



**Executive Board Meeting Notes
Washington, DC
January 7 – 9, 2018**

Sunday, January 7, 2018

Welcome and Introductions – Resa M. Jones, MPH, PhD – Chair

Executive Board Chair Resa M. Jones, MPH, PhD, welcomed Executive Board members to the meeting at APHA’s headquarters, discussed some housekeeping items and reminded members that the meeting is being recorded. She then discussed the items in the Executive Board meeting folder - one being the conflict of interest form which needs to be completed and returned to APHA staff by the conclusion of the meeting. Members then went around the table introducing themselves.

Dr. Jones said the meeting will follow the APHA Executive Board approved targeted Robert’s Rules of Order. Members were reminded that if they have any motions to offer put them in writing and, after approval, submit them to Mr. Carbo for documentation.

Dr. Jones called for a motion to approve the meeting agenda. The motion was moved and seconded, and hearing no discussion, the Chair called for a vote.

Motion:	To approve the Executive Board January meeting agenda.
Outcome:	Approved by acclamation.

Dr. Jones then called for a motion to approve the consent agenda. Items on the consent agenda included the 2018 – 2019 Governing Council Seat Allocation, Parliamentarian for 2018, leadership appointments, and new agency members. The November Executive Board Meeting Minutes were removed from the consent agenda for additional review. The motion was moved and seconded, and hearing no discussion, the Chair called for a vote.

Motion:	To approve the consent agenda.
Outcome:	Approved by acclamation.

Expectations for Executive Board Members – Resa M. Jones, MPH, PhD, Chair

Dr. Jones then discussed the expectations of Executive Board members. She discussed the 10 essential functions of a non-profit executive board. She thanked members for completing their committee assignment deciding which committee they want to work on. She said committees usually meet monthly

and the frequency can be changed at the committee chairs' discretion and that meetings historically occur in-person at the beginning of the year. From past feedback members want more time to meet during in-person meetings, and that will occur in May.

During Tuesday's new business there will be a discussion of work groups and action items relating to ad hoc task forces on special issues.

Dr. Jones referred members to page 14 of the Executive Board Handbook for information as to expectations and responsibilities of Board members. She urged members to make sure to get involved and engaged. She encouraged mentorship – the importance to talk with and mentor members – that mentorship is bi-directional, not uni-directional and that all have value and information to share.

Available in Dropbox is information about the liaison function. AHPA has implemented new strategies to streamline how to share information and resources. James Carbo will send notes and minutes to liaisons, which will serve as a reminder to reach out to them to see if there are any questions. Liaisons might be asked to participate in conference calls; it is important to see what they want.

Dr. Jones reminded members that a list of 2018 meetings is available in Dropbox and that several are virtual meetings and some are in-person. And she noted that the Annual Meeting will be held in San Diego in November.

Next, Dr. Jones talked of 2018 goals – the need to facilitate collective, effective work with timely communication and open, respectful dialog. She noted that the Executive Board Self-Assessment identified four areas to work on: fundraising and development planning; ensuring action on implementing the strategic plan; full participation in Board meetings and committee work; and internal policymaking practices. Often not enough time is taken to brainstorm; members need to think strategically and take action to move forward. Time will be devoted to this during conference calls and meetings throughout the year.

Dr. Jones explained that health equity is the focus of the 2018 Annual Meeting. She said she would like someone to talk with the Board about implicit bias and contextual factors related to bias and health inequity. Dr. Benjamin will work on having someone speak about this in May. Someone suggested reading a recent New Yorker article on ageism – one member will email it. Another member noted that we need to think about structural system that exist that limit health equity.

Dr. Jones again told members to complete their conflict of interest forms and reminded them that throughout the year there could be meeting agenda items they may need to be recused from. She said to please let her know of any conflict at the beginning of a meeting so the conflict could be documented. There is a legal obligation to do so and it protects the Board member and AHPA.

Dr. Jones took questions from the Board throughout her presentation. At the conclusion of her remarks, she introduced the next item on the meeting agenda.

Understanding AHPA's Financial Profile - Kemi Oluwafemi, MBA, CPA, Chief Financial Officer, AHPA

Ms. Oluwafemi said her presentation would focus on three main areas, the AHPA budget process, how to read and understand AHPA financial reports and financial information, and an overview of the audit process and related documents.

