

**COUNCIL FOR EXCEPTIONAL CHILDREN
BOARD OF DIRECTORS**

**Tuesday, July 11, 2017
Alexandria, VA**

Minutes

(Approved November 11, 2017)

1.0 Call to Order and Official Items

1.1. Call to Order

President Mikki Garcia called to order the regular meeting of the Council for Exceptional Children Board of Directors at 6:30 p.m. EST.

1.2 Record of Attendance; Determination of Quorum

Board Secretary Alexander T. Graham called the roll. A quorum of the following Directors was present:

Mikki Garcia, President
Antonis Katsiyannis, Immediate Past President
Jim McCormick, Treasurer
Linda Balon-Smith
Mary Lynn Boscardin
Julie Bost
Jennifer Britton
Rafael CdeBaca
Andrea Jasper
Jennifer Lesh
Kim Moffett
Alexis Morgan
Jane Quenneville
Ed Schultz
Jonathan Stout
Phyllis Wolfram

Not present: Yvonne Bui, Barbara Hong, Laurie VanderPloeg, Mickie Wong-Lo

1.3 Adoption of Board Business Meeting Agenda

MOTION: Jane Quenneville moved to adopt the agenda. Jennifer Lesh seconded.

Motion passed as amended.

1.4 Consent Agenda

MOTION: Mary Lynn Boscardin moved to adopt the Consent Agenda. Rafael CdeBaca seconded.

Motion passed.

2.0 Governance Items

2.1 President's Report – Mikki Garcia

- President Garcia, along with some CEC staff, went to Chicago for a press conference on June 27, held in conjunction with the Center for Collaboration for Effective Educator Development, Accountability and Reform (CEEDAR) Center Convening Meeting. There was a panel discussion regarding High Leverage Practices (HLPs), developed by CEC and CEEDAR, and members of the CEEDAR Center were in attendance. The event was live cast via webinar and a press release was sent via PR Newswire. The website www.highleveragepractices.org was also launched that day.
- The Governance Assessment Workgroup met on July 6 and 7. Garcia reminded board members to contact the representative from the Governance Workgroup if they have not participated in an interview to help with finalizing the workgroup's recommendations.
- There will be a webinar on September 28 to review recommendation that are anticipated in order to help prepare the board for the decision-making that will need to occur at the November board meeting. Documents will be provided the following day. Workgroup members will do follow up calls with board members to provide the opportunity to ask questions. Input will be reviewed and changes made to the
- Earlier in the day, Garcia, President Elect Laurie VanderPloeg, Executive Director Alex Graham, CEC CASE President Gary Myrah, CASE Executive Director Luann Purcell and CASE Legislative Consultant Myrna Mandlawitz met earlier with Kim Ritchie, Deputy Assistant Secretary for Special Education and Rehabilitative Services (OSERS), and Ruth Ryder, Acting Director of the Office of Special Education Programs (OSEP). The meeting focused on the recently-released High Leverage Practices and possibilities for collaborating to address the teacher shortage.

2.2 Executive Director's Report – Alexander T. Graham

- The Director of Marketing and Communications resigned effective July 7. The job has been posted on the American Society of Association Executives' job board and resumes are being reviewed.
- Regarding the meeting earlier in the day with representatives from OSEP and OSERS, noting that CEC needs to look differently at partnership opportunities with the Department of Education. The success of HLP project was used to demonstrate CEC's reach and the content knowledge of our members. CEC can develop information and disseminate it more easily than the government and can easily communicate to all levels of the field.
- On June 22, CEC hosted a partner forum with five exhibitors from National Professional Resources (NPR), Inc., Tobi Dynavox, Smart Technologies, and Windsor Learning. Realizing that the days of exhibit halls are numbered due to the cost to exhibitors, alternative sponsorship and content sharing opportunities were discussed. Possible related future activities are to conduct market research regarding what special education teachers purchase because there is a dearth of information in that regard, with a summary to be published and sent to our exhibitors; and look to expand on the dialogue at the forum – like possibly an online community to include not just exhibitors but product and service providers.
- The membership retention rate is 76%. At this time in 2016, it was 59%.

