

**American Academy of Orthopaedic Surgeons
Board of Directors Videoconference Meeting
March 12, 2021**

APPROVED MINUTES

Members of the Board present for all or portions of the American Academy of Orthopaedic Surgeons Board of Directors videoconference meeting on Friday, March 12, 2021 were as follows:

Joseph A. Bosco, III, MD, FAAOS, President
Daniel K. Guy, MD, FAAOS, First Vice-President
Felix H. Savoie, III, MD, FAAOS, Second Vice-President
Alan S. Hilibrand, MD, MBA, FAAOS, Treasurer
Kristy L. Weber, MD, FAAOS, Past-President
Thomas S. Muzzonigro, MD, FAAOS, Board of Councilors Chair
Wayne A. Johnson, MD, FAAOS, Board of Councilors Chair-Elect
Claudette M. Lajam, MD, FAAOS, Board of Councilors Secretary
C. Craig Satterlee, MD, FAAOS, Board of Specialty Societies Chair
Kevin D. Plancher, MD, MPH, FAAOS, Board of Specialty Societies Chair-Elect
Alexandra E. Page, MD, FAAOS, Board of Specialty Societies Secretary
Matthew P. Abdel, MD, FAAOS, Member-at-Large
James R. Ficke, MD, FAAOS, Member-at-Large
Rachel Y. Goldstein, MD, MPH, FAAOS, Member-at-Large
Alexander Vaccaro, MD, MBA, PhD, FAAOS, Member-at-Large
James J. Balaschak, Lay Member
Thomas E. Arend, Jr., Esq., CAE, Chief Executive Officer

Guests participating for all or portions of the videoconference meeting were as follows:
David S. Jevsevar, MD, MBA, FAAOS, Committee on Devices, Biologics and Technology Chair
Andrew Schmidt, MD, FAAOS, Annual Meeting Committee Chair
Paul Tornetta, III, MD, FAAOS, Education Council Chair
Joseph D. Zuckerman, MD, FAAOS, Committee on Ethics and Outside Interests Chair

Staff participating for all or portions of the videoconference meeting were as follows:

Todd Applebaum, MBA, Director, Strategic Planning and Performance Management
Rachel Bowers, CPA, MBA, Controller
Dino Damalas, MBA, Chief Operating Officer
Courtney Dunker, Education, Curriculum and Planning
Nate Glusenkamp, Chief Quality and Registries Officer
Donna Malert, CAE, Director, Governance and Affiliate Relations
Susan McSorley, Director, Live Events

Ryan Pezold, CQV Development
Tina Slager, CPA, MBA, Director, Finance
Anna Salt Troise, MBA, Chief Commercial Officer
Melissa Young, JD, General Counsel

I. Call to Order

The American Academy of Orthopaedic Surgeons Board of Directors videoconference meeting was called to order by Joseph A. Bosco, III, MD, FAAOS, President, at 9:00 a.m. CST.

Dr. Bosco welcomed everyone to the meeting and noted all Board members were present for the meeting. He remarked on the various topic for the meeting today, and he reminded Board members on sensitivity of discussions held by the Board and the importance of keeping the discussions confidential. He added that Board materials are confidential and should not be shared outside of the BoardEffect portal.

Dr. Bosco drew attention to the AAOS Governance Principles, AAOS Strategic Plan and AAOS Core Values and asked the Board to keep these resource documents in the forefront as topics are discussed throughout the meeting. He added that it will be important for the Board of Directors to model the behaviors of the Core Values, and that the group should be empowered to address any concerns throughout the meeting. He asked that the Board members also keep the Ground Rules in mind through the various discussions. Dr. Bosco added that motions presented during discussions should be carefully thought about and concise and clear for Board consideration.

II. Disclosure of Conflicts of Interest

Dr. Bosco commented on the disclosure policy and the enhanced financial information that is required to be completed by the Board of Directors and Council/Cabinet Chairs. Dr. Bosco noted that disclosures are reported in agenda books for Board meetings and made available to other AAOS members as well as to the public through the AAOS Orthopaedic Disclosure Program.

