

Governing Council Meeting June 17-18, 2021 Hybrid Meeting – Via Conference Call & In-Person Gathering (San Diego, CA)

Minutes

The ACA Governing Council meeting was called to order on Thursday, June 17, 2021 at 12:00 pm ET / 9:00 am PT. President Sue Pressman presided. Governing Council members present for all or part of the meeting were as follows:

Sue Pressman, President S. Kent Butler. President-elect *Heather Trepal, Past President Mike Walsh, Parliamentarian Melanie Drake Wallace, Process Observer Richard Yep, CEO, Ex-officio Wendy Killam, Governing Council Representative, AADA *Donna Gibson, Governing Council Representative, AARC Hayley Stulmaker, Governing Council Representative, ACAC Stella Beatriz Kerl-McClain, Governing Council Representative, ACC Monica Osburn, Governing Council Representative, ACCA Marty Jencius, Governing Council Representative, ACES *Mark Scholl, Governing Council Representative, AHC *Catharina Chang, Governing Council Representative, AMCD (observer) *Carlos Hipolito-Delgado, Governing Council Representative, AMCD Paige Nicole Dunlap, Governing Council Representative, ARCA Elizabeth O'Brien, Governing Council Representative, ASERVIC Christine Suniti Bhat, Governing Council Representative, ASGW Edil Torres Rivera, Governing Council Representative, CSJ Leigh Falls Holman, Governing Council Representative, IAAOC *Paul Peluso, Governing Council Representative, IAMFC Dannette Berksteiner, Governing Council Representative, MGCA Seneka Arrington, Governing Council Representative, NECA *Jane Rheineck, Governing Council Representative, SAIGE Jason Marotzke, Governing Council Representative, Midwest Region Summer Reiner, Governing Council Representative, North Atlantic Region Hillary Press, Governing Council Representative, Southern Region Elizabeth Forsyth, Governing Council Representative, Western Region Laura Pignato, Student Governing Council Representative *Cirecie West-Olatunji, Treasurer Judy Daniels, Special Advisor to the President

Lisa Severy, Governing Council Representative, NCDA was not present. Others in attendance at the meeting as staff or observers include:

Anaid Shaver, Graduate Assistant to the President

- *Erik Hines, Treasurer Designate
- *Dave Jackson, Chief Financial Officer
- *Natasha Rankin, Chief Operations Officer
- *Tiffany Erickson, Chief Communications and Engagement Officer
- *Angela Thompson, Chief Human Resources and Diversity Officer
- *Lynn Linde, Chief Knowledge and Learning Officer
- *Brian Banks, Director, Government Affairs and Public Policy
- *Brandi McIntyre, Governance and Executive Office Manager
- *Amy Smith, Governance Administrator

Welcome and Chair's Remarks

President Pressman welcomed everyone, conducted a self-care moment, and called the meeting to order.

Approval of Agenda

An update on the ACA Strategic Plan was added to the agenda.

It was moved by M. Jencius and seconded by L. Holman to approve the agenda.
MOTION CARRIED

Introduction to the ACA Anti-Racism Commission Members

ACA Anti-Racism Commission Members joined the meeting to introduce themselves and participate in the diversity training portion.

- Taunya Tinsley Chair
- Shawn Spurgeon
- LaTasha Becton
- Monica Band
- Sam Steen (not in attendance)

Diversity Training

ACA Past President, Patricia Arredondo, presented to the Governing Council on *The Endurance* of the Latinx Community in CA and Throughout the US

Financial Update and FY2022 Budget Proposal

Treasurer C. West-Olatunji presented a financial update to the Governing Council. ACA finances remain in a strong position with a net operating income of over \$2 million ahead of budget. Treasurer Designate E. Hines presented an overview of the FY2022 budget proposal.

^{*}virtual attendees

It was moved by S. Reiner and seconded by L. Holman to table further discussion on the budget proposal.

MOTION CARRIED

It was moved by K. Butler and seconded by S. Arrington to resume budget discussions.

MOTION CARRIED

It was moved by S. Reiner and seconded by E. Forsyth to move into Executive Session.

MOTION CARRIED

➤ The Governing Council voted to approve the budget proposal for FY 2022 as presented by the Financial Affairs Committee.

MOTION CARRIED

Member Code of Conduct

The ACA Governing Council voted to accept the ACA Code of Conduct with amended language to point #8 under member requirements. Updated policy reads: "Avoid engaging in any false, malicious, or demeaning comments about colleagues in verbal, written and electronic communications to other professionals or the general public."

