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**MINUTES**  
**BOARD OF DIRECTORS MEETING**  
**May 19, 2023**  
**Itasca, IL**

**BOARD MEMBERS PRESENT:**

- Sandy L. Chung, MD, FAAP, President
- Benjamin D. Hoffman, MD, FAAP, President-elect
- Moirra A. Szilagyi, MD, FAAP, Immediate Past President
- Dennis M. Cooley MD, FAAP, District VI Chairperson and Secretary/Treasurer
- Mark Del Monte, JD, CEO/Executive Vice President
- Patricia Flanagan, MD, FAAP, District I Chairperson
- Warren M. Seigel, MD, FAAP, District II Chairperson
- Meg C. Fisher, MD, FAAP, District III Chairperson
- Michelle D. Fiscus, MD, FAAP, District IV Chairperson (*virtual*)
- Jeannette “Lia” Gaggino, MD, FAAP, District V Chairperson
- Martha C. Middlemist, MD, FAAP, District VIII Chairperson
- Yasuko Fukuda, MD, FAAP, District IX Chairperson
- Madeline M. Joseph, MD, FAAP, District X Chairperson
- Constance S. Houck, MD, FAAP, At Large Member
- Charles G. Macias, MD, FAAP, At Large Member
- Joelle N. Simpson, MD, FAAP, At Large Member

AGENDA ITEMS	ISSUES DISCUSSED	ACTION BY WHOM/BY WHEN
<i>Friday, May 19, 2023</i>		
<b>Call to Order and Introduction of Guests</b>	AAP President Sandy L. Chung, MD, FAAP, called the meeting to order at 8:00 am CT.	
<b>Statement of Voluntary Disclosure and Member Anti-Harassment Policy</b>	The Board of Directors reviewed the Academy’s policy on Conflict of Interest and Voluntary Disclosure. Board members were given an opportunity to disclose any direct or indirect financial interests, or any personal, family, or other relationships that conflict (or could have the appearance of conflicting) with their duties, responsibilities, or exercise of impartial and objective judgment with respect to the meeting’s agenda. The anti-harassment policy in the agenda book was referenced.	Conflicts were appropriately disclosed.
<b>Approval of Minutes from the January 2023 Board Meeting</b>	Minutes from the January 2023 Board Meeting were reviewed and approved as written.	<b>MOTION:</b> Made, seconded, and unanimously carried to approve the minutes.
<b>Primary Care Financing</b> <i>(Rebecca Etz, PhD)</i>	Rebecca Etz, PhD, joined the AAP Board of Directors meeting virtually to share information regarding primary care financing.	

<p><b>Task Force on Board of Directors Rotation</b> (Tony Johnson, MD)</p>	<p>Tony Johnson, MD, provided an update on behalf of the Task Force on Board of Directors Rotation. At the January 2023 board meeting, the Task Force on Board of Directors Rotation was created and requested to address the following items:</p> <ul style="list-style-type: none"> <li>• proposing an alternative rotation schedule and any specific board member terms that should be changed and how,</li> <li>• recommending by which method the bylaws amendment should be initiated, and,</li> <li>• developing a description and rationale for the proposal for dissemination to membership with the proposal.</li> </ul> <p>The Task Force met several times by videoconference to explore the charge and make any recommendations for action. A proposal was shared with the Board. The AAP Bylaws (Article XII) provide three methods by which an amendment to the AAP Bylaws may be initiated:</p> <ul style="list-style-type: none"> <li>• 2/3 vote of the Board of Directors,</li> <li>• 2/3 vote of the Annual Leadership Forum (now referred to as the Annual Leadership Conference),</li> <li>• or a petition of 5% of eligible voting members.</li> </ul> <p>The Task Force recommends that the Bylaws amendment be proposed at the Annual Leadership Conference in August 2023 and voted upon.</p>	
<p><b>AAP CEO/EVP Report</b> (Mark Del Monte, JD)</p>	<p>AAP CEO/Executive Vice President, Mark Del Monte, JD, provided a CEO/EVP report.</p>	
<p><b>Finance and Development Committee</b> (Shelley Fiscus, MD)</p>	<p>The Finance and Development Committee recommended the Board approve a new budget for the 2023-2024 fiscal year.</p> <p><b>RECOMMENDATION:</b> That the Board approve the proposed Fiscal Year 2023-2024 AAP Budget.</p> <p>The Committee also shared the following request:</p> <p><b>RECOMMENDATION:</b> The Board has been provided and accepted the tax return.</p>	<p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p> <p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p>
<p><b>Governance Committee</b> (Sandy Chung, MD)</p>	<p>The Governance Committee began their update with the following recommendation:</p> <p><b>RECOMMENDATION:</b> That the Board approve a new 5-year employment agreement with Mark Del Monte, JD.</p> <p>The AAP Board Policy and Procedures Manual requires the Governance Committee to review every 3 years to assure accuracy and propose necessary revisions.</p>	<p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p>

