

PRIVILEGED AND CONFIDENTIAL DRAFT
ATTORNEY-CLIENT COMMUNICATION
AMERICAN ACADEMY OF DERMATOLOGY ASSOCIATION
MAY 21, 2022

Present

Mark D. Kaufmann, MD, FAAD, President
Linda F. Stein Gold, MD, FAAD, Vice President
Kenneth J. Tomecki, MD, FAAD, Immediate Past President
Daniel D. Bennett, MD, FAAD, Secretary-Treasurer
Keyvan Nouri, MD, MBA, FAAD, Assistant Secretary-Treasurer
Terrence A. Cronin, Jr., MD, FAAD, President-elect
Robert S. Kirsner, MD, PhD, FAAD, Vice President-elect
Lawrence Green, MD, FAAD
Adelaide Hebert, MD, FAAD
Alexander Miller, MD, FAAD
Murad Alam, MD, FAAD
Cheryl M. Burgess, MD, FAAD
Amy McMichael, MD, FAAD
Andrew H. Weinstein, MD, MPH, FAAD
April W. Armstrong, MD, MPH, FAAD
Lindy P. Fox, MD, FAAD
Maria K. Hordinsky, MD, FAAD
Jennifer Lucas, MD, FAAD
Tammie C. Ferringer, MD, FAAD
Brad P. Glick, DO, MPH, FAAD
Adrian O. Rodriguez, MD, FAAD
Allison K. Arthur, MD, FAAD, Young Physician Board Observer

Not Present

Naomi Lawrence, MD, FAAD
Ruth Ann Vleugels, MD, MPH, FAAD
Cyndi Yag-Howard, MD, FAAD
Adebola O. Ogunbiyi, MD, IFAAD, International Board Observer
Taylor Gray, DO, Residents-Fellows Board Observer

Guests

Bruce A. Brod, MD, MHCI, FAAD, Chair, Council on Government Affairs and Health Policy

Staff

Elizabeth K. Usher, MBA, Executive Director and CEO
Robert M. Portman, JD, General Counsel – via phone
Jeremy Lewin, JD, Legal Counsel
Barbara Greenan, Senior Vice President, Advocacy
Sarah Tancredi, MBA, PHR, Senior Vice President, Operations
Rudy Anderson, CAE, Vice President, Development and Revenue
Steven Debnar, MBA, Vice President, Finance
Matthew Fitzgerald, DrPH, Vice President, Science and Quality
Krista D. Kauper, JD, Vice President, Strategy, Meetings, Analytics and Alliances
Cindy Kuhn, MSc, Vice President, Member Relations and Engagement
Erik Horn, MBA, Senior Director, Information Technology
Tim Moses, CMP, Senior Director, Meetings and Conventions
Cyndi Del Boccio, Director, Governance
Michelle Pizarro, Director, Executive Projects & Operations
Richard M. Nelson, MS, Associate Director, Member Communications & Publishing

CALL TO ORDER

**SUMMATION REPORT
AADA BOARD OF DIRECTORS MEETING
MAY 21, 2022
PAGE 2 OF 2**

Mark D. Kaufmann, MD, FAAD, President and presiding, called the meeting of the Board of Directors of the American Academy of Dermatology Association (AADA) to order at 3:12 p.m. (Central) on Saturday, May 21, 2022.

QUORUM

Daniel D. Bennett, MD, FAAD, Secretary-Treasurer declared that a quorum was present for the transaction of business.

ORDER OF BUSINESS/INTRODUCTORY MATTERS

Antitrust Compliance Policy, Fiduciary Obligations, and Note Taking

Dr. Bennett referred the Board members to the background materials regarding the AAD/A Antitrust Compliance Policy, notetaking during meetings, and separate order of business, and reminded them about the importance of following their fiduciary obligations, including maintaining confidentiality and declaring conflicts of interest.

Disclosure of Outside Interests and Management of Conflicts of Interest, Code of Conduct, Confidentiality Agreement and Copyright Assignment of Work Product Policies

The Board members' disclosures of outside interests and code of conduct were posted to BoardEffect. Dr. Bennett asked Board members to declare any other actual or potential conflicts of interest with respect to specific agenda items for this meeting. None were declared.

Separate Order of Business

Jeremy Lewin, JD, Legal Counsel reminded the Board members that they would be following the American Institute of Parliamentarians *Standard Code of Parliamentary Procedure* (formerly *Sturgis Code of Parliamentary Procedure*), and that it is essential that the Board follow the order of business and observe corporate formalities necessary to ensure the separateness of the two organizations.

AADA OFFICER AND DIRECTOR REPORTS

Dr. Kaufmann reminded the Board that his report, the Secretary-Treasurer's report, the Executive Director's report, and the Young Physician Observer reports were presented during the Academy Board meeting.

AADA HEARD FROM THE FIELD

Dr. Kaufmann invited Board members to raise issues of concern that they were hearing out in the field which fall under the purview of the AADA Board. None were raised.

AADA NEW BUSINESS

A motion was made and duly seconded to approve the Council on Government Affairs & Health Policy information report, the Ad Hoc Task Force on Cigna Mohs Issue report and that the Association take the same actions as were taken by the Academy Board of Directors for all of the other applicable reports.

ACTION: Approved

ADJOURNMENT

There being no further business, Dr. Kaufmann adjourned the AADA meeting at 3:15 p.m. (Central).

Respectfully Submitted,
Daniel D. Bennett, MD, FAAD
Secretary-Treasurer