



Executive Board Meeting Minutes
Jan. 9-10, 2022

I. Call to Order and Roll Call - Hope Rollins, Chair

Ms. Rollins welcomed everyone, and a quorum was established.

Present

Amy Lee, MD, MPH, MBA, CPH
Brittany Marshall, DrPH, CPH, CHES
Bryan O. Buckley, DrPH, MPH
Celeste A. Monforton, DrPH, MPH
Charlene Cariou, MHS, CPH, CHES
Chris Chanyasulkit, PhD, MPH
Danielle M. Campbell, MPH
David Reyes, DNP, MN/MPH, RN, PHNA-BC
E. Oscar Alleyne, DrPH, MPH
Elaine Archie-Booker, EdD, RN
Georges C. Benjamin, MD
Heather Walter-McCabe, JD, MSW
Hope M. Rollins
José Ramón Fernández-Peña, MD, MPA
Jeanie L. Holt, MPH, MS
Jessica M. Boyer, MPH, MSW
Kaye Bender, PhD, RN, FAAN
Moose Alperin, EdD, MPH, MCHES
M. Aaron Guest, PhD, MPH, MSW
Nandi A. Marshall, DrPH, MPH, CHES
Sarah Gareau, DrPH, MEd, MCHES
Thomas Jeffrey Doker, DVM, MPH

Unable to Attend

Benjamin H. Hernandez, MBA
Haley Moss, MPH

Sunday, Jan. 9, 2022

II. Administrative Affairs - Hope Rollins, Chair

- A. Approve the meeting agenda.
- B. Approve the consent agenda items:
 - 1. October Executive Board Meeting Minutes.
 - 2. New Agency Members.
 - 3. Approval of the APHA Parliamentarian.
 - 4. Approval of the Governing Council Seat Allocation.

Motion: To approve the meeting and consent agenda items.

Outcome: The board added an executive session on the 2nd day of the agenda. The board approved the remaining agenda and consent agenda items by acclamation.

III. Discussion

A. Executive Board Governance & Fiduciary Responsibilities - Georges Benjamin, MD, Executive Director

Dr. Benjamin provided the Executive Board with an overview of their fiduciary responsibilities under Massachusetts state law where APHA is incorporated. Board members are subject to three fiduciary duties: duty of care, loyalty, and mission. Under these duties, board members should review all board materials with specific attention to financial documents, stay informed on the organization's bylaws and policies, vote and attend all meetings to the best of their abilities. Board members should treat all information with confidentiality while putting the interests of APHA first, and are obliged to disclose any conflict of interest. He noted that board members are not the spokespersons of the Association and should exercise caution when speaking on behalf of the organization. Only an officially appointed staff/spokesperson of APHA should discuss matters with the public/media. Dr. Benjamin also briefly discussed APHA's lobbying communication activities and expenditures.

B. Executive Board Business - Hope Rollins, Chair

Ms. Rollins briefly reshared the five 2022 board goals that were discussed in detail at the Oct. 27, 2021, board meeting.

C. APHA President's Update - Kaye Bender, PhD, President

Dr. Bender discussed her recent activities since October 2021 which included visiting one in-person state Affiliate in Rhode Island and two virtual Affiliate meetings in Ohio and Illinois. She will be attending a few more in March and April when many Affiliates begin to have their Annual Meetings.

During her presidency, she will focus on public health workforce infrastructure and rural health by working with member Affiliates.

D. Association Update - Georges C. Benjamin, MD, Executive Director

Dr. Benjamin was happy to announce that the number of registrants for the 2021 hybrid Annual Meeting met expectations, however revenues didn't. APHA is planning for an all in-person 2022 Annual Meeting in Boston. He then discussed a few upcoming APHA webinars and major events such as the APHA/YouTube Series, National Public Health Week in April, the Policy Action Institute in June, and [APHA's 150th anniversary](#) yearlong celebration with monthly themed activities.

He then briefly discussed a few of APHA's initiatives funded by various external organizations, such as the [Healing Through Policy Initiative](#), the [Alliance for Disease Prevention and Response](#) and its [resource navigator](#), and the Robert Wood Johnson Foundation grant-funded Addressing Challenges to Public Health Authority Initiative. At the conclusion of his presentation, he discussed APHA membership numbers as of November 2021 and the status of the Membership Committee of the Executive Board, which is tabled until further notice.