	<p><b>RECOMMENDATION:</b> That the Board approve revisions to the Board Policy and Procedures Manual.</p> <p>The AAP Committee on Adolescence (COA) and the Section on Adolescent Health (SOAH) requested a merge into an adolescent health council.</p> <p><b>RECOMMENDATION:</b> That the Board approve the intent to merge COA and SOAH into a Council.</p> <p>The AAP Records Management Policy provides guidelines to ensure that the AAP manages records in compliance with applicable federal and state laws, while meeting operational needs and maintaining archival records to advance the AAP mission by preserving its history.</p> <p><b>AAP Policy on Personal and Other Work Email Addresses</b></p> <ul style="list-style-type: none"> <li>• AAP staff members are prohibited from using personal email accounts to send or receive emails relating to AAP matters.</li> <li>• Members of the AAP Board of Directors and other AAP members serving on committees, councils, sections, task forces, editorial boards, and other advisory bodies of the AAP may not use their work email accounts for communications relating to AAP matters. Those individuals must use personal email accounts for AAP communications.</li> <li>• Effective January 1, 2024</li> </ul> <p><b>RECOMMENDATION:</b> That the Board approve the addition of the Records Management Policy to the AAP Board Policy and Procedures Manual.</p> <p>A copy of all new national committee member appointments, new council executive committee member appointments, national committee member reappointments for another two-year term, and the council executive committee member reappointments was shared with Board members and guests in the room.</p> <p><b>RECOMMENDATION:</b> That the Board approve the new national committee member appointments, new council executive committee member appointments, national committee member reappointments for another two-year term, and the council executive committee member reappointments.</p>	<p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p> <p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p> <p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p> <p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p> <p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p>
<p><b>AAP Advocacy Update</b> (James Baumberger, Tamar Haro, Jamie Poslosky)</p>	<p>James Baumberger, Tamar Haro, and Jamie Poslosky joined the meeting to provide an AAP Advocacy Update.</p>	

