American Association of Collegiate Registrars and Admissions Officers
Minutes of the Meeting of the Board of Directors
January 12, 2011
Conference Call

Board Members in Attendance: Betty Huff, Wanda Simpson Munson, Nora McLaughlin, Bruce Cunningham, Nancy Krogh, Adrienne McDay, Brad Myers, Michele Sandlin, Jeff von Munkwitz-Smith, Robert Watkins

Call to Order

President Betty Huff called the meeting to order at 2:02 p.m. Central Standard Time.

Approval of Agenda

MOTION 2011.01.01 – It was duly moved and seconded that the agenda be approved with the addition of an item to discuss the Public Policy Advisory Committee. APPROVED

Minutes

MOTION 2011.01.02 – It was duly moved and seconded to approve the minutes of the December 4, 2010 Executive Session Board Meeting. APPROVED

MOTION 2011.01.03 – It was duly moved and seconded to approve the minutes of the October 8-9, 2010 Board Meeting as revised. APPROVED

Reports of Officers

President Huff

President Huff announced that Kenneth Servis has resigned from the Public Policy Advisory Committee and she will appoint Monique Snowden to the Committee. Board members concurred with the selection. President Huff asked the Board to review the February Board Meeting draft agenda and to send her any recommended changes.

Past President Simpson Munson

On behalf of the Awards Committee Past President Simpson Munson presented the nominees for 2011 awards.

MOTION 2011.01.04 – It was duly moved and seconded to approve the candidate(s) for Honorary Membership for outstanding contributions to AACRAO. APPROVED

MOTION 2011.01.05 – It was duly moved and seconded to accept the recommendation of the Past President's Committee comprised of Ange Peterson, Bill Haid, Heather Smith, and Paul Aucoin for the Thomas A. Bilger Citation for Service. APPROVED

MOTION 2011.01.06 – It was duly moved and seconded to accept the recommendations of the AACRAO Awards Committee for award recipients for the following awards:

- Achieving Professional Excellence in Education Administration (APEX) Award
- Distinguished Service Award

- Founders Award for Leadership
- Elbert W. Ockerman State and Regional Professional Activity Award
- Exemplary New Member

APPROVED

MOTION 2011.01.07 – It was duly moved and seconded to accept the recommendation from the Vice President of International Education for the Excellence in International Education award. APPROVED

MOTION 2011.01.08 – It was duly moved and seconded that the Board move into executive session to discuss personnel business. APPROVED

The Board reconvened in regular session at 3:15 p.m. Central Standard Time.

Old Business
MOTION 2011.01.09 – It was duly moved and to approve the proposed FY 2011-2012 budget to be presented to the membership at the 2011 Annual Meeting. APPROVED

Adjournment
MOTION 2011.01.10 – It was duly moved and seconded that the Board of Directors meeting be adjourned. APPROVED

The Board of Directors meeting adjourned at 3:21 p.m. Central Standard Time.

Attachments
October 8-9, 2010 Board Meeting REVISED
Proposed FY 2011-2012 Budget

American Association of Collegiate Registrars and Admissions Officers
Minutes of the Meeting of the Board of Directors
October 8-9, 2010
Chicago, IL

Board Members in Attendance: Betty Huff, Wanda Simpson Munson, Nora McLaughlin, Bruce Cunningham, Nancy Krogh, Adrienne McDay, Brad Myers, Michele Sandlin, Jeff von Munkwitz-Smith, Robert Watkins

Staff Members in Attendance: Jerome Sullivan, Matt Ogle, Adnan Bokhari (by phone)

Guests: Robert Doolos, Chair of Task Force on Association Governance

Call to Order

President Betty Huff called the meeting to order at 11:03 a.m. Central Daylight Time on October 8, 2010.

Approval of Agenda

MOTION 2010.10.01 – It was duly moved and seconded that the agenda be approved. APPROVED

Minutes

MOTION 2010.10.02 – It was duly moved and seconded that the minutes from the meeting of the Board of Directors on September 22, 2010 be approved. APPROVED

Reports of Committees

Finance and Investments Committee

Adnan Bokhari, AACRAO Accountant, joined by telephone and presented a preliminary summary of Fiscal Year 2010.

The committee is working on a proposal developed with Arun Sardana, financial consultant to AACRAO, to consolidate the Association's investment accounts and will have further information at the December Board Meeting.

The committee is reviewing proposals to update the per diem and alcohol policies. They have a summary of the insurance and are reviewing and will bring a report to the full Board in the coming months. AACRAO staff is currently in the early stages of FY2011-12 budget planning process. The committee has requested that as a part of that process, the four major business lines prepare a short summary of business plans. The committee also discussed declining member dues revenues and what that means for the association in terms of loss of revenue and also reduction in membership.

