

**Philadelphia Marriott Downtown, Grand Ballroom A**  
**1201 Market St.**  
**Philadelphia, PA 19107**

**Board Officers Present:** Deborah Nelson (President), Cindy Ostrowski (President-Elect), Kathy Murphy (Vice-President), Steven Lacey (Past President), Lindsay Cook (Treasurer), Michael Rosenow (Secretary), Donna Heidel (Treasurer-Elect) (n=7)

**Board Directors Present:** Cathy Hovde, Lito Ignacio, Bradley King, Nancy McClellan, Dina Siegel, Michele Twilley (n=6)

**Absent:** None

**Staff Present:** Mark Ames, Mary Ellen Brennan, Bethany Chirico, Belinda D'Agostino, Russell Hayward, Sue Marchese, Laurie Mutdosch, Angela Oler, Alla Orlova, Larry Sloan (n=10)

**Guests:** Pam Kostle, [Cheri Marcham](#), Michael Ochs, [Sarah Mooney](#)<sup>\*</sup>, [Victoria Hordern](#)<sup>\*</sup>, [Teniope Adewumi-Gunn](#)<sup>\*\*</sup>

*\*Via teleconference during item E only.*

*\*\*AM portion only.*

## Sunday, May 20

### **A. Welcome – Call to Order**

Deborah Nelson called the meeting to order at 8:30 am, welcoming the Board, AIHA staff, and visitors.

Michael Rosenow confirmed the presence of a quorum.

The Safety and Conflict of Interest Statements were reviewed. A motion was made and approved to accept meeting agenda with no items removed from the consent agenda.

### **MOTION 1: Accept the Meeting Agenda**

**VOTE: 12-0-0-0** (*for-against-abstain-absent*)

### **B. AIHce EXP 2018 Update**

Bethany Chirico provided registration numbers (4513 registrations to date, including 368 virtual attendees) and general logistical information for the convention center as well as changes and updates to the 2018 AIHce EXP format. She challenged the Board to answer three questions to discuss at the Annual Business meeting on May 23<sup>rd</sup>:

1. What do you like best about this year's AIHce EXP?
2. What could we improve upon?
3. What one feature could make the AIHce EXP even better?

### **C. President's Report**

Deborah Nelson welcomed the new AIHA Directors and officers and provided updates on several items:

- A CIH "emeritus" discussion with ABIH.
- The AIHA Global Access Program (GAP) joint offering with the British Occupational Hygiene Society (BOHS) and the Australian Institute of Occupational Hygiene (AIOH) continues to evolve and must now address European data privacy regulations that will require a different approach for AIHA.
- AIHA Leadership represented AIHA at the NIOSH Total Worker Health® event in which psychosocial stress and contingent workers were two newer areas of focus.
- AIHA staff will receive the 2018 Presidents Award.

### **D. CEO's Report /Outstanding Action Items**

Larry Sloan reviewed the open and recently closed Board Action Items list. He summarized recent CEO-related travels including visits to Local Sections and Hamilton Club members. He briefly summarized the current status of the ACGI project and reported that DelCor has begun as the project management firm.

### **E. Treasurer's Report**

Lindsey Cook updated the Board on the 2017 financial audit, conducted by Johnson Lambert, LLP, this year. Two minor audit adjustments were necessary, but they were not material and a clean audit report was issued. The audit covers all six AIHA organizations, includes IRAT, and investment earnings and/or losses.

Belinda D'Agostino provided an update on the 2018 budget reviewing additions that narrowed the operating margin to \$146K versus the original budgeted \$274K. Two Board-approved additions to the capital budget resulted in an amended \$795,740 amount versus the original \$427,700. The changes are due to the ACGI database project completion needs.

Belinda D'Agostino also provided a financial update as of April 30, 2018. Overall significant negative variances include: (\$79K) in dues revenue which is permanent; a temporary (\$174K) in Consultants Listing revenue due to delays in finalizing the print edition; a temporary (\$257K) PAT annual revenue fees due to invoice timing; and a temporary (\$123K) LAP revenue timing issue. Positive variances are from Registry for \$57K, due to salaries, depreciation, and software support/outside services.

A summary of 2017 investments indicates a 12-month 5.89% return from the intermediate fund and a 18.30% return from the long-term fund, which when combined with first quarter 2018 losses of (0.21%), and (0.95%), respectively, resulted in a total balance of \$17.3 million as of April 30, 2018.

### **F. GDPR: Understanding New EU Data Privacy Regulation**

Legal advisors Victoria Hordern and Sarah Mooney provided an update on the European Union (EU) General Data Protection Regulation ([GDPR](#)) and its possible impact on AIHA business. The purpose of the GDPR is to protect the data privacy of EU citizens from extraterritorial impacts and may include internet

browsing cookie tracking and monitoring. As it was not yet enforceable at the time of the meeting, a future update from AIHA legal advisor, Jim Wilson, near the end of June, will provide further guidance.

