

MINUTES  
BOARD OF TRUSTEES  
ASSOCIATION OF CLINICAL RESEARCH PROFESSIONALS  
ALEXANDRIA, VA  
FEBRUARY 8, 2020

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Pursuant to notice duly given, Erika Stevens, Vice Chair, called to order, a meeting of the Association of Clinical Research Professionals (ACRP) Board of Trustees on Saturday, February 8, 2020, at 8:37 a.m. ET.

Trustees Present: Paul Evans, Chair (partial attendance); Erika Stevens, Vice Chair; David Morin, Treasurer; John Neal, Immediate Past Chair; Catherine Shuster, Public Member; Sergio Armani; Anne Blanchard; Christina Brennan; Jennifer Byrne; Elisa Cascade; Deborah Driscoll; Glenda Guest; Ernest Prentice (by teleconference); Christine Senn

Trustees Absent: Virginia Nido

Others Present: Jim Kremidas, Executive Director and Secretary; Kevin McCourt, Chief Operating Officer; Christy Herz, Director of Governance; Andy Powell, Partner, Halt Buzas & Powell, Ltd. (partial attendance); Timothy Franson, David Zook and Matthew Rubin, Faegre Drinker Consulting (partial attendance).

APPROVAL OF MINUTES AND INTRODUCTIONS

With four new members joining the Board of Trustees, each board member was asked to introduce themselves.

Action No. 1: Motion was made by Ms. Guest, seconded by Ms. Cascade and carried unanimously, approving the December 11, 2019 meeting minutes.

A copy of the December 11, 2019 meeting minutes is attached as Exhibit A.

FINANCIAL PRESENTATION

John Neal, Immediate Past Chair, presented “Understanding Nonprofit Financial Statements” to orient the Board to reading financial statements.

## TREASURER'S REPORT

David Morin, Treasurer, presented the Treasurer's Report, inviting Andy Powell, Partner, Sikich LLP, to review the financial statements as of November 30, 2019 and the flash report as of December 31, 2019. An error was noted in the Net Quick Working Capital amount listed on the flash report. Mr. Powell will correct it and the document will be resent to the Board.

Jim Kremidas, Executive Director, provided a 2018 Audit Report as well as an Investment Update. The audit is expected to begin in March.

A signatory authorization resolution was discussed, authorizing Dr. Morin, 2020 ABoT Treasurer, to have signature authority for the Association and the Academy.

Action No. 2: Motion was made by Mr. Neal, seconded by Ms. Blanchard and carried unanimously, approving the Signatory Authorization resolution.

The 2020 dues increase was discussed, and it was noted that we have had very few complaints about the increase. A suggestion was made to consider smaller dues increases each year instead of a larger one every ten years.

It was noted that annual conference registration is up, but exhibitor sales are down. It was recommended that we reach out to Cognizant to replace TransCelerate as an exhibitor. It was suggested that we hold a session at the conference on what you get as an ACRP member and how to access those resources.

Copies of the financial statements and the flash report are attached to these minutes as Exhibit B.

A copy of the Investment Report is attached as Exhibit C.

A copy of the Signatory Resolution is attached as Exhibit D.

## EXECUTIVE DIRECTOR'S REPORT

Jim Kremidas, Executive Director, reported that he is looking into changing the organization's accounting service provider.

Mr. Kremidas reviewed the organization's 2019 performance objectives and accomplishments and 2020 objectives and metrics. It was noted that SCRS should be added to the strategic alliances' objective. It was suggested that we consider approaching IACRN, the International Association of Clinical Research Nurses, for a possible alliance.

An opportunity for collaboration with CITI, Collaborative Institutional Training Initiative, was discussed and it was decided that we do not want to pursue it other than for promoting our certification programs.

Participation in a Saudi Arabia Conference was discussed, and it was noted that we should obtain more information on how many women will participate and other American universities/ institutions doing business there to validate our participation.

The Partners in Workforce Advancement (PWA) initiative was discussed. Mr. Kremidas will send detailed information about the tiers of sponsorship of the PWA to the Board and schedule a webinar to discuss it.

Mr. Kremidas provided an update on the new training and development platform which has been received very well, along with a tentative conference schedule for ACRP 2020.

Copies of the 2019 performance objectives and accomplishments and 2020 objectives and metrics are attached as Exhibit E.

A copy of the draft 2020 ACRP conference schedule is attached as Exhibit F.

### ACRP MISSION AND POSITION STATEMENTS

The Board discussed proposed changes to ACRP's mission and position statements and core values. Notes were taken and it was recommended that ACRP's marketing and communications team finalize the mission, vision and position statements, removing wordiness and repetitiveness.

Action No. 3: Motion was made by Ms. Guest and seconded by Ms. Blanchard to add the core values of trust and confidence to ACRP's Core Values policy.

