

COUNCIL FOR EXCEPTIONAL CHILDREN

**BOARD OF DIRECTORS
MINUTES
APRIL 18, 19, and 22, 2007
Louisville, Kentucky**

Day One – April 18

1.0 Call to Order & Official Items

Record of Attendance; Determination of Quorum (Agenda Item 1.1)

President Mary Ruth Coleman called the meeting of the Board of Directors (BOD) to order at 8:12 a.m. President Coleman asked the Secretary (Bruce Ramirez) to call the roll. A quorum of the following members was present:

Mary Ruth Coleman	President
Susan Fowler	President Elect
Jamie Hopkins	Immediate Past President
Stan Dublinske	Treasurer
Marci Brauchie	Member-at-Large
Elizabeth Drame	Member-at-Large
Carol Eisenbise	Member-at-Large
Michael Hardman	Member-at-Large
Patricia Hensley	Member-at-Large
Amanda Hopkins	Member-at-Large
Sharon Ishii-Jordan	Member-at-Large
Barbara Kozma	Member-at-Large
Caroline Marrett	Student Member
Beverly McCoun	Member-at-Large
Sherry Meschko	Member-at-Large
Theodore Pikes	Member-at-Large
James Siders	Member-at-Large
Jennifer Tong	Member-at-Large
Louis Tutt	Member-at-Large
Roberta Unger	Member-at-Large

Adoption of the Agenda (Agenda Item 1.2)

MOTION: Liz Drame moved to accept the Agenda as presented. Jennifer Tong seconded.

Motion carried.

Consent Topics (Agenda Item 1.3)

The consent topics included receipt of the January 12-14, 2007 Board Meeting Minutes (1.3.1), receipt of the March Informational Conference Call Notes (1.3.2), and report of the electronic motion on the Elementary Secondary Education Act Reauthorization Recommendations (1.3.3).

MOTION: Pat Hensley moved to accept the Consent Topics as presented. Mike Hardman seconded.

Motion carried.

2.0 Governance and Organization Reports

Board Convention and Expo Schedule (Agenda Item 2.1.1)

President Coleman highlighted events of interest for Board members.

Report to the Representative Assembly (Agenda Item 2.1.2)

A summary of the President's Report to the Representative Assembly was provided to the Board.

Representative Assembly Agenda (Agenda Item 2.1.3)

President Coleman reviewed the meeting agenda for the Representative Assembly which will include the identification and ranking of critical issues within special education.

Committees and Workgroups Initiative (Agenda Item 2.2.1)

President Elect Susan Fowler reported committee establishment, responsibilities, and alignment with the strategic plan and Board priorities were compiled for review. Revisions to the *Committee Handbook* have also been identified.

CEC Budget/Statement of Activities (Agenda Item 2.3)

The Board received the Treasurer's Report to the Representative Assembly which included a summary of revenue and expenses for the year ending December 31, 2006 (un-audited). The Board also reviewed the February 2007 Statement of Activities.

Nominations Committee (Agenda Item 2.4.1)

The Board received a report from the Chair, Jamie Hopkins. The Committee has intensified its efforts to solicit nominations for president elect, treasurer, three members-at-large positions (undesigned), member-at-large Canada, member-at-large diverse ethnic and multicultural groups, and student Board member.

Canada CEC (Agenda Item 2.6)

Jennifer Tong reported that current Canadian CEC activities include planning a co-sponsored national conference in October, the possibility of membership growth and a new affiliate in New Brunswick, review of its Board structure and cost effective options for its newsletter.

Yes / Can! Foundation for Exceptional Children (Agenda Item 2.7)

Executive Director Bruce Ramirez reported that several financial matters need to be resolved before the Foundation can proceed with dissolution. The general CEC membership and supporters of the Foundation received communications regarding the transition of the *Yes / Can! Awards* to CEC. Twenty-two *Yes / Can! Award* winners and their families are expected to attend the *YIC Awards Ceremony* and related activities during the Convention.

3.0 2006-2008 Strategic Plan

2007 Strategies Update (Agenda Item 3.1)

The Board received an update on 2007 Action Plan. Strategies followed by dialogue with the Executive Director and Associate/Assistant Executive Directors.

Timeline for 2009-2011 Strategic Plan (Agenda Item 3.2)

The Board discussed the preliminary timeline and steps for developing the next Strategic Plan. It was recommended that the process include assessment of the impact of the current plan; review of the core purpose, mission, vision; field and association trends; and stakeholder involvement.