She explained that APHA utilized the zero based budget process. The primary source of funding for APHA (based on FY 2017) is membership – 17%, conventions - 37%, publications – 17%, government grants and contracts - 25% (percentage has reduced over last few years), other - 4%. She said the FY 2018 budget includes a \$30,000 contingency fund. She said staff produces their budget in consultation with the Executive Director, Chief of Staff and Chief Financial Officer. The Finance and Audit Committee reviews and approves the budget guidelines (April 2018) and will present the FY 2019 budget to the Executive Board for approval at the May meeting. Ms. Oluwafemi noted the FY 2018 budget book was provided in the meeting materials for Executive Board member review.

Ms. Oluwafemi then passed out a book, *Understanding Non-profit Financial Statements*, to all new members of the Board and other members who wanted a copy.

Ms. Oluwafemi then discussed APHA's use of the accrual method to keep financial reports. Accrual means you recognize expenses when you are committed to them, not when paid. APHA: records receivables when earned, not when paid; and records contributions when pledges are received, not when paid. She said the Accounting Department provides a monthly summary of financial statements. She said APHA has three funds: Board designated operations (unrestricted); temporarily restricted by time or use, section enrichment funds, awards; permanently restricted (endowments).

She explained that the 6th floor of APHA's headquarters is rented to a tenant and provides income to the Association. Ms. Oluwafemi showed the statement of APHA's financial position (balance sheet) for 5 months ending November 2017 and discussed the categories. She concluded her presentation by discussing the annual audit. She said the audit typically occurs in the first weeks of August, and once the audit is complete it is presented to the Finance and Audit Committee for their approval and then presented to the Executive Board.

At the conclusion of her presentation, Ms. Oluwafemi opened the floor for discussion. Several Board members made positive comments related to the work of APHA's finance staff. The Executive Board then had a robust discussion on topics ranging from the number of APHA cost centers, to the number of APHA members, to Section annual budget allocations.

Ms. Oluwafemi explained that Section leadership tell APHA staff how they would like to use their operating funds and that about 90% of Sections use all of their money. Dr. Benjamin remarked that sometimes components spend more, and we work with them to spend their allocation first and then use monies they raise for their purpose - a good Section manager spends what they need. It was mentioned that there are restrictions on what components can spend and that expenses have to be approved.

It was agreed that better communication and transparency are needed to educate Section leaders on how their annual budgets are allocated and how they can use their funds. Dr. Benjamin said it's vitally important to communicate the facts so people understand the budget process.

Executive Board Committee Meetings Part I

At the conclusion of Ms. Oluwafemi's report, members of the Strategic Implementation Committee and Finance and Audit Committee met to discuss their 2018 work plans.

At the conclusion of the Committee meetings, Chair Jones called for a motion to adjourn. The motion was moved and seconded and approved by acclamation.

Monday, January 8, 2018

Dr. Jones called the meeting to order and made brief welcoming remarks. She then briefly recapped Sunday's meeting. Dr. Jones then asked members who were not present on Sunday to introduce themselves to the group. She reminded members that the meeting is being recorded and the Board adheres to targeted Roberts Rules of parliamentary procedure. She notified the Board that Jackie Henson will not be able to attend Monday's meeting and staff will work with Ms. Henson to record her presentation through Adobe Connect. She concluded her remarks by discussing changes to the meeting agenda.

Report of the Executive Director - Georges Benjamin, MD, Executive Director

Dr. Benjamin began his presentation by discussing APHA's strategic plan. He shared APHA's vision to create the healthiest nation in one generation. He went on to discuss the strategic map, which outlines the Association's three overarching priorities: strengthening public health practice; aligning organizational capacity and infrastructure; and building a public health movement. Dr. Benjamin said APHA's role is as the leader of the movement.

Dr. Benjamin then discussed APHA's development activities. He shared his thoughts on the impact of the recently approved Tax Reform Bill. He said he anticipates a slight drop in giving in 2018, but the Association should keep an optimistic tone and perspective. He said people who give to APHA believe in the cause and tax incentives are not the primary reason for their donation. He said the Association must connect with donors to show the impact of their contributions and inspire them to get involved and make a difference.

He then outlined the ways members give to APHA (they give a substantial amount of time), fundraising around component activities at the Annual Meeting, and giving to support APHA's overall mission. Dr. Benjamin said fundraising efforts account for 2% of APHA's overall budget.

At the conclusion of the development discussion, Executive Board members commented on Dr. Benjamin's report. Ms. Ong noted APHA must determine how to define itself as a charity vs. a non-profit, and that the Association needs a "wow" impact to increase donations.