The Board recessed for lunch at 12:08 p.m. Central Daylight Time.

Board reconvened at 1:02 p.m. Central Daylight Time.

Governance Committee
The committee brought forward a procedure for keeping executive session minutes. The committee took suggestions and will bring forward a motion under new business.

MOTION 2010.10.03—It was moved and seconded that the Board approve the following procedure to update the Board Handbook.

Maintenance of Handbook
All changes to AACRAO Board policy should be reflected in the Board Handbook. The Governance Committee and the Board Liaison at the National Office will be responsible for keeping the Board Handbook updated and will make the Handbook available at the Board Website. Only the most current version of the Handbook will be maintained.

Revisions to Handbook
The following process should be used to propose changes to the Board Handbook.

1. All Board members may make motions for revisions to the Board Handbook.
2. Revisions, additions, deletions, or any other action involving the text, placement, formatting, etc., of the Board Handbook must be submitted to the Board for approval. The proposal should include the area in the Handbook that should be revised, added, or deleted.
3. If approved, the Board member presenting the change(s) must submit the official approved document(s) to the Governance Committee in the appropriate format used in the Handbook.
4. The Board will authorize the Governance Committee and the Board Liaison to revise the Board Handbook.
5. The Board will be notified when the revised Handbook is posted to the Board website.

APPROVED

The committee reported it will conduct an exercise for the Board during the Executive Session as a part of its charge to implement an ongoing education program for the Board.

MOTION 2010.10.04—It was moved and seconded to invite the Board nominees who will stand for election at the Annual Meeting in 2011 to the Leadership Meeting in December 2010.
APPROVED

Task Force Governance Final Report
Robert Doolos, Chair of the Task Force on Association Governance, joined the Board to discuss the Final Report of the Task Force on Association Governance.

The meeting adjourned for the day at 4:00 p.m.

Board reconvened at 8:38 a.m. Central Daylight Time on Saturday, October 9, 2010.

The discussion of the Final Report of the Task Force on Association Governance continued.

Audit Committee
The auditor has been hired and the IRS Form990 has been completed. The auditor has been hired for five years with a review to occur after three years.

Strategic Planning/Program Review Committee
The committee supports having a joint meeting with the Finance Committee in December. They are working to combine the charter of the Strategic Planning and Program Review and Development Committees. Associate Executive Director Barnett is reviewing all of the Association's Professional Development offerings and the committee is planning to speak with her about that when she is finished. Vice President Sandlin is reviewing all of the Group I Annual Meeting's sessions for applicability to large institutions. The committee is considering requesting that a significant portion of summer 2011 Board Meeting be devoted to strategic planning. Topics will include an environmental scan, the potential impacts of governance task force report, the environment in which AACRAO members operate, and other questions that may arise and be appropriate. President Huff noted that she received a comment from a member who asked the committee to review opportunities to recognize members who are using AACRAO resources, specifically offices that regularly use the Registrar's Self-Audit.

Compensation Committee
The Compensation Committee is currently reviewing position descriptions for the AACRAO office executive staff. The Compensation Committee would like to explore membership for the Board with organizations like BoardSource and whether they would be beneficial.

December Leadership Meeting
President-elect McLaughlin discussed the draft agenda for the December Leadership Meeting. She proposed that the Board meet on Friday, but then join the AACRAO leadership meetings on Saturday and on Sunday morning. She stated that the Program Committee had suggested that an article be provided to the attendees that can be used as a conversation topic to allow the leaders to focus on a topic of importance to the association and to higher education, in addition to the details of the program planning. There will be a reception on Capitol Hill on Friday night.

She asked that Board members who are attending state and regional meetings encourage state and regional leadership to come to the December meeting. They may RSVP to Matt Ogle. Meals and reception are covered for state and regional leaders while they are responsible for travel, hotel, and other expenses.

Reports of Officers

Vice President Sandlin
Vice President Sandlin reported that all of the committee chairs in her group are returning. She is working with Nathan Fuerst, chair of the Admissions Policies and Practices Committee, to have his committee propose a session on the common application.

Vice President Myers
Vice President for Records and Academic Services Myers reported that the Electronic Transcript Task Force recently submitted their draft report. It will be finalized and made available soon. Online Reg 101 begins next week and is already full. Since both offerings this year were full, we may offer the course three times in 2011. The course will be offered using Moodle. Reg 101 will again be offered at SEM in November. Glenn Munson is coordinating the program.

