American Association of Collegiate Registrars and Admissions Officers
Minutes of the Meeting of the Board of Directors
January 14, 2015
Conference Call

Board Members in Attendance: Stan DeMerritt, Tina Falkner, Dan Garcia, Melanie Gottlieb, Paul Kyle, Brad Myers, Nicole Rovig, Monique Snowden, Luke Schultheis

Board-Elect Members in Attendance: Meredith Braz, Scott Dittman, Jacquelyn Elliott

Staff Members in Attendance: Mike Reilly, Mike Sisson

January 14, 2015

Call to Order

President Myers called the meeting to order at 3:03 p.m. Eastern Daylight Time on January 14, 2015.

Approval of Agenda

MOTION 2015.01.01 – It was duly moved and seconded to approve the agenda. APPROVED

MOTION 2015.01.02 – It was duly moved and seconded to approve the Minutes of the December Meeting of the Board of Directors. APPROVED

Reports of Committees

Audit

Vice President Gottlieb informed the Board of the committees work approving the 2014 audit prepared by the association's independent auditor, Tate & Tryon. There was a question about how many members of a Board committee need to be present in order to approve a motion as a committee. The Board agreed that the committees, like the Board itself, needs to establish quorum by having more 50% in attendance at the time of the vote in order to take action on a motion.

Compensation

Vice President Kyle informed the Board the committee will forward a draft recommendation on Executive Director compensation to President Myers and work with the Association's legal counsel before producing a final recommendation for Board approval.

Finance and Investments

Vice President DeMerritt updated the Board on the current status on the 2015-2016 budget proposal submitted by Executive Director Reilly. The document will be made available to the Board for a vote in February.

Vice President DeMerritt also informed the Board that the first fiscal quarter financial statements will be reviewed in February, and that a representative from the Association's investment fund management company will be present to provide an overview of the AACRAO's investment strategy.

Governance
Vice President Falkner informed the Board that the new Board member orientation activities have thus far been productive and will continue through the February meeting.

Reports of Officers
Vice President for Leadership and Management Development
Vice President Kyle noted that he has received many requests for Board representation at state and regional association meetings throughout the year. A list of events with dates and location will be made available for Board members to consider when selecting which meeting or meetings they will attend.

President Elect
President Elect Garcia distributed revised Board committee assignments based on the Strategic Planning and Program Review Committee being split into two separate committees, per approved MOTION 2014.12.07 of the AACRAO Board of Directors.

President Elect Garcia also confirmed that the Board will meet July 30 through August 2, 2015 and lead a discussion on the potential focus of the meeting.

President
President Myers collected information on the amount of time the Board committees will need to meet for in February, and what the scopes of those meetings will be. President Myers also verbally outlined an informal meeting agenda in February for the Board to consider.

Reports of Staff
Executive Director
Executive Director Reilly provided a verbal report on AACRAO's work with the Department of Education on the national student loan database and the issues related to it. The national office has secured a representative to appear at the Annual Meeting to answer further questions from the membership on that and other postsecondary initiatives. In addition, there will be a meeting with French education representatives focused on increasing student exchange rates between the United States and France.

Unfinished Business
The list of action items was reviewed and updated.

Adjournment
MOTION 2015.01.03 – It was duly moved and seconded to adjourn the meeting of the Board of Directors. APPROVED

The Board of Directors Meeting adjourned at 4:12 p.m. Eastern Daylight Time on January 14, 2015.

Attachments
BOD Agenda January 14 2015
BOD Minutes December 5-6 2015

American Association of Collegiate Registrars and Admissions Officers
Minutes of the Meeting of the Board of Directors
December 5-6, 2014
Arlington, VA

Board Members in Attendance: Stan DeMerritt, Tina Falkner, Dan Garcia, Melanie Gottlieb, Paul Kyle, Adrienne McDay, Brad Myers, Nicole Rovig, Monique Snowden, Luke Schultheis

Board-Elect Members in Attendance: Meredith Braz, Scott Dittman, Jacquelyn Elliott

Staff Members in Attendance: Jeff Petrucci, Mike Reilly, Mike Sisson

December 5, 2014

Call to Order

President Myers called the meeting to order at 9:05 a.m. Eastern Standard Time on December 5, 2014.

