

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

**MINUTES OF THE BOARD OF DIRECTORS MEETING
VIA TELECONFERENCE
MAY 28, 2021, 7:30 P.M. ET**

BOARD MEMBERS:

Julie Harmon	President
Sally Van Wright	Secretary
Michele Elefante	Director
Michael Peñafiel	Director
Onyemma Obiekea	Director
Faye Henry	Incoming Treasurer

GUESTS:

Samantha Waterman	Executive Director
Sheila Watson	Manager of Program Development (until 8:29 p.m.)
Cassidy Civiero	Recording Secretary, Minutes Solutions Inc.

REGRETS:

Magdalena Diaz	Director
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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 7:49 p.m. ET.

2. NEW DIRECTOR INDUCTION

Samantha Waterman introduced Faye Henry, noting that her bio and resume were included in the meeting package. Given her background in finance, Samantha Waterman recommended her as Board Treasurer.

On a motion duly made and carried unanimously, it was resolved to induct Faye Henry to the Board of Directors in the position of Treasurer.

3. APPROVAL OF PREVIOUS MINUTES

On a motion duly made and carried unanimously, it was resolved to approve the minutes of the meeting held on April 30, 2021.

4. MEMBERSHIP SURVEY

Sheila Watson presented the results of the membership survey distributed in May 2021 and highlighted the following:

- 71 responses were received.

- Members were asked how long they have been practicing, how much time they spend toward ESD, and what kind of benefits they look for in an association.
- Half of the respondents have been in ESD for less than five years, which indicates a lot of new interest in ESD, something that translates to potential members for the Association.
- Equal amounts of respondents do ESD in their spare time, part-time, and full-time.
- Networking was the highest priority identified, whether that takes place at conferences, a networking platform, webinars, or discussion groups. Digital toolkits, tips, and guides also ranked very high.
- Enhanced reputation and visibility of the profession, lobbying, and a comprehensive ESD directory were also top priorities.
- 45 respondents voluntarily gave their email addresses to receive further communication.

Julie Harmon asked for metrics on the respondents' location. Sheila Watson responded that there was a strong presence from the U.S. and Europe. There were few respondents from Latin America; this was expected as the survey was in English. Samantha Waterman noted that the future surveys could be translated into other languages to reach more people.

Michael Peñafiel asked what prompted people to worry about ethics and having a code of conduct. Julie Harmon replied that instructors have had inappropriate relationships with students, there can be inappropriate behavior in class, or people not showing up when they should. Samantha Waterman added that every association has a code of ethics and conduct.

Onyemka Obiekea asked about the age range of respondents, as the survey's platform (Facebook) may determine who is likely to answer. Sheila Watson responded that the Association is aware of making everything as accessible and diverse as possible. The initial survey was short and pleasant as it is early in the process and the Association wanted to make it easy for people to participate, but more demographic information could be collected in future surveys.

5. **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

Website: Power of XYZ, the design firm, has designed the website's home page, and it is expected to be live by early next week. The home page can be built out over time. Facebook and LinkedIn accounts will be created so that posts can be shared from the Association.

Loans: The Association received two loans and is expecting another in August 2021, the terms of which were in the form of promissory notes. The changes requested by the Association lawyer were all accepted by the lender's lawyer. The loan terms are good for the Association, though there is a trade-off – in order to make low, infrequent payments (at a very low interest rate), the Association will end up paying interest on the entire loan amount rather than decreasing amounts (as would be the case if the loan were amortized with monthly payments). There is an option to pay back the loan early. Samantha Waterman requested approval to sign the loans, as they are greater than \$25,000.

Faye Henry noted that the loan terms are excellent, as the interest is basically money covering inflation. Sally Van Wright pointed out that a loan is very different than a gift, as the Association is not expected to comply with or report to the lender.

On a motion duly made and carried unanimously, it was resolved to approve the Executive Director to sign the three loans, with the terms as described in the Executive Director's report.

Staffing: Elke Kiva was an intern, but she has graduated from college and her internship has ended. Samantha Waterman posted to hire a Communications & Outreach Coordinator on a diversity board and political board. The position is just above entry-level. Samantha Waterman has screened 23 candidates and will be conducting interviews.

Sarah McArthur, CEO of Power of XYZ, will provide a proposal to handle some of the Association's communications, such as creating and executing a communications plan and managing social media. A Communications & Outreach Coordinator may still be needed but the position will change if the Association retains Power of XYZ.

Julie Harmon suggested including the job posting on the ESD community boards and emailing to the Facebook Self Defense Monday Call Group once the Power of XYZ proposal is received. Whoever is hired should ideally be well-known and have a good reputation in the industry, with ESD Impact experience.

ACTION – Samantha Waterman will send job postings to Julie Harmon and Sally Van Wright to post in different ESD groups as they arise.

6. ACTION ITEMS

Membership Dues: The Association must decide what to charge for annual dues. Recruitment has not begun yet but will commence in the coming months. Samantha Waterman presented options for basic dues for four categories: instructor, advocate, student, and partner. In addition, discounts will be considered, including cost-of-living adjustments for people living in places around the world with very different standards of living.

Michele Elefante stated that it is nice to find a medium to go up or down from, which would be \$150 for instructors, \$125 for advocates, \$50 for students, and \$500 for partners.

ACTION – Samantha Waterman will upload a comparison table of what other associations charge for dues in the Google Drive.

Julie Harmon stated that until the Association has something to offer, nobody will pay dues. Samantha Waterman confirmed that the Association must create benefits before it charges dues. The upcoming Board decision will only determine the rates, it will not trigger implementation and either recruiting will not begin immediately or additional discounts will be applied for period in which the Association does not yet offer benefits. Samantha Waterman has uploaded a list of benefits in the Google Drive.

Faye Henry stated that the dues should be as high as possible since it is challenging to increase dues should there be issues with the cash modelling and revenues. She added that the proposed dues seem low, and there should be a benchmark to determine dues for the Association.

Samantha Waterman noted that there would be other revenue sources, such as credentialing exam fees. Someone said that dues should initially be at least half of the revenue. for some associations, membership and certification fees are one and the same, but Samantha Waterman recommends that the Association use a model that keeps them separate.

The Board deferred approving the membership dues to the next meeting to allow for further consideration.

Scheduling: Each Committee should have its own meetings at some point. The Credentialing Committee will have the most to do at this stage. The Executive Committee will only meet when there is specific business for them to undertake. Samantha Waterman suggested deferring the next Board meeting to July 2021 to allow the Committees to meet before the entire Board meets again. The Board agreed to this suggestion.

The Credentialing Committee agreed to meet on June 18, 2021. The Ethics & Conduct Committee decided to meet on June 25, 2021.

Future Committees: Samantha Waterman noted that the Board should create a Communications & Advocacy Committee and Finance Committee in the future.

Bios and Headshots: Samantha Waterman requested bios and headshots from directors for the website.

ACTION – Directors will send Samantha Waterman their bios and headshots.

7. **NEXT MEETING**

Board meetings will be held on the last Friday of each month. The next Board of Directors meeting will be held on July 30, 2021, at 7:30 p.m. ET.

8. **ADJOURNMENT**

On a motion duly made and carried unanimously, it was agreed that there was no further business of the Association to transact; the meeting was closed at 9:28 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.

Director

Date