



**APPROVED Minutes
National Executive Board
Virtual Meeting
May 27, 2021 – 6:00 pm – 9:04 pm CT**

I Board Members Present

Mackie V. Spradley, NAFME President (2020-2022)
Scott Sheehan, NAFME President-Elect (2020-2022)
Kathleen D. Sanz, NAFME Immediate Past President (2020-2022)
Keith Hodgson, President, Eastern Division (2019-2021)
Scott Barnes, President, Northwest Division (2019-2021)
Sonja Williams, President, Southern Division (2020-2022)
Anne Dawson, President, Southwestern Division (2020-2021)
Renee Shane-Boyd, President, Western Division (2020-2022)
Marc E. Greene, Immediate Past President, Eastern Division (2019-2021)
Judy Bush, Immediate Past President, North Central Division (2020-2022)
John Combs, Immediate Past President, Northwest Division (2019-2021)
Mike Raiber, Immediate Past President, Southwestern Division (2019-2021)
Sam Tsugawa, Immediate Past President, Western Division (2020-2022)

II Staff Members Present

Christopher B. Woodside, Executive Director
Chaudlier Moore, Chief Financial Officer
Kim Henry, NAFME Director of Governance & Administration

III Observers

Sue Barre, President-Elect, Eastern Division (2019-2021)
Richard Tengowski, President-Elect, North Central Division (2020-2022)
Tom Muller, President-Elect, Northwest Division (2019-2021)
James Daugherty, President-Elect, Southern Division (2020-2022)
Scott Hedgecock, President-Elect, Western Division (2020-2022)

IV Call to Order

President Mackie V. Spradley called the meeting to order at 6:04 p.m. Central Time on Thursday, May 27, 2021. President Spradley introduced meeting norms to the board that would be in place for the remainder of her Presidency. The meeting norms included decorum that is outlined in policy I.K.001 Governance Code of Conduct.

V Review and Adoption of Agenda (Appendix A)

IT WAS MOVED BY HODGSON, SECONDED BY SHEEHAN, AND CARRIED UNANIMOUSLY TO ADOPT THE AGENDA, INCLUDING THE CONSENT AGENDA, WITH FLEXIBILITY AS DIRECTED BY THE PRESIDENT:

- *APPROVAL OF THE NAFME NORTH CENTRAL DIVISION NOMINATING COMMITTEE:*
 - *KIM BRUGUIER (SD)*
 - *JEFF MOUNT (NE)*
- *APPROVAL OF THE NAFME SOUTHERN DIVISION NOMINATING COMMITTEE:*
 - *STEVEN KELLY (FL)*
 - *SUSAN SMITH (AL)*
- *APPROVAL OF THE JRME EDITORIAL COMMITTEE APPOINTMENT*
 - *KARIN S. HENDRICKS*
- *APPROVAL OF THE UPDATE EDITORIAL COMMITTEE APPOINTMENT*
 - *JAY JUCHINEWICZ*

VI Executive Session

WITHOUT OBJECTION, IT WAS CARRIED UNANIMOUSLY TO GO INTO EXECUTIVE SESSION AT 6:37 P.M.

WITHOUT OBJECTION, IT WAS CARRIED UNANIMOUSLY TO RETURN TO REGULAR SESSION AT 7:04 P.M.

Observers, and Board Members Judy Bush and Mike Raiber, were excused from executive session at 6:37 p.m. and invited to return to the regular session at 7:04 p.m.

The Board returned from Executive Session and reported out that it had discussed personnel, and program development issues.

The National Executive Board went back into regular session at 7:04 p.m.

IT WAS MOVED BY TSUGAWA, SECONDED BY COMBS, AND CARRIED UNANIMOUSLY TO APPROVE THE CANDIDATES FOR PRESIDENT-ELECT 2022-2024: JUDITH L. BUSH, DEBORAH A. CONFREDO, PATRICK K. FREER, MICHAEL A. RAIBER, RUSSELL K. SPERLING.

VII Reports

A Report of Chair, Executive Committee

President Spradley asked the board to take a moment and recognize the service of Eastern Division Immediate Past President Marc Greene and Northwest Division Immediate Past President John Combs. These two Division Immediate Past Presidents will be departing the board a week prior to National Assembly 2021.

President Spradley asked Mr. Moore to provide the financial report for the board. A summary analysis of actuals vs budget month to date (MTD) and year to date (YTD) were presented. For the first time since October 2020, in the month of April there was a 55% increase in join/renew activity. The comparable YTD decrease is 26%. Mr. Moore reviewed the statements of activity for the board. Questions from the board included

clarification on the status of paying back the Paycheck Protection Program (PPP) loans, and what were contributing factors to the turn around. Mr. Moore explained the first PPP loan was forgiven, and we would be able to inquire about the second loan in very short order. Mr. Moore noted contributing factors that account for the turnaround was the technology experience to date, the constant evaluation of the vendor and being in regular communication about the needs of our members and the cost of that service.

VIII Old Business

A 2022 ANHE

President Spradley asked ANHE Chair Scott Sheehan to provide an update for the board on this program. Mr. Sheehan informed the board that everything was ready to launch a virtual event in January 2022. Mr. Sheehan asked Executive Director Christopher Woodside to report out on the hotel negotiations. Mr. Woodside and Mr. Moore outlined ongoing negotiations with the hotel and requested guidance from the board.

IT WAS MOVED BY BARNES, SECONDED BY RAIBER, AND CARRIED UNANIMOUSLY TO AUTHORIZE STAFF TO NEGOTIATE TO END THE CONTRACT WITH THE TOWN AND COUNTRY SAN DIEGO.

