

**American Academy of Orthopaedic Surgeons  
Board of Directors Meeting  
Marriott Marquis San Diego Marina  
San Diego, CA  
August 30, 2021**

**APPROVED MINUTES**

Members of the Board present for all or portions of the American Academy of Orthopaedic Surgeons Board of Directors meeting on Monday, August 30, 2021 were as follows:

Daniel K. Guy, MD, FAAOS, President  
Felix H. Savoie, III, MD, FAAOS, First Vice-President  
Kevin J. Bozic, MD, MBA, FAAOS, Second Vice-President  
Alan S. Hilibrand, MD, MBA, FAAOS, Treasurer  
Michael L. Parks, MD, FAAOS, Treasurer-Elect (Ex-Officio)  
Joseph A. Bosco, III, MD, FAAOS, Past-President  
Wayne A. Johnson, MD, FAAOS, Board of Councilors Chair  
Claudette M. Lajam, MD, FAAOS, Board of Councilors Chair-Elect  
Alfonso Mejia, MD, FAAOS, Board of Councilors Secretary  
Kevin D. Plancher, MD, MPH, MS, FAAOS, Board of Specialty Societies Chair  
Alexandra E. Page, MD, FAAOS, Board of Specialty Societies Chair-Elect  
Armando F. Vidal, MD, FAAOS, Board of Specialty Societies Secretary  
Matthew P. Abdel, MD, FAAOS, Member-at-Large  
Valerae O. Lewis, MD, FAAOS, Member-at-Large  
Karen M. Sutton, MD, FAAOS, Member-at-Large  
Alexander Vaccaro, MD, MBA, PhD, FAAOS, Member-at-Large  
Lisa N. Masters, Lay Member  
Thomas E. Arend, Jr., Esq., CAE, Chief Executive Officer (Ex-Officio)

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

Anthony E. Johnson, MD, FAAOS, Diversity Advisory Board Chair  
William J. Maloney, MD, FAAOS, Registry Oversight Committee Chair  
Matthew T. Provencher, MD, FAAOS, Annual Meeting Committee Chair-Designee  
Robert H. Quinn, MD, FAAOS, Research and Quality Council Chair  
Andrew H. Schmidt, MD, FAAOS, Annual Meeting Committee Chair  
Thomas W. Throckmorton, MD, FAAOS, Editor-in-Chief, OrthoInfo  
Paul Tornetta, III, MD, FAAOS, Education Council Chair (virtual participation)

Staff participating for all or portions of the 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, Business Lead  
Donna Malert, CAE, Director, Governance and Affiliate Relations  
Susan McSorley, Director, Live Events  
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 meeting was called to order by Daniel K. Guy, MD, FAAOS, President, at 9:06 a.m. PDT.

Dr. Guy welcomed everyone to 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.

As with all meetings of the Board of Directors, Dr. Guy drew attention to the Ground Rules, Strategic Plan, Core Values and Governance Principles as resources for the Board to keep in mind when discussing the various agenda topics.

## **II. Disclosure of Conflicts of Interest**

Dr. Guy commented on the disclosure policy and the enhanced financial information that is required to be completed by the Board of Directors and Council Chairs. Dr. Guy 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. Guy 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. Guy commented on the number of meetings held since he took office in March 2021, including meetings with the Board of Councilors (BOC) leadership, Board of Specialty Societies

(BOS) leadership. He informed the Board that the Presidential Line also hosted a meeting with the Presidents of the Regional Orthopaedic Societies.

**B. *Letters to and From the Presidential Office***

Dr. Guy 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. Guy specifically noted the death of Dr. Kenneth DeHaven and Dr. Robert Wells, both former AAOS Presidents.

**IV. Strategic Goal 1: Member Experience**

**A. *Resident Curriculum Update***

Dr. Guy welcomed Dr. Paul Tornetta, Education Council Chair, to the meeting via Zoom. Dr. Tornetta addressed the Board and provided an update on the status of the Resident Orthopaedic Core Knowledge (ROCK). He commented on the efforts to raise awareness of the ROCK in an effort to promote the roll-out of the new curriculum in conjunction with the AAOS Annual Meeting. Live demos will be available in the Resource Center and details about the ROCK will also be advertised in the AAOS Daily Editions. The Engagement Theater will also be utilized to promote the ROCK.

Dr. Tornetta provided a live demo to the Board and shared the ease of maneuvering the platform to identify and select content of interest. He added that work continues on opportunities to create a bundle with ResStudy.