Dr. Bosco asked meeting participants to disclose any new conflicts and to update the AAOS Orthopaedic Disclosure Program as changes occur. No new disclosures were reported. He also reminded Board members to communicate with Ms. Malert if any new potential conflict of interest matters are identified. Ms. Malert will facilitate a discussion with the Committee on Ethics and Outside Interests (CEOI) as needed.

III. President's Report

A. *President's Schedule*

Dr. Bosco commented on the revised format for meetings in which he participated, indicating that all in-person meetings to date have been scheduled as virtual meetings. He commented on a number of meetings held related to the new Lay Board Member search, PAC initiatives, the Diversity Town Hall and the PL Webinar on Selecting Future AAOS Leadership. Dr. Bosco informed the Board of the recent leadership meeting with the American Board of Orthopaedic Surgery (ABOS) and added that the collaborative relationship has significantly improved over the last year.

B. Letters to and From the Presidential Office

Dr. Bosco drew attention to the various letters that were included in the agenda book. He thanked the volunteers and staff for their efforts in preparing many of the responses. AAOS continues to be a very active participant in commenting to the various government entities.

C. Recognizing Deceased Members

Meeting attendees were asked to participate in a moment of silence to recognize recently deceased AAOS members. Dr. Bosco specifically noted the recent death of Dr. Lawrence Dorr, a well-known leader in the orthopaedic profession.

IV. Consent Agenda

Dr. Bosco drew attention to the items listed under the consent agenda for approval. He reminded Board members of the opportunity to remove topics if further discussion is needed. Ms. Malert reported that a request for removal of the Ruth Jackson Orthopaedic Society – Bullying in Orthopaedic Surgery Position Statement was received for further discussion.

Dr. Bosco entertained a motion to approve the following topics under the consent agenda:

- December 4, 2020 Board of Directors Meeting Minutes
- December 17, 2020 Board of Directors Meeting Minutes
- January 18, 2021 Board of Directors Meeting Minutes
- February 22, 2021 Board of Directors Meeting Minutes
- January 11, 2021 Executive Committee of the Board of Directors Meeting Minutes
- AAOS Position Statement 1190 – Rotator Cuff Tendinopathy and Glenohumera Arthritis are Unlikely to be Caused by Vaccine Administration – Maintain
- OrthoGuidelines Function Update
- 2021 Media Orthopaedic Reporting Excellence (MORE) Awards

MOTION

Upon a motion duly made and seconded, the Board of Directors approved the Consent Agenda.

Separately, the Board of Directors discussed the endorsement of the Ruth Jackson Orthopaedic Society – Bullying in Orthopaedic Surgery Position Statement. Dr. Bosco entertained questions / comments from the Board on the statement. Dr. Bosco noted that the Diversity Advisory Board was charged with reviewing the statement and recommending action to the Board. The Board’s role is to vote on the recommendation of the Diversity Advisory Board only and not to further amend the statement. At the conclusion of the discussion, Dr. Bosco entertained a motion to approve endorsement of the statement.

MOTION

Upon a motion duly made and seconded, the Board of Directors approved endorsement of the Ruth Jackson Orthopaedic Society – Bullying in Orthopaedic Surgery Position Statement.

V. Strategic Goal 4: Organization Excellence

A. *Financial Update*

Dr. Alan Hilibrand, Treasurer, provided an overview of the overall financial position of the AAOS.

Dr. Hilibrand acknowledged the members of the Finance Committee and staff and thanked them for their efforts. He also recognized Ms. Slager and the finance staff for their efforts.

December 2020 Financial Dashboard

Dr. Hilibrand reported that operations are currently \$3.1 million better than budget and investment income of \$12.1 million. An investment loss in the OPLLC of \$581,000 was also reported. Total assets are currently \$179 million and there is currently 197 days of operating cash on hand. The 6.3% increase in total assets over December 2019 are primarily due to investment earnings. Dr. Hilibrand also provided an overview of the consolidated financial dashboards and commented on the status of several key revenue sources. Year-end 2021 forecast is projected to be \$1.1 million.

An update on spending from Reserves was provided, and Dr. Hilibrand indicated that the forecast for 2021 will include \$1.3 million for the Resident Curriculum and \$472,000+ for the biologics initiative.

Miscellaneous

The future meeting dates for the Finance Committee were reviewed. Dr. Hilibrand added that Board members are invited to join Finance Committee meetings to listen to discussions.

