AMERICAN ASSOCIATION FOR RESPIRATORY CARE

Board of Directors Meeting

April 21, 2012- Grapevine, TX

Minutes

Attendance

Karen Stewart, MSc, RRT, FAARC, President
Tim Myers, MBA, RRT-NPS, Past President
George Gaebler, MSEd, RRT, FAARC, President-Elect
Susan Rinaldo-Gallo, MEd, RRT, FAARC, VP Internal Affairs
Colleen Schabacker, BA, RRT, FAARC, VP External Affairs
Linda Van Scoder, EdD, RRT, FAARC, Secretary-Treasurer
Lynda Goodfellow, EdD, RRT, FAARC
Fred Hill, Jr., MA, RRT-NPS
Denise Johnson, MA, RRT
Keith Lamb, RRT
Doug McIntyre, MS, RRT, FAARC
Camden McLaughlin, BS, RRT, FAARC
Greg Spratt, BS, RRT, CPFT
Cynthia White, BA, RRT-NPS, AE-C

House Officers

Karen Schell, RRT-NPS, RPFT, RPSGT, Speaker John Steinmetz, Speaker-Elect Rick Weaver, RRT-NPS, RPFT, Secretary Ross Havens, MS, RRT, Treasurer

Consultants

Dianne Lewis, MS, RRT, FAARC, Parliamentarian Margaret Traband, MEd, RRT, FAARC, President's Council President

Absent (Excused)

Bill Cohagen, BA, RRT, RCP, FAARC Bill Lamb, BS, RRT, CPFT, FAARC, HOD Past Speaker Mike Runge, BSRT, RRT, FAARC Frank Salvatore, MBA, RRT, FAARC Joe Sorbello, MEd, RRT

Staff

Sam Giordano, MBA, RRT, FAARC, Executive Director
Tom Kallstrom, MBA, RRT, FAARC, Chief Operating Officer
Doug Laher, MBA, RRT, Associate Executive Director
Ray Masferrer, RRT, FAARC, Managing Editor, RESPIRATORY CARE JOURNAL
Sherry Milligan, MBA, Associate Executive Director
Bill Dubbs, MHA, MEd, RRT, Director of Education & Management
Cheryl West, MHA, Government Affairs Director
Anne Marie Hummel, Regulatory Affairs Director
Miriam O'Day, Federal Government Affairs Director
Kris Kuykendall, Executive Administrative Assistant

CALL TO ORDER

President Karen Stewart called the meeting of the AARC Board of Directors to order at 8:35a.m. CDT, April 21, 2012. Secretary-Treasurer Linda Van Scoder called the roll and declared a quorum.

Education Section Report

Recommendation 12-1-53.1 "That the AARC please consider a modification to the AARC webpage regarding baccalaureate (and masters) degree education at http://www.aarc.org/education/accredited_programs/ to read:

'The AARC provides a link to the Coalition for Baccalaureate and Graduate Respiratory Therapy Education (CoBGRTE) website that maintains a separate list of programs that offer an associate degree in respiratory therapy with a **baccalaureate degree option**. This list also contains some additional information about **all programs offering a baccalaureate or masters degree** in respiratory therapy as the first professional degree. The list of accredited programs on the CoARC website is updated continuously as accreditation decisions are made. Therefore, the current accreditation status of these programs should always be checked on the CoARC website."

The recommendation was tabled due to the lateness of the report. Executive Committee will discuss at another time and send out as E-Motion if needed.

Susan Rinaldo Gallo moved to accept the Specialty Section reports.

Motion Carried

<u>FM 12-1-84.1</u> George Gaebler moved to create a policy to deal with AARC Governance concerning interlocking Board members with other organizations.

Motion Carried

<u>FM 12-1-1.1</u> Linda Van Scoder moved to direct the Executive Office to place a link to the AARC Policy & Procedure Manual in the member resources section of the AARC website. **Motion Carried**

OTHER REPORTS (NBRC, ARCF)

President Stewart will contact the NBRC to request their response to 2015.

George Gaebler moved to accept the NBRC and ARCF reports.

Motion carried

NEW BUSINESS

Susan Rinaldo Gallo moved to accept **Recommendation 12-1-84.1** "That the AARC's white paper on Concurrent Therapy be temporarily pulled from the website for revision."