\*\*\*\*\*Break\*\*\*\*\*

## G. Strategic

### 1. ACGI Project / DelCor Project Management Proposal

Larry Sloan updated the Board on recent progress with the ACGI software upgrade project. Two critical needs were identified as part of the discovery phase, in which [DelCor](#) met with AIHA staff to verify project evolution and customer (internal and external) needs. Both staff training and reporting needs were identified as critical areas to develop. Several additional costs were presented to enable the project to continue through October 2018.

**MOTION 2: Approve funding in the amount of \$125,000 for outside project management services (to be provided by DelCor) and software licensure. Funding to be sourced from the 2018 operating budget.**

**VOTE: 12-0-0-0**

### 2. International Affairs/India Update/Micro-Grant Process

Deborah Nelson provided a summary to the Board on the International Strategy and the micro-grants issue. A sub-team of the International Affairs Committee (IAC) has developed screening criteria for grant applicants. Specific logistical questions posed by the group will be addressed by the current international strategy task force at a later date. There was some concern expressed by Larry regarding staff capacity to support a fully developed International effort, but the general sense of the Board was to continue directing high-level efforts towards India.

### 3. Student Local Sections (SLS) Update

Guest Teniope Adewumi-Gunn from UCLA, Chair of Student Local Sections (SLS) Council, provided an update to the Board on council activities and results from their SLS member survey. In general, the majority of IH students are NOT members of a SLS and are solely focused on preparing for and obtaining a job.

\*\*\*\*\*Lunch\*\*\*\*\*

### 4. Brand Refresh Initiative Update

Sue Marchese updated the Board on the workflow steps to be taken in partnership with the 88 Brands consultancy to establish the foundation of the branding repositioning effort and then develop communications efforts. A point of view report summarizing key strengths and weaknesses of the AIHA brand and a defined brand strategy are the two key deliverables expected by the fourth quarter of 2018.

### 5. Sensor Certification Summit Update

Russell Hayward and Cheryl Morton updated the Board on the sensor certification versus accreditation discussion as well as providing a summary of recent sensor activities. In short, certification bodies are accredited, while companies, systems, products, services, and people can be certified. The March 27-28, 2018, sensor meeting was an outcome of the 2016 Sensor Summit and covered next steps such as the

possibility of certification supporting a business case and what barriers may exist. Next steps include identifying experts not included in the March meeting and convening a Board level task force to include Donna Heidel, Lito Ignacio, and Cathy Hovde.

#### 6. Strategic Plan Update

Deborah Nelson updated the Board on progress by the Strategic Planning Task Force. The most recent draft will be reviewed in greater detail during the July strategic planning meeting along with staff identified metrics.

### H. Governance

#### 4. Bylaw Amendments Discussion

Larry Sloan updated the Board on feedback obtained over the past several months from both members and legal counsel.

A motion was made and approved to re-insert the reference to “part time” students, as defined, in Article III – Membership, Section 5. Student Member.

**MOTION 3: Approve re-insertion of reference to “part time” students, as defined in Article III – Membership, Section 5. Student Member:** *“A full-time student at the college undergraduate or graduate level in the industrial hygiene or occupational and environmental health and safety field may become a Student member upon application and submission of a statement from his/her faculty advisor, transcript, or other means confirming status as a full-time student, initially and annually if requested. Additionally, an undergraduate or graduate student taking at least one-half the credit hours required for full-time undergraduate/graduate student status may also become a student member upon application and submission of a statement from his/her faculty advisor, transcript or other means confirming the number of credit hours, initially and annually if requested. Students who wish to remain members of the Association after completion of their studies may transition to Full membership status at that time. A Student member may not vote on Association issues, but may serve as a non-voting member of a committee of AIHA.”*

**VOTE: 12-0-0-0**

A motion was made and approved to modify the language of Article VI – Directors, Section 6. Removal to reflect [Section 805 ILCS 105/108.35](#) of the Illinois non-profit law which states that if members are entitled to vote for directors, then directors cannot be removed without the members' approval.

**MOTION 4: Modify Article VI – Directors, Section 6. Removal:** *“The Board of Directors may, by a vote of two-thirds (2/3) of its members, recommend removal of any director at a meeting expressly called for that purpose. The voting members shall then vote on the removal.”*

**VOTE: 12-0-0-0**

A motion was made and approved to include reference to a new Board Nominations policy in Article X – Nominating Committee, Section 1.

**MOTION 5: Amend Article X – Nominating Committee, Section 1. Composition:**

*“The Nominating Committee shall be comprised of not less than three (3) members and the immediate Past President, who shall serve as chair. The Nominating Committee members shall be Full members of the Association and shall be appointed to the committee by the Board of Directors based on criteria established by the Board and outlined in the Association’s Board Nominations policy.”*

**VOTE: 12-0-0-0**

A motion was made and approved to revert back to the original requirement of having two (2) nominees identified for each open seat in Article X – Nominating Committee, Section 2.

