Board Of Directors Meeting #5

April 4 - 5, 2003

Board Members in Attendance: Gene Schuster, Mike Allen, Robert Morley, Paul Taylor, Joe Roof, Heather Smith, Will Corprew, Paul Aucoin, Ange Peterson

Morning Executive Session: The Board met in Executive Session with the Executive and Associate Executive Director prior to the formal Board Meeting. The 2002-03 Board members were in attendance at the session and they listened to a business and investment opportunity for AACRAO.

Regular Board Meeting

Board Members-Elect in Attendance: Tom Bilger, Eric Staab, Betty Huff

Staff Members in Attendance: Jerry Sullivan, Barmak Nassirian, Janie Barnett, Amy Haavik

1. **Call to Order and Approval of Agenda**
   President Heather Smith called the meeting to order at 10:30 am on April 5, 2003. The agenda was reviewed and approved without objection.

   The minutes for the January 15, 2003 Conference Call and the January 31 – February 4, 2004 Board Meeting were approved and moved to the Consent Agenda.

2. **Executive Director Report**
   Executive Director Jerry Sullivan reported on the current registration numbers and financial situation for the Annual Meeting. He noted that, in spite of all of the extenuating circumstances, the outcome of the meeting appears more positive than expected. He reported on a number of publications in production and positive growth in the area of institutional and corporate memberships. President Heather Smith added that exhibitor participation and sponsorships at the Annual Meeting also increased.

3. **Subcommittee Reports**
   Administrative Subcommittee
   President Heather Smith reported on a discussion about affiliations and councils. She discussed various ways of aligning groups without a national association with AACRAO.

   Finance and Audit Subcommittee
   Vice President Joe Roof reported on the current financial performance for FY 2003. He indicated that AACRAO's dues base is very solid with corporate member dues ahead of goal. He stated that grants and contracts and expenses are under budget, while salaries and benefits are on budget.

   Vice President Roof provided an update on AACRAO's investment policy and investment performance over the past year.

Vice President Roof reported that 15 people have volunteered so far for the Dues Task Force. A preliminary meeting of interested task force members was scheduled during the Annual Meeting.

Operations Subcommittee
Vice President Mike Allen reported on the Committee Action Plan Template containing the mission statement for Program Activities Committees, the discussion board feature and the ability to link directly with the program input module. Vice President Allen also discussed the ability of the Program Activities Committees to administer surveys. Associate Executive Director Nassirian initiated an action item charging the Vice Presidents with creating a quality survey based on their area of administration.

Membership Subcommittee
Vice President Will Corprew discussed the basis for a membership for former members who have lost their jobs. The Membership Committee decided to reconvene to discuss issues concerning dues amount, voting/non-voting status, committee service, membership length, and then bring a recommendation to the Board for the April 10 Meeting.

4. **Officer Activity Highlights/Action Requests**
President-elect
President-elect Paul Taylor recognized the contributions of the program coordinators.

Past-president
Past-president Schuster reported that there are some nonmembers serving on committees this year with three or four last year having corporate ties. He vocalized the need to approve all those on the committee roster.

Vice President of Admissions and Enrollment Management
Vice President Peterson reported on the development of an admissions audit. She also reported on the start of the Admissions Management Counseling Institute, noting that the management modules are in place, but that counselor modules still need to be added.

Vice President of International Education
President Smith reported that Vice President Nathanson is sick, but says hello.

Vice President of Records and Registration
Vice President Mike Allen reported that five Registrar 101 Workshops are planned and he is working with selected individuals to become coordinators. He noted that he is charging Group Three Program Activities Committees with developing the structure and modules for Registrar 201.

Vice President of Professional Development and Publications
Vice President Corprew reported on the scholarship program and the award of one scholarship at the Washington, DC Annual Meeting.

Vice President of Association and Institutional Issues
Vice President Aucoin reported that the Board assignments for meeting attendance are on the way and that AACRAO is looking at ways to save money with proximity. He also discussed a marketing piece about Web hosting to take to State and Regional meetings.

Vice President of Information Technology
Vice President Morley reported on a productive meeting with the SPEEDE Committee. He announced that the XML schema for transcripts is close to being finalized. He also reported on his meeting with Michael Sessa of the Postsecondary Electronic Standards Council (PESC) noting that AACRAO's membership dues have been reduced to $5,000 a year. He also indicated he is working on a new relationship between AACRAO and Educause. Vice President Morley updated the Board on the development of the AACRAO Technology Conference, which will include the former EDI Conference and the MOSIS audience, as SACRAO has announced they will no longer host this meeting.

5. **Unfinished Agenda Items or New Business**
   The one item on the Consent Agenda was approved unanimously.

   Consent Agenda

   To approve the minutes from the January 15, 2003 Conference Call and the January 31 – February 4, 2003 Board Meeting.

   M/S/P (Peterson/Corprew) 9-0-0

6. **Adjournment**
   President Heather Smith adjourned the meeting at 4:00 p.m. and the Board went into Executive Session.

Executive Session – 2002-03 AACRAO Board of Directors, the Executive Director and the Associate Executive Director in attendance

The Board continued the discussion from the morning Executive Session. After much discussion, the following motion was presented in Executive Session:

WHEREAS, the Board of Directors has a responsibility to promote the interests of the AACRAO membership, to improve the Association's financial position through delivery of revenue generating value-added services, and to identify high-growth investment opportunities for investing Association funds; and

WHEREAS, a high-growth investment opportunity consistent with these principles has been identified; and

WHEREAS, the Board believes this investment to promote the financial and professional interests of the Association;

BE IT THEREFORE RESOLVED, that the Executive Director shall be authorized to negotiate specific terms and conditions for the new AACRAO investment opportunity in accordance with the Board's general instructions; and

BE IT FURTHER RESOLVED, that the Executive Director shall conduct due diligence on behalf of the Association prior to any investment of Association funds; and

BE IT FURTHER RESOLVED, that the Executive Director shall be authorized to invest up to $250,000 of the Association's strategic reserves in the new investment opportunity, and to take such legal steps as may be necessary to assure the success of the investment.

Approved by the AACRAO Board of Directors by unanimous vote on April 5, 2003.