- A staff retreat was held on May 31 to develop revenue ideas in light of lower performing publications and webinar sales. Examples of ideas underdevelopment:
 - an Induction Took Kit for administrators using content curated from existing resources to be available by the end of July.
 - data-mining open transactions in CEC’s e-commerce system to remind members and customers of incomplete transactions via an automated email.
- Professional Development Activities
 - CEC and the Assistive Technology Industry Association (ATIA) have partnered to promote the necessity and the benefits of assistive technology in special education programs. Later in July, CEC members will have access to over 100 of ATIA’s webinar – some live, most recorded. Members can get CEUs from ATIA and PDHs from CEC. Because ATIA’s webinars are less expensive, all CEC webinars will be available to members at half price through the end of the year.
 - A complimentary members-only webinar on the Supreme Court decision in the case of *Endrew F. v. Douglas County School District* was held on June 1, which was a follow up to the March 1 members-only webinar. While the implications of the decision remain unclear, CEC is leading the discussion.
 - Upcoming webinars include the annual “What’s Happening in Washington,” complimentary for members. In October, there will be a webinar tutorial on the High Leverage Practices.
 - Launch of digital Induction Toolkit for Administrators in July.
 - Hot Topic Workshop in Florida on co-teaching with Marilyn Friend on October 15.
 - Scheduling contract training with District of Columbia Public Schools in November, 2017
- Leadership Institute
 - The Leadership Institute had 117 attendees.
 - Positive comments were received regarding the content of Leadership Institute. CEC worked with units and divisions to develop their desired content on best practices, including a panel discussion with a representative from a self-proclaimed struggling unit and two representatives from unit that had struggled but is now functioning well and how they got there. The Inter-divisional Caucus presented a session on strengthening divisions.
 - The keynote speaker was Hillary Marsh, who presented to the board in January on content management relative to one of CEC’s strategic plan objectives.
- The Special Education Legislative Summit had 258 paid registrations.

2.3 Treasurer’s Report

2.3.1 May Financials

Treasurer Jim McCormick and Chief Financial Officer Craig Evans reviewed the Financial Statement Analysis with Budget for the three months ending May 31, 2017.

- As of May 31, 2017, CEC’s cash balance is \$406K, down by approximately 38% from May of the previous year. The variance is due to payment of expenses related to the new office space and IT upgrades.
- Receivables are \$462K, up from \$133K in May of last year. The increase is related to \$167K in non-operating rent receivable (due to GAAP Sublease requirements) and \$175K in anticipated hotel rebates from the 2017 convention.
- Long-Term Investments stand at \$3.9 million, up by approximately 11% from last year.
- Total assets for the year stand at \$7.7 million, up by 16% from May 2016. The increase in total assets is primarily related to capital investments made in CEC’s new office space and IT infrastructure as well as increases in long-term investments.

- Total Operating Net Assets are \$3.5 million, relatively flat with the previous year.
- 10th floor sublease revenue increases beginning in 2018.
- \$250K was borrowed against investments for the IT upgrade.

Treasurer Jim McCormick informed the board that, at its last meeting, the FASC shifted \$245K from one fund to another to follow investment guidelines. A full review of CEC's investment policies is planned for 2018.

A correction will be made to correct a typographical error to Section 2, Part 4 - Administration of CEC's Programs, Chapter 6 - Financial Procedures, Para. 5 - Investment Policy, e. Long Term Investments, (3) Investment Guidelines, (a) Target Asset Mix to change the minimum for International Stocks – Emerging Markets from 5% to 0%.

MOTION: Based on the recommendation of CEC's investment advisor at Morgan Stanley, Antonis Katsiyannis moved that CFO Craig Evans be added as a signatory to the account. Angie Jasper seconded.

Motion passed.

2.3.2 IRS Form 990

MOTION: Based on the recommendation of the Finance and Audit Standing Committee (FASC), Antonis Katsiyannis moved the approval of 990 and filing with the Internal Revenue Service by CEC's auditors Rodgers and Co. Kim Moffett seconded.

Motion passed.

MOTION: Based on recommendation by the FASC, Jane Quenneville moved to retain Rogers & Company as CEC's auditors for another three years. Jennifer Lesh seconded.

