



Final March Board of Directors Minutes  
March 29, 2021  
Webinar

<b>Board of Directors Attending</b>	
Elaine Mauldin, President Robert Allen, President-Elect 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
<b>Guests &amp; Staff Attending</b>	
Nancy Nichols, Council	Michele Morgan, Controller Mark VanZorn, Director of Information Technology Darlene Dobson, Executive Assistant
<b>Board of Directors Not Attending</b>	
Terry Shevlin, Past President	

**MSC = Motion Seconded and Carried**

**MSF = Motion Seconded and Failed**

<b>Minutes March 29, 2021</b>
<p><b>A. Welcome</b> – President Elaine Mauldin welcomed everyone and reviewed the agenda. The agenda was approved with no changes. She congratulated Mark Dawkins on being elected the new President-Elect.</p>
<p><b>B. Council Meeting Review</b> – Nancy Nichols stated that Council members were very appreciative of the work that Mark Beasley and Michele Morgan did on the financial slides and the tremendous amount of financial transparency they provided this year. It was greatly appreciated! Nancy said the Council approved the Membership dues for 2021-2022 as follows: Full Member: \$345 (unchanged from the current year), Students: \$100 (unchanged); Current Emeritus/Life: \$60 (unchanged); Two-Year College: \$120 (increase of \$30), and a new category of Retired: \$100). Nancy mentioned that the 2021-2022 Council Chair-Elect Election was being held and the two candidates are Sidney Askew and Randy Elder.</p> <p><b>Diversity, Equity, and Inclusion (DEI)</b> – Elaine Mauldin reviewed the DEI Task force recommendations to have an organizational DEI Code of Conduct, a position on the Board devoted to DEI, formation of a standing committee to continue to address DEI issues and training for the AAA staff and members in areas of DEI. Elaine mentioned the Director Focusing on Intellectual Property has decided to retire one year before the end of their term, which ends in 2022. The Board approved to repurpose this position into the interim Director Focusing on DEI without a governance change in the interim. Elaine stated that the Board needs to start putting together a report summarizing the Board’s DEI strategy. Yvonne and Elaine will start working on the report and send an interim response to the DEI Task Force recommendations before the May Strategic Retreat and then send a long-term response after the retreat. The Board agreed with this strategy.</p> <p><b>MSC to repurpose the Director Focusing on Intellectual Property into the interim Director Focusing on DEI</b></p>

Minutes (continued)

**Governance Committee Discussion** – Mark Dawkins, Chair of the Governance Committee, reported that the committee is recommending the following: (1) Consider eliminating contested elections; (2) Consider making the Council Chair a voting member of the Management Team and automatically on the Finance Committee; (3) Consider requesting that the AAA have different membership classes with different annual dues; and (4) Update antiquated language in the 2011 Bylaws as appropriate. Mark said Council discussed the pros and cons of holding contested elections and there seemed to be a consensus to get rid of them. Pat Poli agreed to write the pros and cons of contested elections and Mark will present that to the Board and Council. The Governance Committee will be meeting again at the end of March and would update a document with proposed Bylaws changes that did not pass in 2016, as well as prepare a document about contested elections.

- C. 2021-2022 Phase One Budget Approval**, - Mark Beasley said our main focus is to vote on the Phase 1 budget which includes the following: **Annual Meeting Registration Rates** -Members early \$240 /\$275 late, Student early \$125/\$150 late, CTLA early \$120/\$150 late. **Subscription Rates** – recommend a 5% increase in the subscription prices. **Submission Rates** – recommend that the TAR fee for non-members be increased to \$600 to cover the membership fee of \$345 and the member fee of \$250 which totals \$595.

***MSC to recommend the Annual Meeting and CTLA meeting rates as proposed in the budget***  
***MSC to accept the Phase 1 budget as proposed***

Operation Policy CEO Authority – Elaine said that the Management Team put together an operating policy that stated that the CEO has authority to spend any amounts already approved in the annual budget. The CEO may also approve expenditures not included in the originally approved or amended Association annual budget up to \$50,000 for a single project, limited to a total of \$150,000 per fiscal year. Additional non-budgeted expenditures anticipated to exceed \$50,000, or \$150,000 annual limit, must be approved by the Management Team.

