

**COUNCIL FOR EXCEPTIONAL CHILDREN  
BOARD OF DIRECTORS**

November 2-3, 2024  
Baltimore, MD

**Minutes**

(Approved March 12, 2025)

**1.0 Call to Order and Official Items**

**1.1 Call to Order**

President Kareem Thompson called the regular meeting of the Council for Exceptional Children Board of Directors to order at 9:04 a.m. ET.

**1.2 Record of Attendance and Determination of Quorum**

Executive Director Chad Rummel called the roll. A quorum of the following Directors was present:

Kareem Thompson (P)  
Julie Bost (PE)  
Angie Jasper (IPP)  
Jennifer Lesh (T)  
Anna Adl  
Sacha Cartagena  
Jennifer Diliberto  
Ben Hicks  
Laural Jackson  
Concetta Lewis  
Toni Mixon  
Ruby Owiny  
Charmion Rush  
Zelphine Smith-Dixon  
Ben Tillotson

**1.3 Adoption of Agenda**

**MOTION:** Ruby Owiny moved to adopt the agenda as presented.

Laural Jackson seconded.

**Motion passed.**

## 2.0 Mega Issue-Related Items

A group will be created to come up with a proposal for the next meeting regarding the recommendations to ensure that there is no duplication of effort.

## 3.0 Components Strategic Plan Presentation

Gennith Johnson, Chief Engagement Officer, presented the following information

**Purpose:** To better align CEC’s Components with a 5-year Strategic Plan

**Goals and Objectives:**

1. Expand and strengthen a diverse component volunteer pipeline
  - a. Support components in getting more volunteer leaders
  - b. Enhance the support CEC provides to volunteer leaders by offering additional resources and training opportunities to empower their leadership skills and effectiveness
  - c. Establish a program to regularly recognize and celebrate the contributions of volunteer leaders, fostering a culture of appreciation and engagement within the organization
2. Support component organizational & membership growth
  - a. Support components in membership growth and retention
  - b. Inform components of legal & fiduciary responsibilities and provide support to uphold requirements
  - c. Support components in sustaining financial stability
3. Enhance membership engagement to foster community connection and participation
  - a. Deliver resources to assist components with regularly communicating with their members
  - b. Provide support and resources to assist components in identifying engagement opportunities within their membership
  - c. Collaborate with components to repurpose CEC resources for their members
4. Strengthen connections and collaboration between CEC & its components
  - a. Develop a mentality of ambassadorship across all of CEC and within component leaders
  - b. Develop and expand the Unit Advancement Program & managed services  
Streamline communication strategies from CEC International to component leaders

## 4.0 “Policy” Items (Public or Operational)

### 4.1 CEC/NCTM Joint Position Statement on Teaching Mathematics to Students with Disabilities

**MOTION:** Jennifer Diliberto moved to adopt the joint CEC/NCTM (National Council of Teachers of Mathematics) Position on Teaching Mathematics to Students with Disabilities as provided, as recommended by the Policy Steering Committee.

Because this was a motion from a committee, no second was necessary.

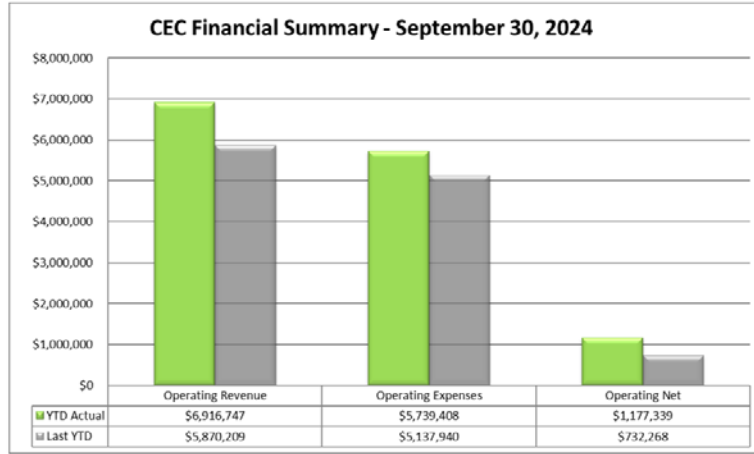
**Motion passed.**

**5.0 Discussion Items**

**5.1 Treasurer’s Report**

**5.1.1 September Financials**

CFO Craig Evans reported the following financial statement analysis for the year ending September 30, 2024:



**Key Highlights**

- Operating Cash = \$2.2M
- Investment Reserves = \$1.2M
- Operating Net Surplus/(Deficit) = \$1.2M
- Net Assets = \$2.0M

Major Revenue Centers	YTD Actual	% of Annual Budget
Convention	\$2,504,966	119%
Memberships	\$1,679,419	73%
Partnerships (inc. Expo)	\$802,435	109%
Publications & Merch.	\$682,660	107%
Prof. Development & Solutions	\$581,398	98%
LCE Subscriptions	\$238,602	63%
Component Services	\$150,772	95%
Journals	\$75,517	47%
<b>Total Revenue</b>	<b>\$6,916,747</b>	<b>97%</b>
<b>Total Expenses</b>	<b>\$5,739,408</b>	<b>81%</b>

**5.1.2 2025 Budget**

**MOTION:** Ben Tillotson moved the motion to approve the 2025 Budget as presented and as recommended by the Finance and Audit Standing Committee.

Because this was a motion from a committee, no second was necessary.

**Motion passed.**

**5.2 2026 Presidential Selection Process**

**MOTION:** Concetta Lewis moved to change the Bylaws related to the process/criteria for President Elect as proposed.

Toni Mixon seconded.

The purposes of the proposed amendments to the Bylaws are:

1. To allow any member of CEC to run for president elect to ensure a slate of at least two candidates. Allowing well-qualified members to run for president elect promotes inclusivity, diversity, and effective governance, and ensures fresh ideas and perspectives so that CEC remains a vibrant and representative organization.
2. To clarify or revise the party/parties responsible for filling officer (President Elect/Treasurer) positions or vacancies.

**1: To allow anyone to run for Board President, the following Bylaws changes are necessary:**

<p>Article 5, "Board of Directors" Section 1, "Composition" Subpoint B</p>	<p>Remove "Thought Leaders are voting members of the Board but are not eligible to become officers."</p>	<p>Having served on the Board would no longer be a requirement for being an officer, so a Thought Leader could run for office separately.</p>
<p>Article 5, "Board of Directors" Section 3, "Selection of Members of the Board of Directors" point B</p>	<p>Change "The President Elect shall be either an existing board member and be in their last year of their term on the board or will have served on the board within the past seven years at the time of application" to "Nominees for President Election must 1) be current Board members who have completed on year of service at time of application, OR 2) have served on the Board within the past seven years at the time of application, OR 3) a member in good standing who meets the required Knowledge, Skills and Abilities as defined by the Board at the time of application."</p>	<p>This opens the president elect role to any member who meets a set of skills as deemed needed by the Board each year, to account for previous leadership experience, knowledge of special education issues, and awareness of the CEC Strategic Plan.</p>
<p>Article 5, "Board of Directors" Section 3, "Selection of Members of the Board of Directors" Subpoint B</p>	<p>Append "The President Elect will be appointed by simple majority of the board from a slate of at least two candidates." with "in a process overseen by the Immediate Past President."</p>	<p>This gives responsibility to the Immediate Past President to oversee the President Elect election. Note that the currently bylaws do not assign that responsibility anywhere.</p>

<p>Article VI, "Officers" Section 2, "Succession of Officers" Subpoint B</p>	<p>Change  <i>"Within 90 days after the vacancy occurs, pursuant to Article V, Section 3. of the Bylaws, the Leadership Development Committee will recommend to the Board of Directors two candidates for appointment to complete the remainder of the term"</i>  to  <i>"Within 90 days after the vacancy occurs, pursuant to Article V, Section 4 of the Bylaws, the Immediate Past President, in consultation with the remaining officers, will provide a slate of at least two candidates to the Board of Directors to fill the vacancy."</i></p>	<p>Removes LDC from responsibility of filling a vacancy in the officers and returns that responsibility to the officers and Immediate Past President to manage.</p>
--	---	---

**2: To remove the LDC from responsibility in the selection process of the Treasurer by the Board, the following Bylaws changes are necessary.**