E. Understanding APHA's Financial Profile - Kemi Oluwafemi, MBA, APHA Chief Financial Officer

APHA uses a zero-based budgeting system in which all expenses are justified and approved for each period. Ms. Oluwafemi emphasized that APHA budgets expenses and revenues conservatively (on the lower side for revenue and higher side for expenses) and accounts for any unexpected expenses while ensuring some amount is put aside for reserves every month. APHA uses an accrual method to keep financial reports in balance, recognizing expenses when committed, not when paid.

For the fiscal year July 1, 2021, to June 30, 2022, major sources of APHA funding comes from membership (22%), conventions/Annual Meeting (38%), publications (21%), government and contracts (17%) and from other various sources (2%). Ms. Oluwafemi noted that APHA balances its budget sheet every month by maintaining its main funds: operations (unrestricted), Section enrichment funds, awards, (temporarily restricted) and endowments (permanently restricted). The organization also balances its budget sheet with monthly summary financial analyses and goes through its statement of income activities. APHA finances are audited annually as required by the federal government.

The upcoming 2023 fiscal year (July 1, 2022, to June 30, 2023) budget process has begun and will be presented to the Executive Board for approval during the May 2022 board meeting.

F. Treasurer's Report - Georges C. Benjamin, MD, Executive Director

As of the end of Nov. 30, 2021, APHA's total revenue was \$9,452,709 while expenses were \$8,215,240, resulting in a net income of \$1,237,469 from operations, including investment appreciation. The following notable revenue streams haven't met their targeted goals: membership (under by \$30,845); Books (under by \$144,265), Convention (under by \$641,251) and interest (under by \$3,463). Revenue from contracts/grants (over by \$746,319), subscription, fees, and royalties (over by \$2,893), advertising (over by \$50,216) and miscellaneous revenues (over by \$30,853) have exceeded expectations.

Dr. Benjamin noted that the federal Paycheck Protection Program loan forgiveness request is still pending. However, once approved, it will help offset the proposed 2022 budget deficit. The FY 2021 financial audit is still underway. The completed audit report will be shared with the board at the March 2022 Executive Board meeting.

G. Committee Breakout Session I

The Governance, Development and Finance & Audit Committees met to work on their committee agendas and work plans.

H. Executive Session

The board went into a closed executive session to discuss Personnel Committee items.

Monday, Jan. 10, 2022

I. APHA Your Way - Demond McWilliams, APHA Director of Membership Services

As part of the APHA Your Way project implementation effort, five committees are working on each of the following five priorities:

- A) Updating APHA data systems and technology.
- B) Creating a mentoring program.
- C) Enhancing new members' onboarding process.
- D) Developing an efficient process for leadership transition and engagement.
- E) Providing a measurement and reward system for member units promoting APHA's mission.

Regarding the first priority, the organization will replace APHA Connect with the Higher Logic online community platform and has hired DelCor Technologies as the project manager for this implementation.

J. Overview and Discussion of APHA's 2022 Advocacy Priorities - Don Hoppert, APHA Director of Government Relations

Mr. Hoppert provided a brief overview of APHA's current advocacy priorities for the 117th Congress and the Biden Administration. They are:

- Increase and protect funding for vital public health agencies and programs and strengthen the nation's public health infrastructure.
- Uphold the Affordable Care Act and expand access to health coverage and services.
- Address the health impacts of climate change.
- Uphold critical public health laws and regulations and reverse damaging rollbacks.
- Address the nation's gun violence epidemic.
- Advance racial equity.

He discussed each priority in detail and discussed how APHA is advocating for these policies and funding in Congress. A detailed report on [APHA's current advocacy priorities](#) can be found online.

K. Executive Session and Voting During the non-Executive Session - Personnel Committee - Heather Walter-McCabe, JD, Committee Chair

The board went into a closed executive session to discuss Personnel Committee items. After a lengthy discussion, the board exited the executive session to approve the following Personnel Committee action plan:

- Motion:**
- 1. Approve implementation of a staff climate assessment for 2022.**
 - 2. Approve creation of a profile of skills and attributes for the Executive Director Position, results of which will be presented at the May 2022 Executive Board meeting for approval.**
 - 3. Approve the Executive Board to review the Executive Director's contract and vote on its renewal each year at the Executive Board meeting prior to the Annual Meeting.**

Outcome: Approved by acclamation.

