Board of Directors Meeting #5

December 9 - 12, 1998

Anderson called the group to order.
Present:
Anderson, Fresh, Haid, Mead, Lonabacker, Guerrero, Schuster, Smith and Johnson. Staff: Sullivan, Barnett, Caputo, & Nassirian

A) Sullivan introduced new staff:

a) Janie Barnett, Director of Operations and Membership Services, former Association of Student Employment President and from Iowa State.
b) Barmak Nassirian, Associate Executive Director for External Relations, formerly with AASCU.

B) M/S/P **Minutes of July Meeting approved** (9/0-Schuster/ Lonabocker).

C) Finances presented by Sullivan/Caputo

1. FY97-98 Overview: At this point the financial free fall seems to have been arrested. Last year income was up $631,000 from successful annual meeting and the number of workshop offerings. On the other side, general expenses were up $295,000 involving writing off obsolete inventory ($140,000), $50,000 in bad debt, $50,000 in severance packages and $55,000 in relocation expenses. There was also $240,000 in reduced programmatic expenses. Ending up the year $173,000 surplus which was placed in a reserve. The financial officer left in December, then the Board made the management change during the Spring, Cliff Sojren stabilized the office & the accounting clerks left over the summer, Jim Caputo was retained to oversee finances, business processes were restored, the accounting system updated, and the audit completed. New staff, Angie Covington and Eric Mosel played key roles in the accounting system improvements. The chart of accounts was improved and implemented. It was pretty clear that there wasn't enough dues income to cover association operations. Then the details were distributed, reviewed, and discussed.

2. M/S/P **The auditor's report for FY 97-98 was accepted** (9/0 - Schuster/Smith). Caputo remarked at how impressed he was with the auditor's involvement and that she complemented the office on how much easier it was to complete the audit this year. The financial statements were reviewed and discussed. Of special importance was the remark that AACRAO has taken actions necessary to begin pulling itself out of a precarious financial situation with encouragement to continue to proceed cautiously through development and utilization of realistic budgets, active management and Board involvement.

3. M/S/P **Reportable Conditions and Other Comments within the audit's management letter were referred to Sullivan with periodic progress report**

requested (9/0 - Smith/ Lonabocker).

4. Sullivan reported on the current year's finances. Revenue and expenditures so far this year appear all right but no pattern data exists. Membership renewal status and Challenge program were discussed.

5. The Board discussed FY 99-00 budget prepared by the Office, issues and strategies. Opportunities were discussed like the need to build tighter relationships and find opportunities for mutual support with the State and Regional groups, as well as other associations. The office organization was presented. The staff was provided background about the association and its activities. Various business practices were discussed. It was decided to present two budgets, one at the old $125 rate and a preferable one. The need for innovation funds dictated the two-budget approach. Johnson reminded the group about how International representation was arranged this year, with our representatives using frequent travel mileage as an example of the extent of temporary economy. Stressing the value of membership was felt to be the key.

D) Vice-presidential reports were presented and discussed.

E) SEM '98 results were presented and future SEM arrangements were discussed. SEM'99 is being set-up in Florida and a replacement for Roger Swanson's role needs to be identified and be arranged. This is an important program for AACRAO to continue. A member group is being put together to advise the Office on making management arrangements.

F) Various committee and task group organizational arrangements were verified.

G) Arrangements for a tentative February leadership transition meeting were discussed.

H) Haid presented a report on the Charlotte meeting program arrangements. Sullivan reviewed support arrangements and issues. LAC issues were covered.

I) Sullivan reported on the nine TRA workshops co-sponsored with AASCU and CDSI. Status of reported concerns were discussed. Haid agreed to locate the existing "endorsement" policies for a future Board discussion about AACRAO taking advantage of entrepreneurial opportunities.

Meeting adjourned at 6pm.

An Executive Session was held at 10pm regarding office issues.

The Board reconvened at 9 am with guests Jeff Tanner, Christine Kerlin. Local and PACRAO representatives joined the group just before lunch.

J) Guerrero presented the Board/Committee realignment plan. It was reviewed and discussed.