VI. Strategic Goal 2: Quality and Value

A. *Biologics Update*

Dr. David Jevsevar, Committee on Devices, Biologics and Technology Chair, addressed the Board and provided an update on the current progress of the biologics initiatives. He specifically commented on the foundational work addressed in year one.

The AAOS partnered with the Orthopaedic Research and Education Foundation and donors can now earmark donations for the AAOS-identified clinical research gaps in orthopaedics. Dr. Jevsevar remarked on a sponsoring grant to conduct primary research on injectable orthobiologics for the treatment of osteoarthritis. The first grant is expected to be awarded in May 2021.

An overview of the new Biologics Dashboard was provided to the Board. Dr. Jevsevar noted that the dashboard is an interactive web-based member benefit. Efforts continue to further expand the scope and functionality of the paradigm. This critical information will be provided to AAOS members through a multi-media press kit, social media engagement and via press release.

The Orthobiologics in Non-Surgical Treatment of Knee Osteoarthritis: Risks and Benefits for Your Patients and Practice Symposium is scheduled for October 1, 2021. The hybrid event will be held live at the Orthopaedic Learning Center (OLC) and broadcast virtually.

In closing, Dr. Jevsevar noted that one Technology Overview as been completed as a pilot, and two additional Technology Overviews are in development.

VII. Strategic Goal 1: Member Experience

A. *Resident Curriculum Update*

Dr. Paul Tornetta, Education Council Chair and Ms. Courtney Dunker updated the Board on the latest efforts with the Resident Curriculum. The Market Announcement was made on February 1, 2021 and a platform demo release is expected on March 30, 2021. The product launch is currently scheduled for June 1, 2021. The plan is to have at least 65% of programs enrolled in the Resident Curriculum by November 30, 2021.

Dr. Tornetta remarked on specific statistics to date, noting that a total of 552 chapters have been developed in 11 subspecialty areas. There are over 90 Section Editors, 500+ authors and

approximately 1,000 full text journal articles and chapters. There are currently 500 video and over 5,000 exam items to date.

The format of chapters includes a bulleted short version with the option to expand the section for the full text. The chapters also include mandatory elements of what is expected to be read along with supplemental or options elements as well. The complete time for the mandatory sections of a chapter is about one hour, and the goal is to have the richest information source for residents.

To date, 97% of the content has been submitted and 25% has been uploaded to the Silverchair platform. Dr. Tornetta provided an update on the customizations that will be available for the initial rollout and will focus on key areas that will facilitate usability for Residents and provide Program Directors with the necessary data needed to support struggling learners.

The Resident Assembly has been engaged and provided feedback that informed desired content, design and responsiveness in addition to course layout and usability. The Council of Residency Directors (CORD) has also shared feedback that helped to shape the course completion and tracking analytics and yearly calendar customization.

Dr. Tornetta and Ms. Dunker provided examples of current design concepts for the Resident Dashboard and the Program Admin Dashboard. A marketing initiative was rolled out to formally name the curriculum. Over 180 entries were received; 56 residents and program directors from 51 programs and 46 individuals inquired about additional information. The initiative to name the program began on February 22 and will close on March 15. The official announcement of the selected curriculum program will be made by April 1.

Dr. Tornetta and Ms. Dunker entertained questions from the Board. Discussion ensued.

B. 2021 Annual Meeting Update

Dr. Andrew Schmidt, Annual Meeting Committee Chair, updated the Board on the latest efforts for the 2021 Annual Meeting contingency plan. He noted several key trigger dates in which the AAOS will monitor current COVID restrictions at the local, state and federal levels. Dr. Schmidt indicated that efforts continue to move forward with a live, in-person meeting, and staff will continue to monitor all aspects that may impact the 2021 Annual Meeting.

VIII. Strategic Goal 3: Governance and Culture

A. Committee on Ethics and Outside Interests – Recommendations on AAOS Orthopaedic Disclosure Program Revisions

Dr. Joseph Zuckerman, Committee on Ethics and Outside Interests (CEOI) Chair, addressed the Board to report on the latest revisions to the ACCME Standards for Integrity and Independence

in Accredited Continuing Education. He informed the Board that the ACCME is the accrediting body for the AAOS's Continuing Medical Education (CME) activities.