Vice President for Finance Krogh
Vice President Krogh asked the Board to review the draft alcohol policy that was sent with the Board materials.

Vice President Cunningham
Vice President for Leadership and Management Development Cunningham reported the State and Regional Committee put together a survey to help them find ways to make information sharing between State and Regional organizations easier. The Mentor Committee and Member Relations Committee may merge. There will be a conversation on this at the December Leadership meeting. Vice President Cunningham commends the Board for taking time to visit the State and Regional meetings. He stated he is going to revise the state and regional visit survey to include questions relating to location and leaders for the next meeting of the State and Regional meeting. He will be preparing a policy statement regarding receiving requests and making assignments to state and regional meetings. He also requested new and updated version of the AACRAO Update and Government Relations presentations for the Board members to take to upcoming state and regional meetings.

Vice President von Munkwitz-Smith
The AMS Advisory Committee met at the AACRAO office to begin discussions. They had presentations from five vendors to allow the committee to understand what is possible and what is required at AACRAO for a new system. The committee is also considering features that offer utility vs. those features that allow strategic development of the Association. A smaller group of the committee is working on a project charter that they hope will be ready for the December Board meeting.

Vice President Watkins
Vice President for International Education Watkins reported AACRAO is renewing the Baden-Württemberg Memorandum of Understanding. The School of Record working group's task is progressing, and they hope to have something by the end of the calendar year. Melanie Gottlieb will be replaced by Deanna Williams as Program Chair for Group II. Jennifer Minke will step in as new chair of IPAC to replace Ms. Williams.

Vice President McDay
Vice President for Access and Equity McDay spoke with the chairs of her committees to discuss the December Leadership Meeting and other committee items. She also discussed the possibility of holding the cultural diversity luncheon jointly with all of the caucuses in Seattle. This will be discussed in greater detail at the leadership meeting in Washington. Her chairs are expecting an update on the Committee Handbook in December.

Past-President Simpson Munson
Past President Simpson Munson reported the Awards Committee is upgrading the nominations system with the help of the AACRAO office. The system was developed based on the leadership nominations system. Past President Simpson Munson thinks this will help the committee be more successful in soliciting awards nominations. She was contacted by the Nominations and Elections Committee and is planning to speak with them at their meeting on October 14-16.

President-Elect McLaughlin
President-Elect McLaughlin plans to work with the incoming president-elect at the December Leadership Meeting. Seattle Annual Meeting planning is coming along nicely.

President Huff
President Huff reported she has the nominees for the membership list for the Public Policy Advisory Group. She will announce the group and the chair when she has spoken with each of the members. She asked for Board comment about establishing a fund contributing to AACRAO in memoriam for members or former members who have passed away. Executive Director Sullivan noted that he is working with a grant firm that puts together a program that accepts such gifts as well as a program to encourage members to donate funds in their will to support AACRAO. The Board voiced support for these programs and President Huff will put together a proposal for a future meeting for the Board.

Executive Director Report
There are a series of meetings going on to examine the website with the company Vanguard. Vice President Krogh asked about the web contract. Mr. Sullivan stated the contract scope is to collect qualitative data about what members are looking for on the website and how to redesign the site to help members to navigate the site easily. Vice President Krogh asked about length of contract. Executive Director Sullivan reported it will continue until the tasks and scope identified in the contract are completed. IES has upgraded its imaging system and is experiencing some problems with the process. He reported that he is working on efforts to establish linkages with other international higher education agencies including France and Mexico. Jeff Petrucci is working on developing contacts with ministries of education in Hong Kong and China. An IES intern is working on developing a taxonomy of all of their degrees and certificates. The SEM conference is in November and early registrations are ahead of last year, and the room block is filled. Mr. Sullivan pointed the Board to his report for more information.

The Board recessed for lunch at 12:16 p.m. Central Daylight Time.

The Board reconvened at 1:02p.m. Central Daylight Time.

Old Business
MOTION 2010.10.05—It was moved and seconded to amend the agenda to move the discussion of Action Items to after New Business. APPROVED

MOTION 2010.10.06—The Governance Committee moved and seconded to approve the following policy regarding the taking and keeping of minutes for Executive Session of the Board of Directors and that the new policy be placed in the Board Handbook:

When the AACRAO Board goes into Executive Session, minutes will be taken by the Board Secretary. These minutes will be kept by counsel, separate from the regular minutes of the AACRAO Board meeting, and will be made available, upon written request, only to the Board and those who participated in the Executive Session. The regular minutes of the Board meeting will contain the motion to go into Executive Session, a general description of what was discussed in that Executive Session, and any formal decisions that were made in that session, but no details about the discussion or the decisions, if any, made as a result of that discussion, should be included in the regular meeting minutes.

