



Final March Board of Directors Minutes  
 March 22, 2021  
 3:00 pm – 6:00 pm

**Board of Directors Attending**

Elaine Mauldin, President Robert Allen, President-Elect Terry Shevlin, Past President Mark Beasley, Vice President-Finance Beth Kern, Vice President-Education Mark DeFond, Vice President-Research and Publications Giorgio Gotti, Director-Focusing on International	Ann Dzurainin, Director-Focusing on Membership Audrey Gramling, Director-Focusing on Segments Mary Harris Stanford, Director-Focusing on Intellectual Property John Hepp, Director-Focusing on Academic/Practitioner Interaction Yvonne Hinson, Chief Executive Officer
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**Guests & AAA Professional Staff Attending**

Nancy Nichols, Council Chair Marc Rubin, Diversity, Equity, and Inclusion Task Force Chair	Michele Morgan, Controller Barbara Brady, Senior Director Operations Darlene Dobson, Executive Assistant Mark VanZorn, Director of Information Technology
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**MSC = Motion Seconded and Carried**  
**MSF = Motion Seconded and Failed**

**Minutes  
 March 22, 2021**

**A. Welcome** – President Elaine Mauldin welcomed everyone and reviewed the agenda. The agenda was approved with no changes. Elaine recognized Barb Brady’s retirement and thanked her for 20 years of service.

**MSC to approve the minutes of the November 9th and November 11th Board webinar.**

**B. CEO Update** – Yvonne Hinson reported that she had several member focus groups both domestic and international in January and February. We have learned a lot in these meetings, and they are helping us develop a value proposition for membership. One of the things that was repeated among all the groups is that networking with other AAA members is a big plus and they were really ready to get back to in person meetings. We are planning on hosting monthly focus groups starting in March. We will be kicking off the membership drive in May and we will be reaching out to former AAA members who have dropped their membership and about 8000 people that have never been AAA members. Management Team approved the new AMS system, and she had Mark VanZorn discussed the advantages of the new Protech system that should be live around January 2022. The contract with Protech has been signed.

**C. Finance Update** – Vice President of Finance Mark Beasley went over the slides that Michele Morgan put together for the Finance Committee. He also discussed the first PPP loan forgiveness and the submittal for a second PPP loan this year. The Board will ask the Council to approve membership dues and annual meeting registration fees. Nancy Nichols said that Council will appreciate receiving the video Michele did on the financials. Before the Council meeting, she would like to receive the background information on the PPP loan and the current mortgage, the risk information on the future meeting contracts, and the hybrid vs. virtual stand-alone meeting rates.

**D. Membership Update** - Ann Dzurainin said the Membership Advisory Committee met and their ideas were to offer an initial discount and offer different levels of membership. Ann said my biggest concerns are if you are providing the exact same services and there are some paying higher amounts will those people not think they are subsidizing the lower amounts? Yvonne said thank you Ann, that gets to the heart of what we were talking about earlier maybe we can focus on more of a teaching focused vs a research focused. We have good feedback from Mark VanZorn and Gail Hoover King on a way to have a searchable research database. Yvonne said we need to start thinking about our value proposition to membership. Should we have a professional membership or a professional and academic and do they have different things we can offer for those or maybe a departmental membership and differential pricing for international membership. We want a value proposition plan, and we want to do a membership drive for the current membership.

<b>Break</b>
<p><b>E. Diversity, Equity, and Inclusion (DEI)</b> – Marc Rubin went through a slide presentation that listed the committee members, their charge and the recommendations. He indicated that there was concern on the task force as to what do we do next? How will there be accountability and transparency? The task force came to consensus on the recommendations even if some would weight recommendations differently. Marc stressed that the recommendations were made without the global vision on the overall AAA as they do not know budget, resource constraints or how the international membership come into play. It is up to the Board and Staff to implement the recommendations bringing this vision in. It was noted that some of the recommendations are already underway like the code of conduct and the BOD position. The task force would like to see the BOD position have the permanence of a VP level position but realize that this takes a governance change. Elaine noted that one position, Director Focusing on IP, has a retirement one year before the end of their term, which ends in 2022. The Board can repurpose this position into Director Focusing on DEI without a governance change in the interim. The decision was made to move forward with this and put out a single-topic email requesting nomination for the position for the one year. Whoever is appointed to this position by the Board may then run during the regular election process for the position starting in the 2022-2023 year.</p>
<p><b>F. Council Agenda Review</b> – Nancy Nichols said the decision was made to focus the DEI discussion at Council on areas Council has the most impact and interest. Those include the BOD position, the standing committee and training. How do we engage Council to support DEI training and initiatives at the Segment level?</p>
<p><b>G. Annual Meeting Update</b> - Time ran over so Elaine gave a very quick update that the annual meeting planning is coming along well and that we will discuss more next week.at the follow-up Board meeting.</p>
<p><b>H. Adjourn</b></p>