***MSC to approve the operating policy - CEO discretionary spending authority as proposed by the Management Team.***

- D. Publications and Research Update** – Mark DeFond said the MOU has been signed for the TAR/FASB/IASB conference will be taking place in New York in November 2022. Jeff Wilks and Scott Showalter will take over Horizons on June 1<sup>st</sup> as co-editors. Robert Knechel is working on updating the appeals process at TAR. He is also working on drafting a policy to limit the number of times an author can submit to TAR within a rolling 12-month period. Other journals have similar policies in place. Mark Holtzblatt will provide a slate of at least two candidates for editor of Issues in Accounting Education. They have two finalists that are very high quality people and they think they will have something for us at the next meeting to approve.

Yvonne added the theme for the TAR/FASB/IASB Conference is Accounting for an Ever-Changing World. All three organizations are coming together for a post implementation review research conference slated for November 2022 at a conference center in Times Square New York. FASB and IASB each contributed significant money toward this conference. The IASB comes to New York every three years on rotation and if this conference goes well we might consider doing this conference every 3 years. The submission dues have been reduced for TAR for papers submitted to the conference and they are \$200.

- E. Meeting Pricing Policy decision (V)** Meetings Model Task Force Chair Brian Bushee gave an update on the meeting pricing policy. The Meetings Model Task Force recognizes that conference planning and executing is costly to the central organization (AAA HQ). He said they support the practice that was implemented this year in which non-AAA members paid a higher registration fee that went directly toward covering costs borne by AAA HQ. The fee that was charged this year to non-members was \$100 because it was a virtual mid-year meeting. It is proposed that all AAA non-members will be charged an additional meeting registration fee that will be allocated to the AAA General Fund. This additional fee will be set annually by the AAA Management Team. Registration fees may be waived for Section hosted meetings if an individual outside of the AAA or the Section has been asked to attend the meeting with the sole purpose of being a speaker.

***MSC to accept the Management Team's meeting pricing policy proposal***

**F. Governance Update** - Elaine reviewed the slides showing the candidates and their background for the 2021-2024 International Council Member-at-Large. The candidates are Michael Favere-Marchesi, Cristina Florio and Pingyang Gao. She said we will all vote electronically and voting ends on Sunday, April 4<sup>th</sup>.

Elaine said the next order of business is we need to accept the following Committee Reports: Accounting Horizons Steering Committee Report, Education Committee Report, Governance Committee Report, Issues in Accounting Education Committee Report and the Nominations Committee Report.

**MSC to accept all the committee reports listed above.**

Elaine said that the Board needs to think about what Board position that we want the Council to approve. The Council nominates one Board position each year and this summer the Board will need to decide what position we want to focus on.

Elaine stated we need to decide on who should receive the Outstanding Service Award. This is different than the Lifetime Service Award. The Board decides on who should receive this for their outstanding service they have done this year. It was decided there should be two winners this year. Marc Rubin for his work with the DEI Task Force and Brian Bushee for his work with the Meetings Model Task Force.

**MSC to accept the two nominees to receive the Outstanding Service Award.**

Elaine said we are all in agreement on the AAA Professional Code of Conduct Policy and this Code of Conduct Policy is in effect for all AAA meetings.

Elaine stated in the past we conducted an evaluation of the CEO by sending out an evaluation survey to the Board and the AAA staff but she thought they shouldn't do it this year since Yvonne hasn't been in her position very long. Yvonne said it would be nice to have some feedback before too much time goes by and she might have some specific things she might want to put on the survey and she would like to have it go to the segment presidents. Elaine thought it might be better to send it out in the fall after Annual Meeting but Yvonne wanted it to coincide with the employees evaluations in May. Elaine said she will talk about the evaluation with Yvonne and the Management team and let everyone know what they decide.

Adjourn – 6:00 pm