



American Association of
NURSE ANESTHESIOLOGY

TOWN HALL FAQs

July 14 & July 18, 2022

(updated July 29, 2022)

Amendment I - Dues

1) When was the last AANA dues increase?

The last dues increase was approved in 2009.

2) Who will determine the amount of dues going to states?

The amendment proposes that the Board will set the total annual dues. This would include the Board setting the dues amount for any and all membership categories. The amendment as proposed does not suggest a change to the current calculation of dues distributed to the states. There is also an existing policy that outlines the 4% going toward the OHA/SRF Fund. Notification/posting of dues amount and state distribution amounts would be posted in enough time to allow for state budgeting for the upcoming fiscal year.

3) Does this mean the state allocation can be changed at any time by a board vote?

For clarity, there is no "state allocation" of dues. There is a portion given to the states based on the number of members they have in that state. The actual dollar amount per member a state would be under the discretion of the Board of Directors just as would be the full dues amount. There is no current plan to change the dollar rate per member calculation of dues going to a state.

4) What percentage of membership dues will be allocated to the State Associations?

Currently there is no plan to change the member ratio calculation that would affect the dues dollars distributed to states. The proposed dues amendment does not affect the calculation.

5) How does removing the member's right to vote regarding dues benefit the members of a volunteer organization and encourage member participation in the organization?

The goal of the amendment is to increase financial resources to improve the agility of the association to meet the growing and evolving needs of the members. This is in alignment with best practice in associations. The increased agility provided by the increased dues revenue will directly benefit the membership by allowing additional investment in resources and projects that will engage more members in advancing the strategic direction of the AANA.

6) The AANA has two investment accounts, that even in a market downturn have amassed millions of dollars. The Strategic Reserve Fund was created to fund projects exactly as those you indicated...achieving independent practice in all of the states. Why then is there a need to increase or change dues structure when doing so cannibalizes the general fund.

This amendment is focused on allowing the Board to set the annual dues amounts for the association. It is not intended to determine how reserves are to be used. Reserve balances in investment accounts represent historical savings that are to be used after discussion and approval of the Board on one-time non-operational expenses or projects. Dues revenue fund the current operations of the association including educational meetings, federal and state advocacy, and the direct and indirect costs of providing services to members. Increasing cash in the general operating funds will allow the association to keep

pace with the cost of running a world-class membership organization while allowing reserves to function as designed.

7) What prevents the BOD from increasing dues at 9% percent each year and therefore can potentially lead to an increase of \$60/year annually?

The proposed amendment does limit the Board from increasing the dues more than 10% in a given fiscal year. As with many financial decisions the Board makes that have an impact on the membership, the AANA Board takes its fiduciary duties very seriously and would not attempt to abuse that duty by requesting an annual maximum dues increase unless there were very specific circumstances to justify the proposed increase. As with the myriad of decisions that are entrusted to the membership-elected Board, this amendment puts the determination of the dues in the hands of leadership who most closely understand the financial needs of the association.

8) Has there been any discussion to allow allocation by the members to increase the amount distributed to their state or allow a few states to benefit from their membership dues? For instance, live in one state and practice in two states. Those state associations assist my practice and would give some control by the member to allow dues to be distributed in a more equitable manner.

There has not been any discussion about this concept.

9) Is the intent of this initiative to make dues amounts and allocation at the sole discretion of the BOD?

The intent is to entrust the Board of Directors (elected by the members) with the responsibility to set the annual dues rate that most accurately meets the needs of the members and the states according to the strategic plan of the AANA.

10) Can you explain these packages?

There are no new membership packages as part of this proposed by-law amendment. There have been internal discussions about creating additional membership categories that may involve varying dues levels; however, this has strictly been a brainstorming exercise at this time and is not part of the proposed amendment.

11) If the primary purpose to increase dues is to increase AANA monies for association needs, how does a tiered system (lower dues for new grads, those that stay at current cost package, etc.) answer the needs?