APPROVED

New Business

MOTION 2010.10.07—The Finance and Investments Committee moved and seconded to approve the following change in language to the Board Handbook and travel policy:

Proposed Policy for alcoholic beverages section to be inserted under AACRAO's existing travel policy in C.4.1:

Alcoholic beverages – In general, costs for alcoholic beverages, with or without meals, are considered a personal expense and will not be reimbursed by AACRAO. However, alcoholic beverages purchased under the following circumstances are a permissible business expense and may be charged to AACRAO:

1) Purchase of alcoholic beverages by the Executive Staff and/or members of the Board of Directors when developing or maintaining business relations with sponsors and other key stakeholders where the expenditure would be deemed usual, customary and reasonable. Authorized individuals should consult with the Executive Director prior to the expenditure.
2) Service of alcoholic beverages at AACRAO sponsored events, when explicitly authorized by the Executive Director.

For those expenditures qualifying under items 1 or 2, detailed receipts are required for reimbursement.

APPROVED

MOTION 2010.10.08 It was moved and seconded to record that Robert Doolos, Chair of the Governance Task Force, be commended for his role as Chair of the Task Force and appreciation expressed to him and the members of the Task Force for the quality of the content of the Final Report submitted to the Board August 31, 2010. APPROVED

MOTION 2010.10.09—It was moved and seconded to accept of the Final Report of the Task Force on Association Governance. APPROVED

The Board discussed the report. President Huff noted that the report contained three parts: the recommendations, the bylaw changes, and the implementation timelines. She recommended the Board begin discussion of the recommendations. The Board agreed that the Final Report should be presented to the membership, but that the Board also has a responsibility to consider any bylaw changes to the membership. Discussion continued on procedures for consideration of the report. The ad hoc group will meet to discuss format for future discussion on the Task Force Report. President Huff will draft a cover letter to send the final report to the membership.

MOTION 2010.10.10—It was duly moved and seconded that the Board move into executive session to discuss Governance Committee and Compensation Committee business. APPROVED

Adjournment
MOTION 2010.10.111 – It was duly moved and seconded that the Board of Directors meeting be adjourned. ADOPTED

The Board of Directors meeting adjourned at 5:22p.m. Central Daylight Time on October 9, 2010.

Attachments
Board of Directors Meeting Minutes, September 22, 2010
Executive Director Report October 2010

American Association of Registrars and Admissions Officers
2010/2011 Budget Worksheet
Detailed Master Proposed Budget