4.0 CEC Management Reports

The Board received and discussed implementation of the Strategic Plan 2007 strategies as well as program and activity reports from the Headquarters services teams.

Membership Services (Agenda Item 4.1)

Linda Marsal, Associate Executive Director, reported CEC had 40,523 members as of February 2007. The Back-to-School student membership campaign was successful and will continue as a membership growth strategy. Division and state/provincial affiliate unit membership initiatives continue. Planning for the Leadership Institute has commenced and will include membership development sessions.

Professional Services (Agenda Item 4.3)

Richard Mainzer, Associate Executive Director, distributed the 2007 CEC Catalogue. Three new books were published this year. Professional Services collaborated with the Professional Standards and Practice Committee on several tasks and projects. The rollout of the new Online Job Board will occur during the Convention.

Administration Services (Agenda Item 4.4)

Michael Shifflett, Acting Assistant Executive Director, reported the audit fieldwork was completed for 2006; staff explored various investment strategies with our financial advisor; and the email migration to Microsoft Outlook was completed. Month-end processes for closing and sending membership renewals was re-engineered to become more efficient and timely.

Executive Services (Agenda Item 4.5)

Bruce Ramirez reported on the results of the organizational marketing review and analysis report conducted by Association Management and Marketing Resources. Planning is underway to implement key recommendations: establishment of a senior-level marketing position; integration of the marketing, communications and sales functions; creation of an internal integrated marketing and communications team to assist in product coordination and development.

Board Development

Stan Dublinske facilitated an interactive Board development session on the 7 *Measures of Success: What Remarkable Associations Do That Others Don't*.

President Coleman declared the meeting in recess at 3:00 p.m. on April 18, 2007.

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**BOARD OF DIRECTORS
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Day Two – April 19

1.0 Call to Order & Official Items

Record of Attendance; Determination of Quorum (Agenda Item 1.1)

President Mary Ruth Coleman called the meeting of the Board of Directors (BOD) to order at 8:21 a.m. President Coleman asked the Secretary (Bruce Ramirez) to call the roll. A quorum of the following members was present:

Mary Ruth Coleman	President
Susan Fowler	President Elect
Jamie Hopkins	Immediate Past President
Stan Dublinske	Treasurer
Marci Brauchie	Member-at-Large
Elizabeth Drame	Member-at-Large
Carol Eisenbise	Member-at-Large
Michael Hardman	Member-at-Large
Patricia Hensley	Member-at-Large
Amanda Hopkins	Member-at-Large
Sharon Ishii-Jordan	Member-at-Large
Barbara Kozma	Member-at-Large
Caroline Marrett	Student Member
Beverly McCoun	Member-at-Large
Sherry Meschko	Member-at-Large
Theodore Pikes	Member-at-Large
James Siders	Member-at-Large
Jennifer Tong	Member-at-Large
Louis Tutt	Member-at-Large
Roberta Unger	Member-at-Large

4.0 CEC Management Reports

Policy and Advocacy Services (Agenda Item 4.2)

Deb Ziegler, Associate Executive Director, reported CEC's recommendations for ESEA/NCLB reauthorization were transmitted to Congress. A variety of sessions concerning ESEA/NCLB will be conducted during the Convention including the dissemination of new policy related publications.

5.0 Committee Reports

The Board received reports from the following committees: Diversity, Elections, Honors, Professional Standards and Practice, and Student.

Diversity Committee (Agenda Item 5.1)

The Board Received a report and the Chair, Shernaz Garcia, highlighted key committee work including committee involvement on the convention call for presentations and items requested by the BOD, i.e., a CEC nondiscrimination policy and development of a policy on school climate.

Elections Committee (Agenda Item 5.2)

The Board received a report from the Chair, LaVerne Buchanan, describing strategies implemented and future plans to increase the percentage of CEC members voting in the membership-wide election.

Professional Standards and Practice Committee (Agenda Item 5.4)

The Board received a report and the Chair, Kathlene Shank, outlined committee activities. The Committee annually validates three-four sets of standards and this year assisted with updating CEC's resources on the highly qualified requirements for special educators. Advanced standards have also been a priority. Rachelle Bruno provided an update on the Evidence-Based Practice Pilot.

Student Committee (Agenda Item 5.5)

The Board received a report and Chair Cynthia Chambers reviewed key ongoing activities including the student transition to professional membership pilot, co-sponsoring a mentoring program with the Pioneers, and renaming the CEC Ethnic Diversity Scholarship the Kayte M. Fearn CEC Ethnic Diversity Scholarship.