Approval of Agenda

MOTION 2014.12.01 – It was duly moved and seconded to approve the agenda with flexibility. APPROVED

MOTION 2014.12.02 – It was duly moved and seconded to approve the Minutes of the September Meeting of the Board of Directors. APPROVED

President

President Myers led a discussion on the evolving roles between the meeting program coordinators, the Board, and aspects of program content structure. Officers felt they had little involvement in the selection and/or creation of content aligned with each elected member's professional portfolio.

The Program Structure Taskforce Report contains several recommendations that could help to address some of the concerns raised. The Board will consider these, along with input from other sources.

MOTION 2014.12.03 – It was duly moved and seconded that the Board Meeting move into recess for the resumption of Board orientation activities for new members. APPROVED

The Board recessed at 9:35 a.m. Eastern Standard Time.

The Board meeting reconvened at 9:55 a.m. Eastern Standard Time.

MOTION 2014.12.04 – It was duly moved and seconded to resume the Board Meeting. APPROVED

Reports of Committees

Audit

Vice President Gottlieb informed the Board that the committee will hold a conference call with the Association's independent auditor, Tate & Tryon, to review and approve the prepared 2014 fiscal year audit. Additionally, in February the committee will review and approve AACRAO's Form 990 tax return documents in advance of the submission deadline on February 15.

Following these meetings the committee plans to send out a request for proposals (RFP) for selecting an independent auditor for next year, per the requirements set forth in the Audit Committee charter.

Compensation

Vice President Kyle informed the Board the committee should have a recommendation for Executive Director compensation prepared by the February meeting. Executive Director Reilly also reminded the Board that his contract with AACRAO expires on June 1, 2015.

Finance and Investments

Vice President DeMerritt referred the Board to the fiscal year-end financial reports, distributed prior to the meeting, as context to discuss the committee's work on improving AACRAO's financial health.

While the association showed a net gain over the year, without the inclusion of its business lines, i.e., AACRAO Consulting and International Education Services, in the annual budget, the association would have run a deficit. Vice President DeMerritt informed the Board that the committee is working to develop strategies that could decrease this deficit within a five-to-ten-year period.

Governance

Vice President Falkner led a discussion on the structure of the Conner Scholarship, specifically its eligibility requirements.

MOTION 2014.12.05 – It was duly moved and seconded to move the Board meeting into recess so that the Board of Directors and the Annual Meeting Program Committee could discuss the upcoming Leadership Meeting and to clarify their respective roles and responsibilities within the organization. APPROVED

The Board recessed at 12:11 p.m. Eastern Standard Time.

The Board meeting reconvened at 1:08 p.m. Eastern Standard Time.

MOTION 2014.12.06 – It was duly moved and seconded to resume the Board Meeting. APPROVED

Governance
Vice President Falkner resumed discussion on the structure of the Conner Scholarship, moving on to the allocation of funds themselves. The Board agreed that a formalized review process should be implemented that respects issues of access, professional benefit and need, and the association's own fiduciary responsibilities when awarding funds to applicants.

Vice President Falkner led a discussion on the role and responsibility of the new Vice President at Large position. The Board agreed that by its February meeting, the description would have to be finalized with adjustments, or as it currently stands so that the Nominations and Elections Committee has a working description for next year's election process.

Strategic Planning and Program Review
Past President McDay informed the Board that the committee felt performance indicators must be established and made available to determine the effectiveness of current and future program content. Related to this, the committee felt that establishing and eventually using these performance indicators to evaluate programmatic effectiveness would require work above and beyond a single committee's capacity. As such, Past President McDay proposed that the Strategic Planning and Program Review Committee be split into two separate Board committees, with one focused on Strategic Planning and the other focused on Program Review.

The Board discussed what the structure of the new review committee would be, what its scope of review would entail, and whether membership on the committee would be limited to the Board or include members-at-large, such as the Audit Committee.

