



Meeting Minutes
Thursday, June 16, 2016
10:00 a.m. - 3:00 p.m.
NASSP Headquarters

1. WELCOME AND INTRODUCTIONS

JoAnn Bartoletti, chairperson, called the meeting to order.

Present were: Mary Ann Jobe (AASA), Stevie Chepko (CAEP), Gail Connelly (NAESP), JoAnn Bartoletti - Beverly Hutton (NASSP), Rodrick Lucero (AACTE), Michelle Young – Ed Fuller (UCEA), Jim Berry (NCPEA), Saroja Barnes (CCSSO)

2. APPROVAL OF THE AGENDA

JoAnn Bartoletti reviewed the agenda and asked for additional items.

MOTION: Stevie Chepko proposed and Gail Connelly seconded a motion to approve the agenda. Michelle Young asked that an addition be made to the agenda: Report on the CAEP Standards by Stevie Chepko. The agenda was approved unanimously by NPBEA members.

3. APPROVAL OF MINUTES

JoAnn Bartoletti asked the board to review the minutes from the last NPBEA meeting.

MOTION: Mary Ann Jobe proposed and Rodrick Lucero seconded a motion to approve the November 2, 2015 minutes. The minutes were approved unanimously by NPBEA members.

4. CORPORATE AND TAX STATUS NPBEA

JoAnn Bartoletti reported that when she became Chair of NPBEA, she was committed to the following charges:

- Move forward the PSEL standards – the standards were adopted by NPBEA and the copyright was created.
- Look at a marketing plan for the standards.

- Increase the number of member associations to join or rejoin NPBEA.

She determined that the bylaws needed a thorough review prior to reaching out to other organizations. The NASSP attorney reviewed the bylaws pro bono and noted some challenges with the bylaws specifically related to the tax status.

Mark Franco, attorney with Whiteford, Taylor and Preston outlined the challenges, specifically:

1. The organization was reformed in 2011 by Lisa Wright as a for profit corporation
2. The for profit corporation continued to use the old EIN number
3. The organization's bylaws state they are a non-profit corporation
4. NPBEA does not have Director & Officer (D&O) Insurance

Gail Connelly reported that a statement of correction could be filed according to NPBEA's current accountant Lisa Wright.

The recommendations outlined in the Whiteford, Taylor and Preston memo suggest that:

1. The NPBEA Board of Directors form a new nonprofit corporation in the District of Columbia to be known as **National Policy Board for Educational Administration**. (DC does not require a corporate identifier such as "Inc." and "The" may be omitted or included at the Board's discretion.)
2. The new NPBEA obtains a new EIN.
3. The Missouri NPBEA transfers all of its assets to the DC NPBEA.
4. The Missouri NPBEA dissolves.
5. The DC NPBEA submits an application to the IRS for recognition of its tax-exempt status under IRC section 501(c)(3).
6. The DC NPBEA obtains directors and officers (D&O) liability insurance

JoAnn Bartoletti reported the following filing fees that would be incurred:

- One-time Filing fees: \$ 376
- Annual fees: \$1,151

Gail Connelly suggested that we move forward with both options:

1. File a statement of correction in Missouri for \$10 to correct the error in filing.
2. Eileen Johnson's recommendations as noted above.

MOTION: Gail Connelly proposed, and Michelle Young seconded, a motion that subject to advice and guidance from attorneys to resolve issues and explore the possibility of filing a correction to make the for profit corporation a non profit corporation in Missouri, and explore establishing a new not for profit corporation that would be in alignment with the direction NPBEA needs to go (as outlined in the following recommendations by counsel). This action is consistent with our understanding of board's behavior. The motion was approved unanimously by NPBEA members.

Michelle thanked JoAnn for discovering this discrepancy. JoAnn noted that the next step is to draft a letter to the State of Missouri.

5. SPA PROGRAM COORDINATOR POSITION

JoAnn Bartoletti suggested that responsibilities associated with the NELP SPA Coordinator and Executive Administrator be clarified. She noted that she had reviewed Honor Fede's job description to determine clearly what the two jobs encompass. She noted that a draft SPA coordinator position description was developed with the assistance of Michelle Young and Joan Auchter for board review.

Feedback from board members:

The SPA Coordinator has:

- Lots of interaction with EPT (Educational Provider)
- Responds to questions on national standards
- Reviews approximately 134 programs

Two types of questions can arise:

1. National standards
2. Institution reports on CAEP standards

Several models exist:

1. Administrative – manages the workflow and farms out questions; handles travel; makes sure reports are done and reviewed.
Interpretation – done by reviewers or audit team
2. Other model – some organizations have the same person doing both administrative and interpretative.

Consensus was that the draft position description covers the gamut of all the things that need to be done but not sure if this is the correct title. It was suggested that the position title be changed to SPA Administrator.

Gail Connelly reported that the proposed budget includes a consultant fee and if the budget is adopted as presented, the NPBEA position of Executive Administrator, currently filled by Honor Fede, would need to be eliminated. She noted that Honor Fede's current schedule and salary are split between NAESP and NPBEA.

6. FY 16-17 BUDGET

Gail Connelly reviewed each line item of the budget. She noted that NPBEA would be the owner of the SPA to CAEP and in keeping with past Board action, NPBEA will pay the dues to

CAEP in advance when due and ask for equal reimbursement from each participating organization. There are currently four participating organizations: NAESP, NASSP, NCPEA and UCEA.

