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**DRAFT Council Meeting Minutes**

Friday, July 15, 2022

11:30 am – 1:20 pm

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| **Council Members Attending** | | | | | |
| **Board of Directors**  Robert Allen, President  Mark Dawkins, President-Elect  Elaine Mauldin, Past-President  Mark Beasley, Vice President-Finance  Anne Farrell, Vice President-Finance-Elect  Sarah McVay, Vice President-Research  and Publications  Beth Kern, Vice President-Education  Matthew Anderson, Interim Director-  Focusing on Diversity, Equity & Inclusion  Tim Rupert, Director-Focusing on  Segments  John Hepp, Director-Focusing on  Academic/Practitioner Interaction  Ann Dzuranin, Director-Focusing on  Membership  Giorgio Gotti, Director-Focusing on  International  Yvonne Hinson, Chief Executive Officer | **Council Officers**  Monte Swain, Chair  Randy Elder, Chair-Elect  Nancy Nichols, Past-Chair  **International Members-at-Large**  Cristina Florio  **Region Representatives**  Kang Cheng, Mid-Atlantic  Jason Stanfield, Midwest  Khondkar Karim, Northeast  Timothy Miller, Ohio  Sandria Stephenson, Southeast  Bambi Hora, Southwest  Angela Woodland, Western | | | | **Section Representatives**  Jennifer Reynolds-Moehrle, AAH  Diane Janvrin, AIS  Fred Mittelstaedt, APLG  LeAnn Luna, ATA  Chad Simon, AUD  Craig Sisneros, DIV  Les Heitger, FA  Brian Bushee, FARS  D. Larry Crumbley, GIWB  Suzanne Lowensohn, GNP  Chris Skousen, IAS  Cassy Budd, TLC  Sidney Askew, TYC |
| **Incoming Council Members** | | | | | |
| **Incoming Board of Directors**  Mark Taylor, President-Elect  Bette Kozlowski, Director-Focusing on  Academic/Practitioner Interaction  Norma R. Montague, Director-Focusing on  Diversity, Equity, and Inclusion | | **Incoming Council members**  **Council Chair-Elect**  Sidney Askew  **International Council Member-at-Large**  Gerlando Lima | | **Section & Region Representatives**  Sharon Lassar, APLG/Leadership  Richard Riley, FAS  Dana Hollie, DIV  Michele Frank, PI  Carolyn Hughes, TYC  Aaron Wilson, Ohio | |
| **AAA Professional Staff & Guests Attending** | | | | | |
| Steve Matzke, Senior Director, External Relations & Governance  Barbee Oakes, Chief Diversity Officer  Mark VanZorn, Chief Information Officer  Shauna Bigelow, Segment Relations Manager  Barbara Gutierrez, Governance Manager | | |  | | |
| **Board & Council Members Unable to Attend** | | | | | |
| Beth Kern, Vice President-Education  Mandy Cheng, International Council Member-at-Large  Alisa Brink, ABO  Shane Dikolli, MAS  Vaughan Radcliffe, PI | | | Robert Nehmer, SET  Richard Riley, FAS  Dana Hollie, DIV  Carolyn Hughes, TYC | | |

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| **Meeting Minutes**  ***MSC = Motion, Seconded, Carried***  ***MSF = Motion, Seconded, Failed*** |
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| **A. Welcome** - Monte Swain, Council Chair, welcomed everyone to the meeting. He introduced the incoming Council Representatives and the International Council Member-at-Large and thanked the outgoing Council members for their service. Sharon Lassar, incoming Council Representative for the new Leadership in Accounting Education Section (Leadership), gave a brief history of the merger discussions between the Accounting Programs Leadership Group (APLG) Section and the Federation of Schools of Accountancy (FSA). Monte gave an overview of eight of Council’s major duties and invited the Council to reach out to the Council leadership or AAA Staff with any questions. The agenda was reviewed with no questions or comments.  ***MSC to approve the minutes of the March 26 and April 15, 2022 Council Meetings.*** |
| **B. Chief Executive Officer Update** - Yvonne Hinson, CEO, gave an update from the March Council meeting regarding the Brazil Pilot. The Board approved the Brazil pilot during their May meeting. Full member fees are $75. Sections are in the process of determining their reduced fees and registration forms are being created. Giorgio Gotti has been working with the Brazilian accounting association and they are going to market the pilot to their members as a member benefit. If the pilot is successful, Council will vote next year to approve the permanent dues and AAA will consider expanding into other Tier 3 countries. AAA has rolled out the 5-year membership plan which allows the pre-payment of annual membership dues at today’s rate. As of July 13, 2022, 17 members have participated in the plan and 11 included one or more Sections. The Finance Department is continuing to work with many other members who want to move forward with the plan. The AAA will hold a sustainability conference February 16-18, 2023 in Washington, DC and a save the date and call for submissions will be sent soon. The dissolution of APLG is in process and the transfer of assets to the new Leadership Section will begin soon. The Leadership Section will hold a celebration reception on Sunday, July 31 during the Annual Meeting in San Diego and they will carry in their