

Advance CTE Board of Directors' Meeting
Conference Call
August 24, 2017
1 – 2 p.m. ET

Attendees: Pradeep Kotamraju, Jo Anne Honeycutt, Bernadette Howard, Sarah Heath, Meg Harvey, Lee Burket, Jean Massey, Charisse Childers, Rich Katt, Thalea Longhurst, Sheila Ruhland, Jeralyn Jargo

STAFF: Kimberly Green, Kate Kreamer, Sherry Quinn

ABSENT: Marie Barry, Eleni Papadakis

WELCOME and Overview of Agenda: Kotamraju welcomed the Board and staff to the Advance CTE Board call. Quinn took a roll call and confirmed a quorum was present on the call.

Review and Approval of June Board Minutes: Heath presented the minutes from the June 22, 2017 Advance CTE Board of Directors' Meeting.

MOTION: To approve the June Board Minutes.

Heath; Childers.

MOTION ADOPTED.

Approval of Changes to NASDCTEc Bylaws and that they be brought to the Advance CTE membership for a full vote: Kreamer provided context of the types of the proposed changes to the bylaws, noting that while the charge was to make modifications to support the new governance, we took the opportunity to bring the bylaws into alignment with the new membership structure and to update any other outdated clauses. Specifically, the proposed changes to the bylaws fit in three categories: those reflecting the new governance and membership structure; those reflecting how work is executed in practice; and clarifications to the “Active Member” definition to clarify that there is only one official State Director who can serve as the representative of the Active Member. The proposed changes have been reviewed by Advance CTE’s attorney and executive committee.

Kotamraju opened to questions: Harvey asked for clarification on the active member representative definition. Kreamer responded there are three classes of members: Active membership, Associate membership, and Organizational membership. The new State membership structure necessitated that we clarify that the representative of the “Active Member,” which is technically the state, is the director of career technical education within the Perkins eligible agency. The vagueness of the current bylaws language could have been interpreted to suggest that there was more than one representative of the Active Member if a state has more than one individual with the title of “State Director” in various agencies. Realizing Perkins could be changed in the future making its reference obsolete, the Board has the ability to establish another method to identify the state director.

**MOTION: To approve changes to NASDCTEc Bylaws as proposed and that they be brought to the Advance CTE membership for a full vote.
Howard; Jargo.
MOTION ADOPTED.**

Approval of Proposed Governance Transition Plan: Kreamer provided background on the proposed transition plan to move from the current governance structure in a thoughtful way over the next two election cycles, resulting in a full transition by July 2020. Five new Board members are proposed to be phased in during 2018-19 and 2019-20 elections. Every Board member will serve at least a two-year term.

Kotamraju opened to questions: Harvey asked for clarification on the two-year terms. Kreamer responded when the new governance structure is fully in place, Board members will serve three-year terms. The two-year terms are used only during the transition period to bring the new governance structure to full realization in a timely manner. Harvey asked what an ‘At-large State Director’ is. Kreamer answered to offset the fact the number of regions will be decreased, a second associate member representative is added to the Board and two new State Director At-large positions will be added. Harvey asked if the new State Director At-large positions will be allowed to be filled from the same region. Kreamer answered technically that is acceptable, but the direction to the nomination committee is to consider these concerns for equitable and diverse representation during the nomination process. Kotamraju asked if the proposed transition plan will also go to the membership for consideration. Kreamer answered the propose bylaws change will go to the membership for a vote, but the transition plan only needs Board approval.

**MOTION: To approve Governance Transition Plan as proposed.
Ruhland; Katt.
MOTION ADOPTED.**

Approval of Proposed Board Nominating and Election Process: Kreamer shared that while considering the new membership and governance structure, questions were raised on how to ensure diversity of representation. At the same time, concerns were raised about the nominations process given the Past Presidents, who serve on the nominations committee, may be far removed from and unfamiliar with the current members and the candidates. Staff also realized that there was not a formal board-approved policy around nominations and elections and saw this as an opportunity to put one in place that can best support the new governance model.

Our recommendations are only Past Presidents who are current State CTE Directors or associate members plus the current Vice President be on the committee, which is chaired by the immediate Past President. In addition, the immediate Past President can select one non-organizational, associate member who has been a member for at least five years and two State Directors who have previously served on the Board. The committee will be charged to look for diversity to represent the membership, provide at least two candidates for the Secretary/Treasurer position and review candidates for the regional and at-large board positions. Our proposal also brings votes for the Secretary/Treasurer, At-Large, and Regional Board member positions to the Business Meeting thereby giving a platform for these candidates to speak to the membership and

have an in-person vote for all positions. Candidate selection will continue to be done by electronic voting for the Associate member position. Kreamer shared that this proposal had been shared with and received positive feedback from all of Advance CTE's current past presidents, who were still members of the organization.

Kotamraju opened to questions: Both Harvey and Katt stated their support of these changes as being positive changes to the committee and process.

**MOTION: To approve the Board Nominating and Election Process as proposed.
Longhurst; Ruhland.
MOTION ADOPTED.**

Kotamraju thanked Kreamer for all her hard work in a short amount of time.

Update on National Association of State Directors Office Lease: Green stated the current office lease is coming up for renewal and the current office is at capacity, making any staff expansion in this space impossible. Green provided an update on the effort to find new office space within the same building and that a new lease is being put before the Board today for consideration and approval to move forward for finalization. The new lease secures \$10 per square foot lower than paid on the current lease, totaling an additional \$10,000 for the first year of the new lease. There is an escalator clause of 2.75% each year, which is standard for this geographical area. There will be additional financial ramifications for the move, such as the cost of movers and new furniture, but today's vote is to go forward to a final lease agreement. The new space allows for expansion of up to four staff. The lease also provides the ability to sublease in the event the staff expansion is not needed, which mitigates risk to the organization. At the October Board meeting we will ask for the budget modifications to support the new lease.

Kotamraju opened to questions; there were none.

**MOTION: To give approval to continue in new lease negotiations and commit to the maximums shown in the new lease draft.
Howard/Heath.
MOTION ADOPTED.**

Kotamraju thanked Green for her hard work and diligence in the new lease effort

Other Business: Kotamraju brought to the attention of the Board Honeycutt's departure from her state level position and departure from the Advance CTE Board. He thanked her for her dedication in the last few years on the Board and the Executive Committee and wished her well as she moves on to other pursuits in education. He also wanted to express his appreciation to Kathy Cullen (who was absent from the call), who is retiring in early September.

Green stated the Board will be receiving email with our Stars of Education Awards nominations, noting this award moved from our Spring Meeting to our Fall Meeting this year. She stated there

are four nominations for this award and that the email will petition for a slight budget modification to award all four nominees the award if the Board so chooses. Green stated she anticipated good participation in the Fall Meeting considering how many registrations are already received.

Adjournment: Kotamraju adjourned the meeting.