Dr. Benjamin thanked the Board for their comments related to development activities, and then discussed APHA publications. He said publications are one of the Association's four major revenue streams. He discussed both the *American Journal of Public Health* and APHA Press (a small book publisher). He reminded Board members that all members have access to the Journal, 11 percent of members buy our books at a 20 percent discount, and overall publications accounts for 17 percent of APHA's revenue.

Dr. Benjamin then turned his attention to membership; he said the membership team is working diligently on the schools and programs of public health initiative, expanding agency memberships, and member recruitment and retention efforts. He briefly outlined the detailed membership plan included in the Board's meeting materials. Dr. Benjamin said APHA has targeted a 2% growth in membership and a 1% growth in Generation Public Health.

Executive Board members then shared their thoughts on the schools and programs of public health membership initiative, and other issues. Dr. Benjamin thanked them for their comments and reiterated the Association's commitment to ensuring a positive membership experience for all members.

Dr. Benjamin discussed the Association’s efforts to build a public health movement and introduced APHA’s Speak for Health initiative. He then briefly discussed National Public Health Week, the 2018 Annual Meeting, and the Association’s efforts related to health equity. He noted Jan. 16 is the National Day of Racial Healing. He discussed APHA’s racism initiatives and updated the Board on the status of the police violence policy statement working group.

Dr. Benjamin concluded his remarks by addressing a variety of issues, including an update of APHA’s policy and advocacy efforts; he outlined some of the barriers to APHA’s challenge to become the healthiest nation in one generation; discussed APHA’s national policy agenda for 2018; and the Association’s health reform strategy.

Executive Board Committee Meetings Part II

At the conclusion of the report of the Executive Director, members of the Committee on Social Responsibility, Governance Committee and Personnel Committee met to discuss their 2018 work plans.

Working Lunch

Emily Holubowich, the Executive Director of the Coalition for Health Funding, met with the Executive Board over lunch to discuss strategies for working with Congress and the administration.

Old Business – Resa M. Jones, MPH, PhD, Chair

The first item under old business was the approval of the Executive Board’s November 2017 meeting minutes. The Chair called for a motion to approve the November meeting minutes, the motion was moved and seconded, and hearing no discussion, the Chair called for a vote:

Motion:	To approve the Executive Board’s November 2017 meeting minutes.
Outcome:	The motion was approved. Yes: 18 No: 0 Abstentions: 5

Dr. Jones then led the Board through the items under old business. Executive Board members provided updates on a variety of issues from the Association’s efforts related to rural health to the ad hoc committee tasked with looking at APHA’s online membership community platform and IT infrastructure. Dr. Benjamin provided the Board with a more detailed look at the Association’s efforts related to the police violence as a public health issues matter. For example, he highlighted a Q&A he did to address the police violence issue in APHA’s Public Health Newswire and noted APHA has formed a member-driven group to craft a policy related to police violence. The Board then had a lengthy discussion concerning the policy statement development process. Newly elected Speaker of the Governing Council Dr. Linda Rae Murray said she will look into the policy statement development process, and the JPC co-chairs requested they be involved with that review.

Executive Board Committee Meetings Part III

At the conclusion of the discussion concerning old business, members of the Development Committee and Executive Committee met to discuss their 2018 work plans.

Report of the Treasurer – Benjamin Hernandez, MBA, Treasurer

Mr. Hernandez introduced the members of the Finance and Audit Committee, and discussed their primary roles and responsibilities. He outlined the way he reports the financial status of the Association, and end of the year projections. Mr. Hernandez concluded his remarks by addressing APHA's short-term, intermediate, and long-term investment portfolios.

Mr. Hernandez said the major responsibility of the Finance and Audit Committee is to monitor the financial operation of the Association. The Committee will adopt budget guidelines and review the proposed budget for recommendation to the Executive Board for approval. The Committee also monitors budget activities, provides oversight to the audit process, and recommends financial policies including reserve fund and investment policies and practice.

Mr. Hernandez then provided an update of FY 2018. He said the change in net assets including investment appreciation is \$3,914,290 (over budget by \$1,210,625 and over FY 2017 by \$1,051,082). He said the following revenues streams have not met their targeted revenue projections: membership (\$135,165), subscriptions and royalties (\$7,930), book sales (\$79,757), convention revenue (\$22,471), and miscellaneous (\$4,959).

He went on to say the following revenue streams have exceeded their targeted revenue projections: advertising income (\$950), interest (\$1,742), rent on sublease (\$2,755), and grants and contracts (\$95,848). Overall, revenues are under budget by \$133,439, and expenses are under budget by \$1,087,496, investment income and appreciation is over budget by \$256,568, with an overall gain year to date of \$1,210,625. Mr. Hernandez noted APHA anticipates additional revenue and expenses related to the 2017 Annual Meeting. He informed the Board the Finance and Audit Committee will begin receiving end of the year budget projections with the December financials.