Discussion ensued and an amendment was made to the motion by Ms. Stevens, seconded by Ms. Driscoll, and carried unanimously to remove the word trust from the motion and add that staff should draft text to the policy describing the new value.

The original motion with amendment was voted on and approved unanimously: to add the core value of confidence to ACRP's Core Values Policy, the text describing the new value to be drafted by ACRP staff.

The board member's role in governance and as ambassador of the organization was discussed. Discussion ensued about what it means to be on a board and the expectations of board members. The Five W's of Board Membership were highlighted: Wisdom, Work, Wealth, Witness and Wallop. It was suggested that this information be shared with new board members at their orientation as well as with the Nominating Committee as they seek candidates for the board.

Copies of the proposed mission, position, and values statements are attached as Exhibit G.

A copy of the board member's role handout is attached as Exhibit H.

## ALLIANCE UPDATE

Paul Evans, Chair, introduced Timothy Franson, David Zook and Matthew Rubin of Faegre Drinker Consulting to provide an update on the development of a National Alliance Initiative and receive feedback from ABoT members. It is proposed that ACRP gather and lead other organizations with shared interests in a collaborative effort to advance the stakeholders' interests. A National Alliance Initiative update will be added to the April 2020 ABoT meeting agenda.

A copy of the National Alliance presentation is attached as Exhibit I.

## COMMITTEE/BOARD LIAISON REPORTS

Paul Evans, Chair, reported that the Executive Committee will conduct the Executive Director's annual review and develop a succession plan for the Executive Director this year.

Glenda Guest, Board of Trustees Liaison to the Academy Board, provided a report on the Academy's December 17 meeting and noted that the Academy Board would like to have the opportunity to review any changes proposed to the organization's Code of Ethics. It was noted that we should continue to invite the Academy's Treasurer to the Finance Committee's November budget planning meeting.

Ernest Prentice, Governance Committee Chair, informed board members of an upcoming online Board Needs Assessment survey board members will be asked to take in preparation for selecting candidates for the 2021 Board. It was recommended that a matrix of current board member characteristics be developed once survey results are received.

Dr. Prentice reported that a subcommittee of the Governance Committee (Dr. Senn, Ms. Blanchard, and Ms. Shuster) will be conducting the Triennial Bylaws Review and hope to have any proposed changes for Governance Committee review by May 1.

Dr. Prentice presented revisions to four policies and one bylaw article for Board consideration. The revisions are proposed by the Governance Committee to clarify the Board nominations process.

Action No. 4: Motion was made by Ms. Stevens, seconded by Ms. Blanchard and carried unanimously, approving proposed revisions to the Recusal from Trustee Nomination Process.

Action No. 5: Motion was made by Ms. Byrne, seconded by Mr. Armani and carried unanimously, approving proposed revisions to the Nominations and Election Policy.

Action No. 6: Motion was made by Dr. Morin, seconded by Mr. Neal and carried unanimously, approving proposed revisions to the Nominating Committee Charge.

Action No. 7: Motion was made by Ms. Blanchard, seconded by Dr. Brennan and carried unanimously, approving proposed revisions to the Leadership Responsibilities Description – all Trustees.

Action No. 8: Motion was made by Ms. Blanchard, seconded by Ms. Shuster and carried unanimously, approving proposed revisions to Article V, Section XIV of the Bylaws.

John Neal, Immediate Past Chair, reported that the Nominating Committee is meeting February 12 and will be orienting new members as well as discussing a committee timeline for the year.

Anne Blanchard, ABoT Liaison to the Content Committee, reported on the committee's call schedule and project updates. The committee will hold its first call on February 18,

On behalf of the Professional Ethics Committee, Christy Herz, Director of Governance, reported that the Board's edits to the Ethics Committee's proposed revisions to the Code of Ethics and Discipline and Complaints Policy have not yet been reviewed by the committee, due to the change in committee leadership for the new year. It is on their agenda for their first meeting of the year, scheduled in February. The Academy Board will have an opportunity to review the final proposed revisions to the Code of Ethics.

A copy of the Academy Board liaison update is attached as Exhibit J.

Copies of proposed policy and bylaws revisions are attached as Exhibit K.

A copy of the Content Committee update is attached as Exhibit L.

### MEMBERSHIP REPORTING DASHBOARD

Kevin McCourt, Chief Operating Officer, featured ACRP's membership reporting dashboard.

Paul Evans, Chair, asked if anyone wished to hold an Executive Session. No need was seen for an Executive Session. He closed the meeting with a reminder to all board members of two opportunities to bring revenue into the organization: 1) obtain exhibitors to the ACRP annual conference and 2) obtain members for the Partners in Workforce Advancement initiative.

There being no further business, the meeting adjourned at 2:50 p.m. ET.

Respectfully Submitted,



Jim Kremidas  
Executive Director and Secretary