new gonfalon during the Monday, August 1 Plenary. Several initiatives aimed at combatting declining enrollment/increasing the number of students in the “pipeline” are underway and include engaging with NAF which is a curricula program in high schools located in diverse populations. Ten high school teachers are members of AAA and TLC and will be attending various upcoming AAA meetings. Other initiatives include working with CALCPA, NABA and CAQ, and creating a pilot program with CAQ. EBSCO sent a letter of intent that they will extend our contract to 2034. The production of AAA journals is moving to KGL and will result in a much faster publications process. KGL offers article-by-article publication called “publish ahead of print” allowing Clarivate to pick up the article then rather than after an article is in a journal issue. Within two to four weeks, the article will be considered “published.” The turnaround time for publication should be no more than 15 days compared to our current turnaround time of four to eight months. New revenue sources include Paperpal Preflight and Editage. Paperpal provides authors instant feedback for free and in-depth feedback for a fee and because it is tied to particular journals AAA is revenue sharing with the Sections that have journals. Editage offers pre-submission manuscript preparation services and post-review support to authors for a fee and users are not required to be AAA members. AAA and CALCPA are in the process of signing an agreement that will allow CALCPA access to our journal articles that will be used to create CPE courses. The resulting royalties will be shared with Sections because the articles can be tied to journals. The DEIB Certificate program created by Barbee Oaks is free to AAA members but non-members will be charged a fee. Barbee Oaks and Steve Matzke are researching significant grant funding sources for our diversity pipeline initiatives. Steve has produced opportunities for Sections to advertise on our website and in journals and held two sponsored webinars with one more currently planned. Mary Beth Gripshover found a new career services portal that is one-half the price of the previous portal and is producing more revenue. The 2021 Annual Meeting event platform that was created has been sold to various companies allowing us to recoup some of our production costs and IFAC and CALCPA are also interested in it. AAA membership as of July 14, 2022, is down by 25% from last year but the membership year doesn’t end until August 31, 2022. Annual Meeting registration is down but this was expected because of the continuing effects of Covid and budget cuts. |
| **C. Annual Meeting Update** – Bob Allen, AAA President, gave an overview of the 2022 Annual Meeting speakers including Janine Guillot, Patricia Dechow, Derreck Kayongo and Mark Dawkins. |
| **D. Diversity, Equity, and Inclusion (DEI) Update** – Barbee Oaks, Chief Diversity Officer, gave a brief overview of the status of the DEIB certificate. The soft launch began on July 10, 2022, and annual meeting panel participants and moderators were given access as well as the Board, Council and DIV Section Leadership. The eight modules are divided into Foundations 1 and Foundations 2. The first two modules are now required to be taken consecutively, and after passing a brief test you will receive a Foundations 1 digital badge. Foundations 2 modules can be taken in any order, and upon completion of a brief test you will receive a Foundations 2 digital badge. She has been meeting with partner firms interested in supporting our DEIB initiatives and has been invited to present at a couple of Section midyear meetings. She will be sharing results of the second diversity survey soon. Work will soon begin on forming a steering committee that will help develop the next DEIB certificate called Inclusive Classroom. |
| **E. Governance Committee Update** – Mark Dawkins, AAA President-Elect and past Chair of the Governance Committee, reminded everyone that the proposed revisions to the AAA Bylaws have been posted for the required 90 days to members and that voting opens today. A single-topic email will be sent to all members except students today with a link to the ballot.  Jennifer Reynolds-Moehrle, AAH Council Representative, advised that members have asked her about the process by which the AAA Event Code of Conduct was created adding that there isn’t a concern over the content. Mark Dawkins, Yvonne Hinson, Bob Allen, Elaine Mauldin, and Mark Beasley described the process by which the Event Code of Conduct was created. It was recommended by the AAA attorney. At any kind of AAA meeting, the AAA has purview over the attendees. It’s a policy that was voted on by the Management Team and then approved by our attorney. Monte Swain invited Jennifer to contact incoming Council Chair, Randy Elder, if she would like to have additional discussions about this with Council this fall. Mark Dawkins invited Jennifer to contact Yvonne and him with any further questions or concerns. |
