carney moved to ratify retroactively the Actions of Incorporator. Seconded and carried unanimously.

Review & Adopt Bylaws

MOTION: Board Chair Dylan Carney moved to adopt the bylaws as presented. Seconded and carried unanimously.

Adopt Conflict of Interest Policy

MOTION: Board Chair Dylan Carney moved to adopt the conflict of interest rules as stated in the bylaws. Seconded and carried unanimously.

Execute Board Member Agreements

Discussion: Board Chair Dylan Carney presented the board with an overview of the roles of the present board members. The board was notified that the executive board member agreements will be sent out following the adjournment of the current meeting, with a thirty (30) day deadline for signatures. No vote required.

Elect Officers & Committees

MOTION: Board Chair Dylan Carney moved to accept the officer slate as presented: Dylan Carney as Board Chair, Desiree Astabie as Board Secretary, Grace Hart as Chief Science Officer, and Jon D. Rodriguez as Board Treasurer.

Seconded and carried unanimously.

Authorize Opening Bank Account

MOTION: Board Chair Dylan Carney moved to adopt the bank account authorization resolution as presented, with bank selection delegated to President and Treasurer upon receipt of 501(c)(3) determination.

Seconded and carried unanimously.

Review Lean Business Plan & Programs

Lean Business Plan outlining first three years of programs and milestones presented. No vote required.

Next Steps & Assignments

Discussion:

- Adopted Google Workspace for Nonprofits as primary collaboration platform; authorized retirement of current platform.
- Board discussed future outreach opportunities, including the National Diversity in Board STEM Conference in Long Beach (2026).
- Board approved basic migration to Google Sites, with possible future move to WordPress via TechSoup.
- Authorized registration with TechSoup for access to nonprofit software discounts.
- Authorized officers to roll out Box, MyBoardView, and Slack collaboration tools as needed.
- Authorized the President and Treasurer to register the Institute for no-cost nonprofit services with Board Secretary oversight.
- Executive Board Member Agreements to be signed within 30 days.

MOTION: Rodriguez moved to designate the written minutes as the official record of the meeting, and to authorize deletion of the Zoom audio recording no sooner than five (5) days after transcription and approval.

Seconded and carried unanimously.

Adjournment

There being no further business, the meeting adjourned at 3:30 PM.

CERTIFICATION

I, Desiree Astabie, Secretary of the Expression Neuroscience Institute, hereby certify that the foregoing is a true and correct record of the proceedings of the meeting of the Board of Directors held on April 26, 2025.



[Signature Line]

Desiree Astabie
Board Secretary
Date: 04 / 26 / 2025