

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

**MINUTES OF THE BOARD OF DIRECTORS MEETING
VIA TELECONFERENCE
AUGUST 27, 2021, 7:30 P.M. ET**

BOARD MEMBERS:

Julie Harmon	President
Sally Van Wright	Secretary
Magdalena Diaz	Director (from 7:55 p.m.)
Onyemma Obiekea	Director
Michael Peñafiel	Director

GUESTS:

Samantha Waterman	Executive Director
Sheila Watson	Manager of Program Development
Cristina De Miranda	Recording Secretary, Minutes Solutions Inc.

REGRETS:

Michele Elefante	Director
Faye Henry	Treasurer

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 7:50 p.m. ET.

2. APPROVAL OF PREVIOUS MINUTES

On a motion duly made, it was resolved to approve the meeting minutes held on July 30, 2021, 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

Communications, Outreach, and Website: S. Waterman noted that the Board had access to a Google Drive with a variety of documents. She recommended that the Board invite their networks to "like" the Association's Facebook and LinkedIn pages.

The Association was working to determine how many people were part of the ESD community worldwide to assist in creating a member directory and to use for many other purposes such as

creating an insurance pool, making revenue decisions and projections, and more. S. Waterman noted that associations with credentialing programs typically had a higher member count.

S. Waterman hired a contractor to assist with the Association's operational tasks. He will be contacting companies who could develop an algorithmic program that searches the web for self-defense professionals. The findings would then be narrowed by a small team of graduate-student interns through a larger research project. The students would examine definitions and principles of ESD as understood by communities around the world, identify and analyze differences and variations, generate a report, and apply their findings to the larger list of self-defense professionals to narrow it to a database of *empowerment* self-defense professionals. While conducting their research, the students would also conduct additional searches for ESD professionals and add those to the database. The research would be useful for 1) better understanding, defining, and describing ESD and its principles and 2) for creating the ESD database.

VPEC: The Violence Prevention Education Conference (VPEC) is being held virtually this year. S. Waterman will be a speaker at the event.

Staffing: S. Waterman noted that the Dr. J. Nolan-Roll and S. Watson were hired as consulting contractors because the Globalization Partner, an international payroll company, does not accommodate part-time, international employees and advised that they should be classified as independent consultants.

Animation Project: ESD has engaged an animator to develop an animation project conceived by Yudit Sidikman that will depict how ESD and the ESD community's efforts to teach violence-prevention can change the culture of violence on a larger scale. Y. Sidikman will fund the project.

Budget Projections: A worksheet had been created to help manage the Association budget. A list of ways to generate revenue were included in the report for the Board's information. S. Waterman noted that the Association could generate taxable-revenue (revenue for which the Association would pay taxes) as long as the total amount does not exceed a certain threshold (probably 50%). If exceeded, the revenue could compromise the tax-exempt, non-profit status of the Association. Some revenue-generating projects could be facilitated by creating a for-profit subsidiary and/or a nonprofit 501c3 subsidiary.

Code of Ethics: A draft code of ethics is expected to be ready for review, available to the Board, in early September 2021.

Ethics Committee Report

O. Obiekea provided an overview of the Ethics Committee meeting held on August 30, 2021. The Committee reviewed Facebook's code of conduct for groups and determined that it would be used as a starting point. The ESD Association would leverage the diversity of the current Board to ensure inclusivity, that there is a diversity of voices in the code of ethics and that it captures the Association's needs. The code of conduct will be progressive, reasonable, and predictable. The code will outline key items for how the Association would respond to a variety of situations.

O. Obiekea added that the Committee will host listening sessions to engage key professionals and to ensure the community had an opportunity to share their views. These sessions would also serve as an opportunity to convey the Association's values with the community. S. Waterman recommended naming the listening session groups "advisory councils" to use the terminology from the Association bylaws.

The Committee's next steps include reading codes of ethics/conduct published by similar groups to help inform the Association's own version. J. Harmon noted that the existing code of ethics had been developed by a big team (the Facebook Self Defense Discussion Group) over an extensive period of time (nearly a year) and that she would be open to providing further context to the Committee by sharing their process and the feedback they have received while drafting the code.