There has not been a due increase since 2009. Therefore, an increase in general dues would create a much-needed increase in resources. If a tiered system with lower dues for new grads (when compared to new levels of other classes) were implemented, the intent would be to help retain the newly graduated CRNAs in the association at a time they may need to leave the AANA due to other financial constraints (ex: heavy student loan debt). This concept is part of the internal brainstorming to find ways to maintain and increase membership while also being responsive to the association's financial needs in an increasing cost environment (without a corresponding increase in dues revenue).

12) Removal of state allocations opens the opportunity for the AANA board to limit state allocations at will (you can't speak for how future boards will function). More importantly, how are states expected to create an accurate annual budget if they do not know what to expect for membership dues? Larger states do not get the benefit of "financial help" from the AANA when the need arises and we are dependent upon dues revenue to run our association.

There is no desire to remove the member portion of the dues that is returned to states. Clearly, and in fairness to states, the determination of dues amounts and membership portions would need to be made

with enough time to provide ample notice to states regarding the planned dues amount and membership allocations so as to allow the states to prepare an accurate budget.

13) Is there a guarantee that state allocations will not decrease to move funds from one state to another written in?

The current structure is that states receive funds based on the number of members in their states. There is no current plan to reduce the member dues allocation that goes toward states.

14) Has there been a basic survey on how many current members will stop being a member or continue their membership if dues are increased at the board's discretion? I have seen on-line-type inquiries but not overall data on this. To give choices and control to the member, we may see greater involvement. Not every member needs all services a la carte as mentioned.

As mentioned earlier, the last AANA dues increase occurred in 2009. The association cost structure and expenses are subject to market-based inflation annually. A flat dues rate does not keep pace with inflation and clearly is not sustainable. The rationale for a dues increase should be based upon a consistent and regular review of the association's anticipated expenses and needed revenue to meet them. A la carte dues concepts has been a brainstorming exercise and there is no specific plan for that in the near future.

15) If the state allocations could be affected by voting as you've answered "yes", this is not favorable to states with many membership. Could you explain this further?

The amount of dues states receive is directly correlated to the number of members the state has. There is no current plan to change the calculation of state shares of dues revenue.

16) Under the modernization of dues amendment could an AANA BOD withdraw funding from a state if the state's Board did not take a course of action the AANA BOD wanted them to take?

There is no intention to use dues as a weapon against states. The AANA Board of Directors does not control the course of actions of individual states.

17) If the BOD believes they need more money, why did the BOD choose to move the dues from a member vote as opposed to proposing a dues increase?

Looking at best practices for state association management, dues are frequently in the hands of the Board as are all other major operational decisions. This is based on the rationale that the member-elected Board more clearly understands the current and anticipated needs of the association due to their review of operational and financial performance of the association.

18) Is there a timeline or deadline for the BOD to notify the membership and state associations of what the dues will be for the following year? If this bylaw passed, on a yearly basis, when would the members and state associations be notified of upcoming dues changes?

The states would be notified of the new dues amount and/or structure well in advance of the upcoming fiscal year to allow for accurate budgeting both at the national and state level.

19) SODC does review all applications for funding or need for increased funding for legislative or board functioning activities. Those funds have been utilized in a great manner over the past years as many states have been successful in their battles. How does the increase in dues help SODC? The SODC is a committee that states can use. Please emphasize those opportunities for those state leaders who have concerns.

The separate segregated fund you are referring to is the Organizational Health Allocation and Strategic Reserve Fund (OHA/SRF). Requests for use of these funds are vetted through the State Organizational

Development Committee (SODC) who makes recommendations to the Board for final approval. Funding for the SRF and OHA funds comes from an approved and vetted funding and approval policy. The increase in dues will most likely create an increase in OHA/SRF funds (depending on the intended allocation of the increased dues).

20) Can you share what professional organizations are offering such a structure where the Board sets the dues?

