



Council Meeting Minutes  
April 23, 2021  
11:00 am-1:00 pm Eastern

**Meeting Minutes**

**MSC = Motion, Seconded, Carried**

**MSF = Motion, Seconded, Failed**

**A. Welcome** – Council Chair Nancy Nichols welcomed everyone to the meeting. The agenda was reviewed with no questions or comments.

**B. Governance Update** – Governance Committee Chair Mark Dawkins continued the conversation from the March Council Meeting about contested versus non-contested elections and changes to the bylaws, as well as the process for the AAA Nominations Committee. Segment leaders provided some feedback on the elections which was discussed. Mark shared that the most common responses were: (1) Permit but do not require contested elections, (2) Hold contested elections for the Nominations committee rather than for AAA Officers, (3) Rethink the Nominations Committee process, and (4) Make no changes regarding contested elections. AAA President Elaine Mauldin reminded Council that the current bylaws have not changed since 2011 and do need some updating, however contested elections would not need to be part of those changes.

**C. Updates: Elections, Volunteers, Board Position** – Nancy Nichols continued the discussion about possible changes to the AAA Nominations Committee including term limits for members of the committee, the nominations and vetting process for candidates, and voting. It was suggested that a policy and procedures could be developed as opposed to a bylaw change to address some of these issues. Nancy Nichols asked for volunteers to serve on a committee to investigate and develop a policy and procedure to bring back to Council for discussion.

Nancy gave a recap of the elections that took place after the March Council and Board of Directors Meetings. Randy Elder was elected as the 2021-2022 Council Chair-Elect; elected to the 2021-2022 AAA Nominations Committee were Elizabeth A. Gordon, Dawn Matsumoto, Tracie Miller-Nobles, Patricia Poli, and D. Scott Showalter; and Cristina Florio was elected as the 2021-2024 International Council Member-at-Large. Nancy also informed Council that there is a new Volunteer form that is posted online that all members can submit if they would like to volunteer for AAA committees, task Forces, or for Segments. The Call for Nominations for the Board Director-Focusing on Diversity, Equity, and Inclusion (DEI) is open through April 23.

**D. CEO Update** – Chief Executive Officer Yvonne Hinson announced that the AAA is looking to expand its Career Services so that it engages people throughout their entire career, as opposed to just providing a Job Board. The former Senior Director of Operations position is still being reexamined with portions of the position (facilities and administration) going to other areas. A Junior Accountant was hired to fill an open position on the Finance Team. Membership renewals for 2021-2022 have been sent, as well as renewal invoices for COSO and FASB. The Annual Meeting Registration launch is planned for late April. The new platform will be ready by June and the meeting will be more engaging and feature live sessions. We have almost \$100,000 in sponsorships thus far for the meeting. A membership drive is planned for May to target non-members, with emails going to Department Chairs, as well as to several non-member lists. The Board will be attending their May Strategic Retreat where the focus will be on DEI, as well as budget planning and the continued examination of revenue models. We also have some upcoming Meetings. The joint AICPA/NASBA/AAA CPA Evolution Meeting to be held June 15 & 16 will be announced this month. This will be free to all attendees, including non-AAA-members. The Fall Section meetings are slated to be in-person meetings. Senior Director of Meetings and Programs Erlinda Jones is currently looking at costs for hybrid models.

The meeting adjourned at 12:37 pm.