Motion Carried

<u>FM 12-1-1.2</u> Colleen Schabacker moved to expand the charge of reviewing policies to include white papers and other AARC Statements to the Executive Office.

Motion Carried

SpirXpert Website

Tom Kallstrom spoke about <u>www.SpirXpert.com</u> and stated the owner would like to turn it over to the AARC.

American Organization of Nurse Executives (AONE)

AARC was invited to participate in their upcoming meeting to be held on June 4 in Washington, DC. President Stewart will identify one or two individuals to attend and represent the AARC.

National Coalition of Black Lung Diseases

This organization would like to collaborate with AARC during the annual Hill Day/PAC.

RECESS

Karen Stewart called a recess of the AARC Board of Directors at 10:11am CDT, Saturday, April 21, 2012.

RECONVENE

President Stewart reconvened the meeting of the AARC Board of Directors 10:31am CDT Saturday, April 21, 2012.

Haiti Proposal

The Board discussed the proposal prepared by Natalie Napolitano and Dan Rowley. Numerous requests have been submitted from many countries needing assistance. The ICRC or ARCF may be a better avenue for finding funding.

<u>FM 12-1-84.2</u> Tim Myers moved that the AARC write a letter of support back to the petitioners of the Haiti proposal for the pilot program based on the condition that they develop goals and outcomes and get a review from the ICRC on its efficacy and strategic implications.

Motion Carried

President Stewart will prepare a letter to send to Natalie Napolitano and Dan Rowley.

Barnes Jewish Hospital Recommendation

Linda Van Scoder moved to accept <u>Recommendation 12-1-84.2</u> "That the AARC fund the Advanced Patient Care Coordinator proposal from Barnes-Jewish Hospital Respiratory Therapy department in the sum of \$88,020 from the Million Dollar Research Fund."

Motion Carried

POLICY REVIEW

<u>Policy No. BOD.006</u> – *Executive Session of the Board of Directors* Colleen Schabacker moved to approve as amended.

Motion Carried

<u>Policy No. CA.002</u> – *Chartered Affiliate Requirements and Responsibilities*<u>FM 12-1-6.1</u> George Gaebler moved to refer to House of Delegates Speaker with assistance from BOD Secretary/Treasurer to develop checklist and revise policy by Summer Forum.

Motion Carried

Policy No. CA.006 – Chartered Affiliate Consultant

Linda Van Scoder moved to accept as amended.

Motion Carried

Policy No. CT.005 - Standing Committees

Linda Van Scoder moved to accept as amended.

Motion Carried

Policy No. FM.016 - Travel Expense Reimbursement

Linda Van Scoder moved to accept as amended.

Motion Carried

(See Attachment "A" for all amended policies)

RECESS

Karen Stewart called a recess of the AARC Board of Directors at 11:45am CDT, Saturday, April 21, 2012.

RECONVENE

President Stewart reconvened the meeting of the AARC Board of Directors 3:02pm CDT Saturday, April 21, 2012.

EXECUTIVE SESSION

President Stewart asked that Executive Session convene and staff, as well as non-voting members of the Board were asked to leave at 3:03pm CDT, Saturday, April 21, 2012. The motion was made by Linda Van Scoder.

Motion Carried

Susan Rinaldo Gallo moved to recess Executive Session at 3:23pm CDT, Saturday, April 21, 2012.

Motion Carried

<u>FM 12-1-1.3</u> Linda Van Scoder moved that Tom Kallstrom be offered the position of AARC Executive Director.

Motion Carried (Unanimous hand vote of all voting members present)

Past President Tim Myers took over the meeting of the Board of Directors at 3:28pm CDT, Saturday, April 21, 2012.

ARCF AWARD NOMINEES

The Board brought forth the following nominees for the ARCF Awards for 2012.