- Association Forum
- American Society of Association Executives (ASAE)
- American Academy of Ambulatory Care Nursing (AAACN)
- American Association of Critical-Care Nurses (AACN)
- Academy of Medical-Surgical Nurses (AMSN)
- American Nephrology Nurses Association (ANNA)
- Association of Occupational Health Professional in Healthcare (AOHP)
- American Psychiatric Nurses Association (APNA)
- American Pediatric Surgical Nurses Association (APSNA)
- Association for Radiologic and Imaging Nurses (ARIN)
- Infusion Nurses Society (INS)
- American Association of Nurse Practitioners (AANP)
- American College of Nurse Midwives (ACNM)
- American Occupational Therapy Association (AOTA)
- American Association of peri-Operative Registered Nurses (AORN)
- Emergency Nurses Association (ENA)

21) Please clarify for us where in the bylaws gives the BOD the authority to decrease the state allocation as it is WRITTEN in the current bylaws?

This is an amendment to the bylaws that places the decision related to dues in the hands of the member-elected Board of Directors. This amendment does not affect the calculation of state shares.

Amendment 2 – Board Election

1) Why is the Public Member position only for a one-year term?

The public member position would be a new position for AANA's Board. The term is for one year with a maximum two years of continual service. An extension of the number of years' service could be created by a future amendment of the Public Member's term. In the meantime, as this is a new position, it's important to have the flexibility built in to allow for options to replace the public member if the fit was not optimal.

2) What are the number of candidates required for the Board election ballot?

Under proposed BOD Amendment 2, the minimum number of candidates for director on the ballot shall be the number of open director positions **plus one**. For example, if there are three open director positions, the minimum number of candidates would be at least four.

3) Can you please speak to how this amendment conflicts with the idea of having a member driven association? As a membership driven association why take the vote of the members away?

The concept of a member driven organization is directly reflected by the vote of the membership for the AANA Board of Directors, who in turn is tasked with managing the affairs of the association. As with many other decisions the Board is empowered to make on behalf of the members, the amount of dues is a critical, strategic, and operational component of that empowerment. If the membership trusts that they have voted in the "right" members who have the knowledge, integrity, and competency to run their multi-million-dollar organization, surely, they should feel confident that the Board would aspire to

make decisions regarding the finances of the AANA with the best interests of their membership at the forefront of their decision making.

- 4) It seems kind of counter-intuitive that a majority of 7 people will choose the top three officers with no input from members. Not reflective of a member driven group. How does this decrease the apathy and increase member involvement?**

The full 11 current Board members would be deliberating and choosing the most qualified and competent members to hold the top 3 leadership positions (President, VP and Treasurer) for the upcoming year. Again, the member driven component is that the full membership votes in the members of the Board with the intent that the Board members will make their decisions with the best interests of the members at the forefront.

- 5) Clarification of proposed amendment 2: The role(s) of the President (and VP, Treasurer) is not changing? Just who elects/places these directors in their roles?**

The roles of the President, Vice President and Treasurer are currently outlined in position descriptions posted on aana.com. These roles would not change.

- 6) Can you elaborate on the elimination of the position of president-elect (including elimination of P-E stipend)?**

Due to the redefinition of the Board and President's roles and clarification that the full Board is the governing body of the AANA with the President acting as chair of the Board, the need for a president elect position becomes negligible due to the ongoing mentoring that will occur with more frequent use of the Executive committee throughout the year. A stipend net savings of approximately \$48,000 will occur with this change.

- 7) Have the criteria been established for the Directors voting/selecting the Executive committee members (Officers: President, VP and Treasurer)?**

Criteria for eligibility for the executive committee is outlined in the bylaws. The actual procedure that will be used to select the officers will be determined upon approval of this amendment and made available to the members.

- 8) What is the total number of directors that would be elected each year?**

The Directors would be elected for a 3-year term on a staggered cycle of 3 Directors, 3 Directors and 4 Directors during each 3-year cycle making a total of 10 CRNA Directors on the Board at any one time.