Gail Connelly submitted a letter of resignation as Treasurer of NPBEA effective as of July 1, 2016 and nominated JoAnn Bartoletti for a three-year term. She noted that this would insure stability for the organization.

JoAnn Bartoletti noted that she is not comfortable serving as Treasurer of the Association until the D&O insurance and the tax status of the organization is resolved. She noted that she will consider serving once both of these issues are resolved.

MOTION: Mary Ann Jobe proposed and Michelle Young seconded that the FY 16-17 NPBEA Operating Budget be approved. The motion was approved unanimously by NPBEA members.

MOTION: Gail Connelly proposed and Jim Berry seconded the approval of JoAnn Bartoletti's nomination as Treasurer of NPBEA pending resolution of the organization's corporate status and adoption of insurance for the officers and directors. The motion was approved unanimously by NPBEA members.

Gail Connelly indicated that she would continue to fill the Treasurer role as needed until the new Treasurer assumes the role.

7. APPROVAL OF NPBEA/NELP SPA COORDINATOR

JoAnn Bartoletti noted that Joan Auchter would be a good candidate for the SPA Coordinator. Jim Berry stated that it is important that a high quality person responds to calls and questions that come in, and he supports having an NASSP staff member serve as the SPA Coordinator.

Stevie Chepko reminded everyone of the audit cycle which runs through July 31st. Beverly Hutton noted that it would be difficult to have Joan Auchter come in at the end of a cycle.

JoAnn Bartoletti noted that Joan Auchter would be an independent contractor and paid directly from NPBEA.

MOTION: Michelle Young proposed and Mary Ann Jobe seconded that Joan Auchter be offered the position of SPA Administrator and asked that she consider the current job description during the first year and provide NPBEA with feedback. The motion was approved unanimously by NPBEA members.

MOTION: Jim Berry proposed and JoAnn Bartoletti seconded that the position of Executive Administrator will be discontinued and Honor Fede's service in this position will end on July

29, 2016. The Board expresses its deepest appreciation to Honor for her service to NPBEA. The motion was approved unanimously by NPBEA members.

8. CAEP STANDARDS

Stevie Chepko provided an update on the new CAEP standards. She noted that for advanced level programs, the number of components were reduced from 25 to 10. She reported:

- Five standards are still there
- Eliminated impact measure on students
- One self study – will address both initial and advanced.
- Two decisions: advanced level and initial.
- Team will be larger.
- There is a phase-in on the standards.

9. NELP STANDARDS

Michelle Young reported that July 1st is the deadline to submit the NELP Standards to CAEP for their feedback - not for final approval. Saroja Barnes was very involved and presented an overview. She reported that the standards are to prepare education leaders, and the charge for the NELP committee was to develop building and leader prep standards. Michelle reviewed timeline

MOTION: Jim Berry proposed and JoAnn Bartoletti seconded that the NELP standards be approved and forwarded to CAEP for review and feedback. The motion was approved unanimously by NPBEA members.

CCSSO is deeply appreciative to Michelle Young, Irv Richardson and all the members of the committee for their tireless work and critical contribution to advancing the field of education leadership.

10. PSEL 2015 MARKETING PROPOSAL

JoAnn Bartoletti reported that one of her charges was to develop an MOU with CCSSO related to the marketing plan for PSEL 2015. She reported that she reached out to a firm for a proposal on a marketing plan for PSEL and NELP standards.

She reported that the cost to promote and market both standards would be \$25,000.

Jim Berry noted that NCPEA is a publisher, and he could put the standards on his website and sell the standards. He stated that he cannot market them but can sell.

Beverly Hutton stated that we need a strategy and plan to get the word out to market and sell the standards.

Saroja Barnes suggested that we identify a strategy and key audience. Rod Lucero proposed that we pull together an ad hoc group of marketing and communications people from all associations to develop strategy and key audience. This would be part of the associations' contribution to NCPEA.

Jim Berry noted that if we get artwork to him, he could handle it.

MOTION: Gail Connelly proposed, and Mary Ann Jobe seconded, that NPBEA enter into a MOU with NCPEA to publish the PSEL 2015 Standards as a hard copy or e-book. Price to be determined. The motion was approved unanimously by NPBEA members.

MOTION: Michelle Young proposed, and JoAnn Bartoletti seconded, that Rod Lucero coordinate a meeting of an ad hoc marketing team made up of individuals from each member organization that have the capacity to participate. The purpose is to promote and market the PSEL 2015 standards, NELP standards and NPBEA in general. The motion was approved unanimously by NPBEA members.

MOTION: Rod Lucero proposed, and Mary Ann Jobe seconded, that NPBEA acquire D&O Insurance and pay the one million dollar policy for one year out of NPBEA reserves. The motion was approved unanimously by NPBEA members.

11. BYLAWS

JoAnn reviewed the marked up copy of the bylaws and suggested that that the group review and consider amendments.

12. NEW BUSINESS

Mary Ann Jobe reported that AASA is working to identify 20 emerging leaders, school based, district wide to participate in a Gates women's initiative. She will send everyone information.

13. ADJOURNMENT

MOTION: Mary Ann Jobe made a motion to adjourn the meeting at 2:55 p.m.