Forest M. Bird Lifetime Scientific Achievement Award

Denise Johnson moved to nominate *Patrick Dunne* – Nominated by Lynda Goodfellow

Motion Carried

Charles H. Hudson Award for Cardiopulmonary Public Health

Linda Van Scoder moved to nominate *Danica Patrick* - Nominated by Colleen Schabacker

Motion Carried

Thomas L. Petty, MD Invacare Award for Excellence in Home Respiratory Care Linda Van Scoder moved to nominate *Linda Smith*—Nominated by Tim Myers **Motion Carried**

<u>Life Membership Nominations</u>

Linda Van Scoder moved to nominate Rick Ford-Nominated by Karen Stewart

Motion Carried

Honorary Membership Nominations

Colleen Schabacker moved to nominate Miriam O'Day - Nominated by Doug McIntyre

Motion Carried

Denise Johnson moved to destroy the written ballots.

Motion Carried

Karen Stewart took over the meeting of the Board of Directors at 3:46pm CDT, Saturday, April 21, 2012.

President Stewart announced to the entire group that Tom Kallstrom was offered the position of Executive Director of AARC effective June 1, 2012.

International Committee

John Hiser gave an overview of his written report.

Susan Rinaldo Gallo moved to accept <u>Recommendation 12-1-23.1</u> "That the AARC Board of Directors approves the revised International Mission/Goals statement and that the statement is added to the International Fellowship Program home page on the AARC web site." (As Amended)

Motion Carried

Susan Rinaldo Gallo moved to accept <u>Recommendation 12-1-23.2</u> "That the AARC Board of Directors approve the AARC International Fellows Effectiveness Survey and that it be programmed and administered by the Executive Office via the Internet using Survey Monkey or a similar Internet tool to survey the new Fellows after their visit and also to survey all past Fellows if contact information is available."

Linda Van Scoder moved to refer back to the International Committee to follow the survey process.

Motion Carried

Susan Rinaldo Gallo moved to accept <u>Recommendation 12-1-23.3</u> "That the AARC consider funding the creation and production of an International Fellow lapel pin."

Linda Van Scoder moved to refer to Executive Office for implementation.

Motion Carried

Susan Rinaldo Gallo made a motion to accept the Special Committee reports as reported.

Motion Carried

Ad Hoc Committee on 2015 & Beyond

George Gaebler moved to accept **Recommendation 12-1-32.1** "That the AARC BOD accept the direction for the future of health care as recommended by the publication 'Creating a Vision for Respiratory Care in 2015 and Beyond' by Robert M Kacmarek PhD RRT FAARC, Charles G Durbin MD FAARC, Thomas A Barnes EdD RRT FAARC, Woody V Kageler MD MBA, John R Walton MBA RRT FAARC, and Edward H O'Neil PhD Published-Respir Care 2009; 54(3):375–389. ©2009 Daedalus Enterprises"

Motion Carried

Susan Rinaldo Gallo moved to accept the Ad Hoc Committee reports as submitted.

Motion Carried

Susan Rinaldo Gallo moved to accept <u>Recommendation 12-1-1.1</u> "That the AARC Board of Directors directs the Management Section Chair to initiate a project to encourage respiratory care managers to look for, and seize, opportunities described in the manuscript entitled 'Creating a Vision for Respiratory Care in 2015 and Beyond' Kacmarek, Durbin, Barnes, Kageler, Walton, O'Neil RESPIRATORY CARE 2009; 54(3):375-389."

Motion Carried

Susan Rinaldo Gallo moved to accept **Recommendation 12-1-1.2** "That the following position statement by the Hospital Care Collaborative (HCC) be reviewed and reaffirmed by the AARC Board of Directors:

Common Principles for Team-Based Care: The Hospital Care Collaborative (HCC)

- The HCC believes that healthcare is a "team sport" with respect and recognition for the knowledge, talent and professionalism of all team members.
- The HCC supports clear delineation of team roles and responsibilities with an emphasis on a collaborative and non-hierarchical model.
- The HCC believes in patient centered care, rather than provider-centered care, and that the healthcare team members should involve the patient/family/caregiver in developing care plans and goals of care.
- The HCC believes that collaboration of the healthcare team can lead to improved systems and processes that provide care more efficiently and result in better patient outcomes.
 Examples include strategies for implementation, improved workflow and the utilization of evidence-based processes.
- The HCC believes that all members of the team within their licensure and scope of practice have a role to play in establishing organizational policy, and directing and evaluating clinical care.
- The HCC believes that in a system that involves many team members, all health professionals should work to create safe care transitions and handoffs within the hospitalization and post-hospitalization episodes of care.
- The HCC believes that all team members must be as proficient in communications skills as in clinical skills.
- The HCC believes that the appropriate capacity and staffing of the entire team is a requirement for providing the best care."

