Board of Directors Meeting #9

February 11-14, 2005
ADOPTED as Amended

Board Members in Attendance: Thomas A. Bilger, Paul Aucoin, Betty Huff, Ange Peterson, Joseph A. Roof, Eric Staab, Paul Wiley.

Board Nominees in Attendance: Jerry Bracken, Dan Garcia, Wanda Simpson.

Board Members Absent: Luz Diaz Barreras, Robert Morley, Paul F. Taylor.

Staff Members in Attendance: Paula McArdle, Barmak Nassirian, Jerome Sullivan.

1. **Call to order/Adoption of agenda**
   President Tom Bilger called the meeting to order at 1:30 p.m. (EST). The agenda was reviewed and adopted.

2. **Approval of minutes**
   MOTION
   Huff moved to approve the November 18-19, 2004 minutes from the Orlando Board Meeting.
   ADOPTED (7/0)

3. **Officer Reports (written reports appended)**
   Peterson, VP for Admissions and Enrollment Management, referred the group to her written report and updated the Board on a conference call with nominee Simpson and her committee chairs. The Admissions Institute Modules were reviewed and sent to Don Bunis. The first draft of the Pocket Guide for Admission Counselors was sent to Martha Henebry. When the missing 100 questions section is complete, Martha will begin the formatting process for publication.
   Aucoin, VP for Association and Institutional Issues, reported that Huff worked on the State and Regional committee. The Membership and Operations committee met. Chair replacements were selected and entered into Matrix. Committee descriptions and reporting structures were rewritten with the changes of the Vice Presidents.
   VP for Finance Wiley invited the Board to let him know if they needed more information or information formatted differently to help them understand his reports.
   Staab, VP for International Education, reported that the IPAC Committee is revising the manual for authors. Staab inquired if there was or should be a set range for honoraria for authors of various types of publications. There is no set range. Staab also reported on licenses for EDGE.

   Huff, VP for Leadership and Management Development, reported that the handbook for committee chairs is complete. There will be three sign-up sheets to work the Committee Booth at the Annual Meeting. There is a balance of about $1,500 in the Scholarship Account. Plans are to give a $1,000 scholarship to a student from Harvey Milk High School in New York City. Incoming VP Garcia will work with his committees to determine if the scholarship program should continue and, if so, how it might be better organized and how future funds should be raised? Huff encouraged her committee chairs to strive for diversity among their committee members.
   VP reports for absent Board members Barreras, Morley and Taylor were collected.

4. **President Report**
   President Bilger is preparing for New York. At the Annual Meeting, most meetings and receptions will be over by 8 p.m.

5. **Executive Director Report**
   Sullivan reported that a contract has been signed with WebEx to provide an option to deliver AACRAO internet-based learning. WebEx provides a full e-commerce solution for registration and payment. The telephone/IP based service has video potential. We are currently planning several programs to be delivered through this technology. In addition we are making six Annual Meeting sessions available to members through WebEx. This pilot will cost us approximately $12,000 plus long distance charges for 6 months.
   Rhea Blankton, a marketing consultant, was engaged to assist us with the development of an integrated marketing plan. Rhea interviewed all appropriate staff and reviewed a variety of AACRAO marketing and programmatic documents. She developed a short white paper describing an approach to integrated marketing, an integrated schedule of existing marketing activities, and a supplemental schedule of potential new integrated marketing activities that could be adopted into the AACRAO strategic plan.

   A Board Policy and Resolution Archive is now available on the web at bod.aacrao.org.
   There have been approximately 700 responses to our Web-site Redesign Survey. The Chair of the Web Task Force will analyze the survey data and share it with the VP for Leadership and Management Development prior to the April meeting.
   Dues revenue is up 10% as of January 1st. Two percent of that increase is a result of the Board adopted CPI increase. The rest is attributed to new membership, which is a very encouraging indicator.
   Hotel bookings for the Annual Meeting are higher than usual and extend out in either direction of the meeting. We attribute that to members bringing their families with them and combining the meeting with a family vacation. Our Annual Meeting member registration numbers are about equal to last year's Las Vegas registrations.
   We have successfully pursued trademark protection for College &University, C&U, and SEM. We were forced to take legal action in two cases in order to defend our trademark claim. In both cases it appears that we prevailed, although we continue in a two-year probation period in which we could be challenged.
   Sullivan mentioned that it would be helpful if Board members called schools listed in their Board books as unpaid where they have connections.

6. **Task Force Reports**
   Paul Wiley provided a financial analysis of several dues options designed to reduce the current perceived inequities in our student headcount dues formula. Several additional adjustments were discussed that had the potential for reducing the cost to the Association for adopting any of these options, i.e. special reduced cost memberships known as "Subscription Memberships" which have the potential for increasing the overall membership and revenue.
   Peterson suggested that we work on adding value for community colleges to mitigate complaints of dues inequity by community colleges. Wiley suggested we need market research to determine what kind of value could be added. Roof reported that based on research of other peer associations AACRAO dues are low compared to other associations. Peterson suggests that we contact community colleges who have not rejoined to find out why and current community college members to find out why they have joined. She suggested doing the survey in cooperation with AACC. Sullivan suggested that we use marketing consultant, Blankton, to create a survey with open ended questions, rather than directly asking about dues.

