

**ASSOCIATION OF ESD PROFESSIONALS
4601 FAIRFAX DRIVE
ARLINGTON, VIRGINIA**

**MINUTES OF THE BOARD OF DIRECTORS MEETING
VIA TELECONFERENCE
JANUARY 21, 2022, 7:30 P.M. EST**

BOARD MEMBERS:

Julie Harmon	President
Sally Van Wright	Secretary
Faye Henry	Treasurer
Michele Elefante	Director
Michael Peñafiel	Director
Magdalena Diaz	Director
Onyemma Obiekea	Director (from 8:30 p.m.)

GUESTS:

Samantha Waterman	Executive Director
Sheila Watson	Managing Consultant for Program Development (from 8:10 p.m. until 9:00 p.m.)
Cassidy Civiero	Recording Secretary, Minutes Solutions Inc.

1. CALL TO ORDER

There being a quorum present, and the Directors having been given adequate and proper notice of the meeting, the meeting was called to order at 7:45 p.m. EST.

2. APPROVAL OF PREVIOUS MINUTES

On a motion made by M. Peñafiel, seconded by S. Van Wright, it was resolved to approve the minutes of the meetings held on October 8, November 5, and December 3, 2021. Motion carried.

3. BOARD INFORMATION ITEMS

Board information items were included in the Executive Director's report. Items requiring further elaboration are outlined below.

Report from Executive Director

Membership: Although it is not required of the sitting Directors to join the Association, it is necessary for those elected in the future. S. Waterman and J. Harmon encouraged all Directors to join. There are ten members of the Association (voting members), not including staff and consultants. An independent contractor has been hired to perform communications and communications planning for the Association on a short-term contract to focus on recruiting membership.

Website: The website is being consistently updated. A list of resources for members is being drafted, including funding and research opportunities. Funding is being sought for the Finding ESD project. A newsletter and how-to were posted on the website, and a blog will be posted soon.

Communications: *ACTION – S. Waterman will forward the Association newsletter to the Board and make sure Power of XYZ has all board members on list.*

Monetizing: There are many ways to monetize, such as making documents free or discounted for members and having everyone else pay. S. Waterman asked that Directors start thinking about what to monetize and how. For example, the Association will provide credentialing exam guides for free to all but will charge a fee for the study materials – need to determine that fee. Magazine subscriptions could be free for members and could charge a fee for non-members, or could make free for everyone. In addition, the Association will need to find sponsors for events, the magazine, and podcast, and it would be helpful if the Board started thinking about that, as well.

J. Harmon suggested only monetizing significant items that nobody else offers, don't want to nickle & dime people. Criteria on what to monetize should be developed.

Credentialing Program: S. Waterman reported that she wishes to engage Dainis & Company Inc. to act as psychometricians for the Association, specializing in test writing, grading, etc. and has experience with association certification exams. The exam prerequisites are almost set, but Board will need to vote on one or two more issues. S. Waterman provided a summary of what has been accomplished so far, from the project development plan, to the Credentialing Committee and the Advisory Council to application and prerequisite issues to exam writing (80 exam questions and answers (called items) have been written). The Advisory Council has recommended that pioneers be specially recognized through means such as awards.

S. Waterman presented the next steps for the credentialing program. The software performs a lot of the grading, but someone must be identified to mark the essay portion. A minimum passing score must be decided. Grievance policies and procedures must be put in place, for cases when an exam taker disputes their grade. A mini practice exam could be created, but a complete study guide is not required to be released before the first exam.

The five modules of the exam are:

- Verbal Strategies
- Physical Skills
- Safety (Physical and Emotional)
- Ethics and Gender-Based Violence
- Classroom Management

S. Watson suggested that a robust question bank would provide a good question base to draw from, so each exam would be different.

Code of Ethics: The Board reviewed the draft code of ethics, prepared by the Ethics Committee from the Facebook Self Defense Discussion Group ethics code as well as several published ethics codes including international ethics codes. All elements of the Self Defense Discussion Group ethics code are included in this ethics code, but parts have been re-written and it is organized differently. The code's five pillars are:

- Responsibility to Participants
- Responsibility to Colleagues

- Responsibility to Practice and Performance
- Responsibility to Profession
- Responsibility to Society

M. Elefante requested that Directors provide feedback on the “Values/Principles of the Association” section by January 31, 2022. The goal is to approve the code of ethics at the February 18, 2022 meeting and the Ethics Committee will need to meet at least once prior to that.