- 9) How would the public member be chosen and what qualifications would be required?**

The Public member will be a non-CRNA appointed during the Board meeting at which the officers are appointed. Further qualifications for the Public member will be determined and published in a position description.

- 10) Are members voting for the public member?**

No, the Public member is selected by the Board of Directors as outlined above.

- 11) When will we see what disqualifies someone for the public member position (i.e., cannot be a physician)?**

Upon approval of this amendment, a position description for the Public Member will be developed by the Board and posted for membership information. This PD would include desired competencies and qualifications, along with any restrictions on the position.

- 12) How is this not consolidating power among fewer people?**

The power is in the hands of the members to elect qualified Directors to sit on the AANA Board. It is the full Board that is governing the association. It is the Directors on the Board who can more clearly identify the Board's leadership needs during any given year and elect the most qualified Director to act as President.

13) What is the process of the board vote for the executive positions?

The Executive positions (President, Vice-President, and Treasurer) are appointed by the current sitting Board. For example: The election outcome for Director positions is known by late May. The current sitting Board meets in early summer to review the eligible candidates from the entire poll of ongoing and newly elected incoming Board members and selects the most qualified from the full, eligible pool of candidates to hold the President, VP and Treasurer positions for the upcoming fiscal year.

14) Who will decide the chairperson and membership of our committees if the president isn't chosen until the new board is seated?

The initial receipt of committee applications occurs in spring. The committee staff will work with the newly named President elect to develop a slate of committee chairs and candidates which the full currently seated full Board will approve in early summer.

15) Do directors vote for anyone with one year experience they think is best or do the directors interested in the executive positions nominate themselves and only nominated candidates get votes?

The requirement to be considered for the President, PE, or Treasurer position is one year of service on the Board. All remaining directors (and current Pres, PE, or Treasurer) would be eligible candidates unless they personally wished to remove themselves from consideration.

16) Past director then becomes a director again....are they then immediately eligible to be executive team?

Yes, since they had served at least one year on the Board, the past director would be eligible to be selected to serve on the executive team if they were to be reelected to the Board as a Director.

17) Are there limits to how many terms (consecutive or otherwise) one can serve on the Exec Committee?

The offices of President, Vice President and Treasurer are one-year terms. A Director may be appointed to serve up to two terms in each of the offices of President or Vice President during each three-year term as Director. A Director may be appointed to serve up to three terms as Treasurer during each three-year term as Director.

18) Would it be possible to hold town halls with the members to obtain desired characteristics and needs of the community for the Executive committee, and then have the Board elect the officers based upon the input received from the members?

It would be possible to obtain member input on desired competencies and the needs of the organization. However, the principal is that members elect the Board which then elects the officers. Individual Board members running for office can and should be questioned about what they feel are the desired characteristics of the officers prior to their own election.

19) What's to stop a large CRNA population state from controlling all BODs and President positions?

The mechanism for electing Board members in the Director position(s) is not changing. Members cast individual confidential votes for their desired Board members. Whether there is state influence on an individual members' vote depends solely on that member's desire to be influenced.

20) How does social media play into the voting of the Bylaws and ultimately the Directors whom if this amendment passes will appoint the Executive Committee?

Clearly, the use of social media tools plays a huge part in online interaction. The level of influence by using social media would be no different in the future than it is now. The members currently vote in Board members for Director and Executive committee positions. Virtually all of these candidates have leveraged social media to various extents during the election period. The goal would be that thru a candidate's ethical use of social media, meaning not demeaning other candidates, they are able to share their qualifications and competencies which will assist members in making the best decisions possible when electing the Board.

21) Could a safeguard provision be in place for the membership to introduce a "no confidence" (or something similar) vote for president position in case of unforeseen circumstances?

There are existing provisions in the bylaws for removal of a Board member.

Amendment 3 – Eligibility requirements for Board of Directors Candidates

1) How does a state know if a member is in good standing?