Mr. Hernandez then discussed APHA's investment portfolio. He said APHA investment areas include stocks, bonds and cash. He said APHA's investment portfolios are managed by professional investment firms. He went on to say APHA's intermediate investment with Merrill Lynch/Black Rock is \$4,287,646 and the equity return on the investment from its inception is 7.19% (as of 11/2017). He said APHA's long-term investment with Stein Roe/Charles Schwab is \$3,501,911, and the equity return on the investment from its inception is 8.9% (as of 11/2017). He concluded his presentation on investment by stating APHA has \$874,711 invested through Vanguard and various CD's (APHA Sections and Awards). He reminded Board members that some of our investments include stocks, and there's a chance APHA's investments could take a hit if there's a downturn in the market.

Mr. Hernandez concluded his presentation by taking questions from the Board.

At the conclusion of the report of the treasurer, Chair Jones called for a motion to adjourn. The motion was moved and seconded and approved by acclamation.

Tuesday, January 9, 2018

Dr. Jones called the meeting to order and welcomed members to the final day of the Executive Board meeting. She then provided the Board with a brief recap of Monday's meeting.

New Business - Resa M. Jones, MPH, PhD, Chair

The first item under new business was the Executive Board’s approval to change the name of the Population, Reproductive and Sexual Health Section to Sexual and Reproductive Health. Ms. Lituri outlined the rationale for the name change and provided additional background information. She said a majority of the members of the Section approved the change and the ISC has approved the name change. She then asked the Executive Board for their approval.

Executive Board members had a lengthy discussion around the process for approving Section name changes and the need for a fiscal impact assessment to the Association. At the conclusion of the discussion, the chair called for a motion to approve the Population, Reproductive and Sexual Health Section’s request to change their name to Sexual and Reproductive Health. The motion was moved and seconded, and hearing no comments, the Chair called for a vote.

Motion:	That the Executive Board approve the Population, Reproductive and Sexual Health Section’s request to change their name to Sexual and Reproductive Health Section.
Outcome:	Approved by acclamation.

At the conclusion of the vote, Dr. Benjamin made a motion that the ISC be tasked to craft a written policy for Section name changes. He said such policy shall include the fiscal cost to the Association to make the change. The Executive Board shall be the final approving authority. The Chair Jones called for a second, the motion was seconded, and after a brief period of discussion the Chair called for a vote.

Motion:	That the ISC be tasked to craft a written policy for Section name changes. Such policy shall include the fiscal cost to the Association to make the change. The Executive Board shall be the final approving authority.
Outcome:	Approved by acclamation.

Dr. Benjamin then asked Frances Atkinson, APHA’s Deputy Director of Membership Services, to work with the ISC to craft the written policy. He asked that the policy be presented at the Executive Board’s May meeting.

Dr. Jones then introduced Aaron Guest, who asked to discuss information related to APHA membership. Mr. Guest thanked the Chair and the APHA membership staff for their work. He then outlined APHA’s current membership categories, disbanded membership categories, and reviewed the membership dashboard. Mr. Guest provided the Board with a high-level overview of APHA’s membership, noting a majority of members are in the regular member dues category, and that 28% are students. He went on to say the majority of members are female, predominantly from the northeast, 58% white, 23% in academia, 46% employed in academic institutions, and 49% have been a member 11 or more years – he noted, many members are close to retirement. He said the Membership Committee of the Executive Board will assist the membership staff in thinking about devising strategies to transition more student members to the Early-Career Professional membership category and then on to the Regular Member category. He said staff has increased agency membership, and will look to build on recent successes. He

then discussed the four year pilot program concerning schools and programs of public health. He said the FY 2018 goal was to get 4,433 members, and to date, we have 1,600, and he said this “speaks volumes” on our outreach efforts; and APHA staff have been quite successful in selling this new idea. He concluded his remarks by saying the Student Assembly has 6,000 members and has stayed relatively stable over the past couple of years.

Executive Board Committee Reports

Committee on Social Responsibility - Betty Daniels, PhD, RN, Chair

Dr. Daniels said the committee is still developing their work plan. However, she said one of the items on their work plan is to work with the leadership of the ISC and COA to ensure they know about the new evaluation tool developed by CSR over the last couple of years. She said the tool is designed to help Components and Affiliates make informed judgements on whether to accept a donation. Dr. Daniels thanked Kathy Lituri for her work in crafting the tool; she said she was instrumental in making it happen. She said the revamped CSR evaluation tool is working well, and the Committee is not reviewing any new organizations at this time.