Credentialing Program Timeline: S. Waterman anticipated that the program will begin to be implemented in December 2021. More information on credentialing would be shared at the next Board meeting.

M. Peñafiel cautioned that standardizing the wide scope of ESD content and knowledge for the credentialing program, while maintaining inclusivity, would be a difficult task. The program would need to consider the social-economic, gender, cultural competencies, etc. of a wide group of applicants. S. Waterman recommended that M. Peñafiel meet with S. Watson to further discuss the topic.

Action Items

Membership Dues Billing Mechanisms: S. Waterman presented a series of options on how the Association could collect membership dues. S. Waterman recommended that members be given the option of paying in annual or monthly installments; the annual rate would be reduced as it presented less risk to the Association. After some discussion, the Board agreed to proceed with the recommendation.

J. Harmon recommended that the website state applicants who require financial assistance should contact the Association directly rather than having a separate type of dues for them.

International fees would be determined by the cost-of-living index. Any exceptional circumstances will be accommodated.

ACTION – S. Waterman is to determine whether members making monthly payments could purchase a membership multiple times per year.

On a motion made by Julie Harmon, seconded by Sally Van Wright, it was resolved to approve option one for charging dues, which offered members the choice to pay a 1) monthly auto-renewing payment of \$25 per month or 2) an annual payment of \$200 per year. Motion carried.

Empowerment Dues – Qualifications: The Board agreed that in order for applicants to qualify for financial assistance they would be required to apply to the Association. The Board discussed what documentation would be required as proof of qualification. S. Waterman recommended that a tax form be required unless an applicant expressed that they could not provide that information to the Association. The Board agreed that some applicants would be uncomfortable disclosing that information. M. Diaz pointed out that requiring tax documentation could dissuade some people from becoming members, including those who are DACA recipients and others who are undocumented.

S. Waterman will move forward with an application that did not require a tax form as evidence, but rather requires some basic information and a brief statement about the applicant's financial circumstances.

ACTION – S. Waterman is to conduct further research on whether the Association should obtain tax form or similar documentation as evidence of financial need as part of Association’s due diligence when granting financial assistance to applicants for membership. May revisit issue later.

On a motion made by Julie Harmon, seconded by Magdalena Diaz, it was resolved to approve the implementation of an application to be completed by applicants who request financial assistance for membership. The application will not request additional documentation from the applicant as evidence of qualification but will request an explanation. Motion carried.

Amend Bylaws to Simplify Membership Categories: S. Waterman presented a proposal to amend the bylaws to simplify the membership structure by eliminating most of the membership categories. J. Harmon requested that the distinction between members and “empowerment dues” members should be removed. The Board agreed to maintain one category of membership called “members,” which would include members who require financial assistance.

On a motion made by Julie Harmon, seconded by Michael Peñafiel, it was resolved to amend the bylaws to simplify the membership to a single category called “members.” The Board reserved the right to amend membership categories in the future. Motion carried.

Amend Board Calendar to Add Meetings: S. Waterman proposed new dates for future Board meetings. Special meetings could be held to address any urgent matters.

On a motion made by Sally Van Wright, seconded by Michael Peñafiel, it was resolved to amend the Board meeting calendar to add two meetings scheduled for October 8, 2021 and November 5, 2021, and change the November 10, 2021 meeting to December 3, 2021. Motion carried.

4. NEXT MEETING

Board meetings are held on Fridays, usually the last Friday of each month, but for the remainder of the year it will be on the Fridays indicated above. The next Board of Directors meeting will be held on October 8, 2021, at 7:30 p.m. ET.

5. 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 9:35 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 VAN WRIGHT (Sep 17, 2021 16:05 EDT)
Sally Van Wright, Director
Sally J Van Wright

Date

Minutes – Board Meeting 8-27-2021

Final Audit Report

2021-09-17

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