➤ It was moved by L.Holman and seconded by L. Pignato to accept the ACA Member Code of Conduct with the amended language in point #8.

MOTION CARRIED

Governance Task Force

E. O'Brien and D.Berksteiner, Co-Chairs of Governance Task Force, provided the Governing Council with an update on the actions of this task force and reviewed the recommendations presented to the Governing Council.

The first motion discussed recommended that ACA hire an external consultant to review the ACA governance structure.

➤ It was moved by S. Reiner and seconded by L. Holman to update the language in the original motion to add "with the approval of the Executive Committee".

MOTION CARRIED

It was moved by L.Holman and seconded by M. Jencius to accept the amended motion to retain an external consultant (with the approval of the Executive Committee) for the review of ACA governance structure, processes, etc., and provide recommended actions to improve board functions.

MOTION CARRIED

The Governance Task Force retracted its previously submitted motion (that was not voted on by the Governing Council) to exclude involvement of the Nominations and Elections Committee.

➤ The Governance Task Force moved to create a new standing committee, the Governance and Board Operations Committee.

MOTION CARRIED

Officer Compensation Task Force Update

The Governing Council voted to move into Executive Session for this portion of the meeting.

- ➤ It was moved by E. Forsyth and seconded by L. Holman to have the Governing Council discuss officer compensation in Executive Session (voting members only).
 MOTION CARRIED
- ➤ The motion presented by the Officer Compensation Task Force was seconded by S. Reiner. President Pressman and President Elect Butler were excused from the room during this vote.

MOTION CARRIED

➤ It was moved by L. Holman and seconded by M. Jencius that the cost of the \$72,500 for the 2021-2022 fiscal year be taken from reserves and that this amount be included in the budget to begin in the 2022-2023 fiscal year.

MOTION CARRIED

International Committee / Task Force

International Task Force Chair Maria Gonzelez joined D. Berksteiner and E. Torres Rivera for an update on the international efforts of the association.

It was moved by S. Reiner and seconded by E. Forsyth to have the motions presented by the International Committee/Task Force reviewed by the Financial Affairs Committee.

MOTION CARRIED

Governing Council Elections

Members of the Governing Council appointed the following members to the Executive Committee, Nominations and Elections Committee, and Financial Affairs Committee:

Executive Committee

Seneka Arrington, Jane Rheineck, Summer Reiner

N&E Committee

Christine Suniti Bhat, Hillary Press

Financial Affairs Committee

Dannette Berksteiner, Jason Marotzke

Recognition of Governing Council Members

President Pressman recognized those with terms ending:
Judy Daniels, Special Advisor to the President
Paige Dunlap, ARCA
Donna Gibson, AARC
Carlos Hipolito-Delgado, AMCD

Elizabeth O'Brien, ASERVIC
Paul Peluso, IAMFC
Laura Pignato, Student Representative
Edil Torres Rivera, CSJ
Heather Trepal, Immediate Past President
Melanie Drake Wallace, Process Observer
Mike Walsh, Parliamentarian
Cirecie West-Olatunji, Treasurer

CEO Yep presented President Pressman with a lifetime member certificate and gifts as the outgoing ACA President.

Board Engagement and CEO Contract

The Governing Council went into Executive Session by consensus.

actions have not been reported to ACA staff for the minutes

IARTC Organizational Affiliate Application

The Governing Council discussed the application presented by IATRC leadership to obtain organizational affiliate status with ACA, with emphasis on our policy related to organizational affiliates and ACA finances. M. Jencius recused himself from the vote; he disclosed that he is an IARTC Board Member.

➤ It was moved by E. Torres Rivera and seconded by E. Forsyth to accept IARTC as an ACA Organizational Affiliate.

MOTION CARRIED

Request for ACA Connect Community

The Governing Council directed the ACA staff to create a new ACA Connect Community for the Division Graduate Student Representatives.

Clarification on the ACA Strategic Plan

The Governing Council raised questions regarding the extended strategic plan dates and next steps. ACA staff confirmed that the strategic plan is in place through June 30, 2022 and that work on the next iteration will be discussed during the next fiscal year.

Closing Remarks

President Pressman closed the meeting with remarks on the extraordinary circumstances of the year.

Consent Agenda

It was moved by C. Hipolito-Delgado and seconded by S. Arrington to accept the consent agenda as presented.

MOTION CARRIED

Adjournment

It was moved by M. Osburn and seconded by S. Arrington to adjourn at 8:57 pm ET / 5:57 pm PT on Friday, June 18, 2021.
MOTION CARRIED