<p>Article 5, "Board of Directors" Section 3, "Selection of Members of the Board of Directors" Subpoint C</p>	<p>Append  <i>"The Treasurer will be appointed by a simple majority of the board from a slate of at least two candidates."</i>  With  <i>"in a process overseen by the Immediate Past President."</i></p>	<p>This gives responsibility to the Immediate Past President to oversee the Treasurer election. Note that the currently bylaws do not assign that responsibility anywhere.</p>
<p>Article 5, "Board of Directors" Section 4, "Terms of Office and Succession" Subsection C, "Removal and Vacancies" Subpoint 3</p>	<p>Change  <i>"If a vacancy occurs in the position of the Treasurer, the Leadership Development Committee will recommend to the Board of Directors two candidates for appointment to complete the remainder of the term."</i>  to  <i>"If a vacancy occurs in the position of the Treasurer who has more than six months remaining in their term, the Immediate Past President will, within 90 days, in consultation with the remaining officers, provide a slate two candidates to the Board of Directors to fill the vacancy. For a vacancy with less than six months remaining in the term, the President may appoint a current Member of the Board to serve as Acting Treasurer to complete the term."</i></p>	<p>Removes LDC from responsibility of filling a vacancy in the Treasurer and returns that responsibility to the officers and Immediate Past President to manage. It also allows for an Acting Treasurer in the event there is less than six months left in the term, as selecting and onboarding a treasurer takes several months.</p>

**Motion passed.**

### **5.3 Board Application & Slating Process: Report & Recommendations / Lumens Leadership Strategies**

The officers and Chad will meet with LDC representatives at the convention. Together, they will explore options about how a (sub)committee would be structured and its composition to remove slating responsibility from the LDC so I can focus on leadership development. Three board members will work with the LDC on what this would look like.

### **5.4 Board Committee Liaison Role**

Board staff liaison assignments will be changed to two years beginning in 2025. Board members will have the opportunity to change to a different committee if they choose to.

Staff liaisons must have meetings scheduled by mid- to late-January an agenda for every meeting.

### **5.5 General Education Outreach Workgroup**

**MOTION:** Jennifer Lesh moved to establish a General Education Outreach and Support Workgroup, per the proposal presented, to explore how CEC can support and engage with general education professionals who work with students with disabilities and/or giftedness.

Jennifer Diliberto seconded.

**Motion passed.**

### **5.6 IDEA 50th Anniversary Workgroup**

**MOTION:** Angie Jasper moved establish a 50th Anniversary of IDEA Workgroup, per the proposal presented, to develop a strategy (or strategies) to celebrate the 50th Anniversary of IDEA between now and the 2026 Convention.

Sacha Cartagena seconded.

**Motion passed.**

## **8.0 Executive Session**

The board, by unanimous consent, went into executive session at 4:50 pm to discuss legal, personnel and financial matters. The board came out of executive session at 5:11 pm.

### **Sunday, November 3**

#### **1.1 Call to Order**

President Kareem Thompson called the regular meeting of the Council for Exceptional Children Board of Directors to order at 8:40 a.m. ET.

#### **1.2 Record of Attendance and Determination of Quorum**

Executive Director Chad Rummel called the roll. A quorum of the following Directors was present:

Kareem Thompson (P)  
Julie Bost (PE)  
Angie Jasper (IPP)  
Jennifer Lesh (T)  
Anna Adl  
Sacha Cartagena  
Jennifer Diliberto  
Ben Hicks  
Laural Jackson  
Concetta Lewis  
Toni Mixon  
Charmion Rush  
Zelphine Smith-Dixon  
Ben Tillotson

Not present: Ruby Owiny (arrived at 8:52 at 5.9)

## **5.7 Impact Award Nominations**

### **5.7.1 Sen. Chris Van Hollen**

**MOTION:** Laural Jackson moved to name Senator Chris Van Hollen (D-MD) as a recipient of the CEC Impact Award.

Ben Tillotson seconded.

**Motion passed.**

### **5.7.2 Dr. Jamie Mahoney**

**MOTION:** Angie Jasper moved to name Dr. Jamie Mahoney as a recipient of the CEC Impact Award.

Julie Bost seconded.

**Motion did not pass.**

### **5.7.3 Daniel's Music Foundation**

**MOTION:** Julie Bost moved to name Daniel's Music Foundation as a recipient of the CEC Impact Award.

Charmion Rush seconded.

