



**APPROVED Minutes
National Executive Board
Virtual Meeting
January 25, 2021 – 6:00 pm – 9:00 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)
Karen Salvador, President, North Central Division (2020-2022)
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)
Dian Eddleman, Immediate Past President, Southern Division (2020-2022)
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, Interim Executive Director
Chaudlier Moore, Chief Financial Officer
Kim Henry, NAFME Executive Assistant & Board Liaison

III Observers

Sue Barre, President-Elect, Eastern Division (2019-2021)
Richard Tengowski, President-Elect, North Central Division (2020-2022)
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 6:01 p.m. Central Time on Monday, January 25, 2021.

V Review and Adoption of Agenda (Appendix A)

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

- *CONFIRMED APPROVAL OF THE NAFME MINUTES OF THE DEC. 15, 2020 NEB MEETING*

VI Reports

A Report of Chair, Executive Committee

President Spradley requested Chief Financial Officer, Chaudlier Moore, provide a financial report to the board. Mr. Moore provided a summary analysis of actuals vs budget month to date and year to date. December 2020 MTD numbers revealed there has been a nearly 50% overall decline in the number of members joining or renewing NAFME during the same prior year period. Our assumptions attributed this drop off to the COVID-19 pandemic situation affecting teachers' desire and/or ability to join or renew. And Collegiates may have headed home early (in November) for winter break and may not return until the new year. YTD, there has been a nearly 30% overall decline in the number of members joining or renewing NAFME. The membership revenue budget approved by the NEB accounted for a 30% drop in membership join/renews for the fiscal year. The board inquired about reimbursements to the MEAs for memberships and how frequently reimbursements were sent to the MEAs, as well as how those payments are accounted for between NAFME and the MEAs. Mr. Moore noted payments are made monthly and an accounting of each member payment accompanies the payments to the MEAs.

Mr. Moore provided an update to the board on the request for a line of credit with NAFME's bank, Bank of America (BoA), supported by NAFME's investment firm, Merrill Lynch. BoA has approved a \$2M line of credit for one year. Through discussions with Merrill Lynch, BoA, and NAFME's legal counsel, the paperwork is being finalized. The documents will be sent to the board for a review period before the next board meeting. Staff will have representatives from Merrill Lynch, BoA, and NAFME's legal counsel at the next meeting of the board to answer any remaining questions and discuss next steps.

President Spradley requested Mr. Woodside provide a report on the January 2020 Former Member Survey to the board. The survey is currently open. Mr. Woodside reviewed the early responses from the survey which break down into two categories: currently cannot afford to be a member and will not renew membership until the pandemic passes. Mr. Woodside noted this was a small sample size, but it was important to note to date this is what is being reported by members. Mr. Woodside reported staff continues to retain and recruit members at every opportunity, make the join/renew process easier for members, work to promote MEA conferences, continue pursuing renewal notices and "hot leads", and begin work on the percentage based membership growth dialogue with MEAs. The board requested information on the drop in Tri-M chapters. Mr. Woodside noted the annual renewal cycle, as well as the ongoing pandemic as factors for the drop in this membership category. Staff continues to work on outreach to this membership group.

President Spradley requested Mr. Woodside update the board on the appointments to the Audit Committee following discussions by the Finance Committee in preparation for the fiscal year 2019-2020 audit .

IT WAS MOVED BY RAIBER, SECONDED BY WILLIAMS, AND CARRIED UNANIMOUSLY TO APPROVE NAMES SUBMITTED FOR THE AUDIT COMMITTEE:

- *SCOTT BARNES, NORTHWEST DIVISION PRESIDENT*
- *DIAN EDDLEMAN, SOUTHERN DIVISION IMMEDIATE PAST PRESIDENT*
- *JULIE COHEN THEOBALD, EXECUTIVE DIRECTOR, EDUCATIONAL THEATRE ASSOCIATION*

President Spradley reviewed the NEB Liaison assignment chart with the board. The board will receive a copy of the chart for their review and input following this board meeting. Staff will update the board as assignments are filled.

B Report of Chair, Professional Development Committee (PDC)

President Spradley asked ANHE Chair Scott Sheehan to provide a report to the board on the All National Honor Ensembles (ANHE). Mr. Sheehan noted the virtual event was a great success per the students, conductors, clinicians, and sponsors who participated in the event. Mr. Sheehan expressed thanks to the board for their support during the process, and staff for their work on the first virtual ANHE. The college fair portion of the event was the most successful one to date, based on number of participants and feedback from the colleges and students.

Chair Keith Hodgson provided an update to the board on the work of the PDC. The PDC finalized content for the upcoming February 2021 NAFME Music Research and Teacher Education Conference and continues to work on content for the Eastern Division 2021 Conference. The PDC will work with the Societies and Councils Chairs on the National Federation of State High School Associations (NFHS) fall 2021 instructional resources. The PDC continues their work on the MEA mentoring program, composition competitions, a review of past webinars, and NAFME Academy updates and access. There is a promotional plan underway to highlight the members and work of the PDC and the Equity Committee.

A Report of Chair, Executive Committee (con't.)