K) Sullivan presented a brief Office update.

L) Tanner briefed the group about the recommended Constitution and by-law adjustments.

M) Kerlin presented TF2000 highlights for discussion. The need to increase activity involving enrollment management, internationalizing our outlook and operations, becoming more active in government relations, and providing professional development were the highlights. Smith introduced an environmental scan. Establishing the importance among the issues and identifying core strategies for implementation were suggested as objectives for the group. Extensive discussion ensued, including detailing certain TF2000 recommendations, programming suggestions and realignment of committees. Meeting the memberships' "how to" needs emerged as a primary focus. Different approaches to programming and committee structures were discussed. The conversations continued in smaller groups during lunch.

The guests were thanked for their time and comments.

N) Tanner presented a detailed review of the constitution and by-law changes. The unresolved issues and those not forwarded were discussed with Kerlin and Tanner as well as the board/committee realignment.

The Board adjourned for the VPs to finalize the re-organization plan and the Administrative Committee session met to discuss employment agreements. Tanner and Kerlin were thanked for their assistance and help with the day's deliberations.

The Board reconvened at 8:15 am in executive session then provided the Executive Director a progress report on his performance. He presented his plan for continued office progress and discussed it with the Board. Sullivan explained several business relationships under negotiation and business opportunities currently under consideration.

O) M/S/P **AACRAO 2004 site of Las Vegas was approved** (Lonabocker/Smith 8/0/1Anderson).

P) M/S/P **AACRAO 2000, New Orleans, dates were revised the meeting dates to April 9-12** from the 2^{nd}- 6^{th} (Mead/Johnson 9/0).

Q) M/S/P **The Board suspended the site selection policy for future meetings** (Haid/Schuster 9/0).

R) SPEEDE committee involvement was discussed and Anderson agreed to continue talking about arrangement adjustments with them. The Board was very supportive of working out some way to assure proper support and connection with SPEEDE efforts.

S) Sullivan presented government relations issues report.

T) Fresh updated the Board on Committee appointments and arrangements to finalize them were discussed.

U) The need for specific issues, articles and items to appear in College & University and the Data Dispenser were discussed.

V) The matching campaign status was reviewed, as was the scholarship program arrangements.

W) M/S/P **to ratify Christine Kerlin as IAR for the National Council for Foreign Credential Evaluation** (9/0).

Board adjourned and reconvened on Sunday at 9 am.

X) The Guerrero reported for the VPs on the reorganization of committees and IARs and provided an organization chart. Various adjustments were discussed. The M/S/P **To adopt the revised realignment proposal and proceed with additional review as can be arranged**(Fresh/Guerrero 9/0). First step will be to share with the committee chairs, revising if necessary, during the February transition meeting.

Y) **M/S/P To approve recommending the Constitution and By-law changes to the membership** after asking the past-presidents committee to change from 30 to 90 days for the period a board member can hold office without institutional membership (Fresh/Lonabocker 7/1/0 Anderson dissenting; Gurrero unavailable)

Z) Timing details were finalized for the February transition meeting. It will be 2/27-8 and the Board meeting will follow.

AA) Guerrero lead discussion on caucus issues.

AB) Smith asked about involvement with scholarships and the Board decided plan additional discussion at its February meeting.

AC) Lonabocker reminded everyone of the need to acknowledge State/Regional contributions. She mentioned some programming ideas for the following upcoming year. Barnett mentioned that we should keep Office involvement in mind for future planning and include staff on the Program Committee list serve.

AD) Mead asked for direction on the CUMREC IAR assignment. She reported that the EDUCAUSE IAR asked about funding session from their meeting at AACRAO's and if AACRAO should develop a best practices recognition or Annual Meeting program track. She reminded the Board of Orville Walz retirement and the lack of known arrangements to continue that calendar study were discussed. It will be referred to committee. Arrangements were discussed an inter-association task force on disciplinary notations on transcripts.

AE) Johnson reported on backlash concerning TOFEL administration via computer.

Adjourned at 12:15pm.