	Annual Meeting	Gov't Relations	Communications	Research	General Admin	MIS	Governance	Meetings	Member Services	Marketing	IES	AC	Pubs	Sub-total	Projects	Operating Total
Revenue																
Advertising	8,000	-	6,000	-	-	-	-	-	140,000	-	-	-	-	154,000	-	$ 154,000
Contributions	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Corporate/associate dues	-	-	-	-	120,000	-	-	-	-	-	-	-	-	120,000	-	120,000
Exhibit fees	409,645	-	-	-	-	-	-	180,550	-	-	-	-	-	590,195	-	590,195
Grant/contract income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest income	-	-	-	-	10,000	-	-	-	-	-	-	-	-	10,000	-	10,000
Investment gain/(loss)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Label/mailing list income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Management fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Member dues	-	-	-	-	2,315,435	-	-	-	-	-	-	-	-	2,315,435	-	2,315,435
Other income	12,530	-	-	-	-	-	-	-	-	-	-	-	-	12,530	-	12,530
Publication sales	-	-	35,000	-	-	-	-	-	-	-	-	-	477,800	512,800	-	512,800
Registrations	937,840	-	-	-	-	-	-	905,455	-	-	40,000	2,500	-	1,885,795	-	1,885,795
Service fees	-	-	-	-	-	-	-	-	-	-	1,410,000	950,000	-	2,360,000	-	2,360,000
Sponsorship revenue	108,550	-	-	-	-	-	-	136,400	11,000	-	-	-	5,000	260,950	-	260,950
Total Revenue	1,476,565	-	41,000	-	2,445,435	-	-	1,222,405	151,000	-	1,450,000	952,500	482,800	8,221,705	-	8,221,705
Personnel costs																
Salaries and Wages	190,217	103,997	144,138	66,844	484,968	276,391	54,264	214,954	148,028	11,866	496,176	160,678	80,307	2,432,828	-	2,432,828
Fringe Benefits	37,302	20,394	28,265	13,108	95,102	54,200	10,641	42,128	28,975	2,327	94,267	31,509	15,748	473,967	-	473,967
Payroll Taxes	13,829	7,561	10,479	4,860	35,257	20,094	3,945	15,616	10,738	863	34,947	11,681	5,838	175,707	-	175,707
Total Personnel costs	241,347	131,951	182,882	84,812	615,327	350,685	68,850	272,699	187,741	15,056	625,389	203,868	101,894	3,082,502	-	3,082,502
Other expenses																
Advertising and promotion	23,793	4,000	22,500	-	-	-	-	17,379	13,000	-	6,000	5,000	14,000	105,672	-	105,672
Awards, scholarships and grants	2,400	2,000	-	-	4,000	-	-	-	-	-	-	-	-	8,400	-	8,400
Bad debt	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Bank charges	36,041	-	1,057	-	85,697	-	-	33,040	3,432	-	28,705	56	11,129	199,157	-	199,157
Consulting/outside services	119,330	16,000	94,000	4,500	90,100	20,000	-	193,181	16,400	-	300,800	455,000	57,620	1,366,931	-	1,366,931
Contingency expenses	-	-	-	-	83,010	-	-	-	-	-	-	77,574	-	160,584	-	160,584
Depreciation	-	-	-	-	245,000	-	-	-	-	-	-	-	-	245,000	-	245,000
Equipment rental	16,500	-	1,000	-	5,000	-	2,000	3,000	7,450	-	-	-	500	35,450	-	35,450
General taxes	-	-	-	-	5,000	-	-	-	-	-	-	-	-	5,000	-	5,000
Insurance	6,577	-	2,670	-	31,000	-	-	3,623	-	-	-	-	1,770	45,640	-	45,640
Interest	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Legal and accounting	-	-	-	-	327,080	-	-	-	-	-	-	-	-	327,080	-	327,080
Lodging	92,340	3,500	-	-	14,500	-	26,400	42,958	2,400	-	4,000	5,800	3,700	195,598	-	195,598
Marketing	-	-	-	-	-	-	-	-	14,900	-	4,000	2,000	19,900	40,800	-	40,800
Meals and entertainment	16,335	6,000	3,000	1,000	10,500	1,750	70,100	13,010	2,000	-	5,900	7,700	4,000	141,295	-	141,295
Meeting costs	424,385	-	500	1,000	-	-	45,400	376,713	200	-	2,000	4,000	1,600	855,797	-	855,797
Memberships and subscriptions	-	10,000	27,100	5,500	10,000	5,000	800	-	950	-	-	750	500	60,600	-	60,600
Other expenses	4,000	-	-	-	550	-	-	4,000	4,000	-	500	-	1,300	14,350	-	14,350
Postage and delivery	1,500	-	35,000	-	2,700	150	2,775	6,474	7,300	-	9,000	3,600	17,950	86,449	-	86,449
Printing, production and duplicating	26,822	500	96,500	-	5,150	200	3,950	39,157	16,500	-	1,800	6,600	59,600	256,778	-	256,778
Registration fees	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Rent	32,745	15,596	7,904	8,292	101,832	40,401	5,293	14,608	22,865	-	37,685	11,644	6,351	305,216	-	305,216
Supplies, equipment and maintenance	13,826	120	1,034	83	27,867	18,000	1,048	8,543	660	-	15,958	600	636	88,375	-	88,375
Communications/internet	10,041	1,474	2,801	979	29,963	20,478	3,257	15,191	2,758	-	9,476	9,892	1,421	107,731	-	107,731
Temporary assistance	6,000	14,000	-	-	-	-	-	1,224	500	-	-	-	250	21,974	-	21,974
Training and development	1,500	5,000	4,000	2,000	7,000	8,000	800	-	500	-	-	-	250	29,050	-	29,050
Travel	38,500	7,000	4,000	2,000	8,500	2,000	83,400	33,800	1,000	-	7,400	14,350	7,800	209,750	-	209,750
Total Other Expenses	872,634	85,190	303,066	25,354	1,094,449	115,979	245,223	805,900	116,815	-	433,224	604,566	210,277	4,912,677	-	4,912,677
Total Expenses	1,113,982	217,141	485,948	110,166	1,709,777	466,664	314,073	1,078,599	304,556	15,056	1,058,613	808,434	312,171	7,995,179	-	7,995,179
Change in Net Assets	362,583	(217,141)	(444,948)	(110,166)	735,658	(466,664)	(314,073)	143,806	(153,556)	(15,056)	391,387	144,066	170,629	226,526	-	226,526