

MINUTES
BOARD OF TRUSTEES
ASSOCIATION OF CLINICAL RESEARCH PROFESSIONALS
ALEXANDRIA, VA
DECEMBER 11, 2019

Pursuant to notice duly given, John Neal, Chair, called to order, a meeting of the Association of Clinical Research Professionals (ACRP) Board of Trustees on Wednesday, December 11, 2019, at 2:03 p.m. ET.

Trustees Present: John Neal, Chair; Paul Evans, Vice Chair; Erika Stevens, Treasurer; Guy Iannuzzi, Public Member; Anne Blanchard; Jennifer Byrne; Elisa Cascade; Glenda Guest; David Morin; Virginia Nido; Ernest Prentice; Christine Senn

Trustees Absent: Kathy Kimmel, Immediate Past Chair

Others Present: Jim Kremidas, Executive Director and Secretary; Kevin McCourt, Chief Operating Officer; Beth Harper, Workforce Innovation Officer; Christy Herz, Director of Governance; Andy Powell, Partner, Halt Buzas & Powell, Ltd. (Partial Attendance)

APPROVAL OF MINUTES

Action No. 1: Motion was made by Mr. Iannuzzi, seconded by Ms. Guest and carried unanimously, approving the November 16 meeting minutes.

A copy of the November 16, 2019 meeting minutes is attached as Exhibit A.

GOVERNANCE COMMITTEE REPORT

Ernest Prentice, Governance Committee Chair, reported that the committee is working on revisions to nominations and elections process policies and will propose changes at the next Board meeting. He reported that the Governance Committee is recommending continuing elections via a slate of candidates, rather than for individual candidates. Discussion ensued and it was determined no vote was necessary as no motion was made to act contrary to the Governance Committee's recommendation.

SECRETARY APPOINTMENT

Action No. 2: Motion was made by Dr. Evans, seconded by Ms. Guest and carried unanimously, appointing Jim Kremidas as Secretary of the Board of Trustees for the 2020 year.

BOARD MEETING ASSESSMENT

The results of the November 2019 Board Meeting Survey were discussed.

A copy of the survey results is attached as Exhibit B.

TREASURER'S REPORT

Erika Stevens, Treasurer, presented financial statements as of October 31, 2019 and a Flash Report as of November 30, 2019. Jim Kremidas, Executive Director, reported that an estimated IRS Form 990 was filed for the organization for 2018 by the November 15 deadline and will be amended when audited financial statements are available. Halt Buzas & Powell provided the financial documents necessary for the 2018 audit to the audit firm this week. Mr. Kremidas will ask the audit firm to provide a report at the February 2020 Board of Trustees Meeting.

Mr. Neal volunteered to do a presentation for board members on reading non-profit financial statements at the next meeting.

A copy of the Financial Report is attached to these minutes as Exhibit C.

2020 BOARD AND COMMITTEE APPOINTMENTS

Paul Evans, Vice Chair, presented recommended 2020 board member appointments to committees (Executive, Finance, Governance, Nominating and Board Liaisons to the Academy Board and Content Committee). He also presented proposed committee rosters (Content, Ethics, Nominating) for 2020.

Action No. 3: Motion was made by Mr. Iannuzzi, seconded by Ms. Guest and carried unanimously, approving 2020 Board appointments and Committee rosters.

Copies of the board appointments and committee rosters are attached to these minutes as Exhibit D.

ACRP CORE VALUES, VISION, & MISSION

Guy Iannuzzi, Public Member, gave a follow-up presentation to the November board meeting discussion on ACRP's core values, vision and mission messaging. He presented recommendations for additions to ACRP's current messaging. Board members provided suggestions. He will make changes to the proposed messaging to be presented at the February Board meeting.

Copies of ACRP's values statement and Mr. Iannuzzi's presentation are attached as Exhibit E.

COMMITTEE/BOARD LIAISON REPORTS

On behalf of the Ethics Committee, Christy Herz, Director of Governance presented proposed changes to the Code of Ethics and the Discipline and Complaints policies for board approval. Discussion ensued and Dr. Morin and Ms. Guest will send suggested edits and comments on the documents to Ms. Herz to forward to the committee for consideration.

Glenda Guest, Board of Trustees Liaison to the Academy Board, reported that the Academy's next meeting is December 17.

A copy of the proposed ethics policy revisions is attached as Exhibit F.

Written annual reports of the Ethics and Content Committees are attached as Exhibit G.

EXECUTIVE DIRECTOR'S REPORT

Mr. Kremidas provided an update on APCR's request to rejoin ACRP. Dr. Morin, Dr. Prentice and Dr. Evans volunteered to attend a meeting with APCR to discuss this topic.

Mr. Kremidas provided an update on annual meeting plans. 2020 Board members should plan to attend the Board of Trustees meeting in Seattle on April 30 as well as the May 1- 4 conference.

The Saudi Arabia training event originally planned for January has been moved to June to allow time to obtain Saudi Arabian government approvals of the event.

ACRP's Bylaws note that the Bylaws should be reviewed every three years. The Board asked the Governance Committee to undertake that review and bring proposed changes to the full Board of Trustees.

There being no further business, the meeting adjourned at 3:27 p.m. ET.

Respectfully Submitted,



Jim Kremidas
Executive Director and Secretary