

**COUNCIL FOR EXCEPTIONAL CHILDREN
BOARD OF DIRECTORS**

Minutes

February 4, 2020
Portland, OR

(Approved April 18, 2020)

Welcome and Introductions

1.0 Call to Order and Official Items

1.1 Call to Order

President Jennifer Lesh called to order the regular meeting of the Council for Exceptional Children Board of Directors at 9:00 a.m.

1.2 Record of Attendance and Determination of Quorum

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

Jennifer Lesh
Dennis Cavitt
Mary Lynn Boscardin
Yvonne Bui
Tisa Aceves
Tachelle Banks
Rosalind Hall
Will Hunter
Laural Jackson
Danielle Kovach
Diana Morales
Cindy Perras
Charmion Rush
Kareem Thompson
Ben Tillotson
Mitch Yell
Paul Zinni

1.3 Adoption of Agenda

MOTION: Rosalind Hall moved to adopt the Board Business Meeting Agenda as amended, with the Honors Committee 2019 Year-End Report and IDC Student and Early Career Workgroup Final Report removed because they were not received. Laural Jackson seconded.

Motion passed.

1.4 Consent Agenda

1.4.1 November 15-17, 2019 Meeting Minutes

1.4.2 December 16, 2019 Meeting Minutes

MOTION: Diana Morales moved to adopt the Consent Agenda. Mitch Yell seconded.

Motion passed.

2.0 Program Updates

2.1 Membership, Marketing and Communications

Judy Harrison, Director of Membership, Marketing and Communications (MMC), provided the following updates:

- Retention rate holding steady at 72/73%
- State initiatives:
 - Virginia agreed to a second year for the first cohort, added a second cohort
 - Indiana and Arizona – Judy Harrison will meet with their state representatives in Portland to discuss extending their current contracts
 - North Carolina has agreed to a first- and second-year contract
 - New Jersey has shown strong interest (thanks to Danielle Kovach)
- New web developer position. The first interview will take place after the convention. In addition to managing the update of CEC's website, this person will oversee the technological functioning and - in collaboration with Alex, CEC's communications manager - the strategic integration of our web presence with content, publications, and membership products and services.
- MMC Sessions in Portland designed to educate and motivate unit/division leaders, while assuring them that Headquarters is here to help them.
 - The session on Sunday morning during the Unit and Division Leaders' Breakfast will strive to take good advantage of volunteer enthusiasm to engage in membership campaigns while directing them how headquarters can support them.
 - Talking points to be presented in all the MMC sessions include 2020 highlights: website update; information typically sent in Policy Insider will now be wrapped into and highlighted in Special Education Today (SET). Policy Insider will no longer be a stand-alone publication.
- State initiatives
 - Virginia agreed to a second year for the first cohort, added a second cohort
 - Indiana and Arizona – I will meet with their state representatives here in Portland to discuss extending their current contracts
 - North Carolina has agreed to a first- and second-year contract
 - New Jersey has shown strong interest (thanks to Dani Kovach)

2.2 Publications

Interim Publications Manager, Al Rickard, provided the following information:

- TEACHING Exceptional Children (TEC) has been redesigned to increase branding between TEC & CEC.
- CEC content has been enhanced.

- There is more color and new feature formats, including columns by volunteer leaders.
- Themed issues (e.g., The Arts, in conjunction with the Division of Visual and Performing Arts Education).
- 2019 sales are up 25% over 2018.
- Best Sellers: *A Principal's Guide to Special Education*, *The Survival Guide for New Special Education Teachers*, *What Every Special Educator Must Know*, and various resources around the High Leverage Practices.

2.3 Public Policy

Laura Kaloi and Kuna Tavalin, Senior Policy and Advocacy Advisors, provided the following updates:

- Focusing on getting CEC back in the minds of the Hill staff and the so-called “Four Corners” – the House Speaker, House Minority Leader, Senate Majority Leader and Senate Minority Leader.
- Identifying and meeting with policy champions (e.g., Sen. Patty Murray, the ranking member on the Senate Health, Education, Labor and Pensions (HELP) Committee, is a former teacher and a longtime education advocate)
- Have done a number of “Updates from Washington” webinars
 - CAN on 10/21
 - The Past Presidents on 12/10
 - Full membership also on 12/10
- Special Education Legislative Summit planning meeting on Saturday

2.4 Policy Steering Committee

Past President Margaret McLaughlin, Chair of the Policy Steering Committee, provided the following information:

Convening the PSC:

- Developed a very succinct application and related rubric
- Targeted outreach via multiple channels
- Extended deadline twice – holidays were a challenge
- Sought candidates reflecting a variety of CEC’s definition of diversity
- Committee members are:
 - Margaret McLaughlin, Chair, Professor and Special Assistant to the Dean, University of Maryland – College Park
 - Shawn Bernard, Assistant Director of Secondary Special Education, Anchorage (AK) School District
 - Concetta Lewis, Executive Director of Special Education, Rochester Community Schools, Southfield, MI
 - Nate Marsden, Training Specialist, Star Autism Support, American Fork, UT
 - Loretta Mason-Williams, Associate Professor, Binghamton University, Binghamton, NY
 - Sara Movahedazarhouli, Doctoral Candidate, University of Northern Colorado, Greeley, CO
 - Kevin Rubenstein, Director of Student Services, Technology, & Assessment, Lake Bluff Elementary School District 65, Lake Bluff, IL
 - CEC President Elect, Dennis Cavitt, Assistant Professor, Midwestern State University, Wichita Falls, TX (ex officio, non-voting)
- A meeting is scheduled for Thursday, 2/6 and held a conference call a couple of weeks ago. Monthly calls scheduled, plus on-demand calls/reactions about specific policies; sign-on letters, positions.

- Key goals for the Committee:
 - End of March – recommended policy priorities to be sent to the board.
 - Review of all existing policy statements (+/-27) and recommendations to the board to revise or reauthorize, as necessary/appropriate.
 - Structuring internal communication process between policy “entities” to pro-actively funnel information to the board. Ensure board truly informed; knowledge and info from Senior Policy Advisors.
 - Determine how to engage members in advocacy; how to interpret information and what do you then do with it; how policy be translated into action; make people understand how it impacts them and that action is easy.
 - Determine how to work with Division policy consultants when needs are not the same.

2.5 Education and Standards

Director of Education and Standards, Jennifer Bullock, provided the following updates regarding professional development initiatives:

- CEC is in talks with the District of Columbia Public Charter Schools Board regarding a second HLP training.
- Also promoting contract training packages nationally as state/district level professional development, based on the very successful DC program.
- For-fee webinars will be held based on four of the HLP areas.
- A few “free for members” are scheduled, including one again with the National Center for Special Education Research (NCERS) on bringing research to practice.

She also provided the following updates regarding standards:

- A new Director of Standards has been hired and will begin at the end of February.
- Program reviews due March 15
- The new sets of standards are being finalized.
- New Early Childhood/Early Intervention in Special Education standards have been developed.
- All new/revised standards must be to CAEP by July 1. The Professional Standards and Practice Committee will review and make recommendation to board.
- A motion for approval will be given to the board in June

3.0 Organizational Items

3.1 President’s Report

President Jennifer Lesh reported the following:

Presented at the PATINs Conference in Indianapolis (November 22, 2019)

- Most attendees had an AT and UDL background
- 300 participants - very few CEC members
- Presented select data from the State of the Profession (SOTP) report and engaged participants in a discussion using Padlet to help create solutions. Participants were not familiar with the SOTP report and found the data interesting and informative.
- Presented selected High Leverage Practices and engaged participants in a discussion using Padlet to explore how they could use HLPs. The free HLP document was linked in a QR code to allow participants access to download. Participants were not familiar with the HLPs and found them useful to their work.

Onboarded New Executive Director Chad Rummel at CEC Headquarters (December 3-5, 2019)

- Joined by (2019) President Mary Lynn, Treasurer Jim McCormick, and Immediate Past President Mikki Garcia
- Staff directors also provided an overview of their work, including project updates, finances, and strategic plan progress.

Met individually with Chad (January 13-15, 2020)

- Reviewed my goals for the year
 - active engagement of pre-service teachers and early career educators, with the goal of increasing membership in these two categories (tied to Goal 1 & professional development pillar)
 - advance professional development initiatives (tied to Goal 1 & professional development pillar)
 - by the end of year, have an innovative, technologically up-to-date, Gen-Z attractive website that is the “go-to” for new special education teacher resources (Goal 1 – all three pillars)
 - continue the upswing of the Policy and Advocacy Pillar; reorganize the Children and Youth Action Network; have Policy Steering Committee systems in place by the end of the year (Goal 2)
 - actively investigate and develop a business model for being our own standards evaluating entity (Strategic Plan: CEC Board of Directors will determine the viability for a CEC national program review and recognition model, in addition to the CAEP accreditation partnership, for special education preparation programs – Standards pillar)
 - Next iteration of 100th anniversary development (Pillar?)
 - Reviewed Chad’s goals for the first six months

