

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

**MINUTES OF THE BOARD OF DIRECTORS MEETING
VIA TELECONFERENCE
APRIL 30, 2022, 12:00 P.M. ET**

BOARD MEMBERS:

Julie Harmon	President
Faye Henry	Treasurer
Sally Van Wright	Secretary
Michele Elefante	Director
Michael Peñafiel	Director (until 1:02 p.m.)
Onyemma Obiekea	Director

GUESTS:

Samantha Waterman	Executive Director
Lorena Araujo	Recording Secretary, Minutes Solutions Inc.

ABSENT:

Magdalena Diaz	Director
Sheila Watson	Manager of Program Development

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 12:29 p.m. ET.

2. APPROVAL OF PREVIOUS MINUTES

On a motion duly made, it was resolved to approve the minutes of the meeting held on March 19, 2022, as presented. 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

- a. Taxes:** The Association qualifies for the abbreviated Form 990-N tax return due to its \$1,000 revenue. The return is due May 15, 2022.
- b. Strategic Report:** The report will be presented at the next Board meeting.

- c. **Membership:** ESD Global will join the Association after a delay caused by an internal communication issue. The one-on-one outreach to community leaders continues with positive responses from individuals from different organizations all over the world.
- d. **Translations:** A firm has been found for translating the exam when we are ready to do that. We are hoping to use a widget to translate the website.
- e. **Communications and Brand Update:** *ACTION – S. Waterman will invite Toby Israel to present the communications plan to the Board at the next meeting or before and will provide M. Peñafiel with possible blog topics.*

S. Waterman advised that Power of XYZ resigned as the design agency due to lacking the capacity to complete projects and desiring additional writing control. This is a good thing because it has made possible building a great communications team. Toby Israel, a Level 4 instructor residing in Costa Rica, was contracted as a consultant to manage communications and work with Tasha Ina Church who will be heading up marketing (which includes membership recruitment) and social media.

S. Waterman also advised that she will give notice to the cumbersome membership management software company (YourMembership) because no one is happy with it, especially because it makes it difficult to engage members. It is a one-year contract that expires in September. A new AMS (association management software) will be used, one that engages members, is user-friendly for members, has good customer service, and makes tracking analytics easier – looking at GlueUp and MemberClicks.

The Board agreed that all initiatives should have a clear focus and metrics completed, that the communications team should assist members with recruitment, and that the Board should join the membership.

M. Peñafiel will consider writing a blog post.

- f. **Ethics Commission and Disciplinary Process:** A group to address complaints, beyond the Advisory Council and Council of Experts, is required. The Board expressed interest in calling it a collective or group rather than a commission and talked about having members meet every quarter or year or as needed. A clear plan based on restorative justice and harm repair will be adopted – the Ethics Committee will start work on that.

4. **COMMITTEE REPORTS**

- a. **Credentialing Update:** The first exam will be held after the NWMAF conference in August 2022 tentatively, and the second in December 2022. Exams will be spaced out more evenly in following years. Registration will open for both at the same time. Sheila is happy with the exam software we chose. Sheila has been working with two groups to review the exam, they have provided feedback, and she has been making changes accordingly. The process is ongoing.

5. **ACTION ITEMS**

- a. **HR Docs:**

On a motion made by M. Elefante, seconded by S. Van Wright, it was resolved to approve the whistleblower protection policy. Motion carried.

The contingency plan was also drafted and will be presented to the Board. The financial review is in progress.

b. DEI Policy:

On a motion made by J. Harmon, seconded by O. Obiekea, it was resolved to approve the diversity, equity, and inclusion policy. Motion carried.

6. NEW BUSINESS

There was no new business to discuss.

7. NEXT MEETING

The next meeting will be held on June 24, 2022, at 7:30 p.m. ET.

8. ADJOURNMENT

With no further business of the Association to transact, the meeting was closed at 1:44 p.m. ET.

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 Johnson Van Wright, Board Secretary

Date