S. Van Wright noted that each section should state what is ethical and what is not. She asked whether Directors feel that the code of ethics is inclusive enough. S. Waterman asked M. Diaz and others to look out for whether the interests of undocumented and Native American people are adequately addressed.

ACTION – S. Waterman will send a survey for providing feedback on the code of ethics to Directors on Monday, January 24, 2022.

4. **ACTION ITEMS**

Postpone First Annual Meeting, Conference, and Board Elections: S. Waterman recommended postponing the annual meeting, conference, and Board elections from April 2022 to either June 2022 or April 2023. There are COVID concerns with regard to scheduling something for early this year, and the Association is not yet ready for its first conference (would like to have several more programs on line, such as the credentialing program, the magazine, etc. and there are still very few members). With respect to board elections, having the same board with its institutional knowledge would help get new programming in place faster which will bring in revenue sooner.

J. Harmon asked about the type of annual conference being planned. S. Waterman reported that planning hadn’t begun yet, but thinking about a typical conference format with breakout sessions, exhibitor booths, luncheon, happy hour, and maybe display art from members. The annual meeting would probably be held just before the conference begins (it would be held at the site of the conference and also online and board elections would take place at the meeting, though board elections will also take place electronically and so may have begun days prior to the meeting, logistics yet to be worked out).

J. Harmon inquired about expanding the size of the board. S. Waterman recommended that if the Board is expanded, it should be expanded by two at a time to keep an odd number of board directors. Having directors in time zones too far outside the 3 hours within which board directors live now could be difficult, especially if the board directors are located east of the US east coast. J. Harmon recommended Beth Capotosto, who has robust ESD experience. J. Harmon noted that it would also be valuable to contribute from NWMAF. S. Waterman recommended that new board members bring diversity to the board and recommended Nagin Cox (has recently gotten interested in ESD, wants to help, has done outreach work for STEM education, will have sponsor connections, and is a rocket scientist for NASA at Jet Propulsion Laboratory in Pasadena, born in India).

ACTION – S. Waterman will draft a survey for review by J. Harmon to gain feedback from Directors on criteria for additional Board members.

On a motion made by M. Elefante, seconded by M. Peñafiel, it was resolved to postpone Board elections until April 7, 2023. Motion carried.

On a motion made by S. Van Wright, seconded by M. Elefante, it was resolved to hold the first annual meeting and conference from April 27-28, 2023. Motion carried.

The Board and S. Waterman ensured there were no conflicts for dates of other ESD conferences.

Assign Board Seats to Election Cycle:

On a motion made by J. Harmon, seconded by M. Peñafiel, it was resolved to number the Board seats and have the odd number seats be up in odd years, and the even seats be up in even years. Motion carried.

Assign Current Directors to Board Seat Numbers:

On a motion made by J. Harmon, seconded by S. Van Wright, it was resolved to assign Board seat numbers to the current Directors according to last name alphabetization. Motion carried.

Board seat numbers are as follows:

- 1) Magdalena Diaz
- 2) Michele Elefante
- 3) Julie Harmon
- 4) Faye Henry
- 5) Onyemma Obiekea
- 6) Michael Peñafiel
- 7) Sally Van Wright

Meeting Dates: The Board discussed occasionally meeting on weekends rather than always meeting on Friday nights.

5. NEW BUSINESS

Audit: The Association's accountant advised that the Association may not be required to perform an audit this year and that there are also other options, such as performing a compilation or a review. S. Waterman asked the Board to consider if they would like an audit or review even if not required. J. Harmon indicated that doing a review would be good business. S. Waterman said that she would pursue this and work with F. Henry.

6. NEXT MEETING

The next two meetings will be held on February 18, 2022, at 7:30 p.m. EST, and March 19, 2022, at 1:00 p.m. EST.

7. ADJOURNMENT

With no further business of the Association to transact, the meeting was closed at 9:42 p.m. EST.

DISCLAIMER

The above minutes should be used as a summary of the motions passed and issues discussed at the meeting of the members of the Association. This document shall not be considered a verbatim copy of every word spoken at the meeting.

Sally J. Van Wright

Sally J. Van Wright (Jan 28, 2022 17:09 EST)

Sally Johnson Van Wright
Secretary of the Board

1/28/22

Date

Minutes – Board Meeting 1-21-2022

Final Audit Report

2022-01-28

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