Motion passed.

2.4 Committee Reports

2.4.1 Nominations Standing Committee (NSC) 2017 Interim Report

NSC Chair Antonis Katsiyannis reviewed the recommendations in the report. Specifically, the NSC's report suggested that the Governance Assessment workgroup:

- explore combining the Nominations and Elections Standing Committees since few associations any longer conduct these functions separately as part of its charge to analyze the size, composition, and charges of CEC's committees, make recommendations to address inefficiencies, if any, and incorporate best practices from the field of association management;
- address the NSC's charge "to identify potential qualified leaders representing the diversity within the Council and to promote, provide training and oversee leadership opportunities for members as they seek, prepare for, and assume Council leadership roles and responsibilities" to determine how it might better be addressed because the committee has struggled over the years to address this charge;
- address whether the process by which people become members of the NSC might need to be rethought given the gravity of the charges of the committee relative to the continued viability of

CEC. To wit, candidates come through an open call and all are slated for election by the Representative Assembly.

The report will be forwarded to the Governance Workgroup.

2.4.2 Canadian Committee 2017 Interim Report

Canadian Committee Chair Linda Balon-Smith reviewed the recommendations in the report. The following information was provided regarding the recommendations:

- As to funding for Canadian workshop presenters, Carol Serrano, Director of Meetings and Conventions, explained that CEC's policy is that registration is required of all presenters and CEC does not provide funding.
- As to opening up a position on the board for a Canadian student representative /Indigenous member NSC Chair Antonis Katsiyannis clarified that, other than the Canadian Member-at-Large position, none of the other board positions have a geographic limitation and that "First Nations" is specifically included in the Diverse Ethnic and Multicultural Groups designated position.

2.4.3 Elections Standing Committee

The Elections Standing Committee (ESC) recommend that the Board have the Governance Workgroup re-examine its charges, the with the suggestion of moving oversight of CEC's election to the Nominations Standing Committee.

The report will be forwarded to the Governance Workgroup.

2.5 IDEA Reauthorization Recommendations Update

Deb Ziegler, CEC's Director or Policy and Advocacy, reviewed the status of the IDEA Reauthorization Workgroup's recommendations. The workgroup continues to review the input received at the Representative Assembly (RA) meeting in April, as well as input received from the RA via Survey following the meeting. When the recommendations are presented to the board later this year, there will likely be a provision for review until reauthorization is taken up by Congress in case, in the interim, any event arises that could change any of the recommendations.

2.6 Policy Steering Committee Discussion

Policy Steering Committee Chair Margaret McLaughlin reviewed a draft framework of how the committee would operate. Appointment of committee members has been postponed pending the final recommendations of the Governance Workgroup relative to its charge to analyze the size, composition, and charges of CEC's committees to make recommendations to address inefficiencies, if any, and incorporate best practices from the field of association management. The Policy Steering Committee can then be started based any relevant recommendations approved by the Board.

3.0 Recognitions

3.1 Framing Paper Workgroup Resolution

MOTION: Mary Lynn Boscardin moved to adopt the resolution honoring the Framing Paper Workgroup. Jennifer Lesh seconded.

Motion passed.

3.2 IDEA Reauthorization Workgroup Resolution

MOTION: Antonis Katsiyannis moved to adopt the resolution honoring the Framing Paper Workgroup. Jane Quenneville seconded.

Motion passed.

3.3 Kathleen Shank Resolution

MOTION: Rafael CdeBaca moved to adopt the resolution honoring Kathleen Shank. Kim Moffett seconded.

Motion passed.

4.0 New Business

4.1 Partnerships

Jennifer Lesh wanted to make the board aware of the Carnegie Project on the Educational Doctorate (CPED), a group of more than 100 universities is looking into revising the educational doctorate (especially education leadership) and looking for partners.

5.0 For the Good of the Order and Adjournment

The next meeting will be September 6 @ 7 pm EDT. The Governance Workgroup webinar for the board will be scheduled on September 28.

MOTION: Ed Schultz moved to adjourn. Rafael CdeBaca seconded.

Motion passed.

President Garcia adjourned the meeting at 9:10 p.m. EDT.