It could be challenging for state associations to determine if a member is in good standing unless they have a mechanism for verification. To address this, the LIC has approved revisions to the forms that nominees are required to complete in order to be considered for placement on the ballot. The revised forms will assist the LIC in determining whether a nominee and/or candidate is in good standing, as defined in applicable provisions of the current edition of Robert's Rules of Order Newly Revised; and, to serve in an elected or appointed committee or board position with a State Association of which that person is a member.

Amendment 4 – Eligibility requirements for Elected Committee candidates (Bylaws & Resolutions Committee and Leadership Identification Committee (LIC))

No questions were specifically submitted for this amendment.

Amendment 5 – Delegate authority to the Leadership Identification Committee on election-related matters; Clarify language

1) What are the number of candidates required for the Board election ballot?

Under proposed LIC Amendment 5, the minimum number of candidates for director on the ballot shall be the number of open director positions plus two. For example, if there are three open director positions, the minimum number of candidates would be at least five.

2) How difficult was it to amass a ballot this past year for directors and what was the state input on this? Is there any reference to the process of LIC decisions?

This was an interesting year since the LIC was able to have a full state of nominees for Directors on the board prior to the December 1 nomination deadline. Unfortunately, two candidates withdrew their nominations after the nomination deadline and shortly before the deadline to publish the official slate of candidates. The LIC was able to resolve only one of those two ballot deficiencies because of the short amount of time it had to solicit candidates and that's why we ended up with one vacancy on the ballot for the position of Director.

Amendment 6 – Moving voter eligibility requirements from the Standing Rule I to the Bylaws and moving the details about the electoral process to the Leadership Identification Committee Guidelines

No questions were specifically submitted for this amendment.

Amendment 7 – Committees

1) How many committees does AANA currently have?

Current Standing Committees in Bylaws	Proposed Standing Committees in amended Bylaws
Communications	
Continuing Education	
Education	
Finance	Finance
Government Relations	Government Relations
Practice	Practice
Professional Development	
State Organizational Development	State Organizational Development

Current Elected Committees in Bylaws	Elected Committees in amended Bylaws
Bylaws & Resolutions	Bylaws & Resolutions
Leadership Identification	Leadership Identification

2) What Special Committees does AANA currently have?

- Audit Committee
- Diversity, Equity, and Inclusion Committee
- Executive Evaluation Committee
- Governance Committee
- Health & Wellness Committee

If Amendment 7 passes, Communications, Continuing Education, Practice and Professional Development would join the list of Special Committees.

3) Can you provide examples of how bylaw language has been prohibitive to committee success in the past? Has this been a larger issue for education related committees since those are the ones being struck? Can you give specific examples where the bylaws have restricted the BOD ability to act on the behalf of the membership? Why is having the titles of the committees a barrier to flexibility?

There are several examples of how having very specific language in the bylaws can restrict the use of a committee:

Most recently, in 2021, the Continuing Education Committee had a recommendation to update the work of the committee. Since the committee description is in the Bylaws, they did not have the option to ask the Board to simply update their committee description, but instead had to put forward a proposed Bylaw amendment and then wait until August for the membership to vote. The membership did approve the update, but if the membership had not approved the amendment the committee would not be able update their work. In addition, they had to wait almost a year before they could move forward with a simple update.

Additional examples are that in the past, when AANA had limited PR staff, there was a Public Relations committee to assist in PR related activities. As the PR staff and expertise grew internally, there needed to be a bylaw amendment to change the name of the PR Committee to the Communications committee and alter the focus of the committee. This took time and a member approved amendment vs a simple Board approval and change of a charter.

The combination of the Bylaws committee and Resolutions committee was proposed due to the overlapping purpose of their work and the dual use of identical resources (legal, parliamentary and staff). The combination of the two committees required an amendment and member approval vs a speedier Board approval and development of a charter outlining the combined duties. During the delay to have the change approved, the identical resources were continued to be used twice for the two committees thus increasing costs unnecessarily.