President Spradley provided the board with a review of NAFME Codified Policies I.J.001 "Nominations President-Elect, National and Division" and I.J.002 "Conduct of Elections". President Spradley noted the feedback of the Equity Committee and the Executive Committee in the review of these documents with the board. President Spradley outlined the need for a policy variance for this current one-year cycle that would be applied to the criteria stipulated in policy for an individual who has served on the National Executive Board, and for the criteria that at least one member of the National Nominating Committee shall be carried over from the previous nominating committee, only once.

IT WAS MOVED BY SHEEHAN, SECONDED BY BARNES, AND CARRIED UNANIMOUSLY TO APPROVE A ONE-CYCLE VARIANCE TO POLICY I.J.001 NOMINATIONS PRESIDENT-ELECT, NATIONAL AND DIVISION, IN ORDER TO ENSURE THE APPOINTMENT OF A NATIONAL NOMINATING COMMITTEE THROUGH THE LENS OF EQUITY.

VII Executive Session

WITHOUT OBJECTION, IT WAS CARRIED UNANIMOUSLY TO GO INTO EXECUTIVE SESSION AT 7:39 P.M.

WITHOUT OBJECTION, IT WAS CARRIED UNANIMOUSLY TO RETURN TO REGULAR SESSION AT 8:28 P.M.

Observers were excused from executive session at 7:39pm and invited to return to the regular session at 8:28pm.

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 8:28 p.m.

VI Reports (con't.)

C Report on NAFME Elections

President Spradley reviewed for the board the work of the Equity Committee in relation to the National Nominating Committee candidates submitted by the Division Presidents on December 15, 2020. The Equity Committee has met on many occasions and had discussions in order to provide feedback to the Executive Committee to be presented to the board for final consideration and approval of the slate of National Nominating Committee members.

IT WAS MOVED BY HODGSON, SECONDED BY BUSH, AND CARRIED UNANIMOUSLY TO APPROVE THE FOLLOWING INDIVIDUALS TO THE NATIONAL NOMINATING COMMITTEE:

- JARED CASSEDY, NEW HAMPSHIRE, EASTERN DIVISION*
- JEFF MOUNT, NEBRASKA, NORTH CENTRAL DIVISION*
- MARIO BROWN, WASHINGTON, NORTHWEST DIVISION*
- DOUG OWENS, VIRGINIA, SOUTHERN DIVISION*
- JACQUELINE HENNINGER, TEXAS, SOUTHWESTERN DIVISION*
- ANGELA HOLMES, CALIFORNIA, WESTERN DIVISION*

VIII Old Business

A National Assembly 2022-2024

President Spradley led a discussion with the board about the National Assembly 2022 in-person hotel contract. President Spradley asked Mr. Chaudlier Moore, NAFME Chief Financial Officer, to review the details of the contract for the board. Mr. Moore confirmed the contractual obligations for the event. Staff was asked to begin

negotiations with the conference hotel to determine if there was an opportunity to adjust the contractual obligations due to the COVID-19 global pandemic.

IX New Business

A 2021 Fall Division Meeting Dates

President Spradley led the discussion with the board on the 2021 Fall Division Board Meetings. The board determined they would check with their colleagues and report back the consensus on if they were leaning towards virtual or in-person meetings. President Spradley requested the Division Presidents consider virtual meetings in order to mitigate liability to the organization during the global pandemic. The Division Presidents will keep staff informed as they finalize dates. Staff will work with any Division Presidents that may need assistance with contracts.

X Adjournment

IT WAS MOVED BY SALVADOR, SECONDED BY HODGSON, AND CARRIED UNANIMOUSLY TO ADJOURN THE NATIONAL EXECUTIVE BOARD MEETING ON MONDAY, JANUARY 25, 2021 AT 9:06 P.M. CENTRAL TIME.



**National Executive Board Agenda
Monday, January 25, 2021 - 6:00 pm-8:00 pm CENTRAL
Virtual Meeting**

I	Review & Adoption of Agenda		
	Confirm the Consent Agenda		
	○ Approval of the Minutes of the Dec. 15, 2020 NEB Meeting	Consent	Page 1-9
II	Reports		
	A Report of Chair, Executive Committee		
	• Financial Reports	Informational	Page 10-19
	• Line of Credit	Informational	Page 20
	• Approval of Audit Committee	Action	Page 21-22
	• NEB Liaisons	Informational	Page 23
	• January 2020 Former Member Survey	Informational	Page 24 Appendix A & B
	• Policy Changes		
	• I.J.001 Nominations President-Elect, National and Division	Discussion	Page 25, Appendix C
	• I.J.002 Conduct of Elections	Discussion	Appendix D
	B Report of Chair, Professional Development Committee		
	• ANHE Update	Informational	Page 26
	• National Music Research and Teacher Education (MRTE)	Informational	
	C Report on NAFME Elections		
	• Equity Committee Guidance on Nominating Committee Candidates	Action	Page 27
	• Nominating Committee Timeline	Informational	Page 28-30
III	Executive Session		
	• Financial, Budget, Personnel, and Program Development Issues	Discussion	Page 31
IV	Old Business		
	A National Assembly 2022-2024	Informational	Page 32-35
V	New Business		
	A 2021 Fall Division Meeting Dates		