

**NBCRNA Board of Directors Meeting**

Friday, April 28, 2017

**ATTENDEES:**

**Board Members**

President and Chair: Steve Wooden, DNP, CRNA, NSPM-C;  
Pamela Chambers, MSN, CRNA, EJD; Kevin Driscoll, MSN, BSN, CRNA; Christopher J. Gill, MS, MSN, CRNA; Mary Golinski, PhD, CRNA; Cormac O'Sullivan, PhD, MSN, BSN, CRNA; Sue Rawson, CRNA, MA, LNC; Edward J. Susank; Terry Wicks, MS, BSN, CRNA; Mary Wojnakowski PhD, CRNA; Mark Zahniser MD

**Board Excused:** Bob Hawkins, PhD, DNP, MBA, MS, CRNA; David Coffman, D.O, PhD

**AANA Board Liaison:** John Bing, BSN, CRNA

**AANA Staff:** Bruce Schoneboom PhD, CRNA, FAAN

**Staff:** Karen Plaus, PhD, CRNA, FAAN, CAE; Leah Cannon, CPA, CAE; Lorraine Dolan; Kathryn Berry, MEd, Barbara Anderson, Heidi Diederich

**Staff Excused:** John Preston, DNSc, CRNA, FNAP, APN; Lisa Kamen; Tim Muckle PhD

**Invited Guests:** Crowe Horwath – Auditors  
Chuhak and Tecson – Legal Counsel

**CONFIDENTIAL INFORMATION Not for distribution beyond NBCRNA Board of Directors. All agenda materials and discussions are to be kept confidential.**

**CONFLICT OF INTEREST (COI) If any board member, staff or guest has a COI with any of the agenda items or discuss, this will be verbally identified at the beginning of the meeting.**

**Call to Order**

The meeting was called to order at 8:29 a.m., CST. The agenda was approved and no topics were added. There were no conflicts of interest (COI) or disclosures noted by board, guest or staff.

**Topic I – Leadership Reports/President/CEO**

1. President Wooden provided a review of the agendas and highlights of recent NBCRNA activities.
  - a. An overview of governance and the characteristics of a high performing board were presented.
  - b. NBCRNA staff/legal counsel drafted a letter to the Nevada Commerce, Labor & Energy Committee in response to SB210.
    - i. NBCRNA is working in collaboration with AANA State Government Affairs/Communications to coordinate a toolkit for dissemination to all state associations.
2. Staff CEO Plaus provided a report on activities since the January BOD meeting.
  - a. Introduced new NBCRNA staff.
  - b. NBCRNA continues collaboration with AANA and the AANA Foundation.

- c. Staff continues to participate in ongoing education through completion of ICE programs and webinars.

**Topic II – Right to Safe Care Coalition**

1. BOD Susank presented a summary of the Coalition’s purpose and goals.
  - a. The Coalition was formed in response to growing movement towards proposed anti-recertification legislation.

**Topic III – AANA Liaison Report and AANA Staff Report**

1. AANA Liaison Bing provided updates and developments since the January BOD meeting.
  - a. AANA and NBCRNA continue to work collaboratively to achieve common goals.
  - b. Update on status of lawsuit filed by AANA in federal court on April 11, 2017, to prevent the Legal Coverage Determination issued by Novitas from taking effect on May 4, 2017.
2. AANA Staff Schoneboom provided updates and developments from AANA.

*A motion was made and seconded to accept the Leadership Reports as presented.  
The motion was approved.*

**Topic IV Committee Reports**

1. Communications Committee
  - a. BOD Wicks (Chair of the Communications Committee) provided a report of Committee activities since the Board of Directors January 2017 meeting.
2. Leadership Development and Nominations Committee
  - a. BOD Driscoll (Chair of the Leadership Development and Nominations Committee) provided an update on Committee activities since the Board of Directors January 2017 meeting.

*A motion was made and seconded to accept the recommendation of the Leadership Development and Nominations Committee to elect Emerging Leader Fellow Chris Gill to a second term as the Senior Emerging Leader Fellow.*

*The motion was approved.*

3. Bylaws, Policies and Procedures Committee
  - a. BOD Chambers (Chair of the Bylaws, Policies and Procedures Committee) provided a report of Committee activities since the Board of Directors January 2017 meeting.

*The Bylaws, Policy and Procedures Committee puts forth a motion to remove the current application attestation language regarding treatment programs and replace with simplified attestation language as approved by legal counsel.*

*The motion was approved.*

*The Bylaws, Policy and Procedures Committee puts forth a motion to clarify the language of the Board Expense Reimbursement Policy as presented.*

*The motion was approved.*

4. Review Committee
  - a. BOD Susank (Chair of the Review Committee) provided a report of activities since the Board of Directors January 2017 meeting.

*A motion was made and seconded to accept the Committee Reports as presented.*

*The motion was approved.*

**Topic V Audit Report**

1. Consultant Zygmunt presented the audit report.
2. CCO Cannon indicated that the Finance Committee had been charged with reviewing the audit firm every five years.

**Topic VI Committee Reports**

In continuation of the morning's discussion and after additional discussion, the new language was proposed for the two-year check-in.

*A motion was made and seconded to approve the two-year check-in attestation simplification language as discussed.*

*The motion was approved.*

**Topic VII Introduction to Legal Counsel**

1. Legal Counsel Tecson presented an overview of the history and services offered by their firm and responded to questions from the Board of Directors relative to NBCRNA liability.

**Topic VIII Strategic Plan / Performance Metrics**

1. COO Cannon presented a report on the progress towards meeting the goals set forth in the NBCRNA Strategic Plan.
2. COO Cannon provided a report on Performance Metrics.

**Topic IX Operational Reports**

1. CEO Plaus provided an overview on the CPC Discovery Series, IT/NBCRNA Website, Credentialing, Testing, Research and Accreditation operational reports.

*A motion was made and seconded to accept the Operational Reports as presented.*

*The motion was approved.*

**The meeting was adjourned at 3:45 p.m., CST.**

**Minutes Recorded by Heidi Diederich, Manager of Governance and Board Relations**

**Minutes Approved by Secretary Treasurer on August 2, 2017**



**Mary Wojnakowski, PhD, CRNA**