Motion Carried

<u>FM 12-1-1.4</u> Tim Myers moved that the AARC Executive Office develop a website dedicated to findings, processes, outcomes and decisions surrounding the AARC's 2015 and Beyond Conference and Project.

Motion Carried

Treasurers Motion

Linda Van Scoder moved "That expenses incurred at this meeting be reimbursed according to AARC policy."

Motion Carried

MOTION TO ADJOURN

Linda Van Scoder moved "To adjourn the meeting of the AARC Board of Directors."

Motion Carried

ADJOURNMENT

President Karen Stewart adjourned the meeting of the AARC Board of Directors at 4:30pm CDT, Saturday, April 21, 2012.

Attachment "A"

Policy No.BOD.006 - Executive Session of the Board of Directors Policy No.CA.002 - Chartered Affiliate Requirements and Responsibilities Policy No.CA.006 - Chartered Affiliate Consultant Policy No. CT.005 - Standing Committees Policy No. FM.016 - Travel Expense Reimbursement

Page 1 of 1 Policy No.: BOD.006

SECTION: Board of Directors

SUBJECT: Executive Session of the Board of Directors

EFFECTIVE DATE: December 14, 1999

DATE REVIEWED: July 2007 April 2012

DATE REVISED:

REFERENCES: AARC Bylaws; Robert's Rules of Order

Policy Statement:

All Executive Sessions of the Board of Directors shall be held in strict accordance with Association policy, and Robert's Rules of Order.

Policy Amplification:

- 1. Executive session shall be an important mechanism for conducting confidential business of the Board of Directors
- 2. All items discussed in executive session shall be held in strict confidence by all who are in attendance and may not be divulged to individuals other than the Board.
- 3. The Board of Directors shall review the actions of a member of the Board who is suspected of violating this policy in accordance with the due process provisions of AARC policy.
- 4. A member of the Board found to be in violation of this policy shall be subject to disciplinary action up to and including removal from office.
 - A. The Board shall also file a complaint with the Judicial Committee regarding such member found in violation of this policy.
- 5. Any executive session information that is germane to the effective functioning of the Board of Directors shall be disseminated to all board members in the most timely fashion possible (e.g. Executive, Budget, and other special committees' business and rough drafts of proposed documents).

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ATTACHMENTS:

Page 1 of	` 1
Policy No.: CA.00)2

SECTION: Chartered Affiliates

SUBJECT: Chartered Affiliate Requirements and Responsibilities

EFFECTIVE DATE: December 14, 1999

DATE REVIEWED: March, 2009 (was referred to Chart. Affil. Cmte to update

by summer 2009) April 2012 (checklist and revisions by HOD Speaker with assistance from BOD Secretary due at Summer

Forum 2012)

DATE REVISED: April 2012

REFERENCES:

Policy Statement:

Chartered affiliates shall be responsible for providing necessary formal documentation required for Chartered Affiliate Membership in the AARC.

Policy Amplification:

- 1. Chartered Affiliates shall be required to provide the following written documentation to the AARC.
 - A. Proof of state and federal exempt tax not for profit status.
 - B. Proof of Chartered Affiliate Treasurers and other checking account signatories being bonded.
- 2. The Affiliate Charter shall remain the property of the Association, and replacement or additional copies must be purchased at cost plus handling.
- 3. It shall be the responsibility of the Chartered Affiliates Committee to solicit and maintain documentation.

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ATTACHMENTS:

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Policy No.: CA 006

SECTION: Chartered Affiliate

SUBJECT: Chartered Affiliate Consultant

EFFECTIVE DATE: January 1, 2008

DATE REVIEWED: December 2007 April 2012

DATE REVISED: December 2007 April 2012

References:

Policy Statement:

The American Association for Respiratory Care (AARC) has established a mechanism to offer consultation services to its state societies (chartered affiliates).

Policy Amplification:

The role of the consultant is to assist the state societies, in regard to resolution of problems and/or disputes associated with the operation of the state society at the direction of the AARC President.