**B. *OrthoInfo Update***

Dr. Guy welcomed Dr. Thomas (Quin) Throckmorton, OrthoInfo Editor-in-Chief, to the meeting via Zoom. Dr. Throckmorton provided an overview on the current efforts relating to OrthoInfo, an orthopaedic resource for patients. OrthoInfo reaches millions of people each month and remains trustworthy health information site. Efforts continue to expand OrthoInfo's presence through the creation of new, multimedia patient education content that can be easily viewed.

Dr. Throckmorton noted that OrthoInfo consistently meets the demand for reliable musculoskeletal content both domestically and internationally. He added visitors spend an average of 3.21 minutes viewing a piece of content. Survey indicate that the majority of patients accessing the site are very satisfied or satisfied with content, and the user satisfaction

improved in almost every category compared to a previous survey. Dr. Throckmorton shared the most viewed topics and added that 47 articles have been revised to date in 2021. An additional 60 articles are in the process of being revised. A phased approach has been established for Social Media to reach younger users with timely topics.

### **C. *2021 Annual Meeting Update***

Dr. Guy welcomed Dr. Andrew Schmidt, Annual Meeting Committee Chair, and Dr. Matthew Provencher, Annual Meeting Committee Chair-Designee. Dr. Schmidt provided an update to the Board on the registration to date and noted that over 200,000 square foot of exhibit space has been sold.

Several new initiatives will be rolled out at the Annual Meeting, including a condensed preliminary program, ticketless scanning for entry, purchase of ICL tickets from the app and increased zone tracking in the exhibit hall. Social media ambassadors will continue to promote the meeting as well.

Dr. Schmidt shared several challenges due to recent travel restrictions in place for faculty. Staff worked with available volunteers to identify replacement faculty.

At the conclusion of the presentation, Dr. Guy acknowledged Dr. Schmidt's service as Annual Meeting Committee Chair and thanked him for his tireless efforts over the last year.

### **V. Strategic Goal 4: Organizational 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.

Operations are currently reported at \$1.3 million better than budget with investment income reported at \$9.7 million. There was investment gain in the OPLLC of \$87,000. Spending from reserves is currently at \$1.0 million.

Total assets reported as of July 2021 are \$193.1 million and is a 13.6% or \$23 million increase over July 2020. The increase is primarily due to cash and investment earnings. There is currently 247 days of operating cash on hand. Cash and short-term investments were reported at \$32,679. Dr. Hilibrand commented on the spending from reserves to date, and noted the Board will continue to be updated on the spending from reserves at future meetings.

Year-end forecasts for 2021 were provided, and net income is currently reported to be \$10,235,862, a change of \$6,651,000 of budget. He commented on several key initiatives items that are expected to be favorable through year end, such as registries, Annual Meeting and on-line learning.

Long-term investments through July 2021 are reported at \$115.2 million, a 16.64% increase.

### ***Miscellaneous***

Dr. Hilibrand reminded the Board that Financial Dashboards are available for review in the BoardEffect Resource Library within the Finance folder. 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.

### **B. 2021 Strategic Plan Update**

Dr. Guy informed the Board that it is important and good practice for the Board to be updated on the status of the AAOS Strategic Plan and tracking to the 2021 metrics and initiatives. Mr. Arend commented that the AAOS Strategic Plan drives all that aspects of the AAOS and the Board has ownership of the Strategic Plan and it is the responsibility of the CEO and staff to execute at the tactical level. The Strategic Plan provides the framework for making key decisions on spending and where to invest in additional resources as needed. The Strategic Plan is critical to the AAOS and provides the discipline required to move forward on its key initiatives.

The Board was informed that the Strategic Plan performance to date is on track through Quarter 2 across all of the strategic domains. There are a number of execution risks that will continue to be monitored during the third and fourth quarters of 2021. As of August 2021, eight of the 14 key initiatives will be complete in the third quarter, 15 of the 22 total goals are on track for completion in third quarter, and at least 14 of the 16 key initiatives will be met.

Several key accomplishments to date such as the ROCK, Annual Meeting, AAOS Leadership Institute and the transition of managed specialty societies were noted.

The Board was also updated on the five-year progress with a total score of 32.2% reported.

### **VI. Consent Agenda**

Dr. Guy 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 one request was made to remove the AAOS Clinical Practice Guideline for Management of Osteoarthritis of the Knee (Non-Arthroplasty).

Dr. Guy indicated this item will be discussed separately.