7. **Board Committee Reports**

Operations and Membership Committee:
Paul Aucoin reported that 25 points will be given for APEX and Distinguished Service Awards leading to Honorary Membership. Three new awards will be created and presented on Monday under New Business.

In order to ensure continuity between the vice presidents and their respective Program Committee members, vice presidents will appoint new program committee members for a three-year term prior to the second year of the vice-presidential term. A Program Committee member will thus serve two years with an incumbent vice president and one year with a newly elected vice president.

The committee considered ways for vice presidents to be supportive of caucus activities, including attendance at caucus gatherings at the Annual Meeting and inviting caucus representatives to other Association events.

Board committee conference calls and meetings should have minutes. A general discussion followed as to whether or not Board committees with attendance of three or less are productive. President-Elect Roof volunteered to reorganize the Board Committees to align them with the Association Strategic Plan. Sullivan suggested that the Board needs to increasingly delegate Board work to Board Committees.

The committee reiterated the standing assertion that their need to be a financial infusion into the Association's web resources.

Huff asked Sullivan if CHEA's new initiative, Higher Education Transfer Alliance (HETA), was endorsed by AACRAO. Sullivan explained that AACRAO was represented on an advisory committee to CHEA on the transfer issue a few years ago but that HETA is strictly a CHEA initiative that has not sought and does not have AACRAO's endorsement.

MOTION

Huff moved that the meeting adjourn. The meeting adjourned at 4:38 pm.

Sunday, February 13, 2005

Convening as a Committee of the Whole

1. **Strategic Plan**

The Board conducted its quarterly review of the Association's strategic plan with the assistance of Jim Dalton. Dalton initiated the activity with a brief overview of the strategic planning process for the Board nominees in attendance.

The Board picked up its discussion of developing a so called "research agenda" from the Orlando Board Meeting #8.

A general discussion ensued in which it became clear that there was no consensus concerning the need for and type of research envisioned for the Association. One point of view concerned a perceived need to better understand the nature of the professions represented in the Association, i.e. functions and required skill sets. Another position was that it would be preferable to concentrate on developing benchmark data that could be synthesized and reported to the membership. A third position was that the program of satisfaction surveys and follow-up focus groups should be intensified and used to better understand member expectations and create Board criteria for shifting Association resources. A fourth position was that the Association's research agenda was ill-defined and the Association's research capabilities suspect. Time ran out before progress could be made on these differing views and the Executive Director was asked to continue his efforts to develop a more detailed plan concerning an appropriate Association effort at research.

2. **Investment Policy**
   With the assistance of Bryan Lipton of Yellowwood Financial Advisors, Inc., AACRAO's investment broker, the Board conducted its periodic review of its Reserve Funds Investments. The items of interest were: to what extent our investments were successful and whether or not our broker was managing our portfolio in compliance with the Board's investment policy.
   AACRAO's investments are exceeding the appropriate comparative indexes and, as a whole, our investments have done well in a difficult market. The portfolio is in compliance with the Association's investment policy. Lipton discussed in some detail his investment approach concerning diversification and risk.

3. **Call to Order**
   The meeting of the AACRAO Board of Directors was called to order by President Bilger at 4:34 p.m.

4. **Budget**
   Wiley opened the discussion of the 2005-2006 Budget by referring the Board members to the Budget documents in the Board book. A number of questions were raised and responded to.
   MOTION
   Roof moved to adopt the 2005-2006 Budget. TABLED (7/0)
   MOTION
   Staab moved that the meeting be adjourned. ADOPTED (7/0)
   The meeting adjourned at 5:04 p.m.
   Monday, February 14, 2005
   Bilger called the meeting to order at 9:10 a.m. Ange Peterson, Luz Diaz Barreras, Robert Morley and Paul F. Taylor were not in attendance.

5. **New Business**
   MOTION
   Wiley moved that the following guidelines be used in establishing the annual per member dues:
   The *Consumer Price Index for all Urban Consumers (CPI-U) prior to seasonal adjustment* published in January of each year for the preceding twelve calendar months will be used in the calculation of member dues. The CPI-U is published by the United States Department of Labor's Bureau of Labor Statistics (BLS). The BLS considers the CPI-U to be "final when issued." While many consider the *Chained Consumer Price Index for All Urban Consumers* (C-CPI-U) to be a superior measure of inflation, the BLS routinely *revises* the C-CPI-U and considers it "not final when first issued." Such routine revisions may occur up to two years after the initial release of an estimated C-CPI-U, which makes the use of the C-CPI-U impractical in establishing member dues.
   The per-member dues for the next year will be established by applying the CPI-U to the current per-member dues and rounding to the nearest whole dollar amount with fractions of a dollar less than fifty cents being rounded down and those greater than or equal to fifty cents being rounded up.
   ADOPTED (6/0)
   MOTION
   Wiley moved that member dues be increased by the January 2005 CPI-U of 3.3%. This would establish the per member dues at $184.00 for the 2005-2006 membership year.
   ADOPTED (6/0)
   MOTION
   Wiley moved that the acceptance of the 2005-2006 Budget be taken off the table. ADOPTED