- 1. The President may appoint an AARC member volunteer with Board of Director or Executive Committee experience to serve as AARC State Society Consultant. The Consultant serves at the pleasure of the President. The position will be subject to reappointment on a yearly basis every two years.
- 2. The Consultant's role is strictly voluntary with no pay for services, but state societies requesting a consultation will accept responsibility for any expenses incurred with the AARC matching up to \$500 of the total expense.
- 3. While the consultant may be engaged with state societies on a wide range of topics related to arbitration, the consultant is not empowered to represent the AARC without its written authorization to do so from the AARC President.
- 4. When the Consultant provides advice in the execution of a consultation it must be clearly stated that the advice is not a position, opinion, recommendation or other form of direction from the AARC, but rather represents the best opinion of the consultant given his/her extensive experience and expertise in this area.

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Policy No.: CA 006

- 5. If the consultant feels that it is necessary and appropriate for the AARC to undertake a formal recommendation or other action, the consultant will contact the AARC's President and make the appropriate recommendation(s). The President will in turn consider the recommendation(s) and after consideration with appropriate parties take any subsequent action.
- 6. The consultant will communicate on a regular basis with the AARC's President regarding any activities undertaken in fulfillment of this appointment and will generate a written report after any consultation be copied to the AARC's President and Executive Director within ten days post meeting.
- 7. The consultant will submit a report that summarizes activities participated in on behalf of the AARC for each BOD meeting.
- 8. All communications from the consultant to the State Affiliate must be copied to the AARC President and Executive Director.
- 9. Any brochures, publications and/or e-mails that the consultant desires to send out to the affiliates promoting services provided through the position must first be approved by the AARC President and Executive Director.
- 10. All requests for services of the consultant must first be submitted to the AARC President. The President will make the decision regarding approval of the consultation and travel grant funding by the AARC Travel Assistance Grant Fund.
- 11. The Chartered Affiliate Consultant will be required to sign a Letter of Agency which will describe scope and limitations of authority.

DEFINITIONS:		
ATTACHMENTS:		

Page 1 of 1 Policy No.: CT.005

SECTION: Committees

SUBJECT: Standing Committees

EFFECTIVE DATE: December 14, 1999

DATE REVIEWED: March 2008 April 2012

DATE REVISED: March 2008 April 2012

REFERENCES:

Policy Statement:

The standing committees of the Association shall be the Bylaws, Elections, Executive, Finance, Judicial, Program and Strategic Planning Committees.

Policy Amplification:

- 1. The Association's standing committees are designated by the Association's Bylaws and only may be changed by initiation of a Bylaws change as designated in the Association's Bylaws in Article XII, sec 2.2.
- 2. Committee chairs and committee members of standing committees, not otherwise designated in the Association's Bylaws and/or policy shall be appointed by the President and subject to the approval of the Board of Directors.
- 3. Committee terms of appointment shall be for one (1) two (2) years with the exception of the Elections and Bylaws Committees, which is a three (3) year term.
 - A. Elections committee terms shall be for two (2) years.
 - B. Bylaws committee terms shall be for two (2) years.
- 4. Decisions of the standing committees of the Association, except as specified in Article XII, Section 2 (a) (3), may be appealed to the Board of Directors.
 - A. A two-thirds (2/3) vote of the Board of Directors shall be required to sustain an appeal.

DEFINITIONS:

ATTACHMENTS:

Page 1 of 3 Policy No.: FM.016

SECTION: Fiscal Management

SUBJECT: Travel Expense Reimbursement

EFFECTIVE DATE: December 14, 1999

DATE REVIEWED: July 2011 April 2012

DATE REVISED: December 2008 April 2012

<u>REFERENCES:</u> TR: 0397- 1997

Policy Statement:

Expenses incurred for all official Association travel shall be reported, recorded, and reimbursed in accordance with Association policy.

Policy Amplification:

- 1. Association policy for Travel Expense Reimbursement shall apply to all Association employees and authorized Association members.
 - A. Travel expense reimbursement shall not be provided for representatives to external organizations unless approved in advance by the President with subsequent review by the Finance Committee and ratification by the Board of Directors.
- 2. All persons requesting reimbursement for expenses incurred for Association business shall report those expenses:
 - A. Using an approved Expense Voucher with valid receipts attached
 - B. Within thirty (30) days of when expenses are incurred
- 3. Reimbursement for travel shall be as follows, with the provision of valid receipts:
 - A. Travel arranged through High Point Travel three weeks in advance of departure date.