Dr. Daniels said based on former Executive Board member Barb Levin’s leadership, the committee will look at updating the Association’s Guidelines for Gifts and Donations. Dr. Daniels said the committee is creating and modifying CSR tools and evaluating the possibility of creating a PowerPoint presentation as a resource on how to vet donors. She said if people inquire, APHA staff can direct them to the presentation and a webinar, which the committee hopes to have available this year. Dr. Daniels concluded her presentation by saying APHA needs to speak with one voice in speaking about donations. She said the committee will meet the first Monday of the month at noon Eastern.

Development Committee – Elena Ong, PHN, MS, Chair

Ms. Ong reported the committee had a robust, creative discussion, but she said she would not share any specific details until they have been properly vetted. She said the Committee would like to get involved with National Public Health Week and the Annual Meeting. She said the Committee wants to increase giving by APHA leadership, and she challenged Board members to let committee members know of those who could sponsor events and help raise monies, and provide resources to underwrite Association events or items. She said the Committee will meet the first Monday each month at 1 p.m. Eastern.

Governance Committee – Ella Greene-Moton, Chair

Ms. Greene-Moton reported the Governance Committee discussed their primary responsibilities, and talked about their work plan. She said the work plan will focus on ensure responsible stewardship of the Association. She said there are several items on the Governance Committee’s work plan. Items include overseeing the exit interview process, evaluating both in-person and virtual meetings, working with the Nominations Committee to create an APHA pathways to leadership document; updating the Executive Board Handbook; reevaluating the Association’s Conflict of Interest form; and looking at the creation of a Board self-assessment tool. Dr. Jones recommended the exit and Board meeting surveys be done concurrently. Mr. Carbo said the evaluation for the current Board meeting is going out later today via Survey Monkey. Ms. Greene-Moton said the Committee has not developed their meeting schedule yet, but will have that done by February.

Finance and Audit Committee – Benjamin Hernandez, MBA, Treasurer

Mr. Hernandez said in addition to the information he presented on Monday the committee is looking at how Sections receive their allocated budgets and developing smart goals to be included in the FY 2019

budget document. He concluded by saying the Committee meets regularly with Ms. Oluwafemi and Dr. Benjamin.

Personnel Committee – Jeff Hallam, PhD, Chair

Dr. Hallam reported the committee met to discuss their work plan, and the major item on their list of things to do is the evaluation of the Executive Director. He said he would provide an update on committee activities at a future meeting.

Strategic Implementation Committee (SIC) – Pam Aaltonen, PhD, RN, Chair

Dr. Aaltonen said the committee will build on work and progress the SIC made in 2017. She said the Committee decided to divide into small work groups this year (media and communications, components and engagement, and metrics). She then asked Board members to watch a brief video clip developed to educate the membership on what the strategic plan is and how it can guide them in their work. The video was created by students of last year's SIC Chair. Dr. Aaltonen asked that the video be placed on the APHA website. She then encouraged Board members to reach out to her if they have any questions related to the work of the committee.

Membership Committee of the Executive Board – Aaron Guest, MPH, Chair

Mr. Guest said the committee continues to monitor membership numbers, the overall value of membership, and is looking for ways to collaborate. He said the committee is challenging Board members to bring in two members and either an agency or school from their state to be a member and the committee will establish a deadline for such action. He said the committee may send out an email soon to find out what APHA means to you - to help with future marketing campaigns.

Executive Committee – Resa M. Jones, MPH, PhD, Chair

Dr. Jones said the committee meets the months when the Executive Board does not meet. She said the Executive Committee will distribute meeting minutes as an information only report in advance of every regularly scheduled Executive Board meeting.

Dr. Jones thanked committee chairs for their reports.

Dr. Jones then made brief concluding remarks. She said moving forward she will ask Board members for items they want to be included on future Executive Board meeting agendas, and pledged she will do her best to allow time for discussion and to listen to Board concerns. She said meeting materials will be posted in the Dropbox a week in advance for members to review. She then encouraged Board members to complete the meeting evaluation and to keep up with future meetings.

Board members were advised that there is webinar on “Advancing Health Equity in Local Health Departments” starting at 1 p.m. in the APHA conference room.

There being no further business, Dr. Jones adjourned the meeting.

The next meeting of the Executive Board will take place on Monday, March 12, 2018 via webinar.