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

- June 15, 2021 Board of Directors Meeting Minutes
- July 19, 2021 Board of Directors Meeting Minutes
- June 28, 2021 Executive Committee of the Board of Directors Meeting Minutes
- August 9, 2021 Executive Committee of the Board of Directors Meeting Minutes
- 2020 Financial Audit
- AAOS Position Statement: Potential Hazards of Surgical Smoke and Mitigation Approaches

### **MOTION**

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

Separately, the Board discussed the following:

- AAOS Clinical Practice Guideline for Management of Osteoarthritis of the Knee (Non-Arthroplasty)

Dr. Guy welcomed Dr. Robert Quinn, Research and Quality Council Chair, to the meeting. Dr. Quinn provided an overview of the process in reviewing the AAOS CPG on Management of Osteoarthritis of the Knee (Non-Arthroplasty). He explained the rationale for reconsidering the recommendations, and noted that the Committee on Evidence-Based Quality and Value continually reviews its process to ensure that all content and protocols are relevant to the CPG process. Dr. Quinn entertained questions from the Board. Discussion ensued.

### **MOTION**

**Upon a motion duly made and seconded, the Board of Directors approved the AAOS Clinical Practice Guideline on Management of Osteoarthritis of the Knee (Non-Arthroplasty).**

## **VII. Strategic Goal 3: Governance and Culture**

### **A. *AAOS 2021 Combined NOLC/Fall Meeting Preview***

The Board was provided an overview of the following symposia topics identified for the 2021 Combined NOLC/Fall Meeting:

- Prior Authorization

- Physician Wellness
- The Future of Healthcare: Perspectives from our Thought Leaders
- Big Medicine

**B. *AAOS Governance Principle #9 - Assessment***

The Governance Committee received a communication from Dr. Guy indicating that a request was made to modify the language of Governance Principle #9 (The Nominating Committee shall be a committee of the Board and report to it. The Nominating Committee shall seek and consider input in partnership with the Board and identify individual nominees consistent with the AAOS's principles) that would align the Principle with the American Association of Orthopaedic Surgeons Bylaws.

The Governance Committee met on August 26, 2021 and reiterated the purpose of the Governance Principles is to establish an aspirational roadmap to guide the AAOS Board of Directors and its leadership efforts to improve organizational excellence. The Governance Principles were never intended to be in harmony with the AAOS bylaws.

The Governance Committee agreed that further clarification would help and may be best achieved for Governance Principle with the addition of a preamble to the current Governance Principles.

Dr. Guy informed the Board that no formal action is required today; however, he asked the Board to share thoughts three separate options:

1. Revise the Governance Principles to include a preamble;
2. Modify Governance Principle #9 to further clarify the Principle by removing the first sentence of the Principle; or
3. Maintain Governance Principle #9 as is.

Dr. Guy solicited feedback from the Board. Discussion ensued. Dr. Guy informed the Board that further discussion on the topic will be addressed at a future Board meeting.

**C. *Diversity Advisory Board Update***

Dr. Anthony Johnson, Diversity Advisory Board Chair, joined the meeting to provide an update on the diversity efforts to date. Dr. Johnson noted that the Diversity Advisory Board develops an annual diversity dashboard that drives its diversity initiatives to support recruitment, selection, retention and culture. He briefly commented on the accomplishments to date and noted the continued awareness that has been communicated to promote the AAOS Committee Appointment Program that supports the volunteer structure. He remarked on the Diversity, Inclusion and Implicit Bias Training that is required for governance leaders and staff liaison to raise awareness on this important initiative.

Dr. Johnson also remarked on the key partnerships with the Ruth Jackson Orthopaedic Society (RJOS), J. Robert Gladden Orthopaedic Society (JRGOS) and the American Association of Latino Surgeons (AALOS). The Diversity Advisory Board continues to reach out to colleagues in these groups to promote the Committee Appointment Program and encourage members to apply for vacancies of interest.

Dr. Johnson concluded his report by providing an overview of the 2021 Medical Student Program planned for Wednesday, September 1. He encouraged Board members to attend.

## **VIII. Strategic Goal 2: Quality and Value**

### **A. *Registry Update***

Dr. William Maloney, Registry Oversight Committee Chair, provided an overview of the registry goals and metrics and highlighted plans for the next phase of growth for the registry initiatives.

He reported that the registries account for six of the 2021 strategic objectives, and three have been met to date with the remaining three on target for completion in 2021. He added that the Joint Commission launched an Advanced Certification in Spine Surgery in July 2021.

Efforts continue to decrease the data collection burden. The AAOS has partnered with technology vendors to help facilitate the data submission process. He drew attention to a number of data reuse opportunities to further support quality initiatives and state collaboratives. Registry participation is currently reported at just over 1,600 participating sites contracted and 14,500 registered surgeons across all 50 states. Data currently represents over 2,350,000 procedures.

Dr. Maloney discussed several key priority areas for future focused growth.

## **IX. Adjournment**

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

There being nothing further to come before the Board of Directors of the American Academy of Orthopaedic Surgeons, the meeting was adjourned at 3:15 p.m. PDT.

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