Conference call with Margaret McLaughlin, Chair, to discuss Policy Steering Committee (January 17, 2020)

- Committee diversity
- Member knowledge base
- Create streamline, systems and procedures so there is fluidity and continuity of the work

Keynoted at Division of Autism and Developmental Disabilities, Sarasota, FL (January 22, 2020)

- 250-300 participants, including about 60 students; approximately half are CEC members
- Presented SOTP selected data that was applicable to DADD. About one fourth of the audience was familiar with the report. Engaged participants in an open-ended question Padlet to create solutions based on the data.
- Presented selected HLPs that were applicable to DADD. About one third of the participants were familiar with the HLPs. Engaged participants with Padlet on how they might use the HLPs in their work. Provided the free downloadable HLP document through a QR code. Several attendees personally told me they enjoyed the interaction and useful information to inform their work.

Convention

- Along with Chad Rummel and President Elect Dennis Cavitt, they have schedule to attend business meetings or socials for all except one division.
- Attending American Institutes for Research reception
- Board reminders
 - fiduciary responsibility
 - board room confidentiality
 - when processing information, be sure be to culturally responsive and respect diverse perspectives, to make our organization stronger
 - discussion rules
 - complete the KSAs surveys for LDC and the topical interest survey for board workgroups, special assignments, etc...

3.2 Executive Director's Report

Executive Director Chad Rummel reported the following:

In his time so far, he has:

- had calls with each Board member and a few unit/division presidents
- will be seeing 17 of 18 divisions this week
- proceeding with planning for the Special Education Legislative Summit, with a meeting scheduled at the convention
- continuing with development and dissemination of resources on HLPs

Looking forward for the remainder of the year (potential for board involvement);

- Website relaunch and content strategy development
 - Launch by July
 - State/division webpages and EC/TEC incorporated by EOY
 - Focus on development of content hubs in 2021
- Rolling out revised standards and expanding professional development
- Rethinking our approach to recruitment and how administrators can support practitioners' membership, and how that applies to retention
- Explore fundraising / quasi endowments
- Renegotiating journals publication contracts with SAGE
- Continuing expansion of policy and advocacy work
- Looking at expanding business development with Townsend
- Expanding organizational networks (attending Michigan CEC Conference, OSEP Summit - Leading by Convening)

3.3 Treasurer's Report / 2019 Year-End Financials

Treasurer Yvonne Bui and Craig Evans, CFO, presented the following information:

Statement of Financial Position Highlights

- As of December 31, 2019, CEC's cash balance is \$1.1 million, down by 3.5% from the previous year.
- Receivables are \$560K, up by 32% from last year. The increase is primarily related to higher convention registration sales for Portland compared to Indianapolis.
- Prepaid expenses are \$454K, an increase of 3% from the year prior.
- Total property and equipment are \$256K, down \$1.5 million from last year. The impact of the lease termination adjustments made in August this year resulted in a net write-off of \$1.4M of abandoned furniture, equipment and leasehold improvements.
- Long-Term Investments stand at \$1.0 million at the end of 2019, down 50% from last year. The large decrease is related to liquidation of \$1.3 million of reserves to cover early lease exit penalties for CEC's old office space and moving costs to new office space.
- Total assets at the end of 2019 stand at \$3.7 million, down by \$2.6 million, or 41%, from the prior year. The large decrease is most significantly related to the write-off of property and equipment with the previous office lease termination and liquidation of investments as noted above.
- Accounts payable at the end of 2019 are \$166K, an increase of 8.2% from last year.
- Lease liabilities are \$94K, down \$3.9M from the previous year. In August 2019, CEC recorded a true up of the lease exit liability and remaining deferred rent liability related to 2900 Crystal Drive. The remaining balance relates to the new office space at 3100 Clarendon Blvd.

- Total Liabilities are \$3.8 million, down by 50% from the previous year. The large decrease is related to the write-off of lease related liabilities as noted above.
- Total Operating Net Assets at the end of 2019 are negative \$12K, down by \$2.7 million from the previous year. The material decrease is a result of the lease termination adjustments, fixed asset and leasehold improvement write-offs related to the previous office lease and the liquidation of reserve investments as noted above.

Statement of Activities Highlights

- Operating revenue for 2019 is \$5.8 million, approximately \$1 million below budget. The budget shortfall is driven by lower-than-budgeted convention registration revenue, service revenue funded by the CEEDAR grant and sublease revenue.
- Operating expenses at the end of 2019 are about \$592K below budget. This is primarily related to occupancy savings with the early lease termination and lower lease payments in the current space.
- At the end of 2019, CEC finished with a net operating deficit of \$380K.