**MOTION 6: Amend Article X – Nominating Committee, Section 2:** *“The Nominating Committee shall nominate persons as officers and directors of the Association. The Nominating Committee shall present to the Board of Directors two (2) nominees for each vacant director position and two (2) nominees each for the Vice-President and either Secretary-Elect or Treasurer-Elect (depending on the year) not less than ninety (90) days prior to an Annual Meeting of the membership.*

**VOTE: 12-0-0-0**

Separately, a motion was made and approved to amend Article X – Nominating Committee, Section 2 to reference an updated Diversity and Inclusion policy.

**MOTION 7: Amend Article X – Nominating Committee, Section 2.** *“In making nominations, the Nominating Committee shall give consideration to a series of criteria as referenced in the Association’s Diversity & Inclusion policy.”*

**VOTE: 12-0-0-0**

A motion was made and approved to add Article X – Nominating Committee, Section 4. Board Approval of Ballot which reflects the requirement that the Board must ratify the slate of candidates before presenting to the membership for approval.

**MOTION 8: Add Article X – Nominating Committee, Section 4. Board Approval of Ballot:** *“The Board may approve or decline the nominations recommended by the Nominating Committee in total or individually by majority vote. A majority vote of a duly constituted quorum of the Board in favor of a proposed director or officer, or slate of directors or officers, is required for placement on the ballot.”*

**VOTE: 12-0-0-0**

## **I. Operations**

### **1. Waiving SIG Fees for 2019 and Beyond**

Deborah Nelson and Laurie Mutdosch provided the Board data points used to consider eliminating the Special Interest Group (SIG) fees. With an estimated \$4,420 loss in SIG fee revenue, the Board concluded that SIG members did not receive an equivalent value, especially since Catalyst has come online.

A motion was made and approved to permanently eliminate fees for Special Interest Groups.

**MOTION 9: Permanently eliminate fees for Special Interest Groups.**

**VOTE: 12-0-0-0**

2. Update on AIHce Agreement with ACGIH

The Board entered Executive Session from 2:17pm to 2:33pm.

\*\*\*\*\**Break*\*\*\*\*\*

3. Board Cultural Values

Nancy McClellan and Mary Ellen Brennan led a discussion on the prioritized cultural values of collaboration and diversity as well as suggesting short and long-term action proposals for each. It was agreed that Directors will provide a feedback report from their color council members one time per year during the three-year term. Cathy Hovde and Lito Ignacio volunteered for July's Board meeting. Thursa La and staff will develop a report template for Board Liaisons to use. It was recommended that newly appointed Director(s) be named to the Cultural Values team since Nancy's Board term has ended.

A motion was made and approved to approve the AIHA Board of Directors Statement on Cultural Values.

**MOTION 10: Approve as a Board policy the AIHA Board of Directors' Statement on Cultural Values.**

**VOTE: 12-0-0-0**

3. New Award Consideration

Larry Sloan presented a proposal for a new award aimed at encouraging engineers to convert to industrial hygiene, sponsored by D. Jeff Burton. The board was appreciative of the concept yet agreed the potential candidate pool was very narrow and that donated dollars would best be utilized as part of an AIHF endowed scholarship. It was recommended staff follow up with Dr. Burton to further discuss.

5. Routine Programmatic Updates

a. New Member Onboarding Plan

Laurie Mutdosch indicated that unique email reminders were to be activated for NEW and EXISTING members to ensure awareness of all member benefits.

b. Local Sections

Lito Ignacio indicated that a Local Section Summit in early June had received about 17 RSVPs.

c. CPAG

Updated dashboards for content priorities are available on the [CPAG web page](#).

d. STI

The subject of building management aspects is to be added to the Indoor Environmental Quality (IEQ) Body of Knowledge (BoK).

## **J. Routine Business**

### 1. New Business

Items discussed under New Business included the following:

- Evaluate AIHA's effort in the electronic publishing arena.
- Add "visioning" to the July strategic planning meeting (e.g., developing the ability of virtual assistants to perform routine industrial hygiene calculations).
- Encourage Board members to attend named award lectures while at AIHce.
- Whenever possible, the full Board will be utilized for decision-making, unless a decision is time-critical.

### 2. Old Business

- None

## **K. Consent Agenda**

**MOTION 11: Approve the consent agenda items 1-7**

**VOTE: 12-0-0-0**

1. February 23-24, 2018 Board of Directors Meeting Minutes
2. March 12, 2018 Board Conference Call Minutes
3. April 3, 2018 Board of Directors Call Minutes
4. April 13, 2018 Board of Directors Call Minutes
5. June 4, 2017 Board of Directors Meeting Minutes (revised)
6. Board Ballot 18-001 Nanomaterial Product Stewardship: National Security Implications of Export-import Activities
7. Board Ballot 18-003 Laboratory Analysis Airborne Mold Samples FAQ

Note: Board Ballot 18-002 IH Calculator App, which had been previously submitted as an e-ballot, was NOT approved

**MOTION 12: Adjourn the meeting.**

**VOTE: 12-0-0-0**

Deborah Nelson adjourned the meeting at 4:31 p.m.