Specific committee descriptions in the bylaws (requiring member approval) limits the ability to be nimble and flexible with the work of that committee. The advantage to moving this prescriptive language from the Bylaws to a Board approved charter is to allow for use of a committee in a more timely and flexible manner without having to go back to the membership for approval.

4) If the committee description is not listed in the bylaws, how will members know that the committee exists and what they do?

All committees, whether included in the Bylaws or as a special committee, have a Board approved committee charter. The charter includes the committee purpose, key responsibilities, and composition. The charters are posted here <https://www.aana.com/governance/committees>.

5) Will these special committees continue to exist, and if so, will the committee members be assigned by the same process of application and assignment by the President-Elect?

Except for elected committees, all committees, panels, and task forces are included in the annual committee selection process and are approved by the Board of Directors.

6) Should all non-elected committees be removed from Bylaws and placed in Policy?

Not necessarily. There may be some high level financial or governance related committees that should be absolutely mandated in the Bylaws.

7) Will this allow the Board to sunset any committee they choose without any input from the membership?

The Board has the authority to sunset special committees such as Diversity, Equity and Inclusion Committee and Health & Wellness Committee.

8) Why were education focused committees chosen to be struck?

Ideally and ultimately, almost all standing committees would be removed from being listed in the bylaws document; however, due to the unprecedented nature of this proposal, it was decided to propose this plan gradually over a period of years. Therefore, an initial group of committees was selected this year for removal from the bylaws – three happen to be education related and one is not.

9) Please give an example of using these committees in a strategic planning initiative vs an operational plan overall. What exactly is the difference here and how does it impact the fiscal budget, improved utilization of the membership dues/AANA funds and more transparent?

As the Board develops and adjusts its strategic plan based upon the external environment and internal needs of the association, there are opportunities to use committees to assist in implementation of strategic initiatives. This could include brainstorming, research, implementation work, etc. This could involve more than one committee and perhaps a committee whose bylaw description does not include

work in a particular area. The concept is to provide agility and flexibility to use committees in whatever manner is needed at the time. The impact to the budget would be determined by the needed work at the time.

10) Would members who volunteer on committees that are not in the bylaws still receive small benefits such as AANA congress registration discounts?

There are three committees (Professional Development, Communications and Education) who receive a decrease in their Annual Congress registration fee due to their requirement to provide on-site meeting assistance Congress. Moving the committee names out of the bylaws does not change their work during Congress or related discounts.

11) Do you think there will be a time when the AANA membership will no longer need professional development or continuing education?

At this time the work of the Education and Professional Development Committees are very important to the work of AANA and the conferences of AANA could not be successful without them.

12) Is there a word limit in bylaws document?

No

Additional Question for the membership to determine during the voting period:

Number of Board Candidates needed for an election ballot.

I. Can you explain the difference in Amendment 2 and Amendment 5 regarding the number of director candidates needed for the ballot?

If both BOD Amendment 2 and LIC Amendment 5 pass, there would be a conflict in terms of the required number of candidates for director on the ballot.

Under proposed BOD Amendment 2, the minimum number of candidates for director on the ballot shall be the number of open director positions plus one. For example, if there are three open director positions, the minimum number of candidates would be at least four.

Under proposed LIC Amendment 5, the minimum number of candidates for director on the ballot shall be the number of open director positions plus two. For example, if there are three open director positions, the minimum number of candidates would be at least five.

Should BOD Amendment 2 pass, the LIC recommends that the minimum number of candidates for director would be the number of available positions times two. For example, if there are three open director positions, the minimum number of candidates would be at least six. The LIC's rationale is that it is important for members to have a larger pool of director candidates to choose from since some of the directors who are elected will be appointed to executive office positions by the BOD.

During the 48-hour amendment/resolution voting period, the voting membership will be asked to choose between these two options in the case that BOD Amendment 2 and LIC Amendment 5 pass:

Open director positions plus one
or
Open director positions times two