MOTION 2014.12.07 – It was duly moved that that the Board-established Strategic Planning and Program Review Committee be split into two separate committees; the Strategic Planning Committee and the Program Review Committee. APPROVED

The Strategic Planning and Program Review Committee agreed to produce a working draft outlining the structure of these new committees based on the discussion over the proposal. When the Board approves these committee charters and structure, the changes will take effect.

Past President McDay also updated the Board on the committee's examination of the structure and selection of membership for the Public Policy Advisory Committee. Vice President Snowden is also working on this task as an *ad hoc* member of the committee.

Reports of Officers
Vice President for Finance
Vice President DeMerritt reviewed the year-end financial reports in detail with the Board, indicating areas of strong and weak performance in operating and investment incomes.

Expounding upon the report of the Finance and Investments Committee, Vice President DeMerritt led a discussion on which strategies would help improve the association's financial health, and the best methods to communicate those solutions to the membership.

MOTION 2014.12.08 – It was duly moved and seconded that the Board of Directors meeting go into recess for the day. APPROVED.

The Board of Directors meeting recessed for the day at 2:26 p.m. Eastern Standard Time.

Saturday, December 6, 2014
President Myers called the meeting back to order at 11:16 a.m. Eastern Daylight Time.

MOTION 2014.12.09 – It was duly moved and seconded that the Board of Directors meeting reconvene. APPROVED

Reports of Officers
Vice President for Finance
Vice President DeMerritt continued review of the AACRAO fiscal year-end reports. The Board agreed that there is a need for some performance benchmarks for operating revenue and expenses, and agreed to set aside time at a later date to discuss strategic issues tied with finances.

Reports of Committees
Governance
Vice President Falkner informed the Board that the committee had met to discuss the Conner Scholarship eligibility requirements and structure, and proposed that the committee's revisions be accepted as presented.

MOTION 2014.12.10 – It was duly moved that the revised copy of the Conner Fund Scholarship be approved as presented to the Board. APPROVED

Reports of Officers
Vice President for Records and Registration
Vice President Falkner reported on the association's work thus far on setting policy and practice for prior learning assessment (PLA) and competency-based education (CBE). She argued that it is imperative for the association to take a position on the implementation of these alternatives to traditional credit-based educational pathways before such policies are dictated from sources outside of AACRAO. She indicated that discussions between the Council for Adult Experiential Learning (CAEL) and AACRAO will be forthcoming to ensure that AACRAO has input on any further actions taken.

Vice President Falkner also commented on making such policy and practice recommendations available on the website as a member-benefit.

Vice President International Education
Vice President Gottlieb noted that the International Evaluation Standards Council (IESC) is currently placed within the network of professional activity committees (PACs). The primary purpose of these PACs is to generate professional content for AACRAO members. As such, Vice President Gottlieb recommended that the council be established as a separate and freestanding

body. The membership and reporting structure, as well as the overall scope of the committee, will be drafted in a charter and presented to the Board for approval at a later date.

MOTION 2014.12.11 – It was duly moved and seconded that the International Evaluation Standards Council be removed from the professional activity committee structure and established as a separate, freestanding committee. APPROVED

Vice President for Leadership and Management Development
President Myers reported on behalf of Vice President Kyle that the Core Competencies workgroups are making good progress on a report for the Board, with a final draft anticipated in 2015. Vice President Kyle hopes to use these competencies as a benchmark for learning outcomes from AACRAO-generated content.

Vice President for Access and Equity
Vice President Snowden informed the Board that the current and incoming chairs of the Access and Equity professional activity group have expressed the need to split the caucuses, which include the Black Caucus, the Native American Caucus, the Latino/Latina Caucus, the LGBTQA Caucus, and the Asian/Pacific Islander Caucuses, from the committees which have a more pointed professional focus on meeting content generation. She has tasked the chairs with producing a report that outlines the need for this split and its potential consequences before any further determinations are made. Snowden also informed the Board that she is working with the national office and the caucus chairs to identify a non-institutional diversity speaker.