Observations

- Membership dues revenue shows some signs of stabilizing, finishing only 4% below budget, but 1% ahead of 2018.
- Total convention and expo revenue finished \$320K below the annual budget due primarily to lower-than-budgeted registration revenue. Meeting facility expenses were higher than anticipated as a result of being charged full price for the Indy convention center and the hotel-room nights incentive, and corresponding discount, was not met. Total direct net surplus from the event was \$953K, about \$360K below the previous year in Tampa.
- Publication sales for 2019 were \$714K, approximately 23% ahead of the prior year. The increased sales are attributed to the release of several new titles and effective promotion.
- LCE subscription revenue finished at \$382K, 2% below budget for 2019, but ahead of 2018 by 13%. Sales weakened in the last half of 2019 and are not expected to be as strong in 2020. The product will be going through a technical and content upgrade to boost sales in the future.
- Webinars and contract trainings revenue totaled \$204K in 2019, or \$124K ahead of budget. Unbudgeted contract training events for the Virginia special education initiative contributed \$75K in revenue while stronger-than-budgeted sales in webinars contributed \$85K.
- 2019 ended with a total net surplus of \$1.2 million, which is primarily driven by the August true-up adjustment for the early termination agreement with 2900 Crystal Drive. A net Non-Operating Gain of \$1.6M included write-off of the lease exit liability and deferred rent related to the old lease, partially offset by losses from the early termination fee, surrendered security deposit, abandoned equipment/leasehold improvements and investment gains of \$300K.
- While CEC shows a total net surplus of \$1.2 million, it is important to note that \$1.6 million is attributed to non-operating accounting gains described above. Analyzing operating activities only, CEC has a net deficit of \$380K, primarily due to a significantly lower surplus compared to previous years from the convention in Indianapolis. While part of the lower surplus was due to inclement weather, CEC has also seen a significant decline in registration revenue since moving the convention from an April time period to a January/February time period. CEC is considering options for moving the convention back further in the year to increase registration revenue.
- However, the new lease at 3100 Clarendon Blvd will save CEC \$6.5 million, or an average of \$758K per year (\$64K per month), compared to the previous lease at 2900 Crystal Drive. As part of the new office lease agreement, CEC will incur cash savings with a rent abatement period through April 2020.

While CEC continues to face financial challenges due to historically low membership revenue, the saving offered under the new lease is a significant step to continued financial recovery.

3.4 Committee Year-End and Interim Reports

The board received the following reports:

- Finance and Audit Standing Committee (Year-End)
- Professional Standards and Practice Committee (Year-End)
- Representative Assembly Committee (Interim)
- Student and Early Career Committee (Interim)
- Yes I Can Committee (Year-End)
- Leadership Development 2019 Annual Report

3.5 Workgroup Reports

3.5.1 100th Anniversary Workgroup Final Report and Recommendations

MOTION: Cindy Perras moved to accept the recommendations in the Final Report of the CEC 100th Anniversary Workgroup.

Further moved, that CEC staff develop a plan to submit to the board for its April 2020 meeting indicating recommendations that can be reasonably implemented given budget and manpower limitations, as well as a timeline for implementation.

Mary Lynn Boscardin seconded.

Motion passed.

3.5.2 Standards Development (Interim)

The board received the workgroup's interim report

3.5.3 IDC Student and Early Career (Final)

No report was received from the workgroup.

4.0 Strategic Plan Overview

This agenda item was tabled due to time.

5.0 New Business

There was no new business.

6.0 For the Good of the Order and Adjournment

Without objection, President Lesh adjourned the board business meeting at 3:25 p.m.

CEC Board of Directors
Voting Record
February 4, 2020

Member	Motion	1.3 Agenda as Amended	1.4.1 Consent Agenda	3.5.1 100th Anniversary Workgroup Recommendations
Lesh		A	A	A
Cavitt		Y	Y	Y
Boscardin		Y	Y	Y
Bui		Y	Y	Y
Aceves		Y	Y	Y
Banks		Y	Y	Y
Hall		Y	Y	Y
Hunter		Y	Y	Y
Jackson		Y	Y	Y
Kovach		Y	Y	Y
Morales		Y	Y	Y
Perras		Y	Y	Y
Rush		Y	Y	Y
Thompson		Y	Y	Y
Tillotson		Y	Y	Y
Yell		Y	Y	Y
Zinni		Y	Y	Y
YES (Y)		16	16	16
NO (N)		0	0	0
ABSTAIN (A)		1	1	1
ABSENT (O)		0	0	0
OUTCOME		P	P	P