| **F. Council Ballot Committee (CBC) Chair Overview** – Monte Swain discussed the entire AAA Board of Directors Nominations and Election Process chart and explained that for this year nominators do not need to contact nominees prior to nominating them for one of the five open Board positions. The Call for Nominations will open in August and during September, the AAA Nominations Committee will meet to vet nominees and those who are qualified will be asked if they are willing to be nominated and to serve if elected. Monte explained the responsibilities of the CBC Chair and the electronic voting process and reviewed the two candidates on the slate: Alisa Brink and Khondkar Karim. Voting took place electronically following the Council meeting.  ***Following the July 15, 2022, Council Meeting, Alisa Brink was elected as the 2022-2023 Council Ballot Committee Chair.*** |
| **G. Reflections on 2021-2022 –** Monte Swain reviewed milestone events over the past year that Council has participated in: July 2021, Council voted to approve a position statement put forth by the Council Advocacy Review Committee, “Resolution in Support of Science, Technology, Engineering and Math (STEM) Designation for Accounting Programs.” In August 2021, Council wrote a letter regarding the CPA Evolution & Model Curriculum Update stating that Council feels there are strategic problems with the Model Curriculum. This letter was delivered to the AICPA and to more than 1,200 accounting academic universities in the US along with a position letter from the AAA Education Committee and several Segments. In November 2021, Council populated the slate for the 2022-2023 Board Position of Director-Focusing on Diversity, Inclusion and Equity (DEI); discussed and provided feedback to the DEI Committee and elected six Council members to serve on the Council Committee on Awards Committee (CCAC). In March, Sidney Askew was elected as the 2022-2023 Council Chair-Elect; Membership dues for 2022-2023 were approved, five members of the 2022-2023 AAA Nominations Committee were elected; Council voted to forward the Bylaws as revised by the Governance Committee after the Council Meeting to the membership for a vote; a discussion took place on the best strategies for rolling out the DEIB Certificate created by Barbee Oakes, and Council provided feedback on the role of Segment leaders in the DEIB initiative. In April, Council continued discussions of the buy-in and roll-out of the DEIB Certificate. During today’s meeting, an overview of the Council Ballot Committee Chair responsibilities was shared with Council and the election will take place electronically following the meeting. |
| **H. Looking Ahead to 2022-2023** – Randy Elder, Council Chair-Elect, thanked Monte for a great year leading Council which was followed by thanks from many other Council members. In the year ahead, the Call for Nominations for the Council Committee on Awards Committee (CCAC) will open in September and close in October. The November Council meeting will take place in-person at the Gaylord Rockies in Denver, which is the location of the 2023 Annual Meeting. During the November meeting, the Council Ballot Committee (CBC) will meet to elect nominees for the 2023-2024 Board position of Director-Focusing on International and to discuss the nominees for CCAC. The election of the six CCAC members will take place electronically following the meeting. In January 2023, the Call for Nominations for the 2023-2024 Council Chair-Elect and the 2023-2024 AAA Nominations Committee will open. Last year it was Council leadership who reached out to the Segment presidents for nominations, but this year Council is encouraged to reach out to their Segment leadership to encourage them to nominate for the AAA Nominations Committee so that there is a large pool of nominees again this year. In March there will be a virtual Council meeting where a discussion will take place about the Council Chair-Elect and the AAA Nominations Committee. Both elections will take place electronically after the meeting. CCAC will begin the process of populating the AAA award committees in March. Randy stressed that only Council members who attend meetings can vote and encouraged Council to find an alternate Segment member to fill in if someone isn’t able to attend a meeting. Alternates can vote in the place of the Council member. In April, a virtual meeting will be held. In June, the Council chairs elect members of the Council Advocacy Review Committee and the Call for Nominations for Council Ballot Committee Chair opens. In July, a virtual meeting will be held and the election for the Council Ballot Committee Chair will be held electronically after the meeting. Additionally, Randy reminded Council to embrace membership, diversity, and financial changes, to continue to maintain strong communication with their Segment leaders and reiterated that it is Council’s responsibility to make sure that there is increased participation in nomination opportunities. |
| The meeting adjourned at 1:20 pm. |