6.0 Workgroup Reports

The Board received reports from the following workgroups: Representative Assembly, Division Requirements, Board Development, Unit Participation in CEC Governance, and U.S./Canada.

Representative Assembly Workgroup (Agenda Item 6.1)

Workgroup Chair Scott Rossig outlined the workgroup's duties and future plans including year-round involvement of the Representative Assembly, facilitating eCommunity discussion, providing the orientation for new members in different formats and updating the matrix on Representative Assembly recommendations and issues discussions.

Division Requirements Workgroup (Agenda Item 6.2)

The BOD received the division Requirements Workgroup Report at its January 2007 meeting and requested that the report be reviewed with IDC for comment. President Coleman reviewed the slated proposed governance considerations and actions related to the report to occur during the convention.

Board Development Workgroup (Agenda Item 6.3)

The Board received the Board Development Workgroup Final Report and plan for 2007-2009 Board development. The plan is based on data from the Board self-assessment and other Board feedback. Development areas include new Board member orientation, handbook, mentoring, strategic planning, field and association trends and issues, effective governance, and an annual Board self-assessment to guide future development.

MOTION: Theodore Pikes moved to receive the Board Development Workgroup Final Report. Sherry Meschko seconded.

Motion carried.

Unit Participation in CEC Governance Workgroup (Agenda Item 6.4)

The Board received a report and the Chair, Susan Fowler, provided an update on activities such as the online orientation for new representatives; survey of state/provincial affiliate and division presidents concerning their unit's Representative Assembly participation, experience, and satisfaction; and posting of the Representative Assembly recommendations and issues discussion matrix for the membership.

U.S./Canada Workgroup (Agenda Item 6.5)

Chairperson Jennifer Tong outlined workgroup activities and plans for completing its charge. The Chair noted the need to have a current member of the CEC Canadian Board on the Workgroup to facilitate communication and suggested the addition of the current Canadian CEC President. Without objection, the Board approved the addition of the Canadian CEC President to Workgroup.

7.0 Unfinished Business

CEC Awards Program Workgroup (Agenda Item 7.1)

The Board reviewed its action establishing a CEC Awards Program Workgroup to review the proposal from the *Yes I Can!* Foundation Board to establish a CEC Fund for Excellence and develop a plan that would coordinate all of the CEC awards programs. There was a Board consensus to move forward with the Workgroup.

Evidence-Based Practice Pilot Interim Report and Budget Needs (Agenda Item 7.2)

The Board reviewed the Pilot Interim Report and Budget Needs from the Professional Standards and Practice Committee. Following discussion, the proposed motion was revised to include reporting deadlines.

MOTION: Stan Dublinske moved to authorize additional sums as described herein from the contingency fund to support the Evidence-Based Practices Pilot; and further moved that an update report be provided for the October 2007 Board meeting, an interim report provided for the January 2008 Board meeting, with a final report

including recommendations submitted by April 2008. Beverly McCoun seconded.

Motion Carried.

Budget documentation accompanying the motion specified \$22,750 from the fiscal year 2007 Contingency Fund to support the pilot.

8.0 New Business

Extension of Unit Minimum Membership Requirement Waiver (Agenda Item 8.1)

MOTION: Louis Tutt made moved to extend the waiver provided to divisions and state and provincial units that fall below the minimum membership requirement through December 31, 2007. Marci Brauchie seconded.

Motion Carried.

Diversity Terminology Amendments (Agenda Item 8.2)

The Board considered a proposed motion reflecting the Diversity Committee's recommendation to update diversity related terms in the glossary of the *CEC Policy Manual*. Following discussion it was agreed that President Coleman would communicate with the Chair of the Diversity Committee to explain the proposed changes could have an unintended impact on the constitution and bylaws relative to the Board ethnic and multicultural groups positions and to request that the Committee take this into consideration in proposing revisions to diversity related terms in the glossary.

CEC Nondiscrimination Policy (Agenda Item 8.3)

MOTION: Marci Brauchie moved to approve the following CEC Nondiscrimination Policy: The Council for Exceptional children shall not discriminate on the basis of race, national origin, language, religion, gender, age, sexual orientation, socioeconomic status, or disability. All programs and activities of CEC shall be conducted in furtherance of this policy. Patricia Hensley seconded.