<p><b>Report out from the Equity Committee</b> (<i>Madeline Joseph, MD</i>)</p>	<p>The AAP Equity Committee provided updated on the revision of the Committee charter. This includes strategies for embedding equity into all governance functions of Board:</p> <ul style="list-style-type: none"> <li>• Cross representation on other board committees</li> <li>• Roles and responsibilities of all Board members</li> </ul> <p>Next steps include reviewing and revising the Committee charter after further discussion about incorporating equity into other committee charters and/or BOD member responsibilities. The Committee also has a commitment to incorporate equity into AAP policy. This includes:</p> <ul style="list-style-type: none"> <li>• A commitment to promoting health equity and EDI in the profession of pediatrics in Equity Agenda workplan.</li> <li>• Collaborating with the Board Committee on Policy to develop guidance and tools for authors and reviewers.</li> <li>• Incorporating equity into the policy development process.</li> </ul> <p>Dr Joseph also discussed State anti-DEI legislation.</p>	
<p><b>Report out from the Member Value and Engagement Committee</b> (<i>Connie Houck, MD</i>)</p>	<p>The Member Value and Engagement Committee share that at the 2022 Leadership Conference, the number one resolution was Supporting Pediatrician Advocates Experiencing Adversity. In January 2023, the Board of Directors approved a new Child Health &amp; Pediatric Practice priority entitled Safety and Wellbeing within the Pediatric Profession and tasked the Member, Value and Engagement Committee of the board with creating an implementation strategy. A new Task Force on Safety &amp; Wellbeing Within the Pediatric Profession was proposed with the goal of protecting the psychological and physical safety of members. The Member Value and Engagement Committee completed a landscape assessment and recognized the need to shift the focus from wellness to wellbeing (improving the environment and systems in which members practice).</p> <p><b>RECOMMENDATION:</b> That the Board of Directors approve the development of a charter for a new Task Force on Safety &amp; Wellbeing Within the Pediatric Profession</p> <p>Fiscal note: approximately \$13,530 in the FY2023-2024 budget to include meeting and other expenses</p>	<p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p>
<p><b>Report out from the Policy Committee</b> (<i>Charles Macias, MD</i>)</p>	<p>The Policy Committee noted that after initial discussions in Fall 2022, the Committee begun meeting quarterly with the Committee on Guideline Development (COGD) group. Key focus areas included:</p> <ul style="list-style-type: none"> <li>• Prioritization discussions</li> <li>• Roles &amp; responsibilities across BCOP and COGD with “liaison” role</li> <li>• Future of technology support (standardized technologies)</li> <li>• Process &amp; procedures (e.g. subcommittee selection)</li> <li>• Evidence grading and methodology</li> <li>• Assessing opportunities for alignment of topics/board priorities</li> <li>• Sharing news &amp; successes- communication</li> </ul>	

	<p><b>RECOMMENDATION:</b> That the Board approve utilizing the GRADE framework for all AAP Clinical Practice Guidelines</p> <p>Current initiatives of the Committee include:</p> <ul style="list-style-type: none"> <li>• Identification of outliers and author meetings with BCOP to reassess</li> <li>• Technology for policy authors to leverage efficiencies-identifying pilot groups</li> <li>• Methods to identify and eliminate race-based medicine in policy-evaluating tools</li> <li>• Long &amp; short-term policy development process improvement strategies for shorter start to completion time</li> <li>• Workflow variations across CCS and transparency in process metrics</li> </ul>	<p><b>MOTION:</b> Made, seconded, and unanimously carried to approve the recommendation.</p>
<p><b>Report out from the Strategic Planning Committee</b> (Meg Fisher, MD)</p>	<p>The Strategic Planning Committee provided an update on Goal 6. The purpose is to realign the organizational structure of the committees, councils, and sections into new “Alliances”</p> <ul style="list-style-type: none"> <li>• Career Alliance</li> <li>• Health Care Delivery Alliance</li> <li>• Pediatric Medical Subspecialties Alliance</li> <li>• Pediatric Surgical Specialties Alliance</li> <li>• Promotion of Child, Youth, and Family Health Alliance</li> <li>• Organizational Competencies Alliance</li> </ul> <p>The Committee as established a working group and a charter. The goal is to rollout at the 2023 Leadership Conference. Other strategic priorities include planning for the 2023 Strategic Planning Retreat and focusing on the 2023 Child Health and Pediatric Practice Priorities.</p> <ul style="list-style-type: none"> <li>• Healthy Mental &amp; Emotional Development</li> <li>• COVID Recovery &amp; Disaster Readiness</li> <li>• Equity, Diversity &amp; Inclusion</li> <li>• Safety &amp; Wellbeing within the Pediatric Profession</li> </ul>	
<p><b>Remarks from the President</b> (Sandy Chung, MD)</p>	<p>Dr Chung thanked everyone for joining and closed out the meeting.</p>	
<p>The meeting was adjourned at 12:00 PM CT.</p>		<p>Signature: Sean Diederich, Manager, Executive Initiatives</p>