(6/0)
MOTION
Aucoin moved acceptance of the 2005-2006 Budget.
ADOPTED (6/0)
Aucoin asked that the minutes reflect that the Board appreciates the large amount of work Wiley did in creating his financial report.
MOTION
Aucoin moved that Leo Sweeney be given the Award for Excellence in International Education. ADOPTED (6/0)
MOTION
Aucoin moved that Jim Black be awarded the 2005 Distinguished Service Award. ADOPTED (6/0)
MOTION
Aucoin moved that Will Corprew, Beverly Lewis, Mark Strickland, and Gene Schuster be awarded Honorary Membership. ADOPTED (6/0)
The Board agreed that the Past-President will inform up-coming Award recipients of their awards.

6. **Action Items**
   The Board worked on updating the Action Items.

7. **Independent Auditor's Report**
   Mike Hoehn of Raffa P.C. gave the independent auditor's report to the Board. He commended AACRAO's outsourcing of accounting and financial support services. Financial operations checks and balances were strong as a result. There were no reportable or material weaknesses found and no adjustments were needed.
   Staab requested advice from Hoehn concerning the appropriate amount of reserves for an organization of AACRAO's size and activities. Haynes responded that similar organizations often had as a goal reserves equal to 6-12 months of operating expenses. He also suggested that a line item in the budget for reserve building would be appropriate. Sullivan suggested that we have a contingency which, when not used, would become reserve revenue.
   MOTION
   Wiley, on behalf of the Audit Committee, moved that the Board of Directors accept the 2004 Fiscal Year report of the independent auditor. ADOPTED (6/0)
   MOTION
   Wiley, on behalf of the Audit Committee, moved that pursuant to the management letter of the independent auditor, the Board of Directors adopt a "Whistleblower" policy for Association employees, along with any related policies and procedures, no later than July 15, 2005. ADOPTED (6/0)
   MOTION
   Wiley, on behalf of the Audit Committee, moved that pursuant to the management letter of the independent auditor, the Board of Directors monitors the Sarbanes-Oxley Act and similar legislation to ensure that the Association is in full compliance with the requirements of such legislations. ADOPTED (6/0)
   Additional conversation ensued from the auditors report concerning the status of the AACRAO office lease with the National Center for Higher Educational at One DuPont Circle. Sullivan reported that we have hired an agent to assess our office space needs. Sullivan will be negotiating the office lease with ACE. Bilger suggested that Sullivan exercise due diligence in this process and review all options prior to signing a new lease.

8. **New Business**

Aucoin moved the approval of the following new awards on behalf of the Operations and Membership Committee:
MOTION
The Founders Award for Leadership will be presented for vision, leadership, and longevity of service to the profession. It is to be awarded to an AACRAO member who has contributed for seven or more years, and has held two or more leadership roles in the Association in such positions as Committee Chair, Task Force Chair, Special Project Director, Program Director, or Board of Directors. This award is named in honor of those who had the foresight to recognize the needs of the profession and founded AACRAO to meet those needs. The recipient is chosen by the AACRAO Awards Committee based on nominations, and will carry with it 15 points toward Honorary Membership. The Founders Award for Leadership will be first presented at the 2006 San Diego Annual Meeting. ADOPTED (6/0)
MOTION
The Past Presidents' Citation for Service is presented for service to AACRAO and is awarded to a member who has five or more years of service and has provided outstanding contributions to conferences and programs, special projects, task forces, committee assignments, or other positions. The Immediate Past President will form a committee of three to five past presidents and it will choose a recipient from nominations submitted to the committee. The Immediate Past President will present this award on behalf of all the past presidents at the Annual Meeting when s/he rotates off the board. This award will carry with it 15 points toward Honorary Membership. The Past Presidents' Citation for Service Award will be first presented at the 2006 San Diego Annual Meeting. APOPTED (6/0)
MOTION
The Exemplary New Member Award is presented to professionals who have, within the first five years of their membership, made an exceptional or unique contribution that demonstrates promise as a future AACRAO leader. The award may be given to up to five recipients annually. The recipients will be chosen by the AACRAO Awards Committee based on nominations. The award will carry with it 5 points toward Honorary Membership. The Exemplary New Member Award will be first presented at the 2006 San Diego Annual Meeting. ADOPTED (6/0)

9. **Adjournment**
MOTION
Aucoin moved for adjournment. ADOPTED (6/0)
The Board of Directors meeting was adjourned at 1:49 p.m. (EST)