**Motion passed.**

## **5.8 Legacy Proclamation Recommendations**

**MOTION:** Angie Jasper moved to approve Parthenia Cogdell as a recipient of a Legacy Proclamation.

**Further moved,** to approve Janette Klingner as a recipient of a Legacy Proclamation.

Charmion Rush seconded.

**Motion passed.**

## **5.9 Interdivisional Grants Recommendations**

**MOTION:** Sacha Cartagena moved approve the recipients for the 2024 Interdivisional Grants, as recommended by the Division Relations Committee. Specifically: Developing a Virtual Professional Learning Gallery to Foster Culturally Sustaining and Inclusive Practices and Global Competency for Students with Disabilities; Lead Division: Division for International and Special Education.

Because this was a motion from a committee, no second was necessary.

**Motion did not pass.**

## **5.10 Podcast Proposal Presentation**

Ben Hicks presented a plan for developing a podcast series. A shared document was created for board members to provide input as this proposal is explored further.

## **5.11 Fundraising Position Presentation**

**MOTION:** Ruby Owiny moved to add the cost to hire a Development Director/Officer to the budget for 2025 and 2026, recognizing this may yield a deficit to come from reserves.

Jennifer Diliberto seconded.

**Motion passed.**

## **6.0 Reports / Pro Forma Items**

### **6.1 Consent Agenda**

- 6.1.1** July 2024 Board Meeting Minutes
- 6.1.2** Updated Executive Director Succession Plan
- 6.1.3** Officer Reports
  - 6.1.3.a President
  - 6.1.3.b Executive Director
  - 6.1.3.c President Elect
  - 6.1.3.d Immediate Past President
- 6.1.4** Committee/Workgroup Reports
  - 6.1.4.a Leadership Development Committee Quarterly Report
  - 6.1.4.b Division Relations Committee Interim Report (for July 2024)
  - 6.1.4.c Family Partnerships Workgroup Update

**MOTION:** Concetta Lewis moved to approve the consent agenda, with the President's Report & LDC Report being removed.

Toni Mixon seconded.

**Motion passed.**



**MOTION:** Sacha Cartagena moved to receive the reports removed from the Consent Agenda.

Ruby Owiny seconded.

**Motion passed.**

## **6.2 Board Committee Liaison Updates**

Board members were able to report on the activities of their respective committees.

## **7.0 New Business**

Jenn Lesh indicated that there have been 2,934 responses to the State of the Profession Survey. They are hoping for more responses from general educators. She asked board members to share the link to help encourage responses.

## **8.0 Executive Session**

See Saturday.

## **9.0 For the Good of the Order and Adjournment**

Without objection, President Thompson adjourned the meeting at 11:31 a.m. ET.

**CEC Board of Directors  
Voting Record  
November 2-3, 2024**

<b>Member</b>	<b>Motion</b>	Agenda (11/2)	CEC/NCTM Position (11/2)	2025 Budget (11/2)	Pres Selection (11/2)	Gen Ed Workgroup (11/2)	IDEA 50 <sup>th</sup> Wkgrp (11/2)	Impact Van Hollen (11/3)	Impact Mahoney (11/3)	Impact DMF (11/3)	Legacy Procs. (11/3)	ID Grants (11/3)	Fundraising Position (11/2)	Consent Agenda (11/3)
K Thompson (P)		<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>	<b>A</b>
J Bost (PE)		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	A	Y	Y
A Jasper (IPP)		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
J Lesh (T)		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
A Adl		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
S Cartagena		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
J Diliberto		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
B Hicks		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
L Jackson		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
C Lewis		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
T Mixon		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
R Owiny		Y	Y	Y	Y	Y	Y	0	0	0	0	A	Y	Y
C Rush		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	A	Y	Y
Z Smith-Dixon		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
B Tillotson		Y	Y	Y	Y	Y	Y	Y	N	Y	Y	N	Y	Y
<b>YES (Y)</b>		14	14	14	14	14	14	13	0	13	13	0	14	14
<b>NO (N)</b>		0	0	0	0	0	0	0	13	0	0	11	0	0
<b>ABSTAIN (A)</b>		1	1	1	1	1	1	1	1	1	1	4	1	1
<b>ABSENT (0)</b>		0	0	0	0	0	0	1	1	1	1	0	0	0
<b>OUTCOME</b>		P	P	P	P	P	P	P	F	P	P	F	P	P