 OR

Round-trip, coach class airfare or lowest day airfare available. Because the AARC strives to get the lowest airfares in order to maximize our travel dollars, all air travel must be booked no later than three weeks from the anticipated date of departure. Please forward airline travel itineraries to the AARC Executive Office before booking your flight.

- B. Airport parking and ground transportation
- C. Other methods of transportation (rail, automobile, bus, road tolls, parking), singularly or in any combination, shall be reimbursed at a total rate not to exceed the lowest day airfare available.

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Policy No.: FM.016

- D. Automobile travel shall be paid at the <u>current Internal Revenue Service (IRS)</u> rate that is in <u>effect at the time of the annual budget process (usually October of each year).</u>
- 4. Reimbursement for lodging shall be as follows, with the provision of valid receipts:
 - A. Lowest possible rate for those nights required for Association business.
- 5. Reimbursement for <u>registration fees</u> shall be as follows, with the provision of valid receipts:
 - A. When necessary, advertised registration or admittance fees to programs attended on Association business shall be reimbursed at the fee stated on the program announcement.
- 6. <u>Per diem</u> shall be \$40 (effective 1/1/09) per day for those days required for Association business:
 - A. Per diem is meant and expected to cover expenses other than actual travel and lodging (e.g. meals, phone calls)
 - B. Personal expenses incurred while on official Association travel (e.g., entertainment, telephone, or laundry) shall not be eligible for reimbursement from the Association, other than coverage with per diem.
- 7. <u>Advance payment of per diem</u> shall be made in compliance with Association travel reporting requirements and only with advance written approval from:
 - A. The President for the voluntary sector of the Association
 - B. The Executive Director for Association employees
 - C. Exceptions to the above requirements for advance per diem shall be:
 - 1. Regularly scheduled Board of Directors' meetings
 - 2. Regularly scheduled Executive and Finance Committee meetings
 - 3. Travel for official Association representation to external organizations
- 8. <u>International travel</u> shall be reimbursed at actual expense, with receipts required for any expense of \$25.00 or more, to include the following:
 - A. Business class airfare
 - B. Ground transportation
 - C. Lodging
 - D. Meals
 - E. Telephone and facsimile

Page 3 of 3 Policy No.: FM.016

- 9. Expenses incurred by the President incidental to executing the duties and responsibilities of that office shall be:
 - A. Paid by the Association
 - B. Monitored by the Finance Committee
 - C. Subject to review by the independent auditors
- 10. All individuals traveling at Association expense shall notify the Executive Office in advance of the intended travel.
 - A. The Executive Office may act as the Association's travel agent and schedule advance transportation and lodging.
 - B. The Executive Office may direct individuals to purchase tickets on their own.
 - C. The Executive Office may review and approve the travel plans made by the individuals
- 11. All public transportation (e.g., airfare, bus fare) not purchased through the Association's designated travel agency shall be reimbursed at a fee up to, but not exceeding, the fee that would have been charged by the Association's travel agency.

12. Board meeting expenses

- A. Travel, lodging and meal expenses for the Spring and Summer meetings will be reimbursed for all officers and directors using the criteria established above.
- B. At the Fall meeting held in conjunction with the annual AARC convention, the following special policies will apply to directors that are either incoming or outgoing that year:
 - i. Incoming director required to attend New board meeting only (usually last day of convention)
 - 1. Airfare reimbursed according to the policy point 3 above.
 - 2. Lodging and per diem reimbursed according to the policy points 4 & 5 above, respectively, for two nights only.
 - ii. Outgoing directors
 - 1. Airfare reimbursed according to the policy point 3 above.
 - 2. Lodging and per diem reimbursed according to the policy points 4 & 5 above, respectively, for up to a maximum of three four nights.
- C. Convention registration---While all directors and officers are encouraged to seek payment for such from their employer, the AARC will pay for such registration as follows:
 - i. Current and outgoing directors---full registration
 - ii. Incoming directors—not entitled to registration reimbursement.

DEFINITIONS: "Valid receipt" includes original receipts from the travel/other provider. Reproductions of receipts shall not be accepted.