



AGENDA
AAMI ANNUAL BUSINESS MEETING
Friday, June 12, 2020
1:00pm – 1:30pm
Teleconference

- I. Call to Order – Eamonn Hoxey, Chair of the AAMI Board
- II. Approval of Minutes – Eamonn Hoxey
June 8, 2019 Minutes.....1
- III. Report from the Chair of the Board – Eamonn Hoxey
- IV. Report on the State of AAMI – Robert Jensen, President/CEO
- V. Report of the Treasurer and Board Finance Committee – Janet Prust, Finance Committee Chair
- VI. AAMI Board of Directors Nominating Committee Report – Eamonn Hoxey.....4
- VII. Election of Officers and Directors – Eamonn Hoxey
- VIII. Old and New Business – Eamonn Hoxey
- IX. Adjournment

MINUTES
AAMI ANNUAL BUSINESS MEETING
Saturday, June 8, 2019
4:30 pm – 5:00 pm (EDT)
Hilton Downtown Cleveland, OH

- I. Call to Order. Eamonn Hoxey, Chair of the AAMI Board of Directors, called the meeting to order at 4:30 pm EDT.

Chair Hoxey announced that the AAMI Bylaws provide that a quorum for the business meeting consists of individuals appearing in person as well as those represented by proxy. He reported that the requisite 5% proxies had been received and that there was a quorum for the meeting.

- II. Approval of the Minutes of the 2018 Annual Business Meeting.

Upon motion and second, the minutes of the 2018 Annual Business Meeting were unanimously approved as presented.

Approval of the Minutes of the 2018 Special Business Meeting.

Upon motion and second, the minutes of the 2018 Special Business Meeting were unanimously approved as presented.

- III. Report from the Chair of the Board. Chair Hoxey noted that detailed reports had been distributed to all people attending the meeting. He began by sharing that our membership continues to grow. As of the end of April 2019, AAMI boasts a membership of 9,103 members. And, comparing March month-end data this year to last year, we had growth in all three membership categories—corporate, institutional and individual. He noted the changes made to the corporate and individual membership categories that took effect in January 2019. He also noted AAMI refined its corporate dues scale and enhanced the benefits for these members; and created a new tiered membership model for individual members who can choose the benefits they want and need regardless of where they are in their career. AAMI also made student and retiree membership free. Chair Hoxey thanked our members for their commitment to and engagement in AAMI on behalf of the AAMI Board of Directors and staff.

- IV. Report on the State of AAMI. Rob Jensen, President and CEO, noted that AAMI's overall financial health remains strong. He mentioned our membership numbers remain strong as well. Over the last year it's been a very productive time at AAMI. As examples, AAMI:

- Implemented a new fiscal year cycle to better coincide with the natural revenue and expenses of the AAMI business cycle.
- Made significant progress on the implementation of AAMI's Strategic Plan, which is now in its 2nd year of implementation. Of the 31 strategies across three goals and nine objectives, 21 of them are on target, three have some performance and/or schedule risk but are moving toward being on target, two remain in a performance or schedule risk state, and none require remedial action.

Working with members, staff also:

- Created the new position of Vice President of Healthcare Technology Management to better support and advance the HTM segment of AAMI's membership.
- Recruited a new SVP of Education, who is in the process of evaluating our members' education and training needs and developing an education plan to move forward.
- Created a new acquisition guide for healthcare technology.
- Received numerous national awards recognizing our publications.
- Created new resources for the HTM segment of our membership including the HTM Manual and an updated edition of the BMET Study Guide.
- Created a new Fellowship program and announced the inaugural class of fellows earlier today.
- Increased AAMI's presence internationally and developed new relationships of value to all segments of the AAMI membership.
- Held the AAMI-BSI-FDA International Conference on Medical Device Standards and Regulation, which attracted more than 200 attendees.
- Entered into a new agreement with ANSI on the sale of standards.

Mr. Jensen also noted over the last two years, the AAMI Board gave staff approval to invest in three key areas that will have a significant positive impact on AAMI's operations and future.

The first area was approved to develop new educational courses and significantly update existing courses. Work on several courses has been completed, while work on other courses continue.

The second area was an end-to-end analysis of AAMI's IT requirements and infrastructure, with a target of pinpointing the gaps between what is needed to effectively serve AAMI's members and staff. A technology assessment was conducted. Work is underway on more than two dozen IT projects ranging from a new database to improvements to AAMI's business operations to the launch a new more streamlined and targeted website.

And the third investment area was to build out AAMI's headquarters with a location that would enable staff to hold standards, education, and other meetings in-house.

In November, AAMI headquarters moved to new expanded offices just a few blocks away from our current office. He also reported that AAMI's financial health is strong and its future is bright.

- V. Report of the Treasurer and Finance Committee. Janet Prust, Treasurer, provided highlights of the 2018 financial results. AAMI ended FY18 with a loss of \$93,000 exclusive of investments. This was below budget by \$96,000. AAMI received a "clean" audit opinion, the highest level of assurance that can be provided by an auditing firm. She mentioned on Tuesday, the AAMI Board will consider approval of the audited statements.

She also noted that AAMI is a financially sound organization, with a strong discipline in budgeting, monitoring its financial position each month, and adjusting in order to achieve its budgeted net each year. 2019 is off to a solid start and the Board and staff are committed to continuing to focus on achieving AAMI's budget targets in 2019. Membership dues revenue

continues to increase and our growth in this area offset the weakness in other revenue categories, as well as strong management of expenses.