VII Reports (cont.)

A Report of Chair, Executive Committee (cont.)

President Spradley led a discussion on travel in 2022 to help provide guidance to the Finance Committee as they work on the FY 2021-2022 Budget for the June board meeting. The board raised many important considerations around the National Assembly hotel contract and the Fall 2021 and 2022 Division Meetings, while also keeping in mind the drop in membership over the past year due to the pandemic. President Spradley informed the board the Finance Committee would take these discussions under advisement.

President Spradley informed the board the 990 tax form had been completed and reviewed by the Audit Committee.

IT WAS MOVED BY BARNES, SECONDED BY COMBS, AND CARRIED UNANIMOUSLY TO ACCEPT, FILE AND POST THE NAFME FORM 990 IN ACCORDANCE WITH BOARD POLICY.

President Spradley reviewed for the board the work done to date by President-Elect Sheehan regarding equity in compensation. President-Elect Sheehan reviewed current NAFME Policies and has provided a document for the board to use to begin these discussions. Mr. Woodside has spoken with legal counsel, so the board understands the parameters with which they are to have these discussions going forward. Volunteer leaders may be compensated for delivering a product that furthers the profession. President Spradley plans for the board to have further discussion at subsequent meetings.

President Spradley provided an update on the work of the Equity Committee as it prepares for the upcoming Pre-Symposium and Equity Symposium, to take place at National Assembly. These events were born out of requests from the state MEA Equity Committees to align work and to speak with a cohesive voice on these matters. This work will be a thread through the entire National Assembly.

B Report of NAFME Elections

Approved in the consent agenda. See page 2.

IX Appointments

A JRME Editorial Committee Appointment

Approved in the consent agenda. See page 2.

B Update Editorial Committee Appointment

Approved in the consent agenda. See page 2.

VIII Old Business (cont.)

C 2021 National Assembly Planning

President Spradley provided an update on National Assembly planning. President Spradley reviewed the draft schedule with the board, and discussed her plans to use the work product from National Assembly to begin the strategic planning process. This will be further discussed by the board at the next meeting.

X New Business

A June 2021-May 2022 NEB Meeting Dates

President Spradley reported to the board that staff would follow up with the board with the new dates for board meetings to reflect no meetings through the summer and meetings every other month beginning in the fall.

XI Adjournment

IT WAS MOVED BY GREENE, SECONDED BY COMBS, AND CARRIED UNANIMOUSLY TO ADJOURN THE NATIONAL EXECUTIVE BOARD MEETING ON THURSDAY, MAY 27, 2021 AT 9:16 P.M. CENTRAL TIME.



**National Executive Board Agenda
Thursday, May 27, 2021 - 6:00 pm-8:30 pm CENTRAL
Virtual Meeting**

I	Review & Adoption of Agenda		
	Confirm the Consent Agenda		
	o Approval of Candidates for National President 2024 (Appendix A)	Consent	
	o Approval of North Central Division Nominating Committee – Division Presidents-Elect	Consent	
	o Kim Bruguier (SD)		
	o Jeff Mount (NE)		
	o Approval of Southern Division Nominating Committee – Division Presidents-Elect	Consent	
	o Steven Kelly (FL)		
	o Susan Smith (AL)		
	o Approval of JRME Editorial Committee Appointment	Consent	
	o Approval of UPDATE Editorial Committee Appointment	Consent	Pages 1-3
II	Executive Session		
	• Financial, Budget, Personnel, and Program Development Issues	Discussion	Page 4
III	Reports		
	A Report of Chair, Executive Committee		
	• Meeting Norms		
	o I.K.001 Governance Code of Conduct (Appendix B)	Informational	Page 5-6
	• NAFME 990 Tax Documents (Appendix C1, Appendix C2, Appendix C3)	Action	Pages 7
	• Financial Reports	Informational	Pages 8-16
	• Q3 Quarterly Report (Appendix D)		
	• Percentage Based Membership Initiative	Discussion	Pages 17-20
	• Travel in 2022		
	• ANHE	Discussion	
	• National Assembly 2022	Discussion	
	• Bylaw Amendment	Discussion	
	• Equity Committee Update	Discussion	
	• Equity of Compensation	Discussion	Pages 21-29

	<ul style="list-style-type: none"> • Equity Symposium 	Discussion	
	<ul style="list-style-type: none"> • Strategic Planning Update 	Discussion	
	<ul style="list-style-type: none"> • MEA Updates 	Discussion	
B	Report on NAFME Elections		
	<ul style="list-style-type: none"> • Candidates for National President 2024 	Consent	
	<ul style="list-style-type: none"> • Candidates for North Central Division President-Elect 	Consent	Pages 30-38
	<ul style="list-style-type: none"> • Candidates for Southern Division President-Elect 	Consent	Pages 39-46
	<ul style="list-style-type: none"> • Policies I.J.001 & I.J.002 (Appendix E1, Appendix E2) 	Informational	
C	Report of Chair, Professional Development Committee (PDC)	Informational	Page 47
D	Report of the NEB Liaisons	Informational	Pages 48-57
IV	Appointments		
A	JRME Editorial Committee Appointment	Consent	Pages 58-60
B	Update Editorial Committee Appointment	Consent	Page 61
V	Old Business		
A	2022 ANHE	Action	Page 62
B	2021 National Assembly & Fall Division Meeting		
	<ul style="list-style-type: none"> • Dates 	Informational	
	<ul style="list-style-type: none"> • Common Agenda Items 	Informational	Page 63
C	2021 National Assembly Planning	Informational	Page 64
VI	New Business		
A	June 2021-May 2022 NEB Meeting Dates	Informational	Page 65