

**Board of Directors Meeting Minutes**

**Thursday, June 8, 2023**

**Orlando, Florida**

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| **Board Members Attending** | |
| Mark Dawkins, President  Robert Allen, Past President  Mark Taylor, President-Elect  Anne Farrell, Vice President-Finance  Beth Kern, Vice President-Education  Norma Montague, Vice President-Diversity, Equity, and Inclusion | Ann Dzuranin, Director-Focusing on Membership  Bette Kozlowski, Director-Focusing on Academic/Practitioner  Interaction  Yvonne Hinson, Chief Executive Officer |
| **AAA Guests & Professional Staff Attending** | |
| Randy Elder, Council Chair  Sidney Askew, Council Chair-Elect  Audrey A. Gramling, President-Elect-Elect  Margaret Christ, Vice President-Finance-Elect  Natalie T. Churyk, Vice President-Education-Elect  Linda Parsons, Director-Focusing on Membership  Cristina Florio, Director-Focusing on International-  Elect  Barbee Oakes, Consultant  Ellen Glazerman, Executive Director at Ernst & Young | Erlinda Jones, Senior Director, Meetings & Membership  Steve Matzke, Senior Director, External Relations &  Governance  Michele Morgan, Chief Financial Officer  Karen Osterheld, Senior Director, Center for Advancing  Accounting Education  Stephanie Austin, Senior Director, Publications and  Content Strategy  Mark VanZorn, Chief Information Officer  Will Campbell, Marketing and Communications Manager  Darlene Dobson, Executive Assistant- (virtual on Thursday) |
| **Board members not in attendance** | |
| Sarah McVay, Vice President-Research and  Publications (virtual on Thursday)  Tim Rupert, Director-Focusing on Segments  Giorgio Gotti, Director-Focusing on International |  |
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| ***MSC = Motion Seconded and Carried***  ***MSF = Motion Seconded and Failed*** |
| |  | | --- | | Mark Dawkins welcomed everyone to the meeting. The agenda was reviewed with no questions or comments. Mark requested a vote to approve the March 2, 2023, March 14, 2023, and April 25, 2023, Board minutes.  ***MSC to approve the March 2, 2023, March 14, 2023, and April 25, 2023, Board minutes.*** | |
| Budget –Annie Farrell, Michele Morgan, and Yvonne Hinson  Anne presented the Phase 2 proposed budget changes:   * Removal of all Section Publication Expenses and Revenue ($37 per page) and EBSCO allocation $225,453 * Additional issue of TAR – ($10,000) * **Total changes to publications** - $215,353   (Continued Phase I proposed budget changes)  **Changes to Overhead Expenses**:   * Increase in Lakewood Ranch Association dues – ($1,906) * Additional capital assets budgeted in 2023 but purchased after Initial budget (depreciation) - ($2,767) * Additional $20K for Knowledge Hub over already approved $80K (depreciation) – ($4,000) * Final billing new financial system implementation and training – ($4,000) * Knowledge hub content creation – ($75,000)   **Total Changes to Overhead Expenses ($87,673)**  **Changes to AAA Meetings** – Pipeline meeting ($75,000)  **Total Changes to Phase 1 Budget** – $52,680  Anne said we need a Board vote to approve the Phase 2 budget with proposed budget changes from Phase 1, contingent on the Finance Committee approval.  Phase 2 budget – The Publications Processes Task Force recommendations were approved by the Finance Committee and Michele is putting that into action. We discussed the recommendations and the action plan at the Presidents Quarterly Roundtable but there is not a scheduled time frame to rollout the information to the sections. The change will be reflected in the 2023/2024 section and general fund financials.  ***MSC - approval of Phase 2 budget with budget changes contingent on the Finance Committee approval.*** |
| **Position descriptions for upcoming Board Positions** - Mark Dawkins  Mark asked for the Board’s feedback on the three Board positions that were posted on the Board website.   * President-Elect * Vice President Research & Publications * Director-Focusing on Segments   He said the deadline for nominations is August 31, 2023, at 11:59 pm Eastern.  The Board decided to change the first bullet point under Guidance from the Board of Directors on key interests and capabilities for the position which is on all three position descriptions:  Candidates should embrace the American Accounting Association’s vision to be Thought Leaders in Accounting. The (insert position title) will support the continued implementation of the AAA’s vision to serve society.  The Board decided to change the fifth bullet point under Guidance from the Board of Directors on key interests and capabilities for the position which is on all three positions. They would like to add this statement to all three position descriptions:  Candidates are expected to place the interests of the AAA as a whole ahead of any AAA Segments.  ***MSC - approval of the position descriptions subject to changes to distribute the Call for Nominations along with the roles and responsibilities of the following positions: President Elect, Vice President Research & Publications and Director-Focusing on Segments.*** |
| Acknowledge receiving committee reports (v) – Mark Dawkins   * AAA/AACSB/RRBM Award Committee * Deloitte Foundation Wildman Medal Award Committee * Distinguished Contributions to Accounting Literature Award Selection Committee * Lifetime Service Award Committee * Notable and Distinguished Contributions to Accounting Literature Award Screening Committee * Notable Contributions to Accounting Literature Award Selection Committee   ***MSC – the Board acknowledged receiving the committee reports and accepted the reports***. |