AAMI is currently projected to end 2019 ahead of budget by \$140,000. AAMI is fortunate that it has diverse programmatic offerings, which is a financial strength.

- VI. Election of Officers and Directors. Chair Hoxey referred to Nominating Committee report included on page 5 of the agenda materials.

The following individuals were nominated to serve a three-year term:

- Sue Schade as Vice Chair of Health IT
- Carol Davis-Smith as Vice Chair of Clinical Engineering
- Christine Krenc as Vice Chair of Training

The following individuals were nominated to serve as second three-year as Directors:

- David Deaven
- David Francoeur
- George Mills

The following individuals were nominated to serve on the Nominating Committee:

- Jennifer DeFrancesco to a three-year term
- Donna Darner to a three-year term
- Nupur Jain to a one-year term. The one-year appointment was made to bring the Nomination process into compliance with AAMI bylaws.

Chair Hoxey noted, the AAMI Bylaws provide that each member shall be entitled to one vote, to be exercised in person or by proxy, on any matter requiring a vote of the Membership. Officers and directors are elected at this annual business meeting, by vote of those present at the meeting and by those to whom a proxy was given. After review of list of individuals Chair Hoxey, called for a motion to elect the officers, members of the Board, and nominating committee members.

Upon motion to approve the election of the officers, members of the Board of Directors, and Nominating Committee members.

- VII. Old and New Business. No old or new business was raised.

- VIII. Adjournment. The meeting was adjourned at 4:46 pm EDT.

MINUTES
AAMI Nominating Committee Conference Call
Wednesday, January 29, 2020
10:00 AM EST

Attendees:

Committee: Eamonn Hoxey (Chair), Steve Yelton (Chair-Elect), Rob Jensen, Jennifer DeFrancesco, Donald Armstrong, Anthony Watson, Donna Darner, Nupur Jain, and Priyanka Upendra.

Staff: Steve Campbell, Theresa Sheffey

I. INTRODUCTIONS

Eamonn Hoxey, Committee Chair, called the meeting to order at 10:04 am EST and began with an introduction of the attendees. Mr. Hoxey also acknowledged the new Nominating Committee members.

II. REVIEW AND APPROVAL OF AGENDA AND ANNOUNCEMENTS

The Nominating Committee reviewed the agenda. No modifications were presented.

Upon motion and second, the agenda was unanimously approved as presented.

The Committee reviewed the minutes of the January 29, 2019 Nominating Committee meeting found on page 7 of the agenda book. Modification was made to the date.

Upon motion and second, the minutes of the January 29, 2019 Nominating Committee minutes were unanimously approved with modification to the date.

III. BOARD OF DIRECTORS TERMS

Chair Hoxey reviewed the AAMI Board of Directors Roster and Term Limits on page 10 of the agenda book.

IV. NOMINATING COMMITTEE TERMS

Chair Hoxey reviewed the AAMI Nominating Committee terms on page 12 of the agenda book.

V. DUTIES AND TIME COMMITMENTS – AAMI LEADERSHIP POSITIONS

Chair Hoxey reviewed the Duties and Time Commitments of the AAMI Leadership Positions; namely, Chair of the Board, Chair-Elect, Treasurer/Secretary, Vice Chairs, Board of Directors and Nominating Committee on page 13 of the agenda book.

VI. AAMI BYLAWS

The AAMI Bylaws were reviewed by Chair Hoxey as found on page 15 of the agenda book.

VII. CRITERIA FOR LEADERSHIP SELECTION

Chair Hoxey reviewed the criteria used for the selection of individuals for leadership positions as outlined on page 25 of the agenda book.

VIII. LIST OF CANDIDATES

Chair Hoxey briefly reviewed the vacancies that would be occurring on the Board of Directors and the Nominating Committee and highlighted the selection criteria and reference material as found on page 26 of the agenda book.

The Nominating Committee discussed changing the title of Vice Chair of BMET to Vice Chair HTM.

The Nominating Committee voted to nominate the following individuals to leadership positions on the Board of Directors commencing June 2020:

- Janet Prust – Chair-Elect (two-year term)
- Walt Rosebrough – Treasurer (three-year term)
- Kurt Finke – Vice Chair, HTM (three-year term)

The vote was unanimous.

The Nominating Committee discussed the rest of the candidates under consideration for the Board.

After discussion, the committee nominated the following six candidates for open director positions:

- Michael Appel – Director (three-year term)
- Pamela Arora – Director (three-year term)
- Heidi Horn – Director (three-year term)
- Edward Margerrison – Director (three-year term)
- Brian Barry – Director (three-year term)
- Mike Busdicker – Director (three-year term)

The vote was unanimous.

The Nominating Committee discussed all the candidates under consideration to serve on the Nominating Committee.

After discussion about each candidate, the Nominating Committee selected the following individuals to serve three-year terms on the Nominating Committee commencing June 2020:

- Lena Cordie-Bancroft – Nominating Committee (three-year term)
- Donna Dyer – Nominating Committee (three-year term)

The vote was unanimous.

IX NEW BUSINESS

Chair Hoxey reviewed the dates and sites of meetings as found on page 145 of the agenda book. Chair Hoxey acknowledged Nupur Jain and Don Armstrong for their service as their terms end in June 2020.

X. ADJOURNMENT

The meeting was adjourned at 11:28 am EST.

Respectfully submitted,

Steve Campbell
Secretary Pro Tem

DRAFT