Motion Carried.

9.0 Public Comment

Clay Keller, President of the Division of International Special Education and Services (DISES), announced and invited participation in the upcoming CASP-DISES International Special Education Forum, *Making the Impossible Possible: A Better Life for Persons with Differing Abilities and their Families*, to be

held in Lima, Peru July 8-12, 2007. President Coleman will be attending and presenting at the conference.

10.0 Executive Session

There being no legal, personnel or financial matters to discuss, President Coleman declared an Executive Session would not be conducted.

11.0 Discussion Topics and Emerging Issues

Online Voting Procedures (Agenda Item 11.4)

The Board discussed its procedures for online deliberations and voting. For items with a short deliberation and voting period the Board requested email notification to facilitate the process. Stan Dublinske volunteered to review the Board procedures for online deliberations and voting and to propose any needed revisions.

President Coleman declared the meeting in recess at 4:46 p.m. on April 19, 2007.

COUNCIL FOR EXCEPTIONAL CHILDREN

**BOARD OF DIRECTORS
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APRIL 18, 19, and 22, 2007
Louisville, Kentucky**

Day Three – April 22

1.0 Call to Order & Official Items

Determination of Quorum (Agenda Item 1.1)

President Mary Ruth Coleman called the meeting of the Board of Directors (BOD) to order at 8:37 a.m. President Coleman asked the Secretary (Bruce Ramirez) to call the roll. A quorum of the following members was present:

Mary Ruth Coleman	President
Susan Fowler	President Elect
Jamie Hopkins	Immediate Past President
Stan Dublinske	Treasurer
Marci Brauchie	Member-at-Large
Elizabeth Drame	Member-at-Large
Carol Eisenbise	Member-at-Large
Patricia Hensley	Member-at-Large
Amanda Hopkins	Member-at-Large
Sharon Ishii-Jordan	Member-at-Large
Barbara Kozma	Member-at-Large
Caroline Marrett	Student Member
Beverly McCoun	Member-at-Large
Sherry Meschko	Member-at-Large
Theodore Pikes	Member-at-Large
James Siders	Member-at-Large
Jennifer Tong	Member-at-Large
Louis Tutt	Member-at-Large
Roberta Unger	Member-at-Large

8.0 New Business

Division Requirements Policy Amendments (Agenda Item 8.4)

Following Representative Assembly discussion of the Division Requirements Workgroup recommendations during the Convention, the Board approved the recommended amendments to the Council's division policies.

MOTION: Beverly McCoun moved to amend CEC's division policies (SECTION TWO, Part 3, Chapter 05) as follows:

- (1) Revise the procedures for divisions not meeting the minimum membership requirements two years after official recognition to require a plan for membership recruitment by a specified date. Such plan to be developed in collaboration with the Council and be reviewed by the Board at a meeting with Board discretion to request any changes in the plan;**
- (2) Change the minimum division membership requirement to 1.5% of the total CEC membership;**
- (3) Add a new requirement that divisions deliver to its members the services, benefits, and products that the unit specifies; and**
- (4) Add the following new exemption paragraph for divisions not meeting the minimum membership requirement.**

Upon the request by a division, the Board of Directors may grant an exemption for a year to a division that does not maintain the membership requirement of 1.5% of the total CEC membership. A request for an exemption must be submitted for each year the division membership is less than the required minimum. The request to be considered for an exemption must accompany the unit assurance form. In order to obtain an exemption based on the size of membership, the division must meet the following conditions:

- (a) Affirm that the Exceptionality Focus, Professional Position Focus, or Professional Activity Focus set forth in the division's charter serves a membership constituency whose needs are not currently provided by other CEC structures.**
- (b) Show documentation that the division is delivering the services as required and the benefits and products as specified to its members.**
- (c) Collaborate with CEC to develop a membership recruitment and retention plan and/or an action plan for membership services.**

Louis Tutt seconded.

Motion carried.

Investment Policy – Target Asset Class Mix (Agenda Item 8.5)

The Board discussed a motion from the Finance and Audit Committee to amend the long-term investments target asset class mix. The change would provide the Council's investment advisor additional latitude to increase return while minimizing risk during market cycles.

MOTION: Stan Dublinske moved to revise of CEC's Investment Policy related to Target Asset Mix (Chapter 6, paragraph 6.e.(3)(a)) as follows:

Asset Class	Minimum	Target	Maximum
Large Cap Stocks	15%	40%	45%
Mid Cap Stocks	0%	5%	15%
Small Cap Stocks	0%	5%	15%
International Stocks	0%	15%	20%
Intermediate Term Fixed Income	30%	35%	40%

Motion carried.