The ACCME released its revised Standards in December 2020. The CEOI met to consider the revisions by the ACCME and recommends the AAOS revise its AAOS Orthopaedic Disclosure Program to reflect the changes as noted:

Recommendation 1

- Create greater alignment with stakeholders by extending the disclosure period for reporting from 12 months to 24 months.
- Remove the requirement that individuals disclose the financial relationships of their spouse / partner.

Recommendation 2

When considering the implementation of Recommendation 1, the CEOI also reviewed the current disclosure questions within the AAOS Orthopaedic Disclosure Program and recommended the standardization of disclosure reporting for all AAOS activities. The recommendations include:

- All individuals reporting disclosure in the AAOS Orthopaedic Disclosure Program will be required to:
 - Provide financial information relating to the disclosure reported;
 - Complete all disclosure questions (Phase I (industry) and Phase II (Non-Direct Patient Care Income));
 - Revise Phase I question reporting to include any medical-related company in place of "pharmaceutical, biomaterial or orthopaedic product or device".

Dr. Zuckerman informed the Board that the ACCME requires the new or changed Standards to be implemented by January 1, 2022. The disclosure requirements that are removed can take effect immediately. He added that the implementation of standardizing AAOS disclosure reporting will require significant changes to the AAOS Orthopaedic Disclosure Program and its policies.

Dr. Zuckerman entertained questions from the Board. Discussion ensued.

MOTION

Upon a motion duly made and seconded, the Board of Directors approved the Committee on Ethics and Outside Interests recommendations on AAOS disclosure requirements as presented.

The Board agreed that next steps will require the AAOS Disclosure policies to be updated to reflect the changes. In addition, the appropriate communications will be required to inform the

membership about the proposed changes and standardization of AAOS disclosure. The CEOI will review the AAOS disclosure policies and recommend changes to the policies for Board consideration at a future meeting.

Dr. Bosco noted that Dr. Zuckerman's term as CEOI Chair will conclude, and on behalf of the Board of Directors, he thanked Dr. Zuckerman for his service in leading this critical area of the AAOS.

B. Challenges / Opportunities for Future AAOS Board Members

Dr. Bosco asked Board Members to share their thoughts on the potential challenges and opportunities that may be helpful for future Board members. Each Board member provided feedback, and there were several common themes, including:

- Continued focus on the AAOS Strategic Plan
- Understanding AAOS members and their concerns
- Maintaining relevance of AAOS membership
- Live into the Core Values and model the behavior
- Increased sub-specialization of societies and the profession of orthopaedics
- Continue with generative thinking exercises

C. Reflections of the Past Year

Dr. Bosco provided an opportunity for the Board members to reflect on the past year. He indicated this is the first time the Board has met virtually for the entire year, and while the Board was not in person, he noted a significant amount of work was accomplished over the year.

Board members expressed their gratitude in serving on the AAOS Board of Directors and remarked that it is truly a privilege to serve in this role.

D. Recognition of retiring Board Members

At the conclusion of the meeting, Dr. Bosco recognized the following members of the Board whose term will conclude as of March 14, 2021:

- Rachel Y. Goldstein, MD, MS, FAAOS – Member-at-Large
- James R. Ficke, MD, FAAOS – Member-at-Large
- C. Craig Satterlee, MD, FAAOS – Board of Specialty Societies Chair
- Thomas S. Muzzonigro, MD, FAAOS – Board of Councilors Chair
- James J. Balaschak – Lay Member
- Kristy L. Weber, MD, FAAOS – Past President

Dr. Bosco thanked the entire Board for their service and indicated that it was truly an honor to serve as the President of the AAOS.

Dr. Guy acknowledged Dr. Bosco's term as President and on behalf of the Board, thanked Dr. Bosco for his service.

X. Adjournment

Prior to adjournment of the meeting, and as part of best governance practices, Ms. Malert provided a recap of the Board meeting actions.

Dr. Bosco thanked the Board for their engagement during the meeting today.

At 2:45 p.m. CDT, Dr. Bosco adjourned the American Academy of Orthopaedic Surgeons Board of Directors Meeting.

Prepared by: Donna J. Malert, CAE, Director, Governance and Affiliate Relations