| **Governance** – Mark Dawkins, Stephanie Austin, and Yvonne Hinson  **Committee changes for Research and Pubs Committee (criteria for serving)**  Stephanie Austin presented the proposed criteria for serving on this committee. Stephanie said in order to make the criteria for serving on this committee clear and transparent to members, Ken Klassen, current chair, Sarah McVay, VP of Research and Publications and Stephanie Austin, senior director of publications and content strategy compiled a list of criteria each considered important to serve. There may be other criteria the board would consider important.    For the committee:   * Established research history with editorial experience, preferably editor experience at one of the 17 AAA journals at a senior editor level, or an editor of TAR although equivalent experience at non-AAA journals will be considered. * Diversity of research area and method, geographic location, schools, and other DEI criteria across the committee.     For the chair/chair-elect:   * A member of the R&P committee with at least one year of service on the committee. * Senior editor (or equivalent) at any AAA journal or an editor at TAR.   ***MSC - to approve proposed committee criteria changes for serving on Research and Publications Committee***  ­­­­­­­­­­­(Continued **Governance**)  **Policy on new section** (v) – Yvonne reviewed the criteria for starting a new section. The Board agreed that there should be a probationary period of 3 years for new sections. The section should not be allowed to have a journal during the probationary period. There should be a requirement of 350 members to start a new section.  ***MSC – Board approved the criteria for starting a new section.***  **Policy for AAA Sponsorship/Endorsement** (v) – Yvonne discussed the pros and cons of the policy.  The pros are the repository, and the risks are there is an infinite number of resources but what happens when you reject someone. There was a discussion about what does it means to endorse and what the criteria would be. The Board decided to not move forward with the sponsorship/endorsement policy at this time but may continue conversations in the future.  **Change to Cook Prize Committee Charge** (v) - Yvonne explained the Cook Prize Selection Committee process and what happened that caused the change to be needed.  ***MSC – Board approved the changes to the Cook Prize Committee Charge.***  **Ijiri Lectures on Foundations of Accounting**– Mark Dawkins explained that we signed an MOU with five other accounting associations as a collaborative venture in 2018 to promote the Ijiri Lectures on Foundations of Accounting. The Steering Group for the Ijiri Lectures is proposing that the five accounting associations consider renewing the MOU for a period of ten years (two rounds of five lectures each). Mark said he would like the Board to vote on whether to renew this MOU for another ten years.  ***MSC – Board approved to renew the MOU with the Ijiri Lectures on Foundations of Accounting for ten years.*** |
| **Foundation Board Members** – Mark Dawkins, Mark Taylor, and Steve Matzke  Steve handed out a list of potential Board of Trustees members for the Foundation and gave the Board members 20 minutes to review the list. He collected the handout and said they have until Friday, June 16th to contact him with any comments or questions regarding anyone on the list. Steve will update the Board with the results at a future meeting. |
| **Request from IMA to give free membership in Tier 3** (v) – Yvonne Hinson  Yvonne and Steve talked to IMA about our Tier 3 initiative, and they were very interested. They asked if they could add a free IMA membership for academic members as an additional benefit to becoming a AAA member. Yvonne said she spoke with Barry at AICPA, and he said they might be willing to partner if there is a country in which they are interested. Yvonne said she would reach out to AICPA and let them know about IMA offering a free membership.  ***MSC – Board approved moving forward with the IMA offer and reaching out to the AICPA on Tier 3*** |
| **Day charges for practitioner/COCPAs at Annual Meeting** – Yvonne Hinson  Yvonne had a conversation with the new CEO of the Colorado Society of CPA’s, and they wanted to know if we offer day passes to our annual meeting. We must decide if we want to do this and if we do how much do we will charge for the day pass. We would have to clarify that they are practitioner members and be prepared that some of our members might be upset about offering the day passes. The price for the annual meeting is $595 for our members so we would want to price the day pass a little more than one-third of our cost.  ***MSC – Board approved a day pass pilot at a charge of $225 or $250 for the Colorado Society of CPA’s.*** |
| **New AAA Senior Editor for Horizons** (v) – Sarah McVay  The Research and Publications Committee recommends nominating Professor Jenny Tucker at the University of Florida as the incoming Senior Editor of *Accounting Horizons*. She is very well published and has editor experience. She received unanimous support from the committee. Sara said we would like the Board to vote to approve Jenny Tucker as Senior Editor of Accounting Horizons.  ***MSC – Board approved Jenny Tucker to be the incoming Senior Editor of Accounting Horizons.*** |
| **Wrap Up & Adjourn** – Mark Dawkins |