Nominations for the Nominations Committee (Agenda Item 8.6)

The Board reviewed the Representative Assembly discussion on increasing candidates for the Nominations Committee for election by the Representative Assembly. The proposed change in the committee nominations process would empower any CEC member to nominate other members or themselves for election to the Nominations Committee by the Representative Assembly.

MOTION: Liz Drame moved to revise SECTION TWO, Part 2, Chapter 02, Para 2c(4)(b) of CEC's Nomination Committee policies related to nominations for individuals to serve on the Nominations Committee as follows: Any member of CEC may nominate individuals to serve on the Nominations Committee. Carol Eisenbise seconded.

Motion carried.

11.0 Discussion Topics and Emerging Issues

2008 Convention Program – Program Chair (Agenda Item 11.1)

Gerry Reynaud, Convention Program Chair for the 2008 -2009 Conventions, provided a preview of preliminary plans for next year's Convention program in Boston, Massachusetts. Board discussion related to the general session keynote presentation and topics and presenters of potential high interest.

Representative Assembly Recommendations/Issues Discussion Follow Up (Agenda Item 11.2)

The Board reviewed recommendations and issue discussions from the Representative Assembly Meeting and requested a summary report of the Identification of Critical Issues within Special Education agenda item for review and discussion and reporting to the Representative Assembly.

Planned Giving to CEC (Agenda Item 11.3)

The Board conducted a preliminary discussion on planned giving and opportunities for members and others to support CEC through donations, contributions, and other giving opportunities.

12.0 For the Good of the Order and Adjournment

Upcoming Meetings (Agenda Item 12.1)

The Board Informational Conference Call will be held May 29, 2007 at 7:00 p.m. EST. The next Board meeting (Conference Call) is scheduled for July 30 and 31, 2007, 7:00 p.m.-10:00 p.m.

Without objection, President Mary Ruth Coleman declared the Board of Directors meeting adjourned at 11:17 a.m. on April 22, 2007.

CEC Board of Directors Record of Voting – April 18, 19, 22, 2007

Y=Yes, N=No, A=Abstain, O=Absent

Motions	1.2 (4-18-07)	1.3 (4-18-07)	6.3 (4-19-07)	7.2 (4-19-07)	8.1 (4-19-07)	8.3 (4-19-07)	8.4 (4-20-07)	8.5 (4-20-07)	8.6 (4-20-07)
2007 Board Members									
Mary Ruth Coleman*	A	A	A	A	A	A	A	A	A
Susan Fowler	Y	Y	Y	Y	Y	Y	Y	Y	Y
Jamie Hopkins	Y	Y	Y	Y	Y	Y	Y	Y	Y
Stan Dublinske	Y	Y	Y	Y	Y	Y	Y	Y	Y
Marci Brauchie	Y	Y	Y	Y	Y	Y	O	O	O
Liz Drame	Y	Y	Y	Y	Y	Y	Y	Y	Y
Carol Eisenbise	Y	Y	Y	Y	Y	Y	Y	Y	Y
Michael Hardman	Y	Y	Y	Y	Y	Y	O	O	O
Patricia Hensley	Y	Y	Y	Y	Y	Y	Y	Y	Y
Amanda Hopkins	Y	Y	Y	Y	Y	Y	Y	Y	Y
Sharon Ishii-Jordan	Y	Y	Y	Y	Y	Y	Y	Y	Y
Barbara Kozma	Y	Y	Y	Y	Y	Y	Y	Y	Y
Caroline Marrett	O	O	Y	Y	Y	Y	Y	Y	Y
Beverly McCoun	Y	Y	Y	Y	Y	Y	Y	Y	Y
Sherry Meschko	Y	Y	Y	Y	Y	Y	Y	Y	Y
Theodore Pikes	O	O	Y	Y	Y	Y	Y	Y	Y
James Siders	Y	Y	Y	Y	Y	Y	Y	Y	Y
Jennifer Tong	Y	Y	Y	Y	Y	Y	Y	Y	Y
Louis Tutt	O	O	Y	Y	Y	Y	Y	Y	Y
Roberta Unger	Y	Y	Y	Y	Y	Y	Y	Y	Y
Total	16	16	19	19	19	19	17	18	17