L. Governing Council and Bylaws Change Update - M. Aaron Guest, PhD, Governing Council Speaker

Dr. Guest provided an overview of the 2021 virtual Governing Council Annual Meeting survey results. Feedback showed that the most informative parts of the meeting were the reports from the Executive Director and the Treasurer, the Speaker's management of the meeting and explanation of the process, and the update on the strategic plan and APHA Your Way project. Members would also like to continue "speaker's office hours" during the Annual Meeting, as well as the two-day Governing Council Session format compared to the three sessions in the past. Members didn't find the policy debate and process as helpful and suggested simplifying the process, not wordsmithing policies at the Governing Council sessions and receiving information earlier in the day.

M. Joint Policy Committee Update - Elaine Archie-Booker, EdD, Education Board Chair and JPC Co-chair; Danielle M. Campbell, MPH, Science Board Chair and JPC Co-chair; Celeste Monforton, DrPH, Action Board Chair and JPC Co-Chair

Dr. Monforton discussed an action step request from the author of A5 policy received in November 2021 after the Governing Council adopted the policy at the October 2021 Annual Meeting. A board member made a motion to not accept the request for the amendment to the policy from the author of the policy in question.

Motion: To not accept the policy amendment request regarding the A5 policy statement.

Outcome: Approved by acclamation.

Following the vote, the JPC co-chairs, in agreement with the Speaker and the Executive Director, agreed with the board to not make changes beyond minor copyediting post-Governing Council adoption of any policy.

Ms. Campbell then provided upcoming deadlines regarding the 2022 proposed policy statement development process. Detailed information on the procedure and deadlines is on the [APHA Policy Statements and Advocacy webpage](#).

N. Committee Breakout Session II

The Committee on Social Responsibility, Personnel Committee and the Strategic Planning Committee met to work on their agendas and work plans.

O. Committee Reports - Committee Chairs

1. Governance Committee - Charlene Cariou, MHS, Committee Chair and Executive Board Vice Chair

Ms. Cariou announced a new survey at the beginning of the year to understand individual board members' experiences, expectations and whether their time serving on the board is useful or not. This is similar to the exit interview survey for the departing board members at the end of their terms. On the exit interview survey, the committee learns about what "could" have been done better, what they had hoped to accomplish during their terms versus what they actually did, what went well etc. The Governance Committee believes collecting similar information at the beginning of the year with current board members is equally important.

Ms. Cariou then discussed changes to the liaison program. The goal of the program is to increase bi-directional communication between the APHA Executive Board and various components/units/groups within the organization. The committee found overlap and redundancy in the program. For example, regular board members do not need to liaise with each Section, Affiliate and the Student Assembly. These member units already have a representative that sits on the Executive Board, such as the Intersectional Council, Council of Affiliates and Student Assembly chairs. These chairs are essentially the Executive Board liaison for their member units. Many board members commended this change. The committee still needs to finalize the program and will provide a final version for approval at the March board meeting.

She then briefly made the board aware of all the changes to the [Executive Board handbook](#) which will be updated on the website and the dropbox after the March board meeting.

2. Development Committee - Bryan O. Buckley, DrPH, Committee Chair

Dr. Buckley provided an overview of the committee's fundraising tools and all the ways board members can provide their resources whether it is their time, donation, or expertise to the Association. He encouraged board members to donate whenever they can and especially prior to the end of APHA's fiscal year June 30, 2022.

3. Strategic Planning Committee - Jeanie L. Holt, MPH, Committee Chair

Ms. Holt reiterated the 2021 committee recommendations which the committee is excited to work on in 2022. She then proposed a revised Strategic Planning Committee description to be adopted in the board handbook. The full language of the proposed description can be found under the Jan. 10, 2022, Strategic Planning Committee Dropbox folder and in the [Executive Board handbook](#) once it is updated on the APHA website.

Motion: To approve the revised Strategic Planning Committee description.

Outcome: Approved by acclamation.

4. Committee on Social Responsibility - Sarah Gareau, DrPH, Committee Chair

Dr. Gareau provided an overview of the committee’s purpose and responsibilities. She was happy to announce that since last year, the committee has streamlined the review process for evaluating prospective corporate, foundation and large individual donors with \$25,000+ donation. In 2022, the committee plans to work closely with member Affiliates as they fundraise at the local level on behalf of APHA. She then encouraged the board to let the committee know of any prospective public health funding companies that would like to donate to APHA.

Meeting adjourned at 3:30 p.m. ET

**The next meeting of the Executive Board will take place from March 14, 2022,
via Zoom**