Vice President for Information Technology
Vice President Rovig informed the Board that since the hosting of the SPEEDE database has been moved to the National Student Clearinghouse, Shelby Stanfield will be transitioning much of his operational oversight for the committee to Melinda Dvorak, a new member of the committee from the University of Texas at Austin, which previously hosted the server. Stanfield will maintain his leadership initiatives at the national level as it relates to his involvement with SPEEDE.

President Elect
President Elect Garcia expressed some initial goals for his tenure as AACRAO President, including the need to assess current and potential communication strategies with the membership, and determining the needs of the membership and the national office staff in their service to the membership.

President Elect Garcia also reviewed the proposed Board committee membership for the 2015-2016 year, and Board meeting dates. Particularly in light of splitting the Strategic Planning and Program Review Committee into two groups, the proposed committee assignments will need to be revisited. Tentatively, the group agreed to have only one summer meeting during the last week of July, and likely in DC.

Past President
Past President McDay presented the Awards Committee recommendations for 2015.

MOTION 2014.12.12 – It was duly moved and seconded that the Board approve Bob Bontrager as the recipient of the AACRAO Centennial Award. APPROVED

MOTION 2014.12.13 – It was duly moved and seconded that the Board approve Kathie Beaty, Betty Huff, Stan Henderson, and Nancy Krogh as Honorary Members of AACRAO for their valued contributions to the organization. APPROVED

<u>President</u>
President Myers led a discussion on the altered format of the 2014 Leadership Meeting. Some members expressed concern about the limited interaction between the Board and PAC chairs in attendance.

President Myers also related the mounting media and professional interest on policies and practices regarding disciplinary notices on transcripts. The Board noted that any solution would have to be nuanced and individual, since some institutions will regard it as a transcript issue while others might regard it as an admissions issue.

In addition, President Myers identified a few candidates to serve as the Chairs of Volunteers for the Phoenix meeting, and will bring their names forward to the Board when details are finalized.

Reports of Staff
<u>Executive Director</u>
Executive Director Reilly provided a verbal report on the current operational state of the office and the current focuses of AACRAO's federal and organizational relations. He also informed the Board that the national office was finalizing the proposed 2016 fiscal year budget, which will be submitted to the Finance and Investments Committee and then to the Board for approval before it is presented to the membership 30 days in advance of the 2015 Business Meeting.

Unfinished Business
The list of action items was reviewed and updated.

Adjournment
MOTION 2014.12.14 – It was duly moved and seconded to adjourn the meeting of the Board of Directors. APPROVED

The Board of Directors Meeting adjourned at 3:45 p.m. Eastern Standard Time on December 6, 2014.

Attachments
BOD Agenda December 2014 Rev12-2
BOD minutes September 19 2014
Gov Connor revisions v.2
VPI IESC proposal
PastPres Awards_2015

<u>AACRAO Board of Directors</u>
Draft Agenda
January 14, 2015 Conference Call

- Approval of Agenda
- Approval of December Minutes
- Reports of Standing Committees, Officers and Staff
    - Standing Committees
        - Audit Committee
            - Planning for February BOD meeting
        - Compensation Committee
            - Planning for February BOD meeting
        - Finance and Investments Committee
            - End of November review
            - Planning for February BOD meeting and FY16 budget proposal
        - Governance Committee
            - New BOD member Orientation
        - Strategic Planning/Program Review Committee
    - Officers
        - VP Kyle
            - S&R Update
        - President-Elect Garcia
            - 2015-16 BOD Committees
            - July meeting dates
        - President Myers
            - February BOD meeting planning
                - Orientation
                - Committee meetings
                - Discussion topics
                    - Follow-up with December Leadership Meeting
                        - Roles/interactions among Program Committee/ PAC's/ BOD members
                    - Conflict of Interest policy
                    - Role of the incoming VP At-Large
                    - Description/role for the incoming VP At-Large
                    - FY 16 budget proposal
                    - Review of investments/policy
                    - Executive Director evaluation/staff compensation
                    - Follow-up with core competencies discussion
                    - Audit process/Tax form 990 review
                    - PPAC review/proposal
                    - S&R planning
    - Staff
        - Executive Director
- Unfinished Business
- New Business

Executive Session
Adjournment