

**BUSINESS
PROFESSIONALS**
of AMERICA

**Giving Purpose
to Potential**

Business Professionals of America
Board of Trustees Annual August Meeting Minutes
September 28, 2021
Location: Hosted remotely via Zoom

CALL TO ORDER

Chair, Dr. Brenda Jacobsen, called the meeting of the Business Professionals of America (BPA) Board of Trustees (BOT) to order at 8:00 p.m. EDT on September 28, 2021.

ROLL CALL

Present:

Amy Riddle	Dianne Carroll	John Lucas Guimaraes
Angie Benson	Elijah Johnson	LouAnn Ross
Brenda Jacobsen	Evan Wolff	Paxton Cavin
Debbie Darnell	Garrett Bock	
Devon Winters	Jason Hendrickson	

Absent (Excused absences will be acknowledged here):

Breezy Gutierrez
Trent Hughes

Guests in Attendance:

Jonathan Smith, Engen Sundberg, Patrick Schultz

APPROVAL OF AGENDA

Angie Benson moved to approve the September 28, 2021 meeting agenda.

Garrett Bock seconded.

No discussion. None opposed.

September 28, 2021 meeting agenda approved.

APPROVAL OF CONSENT AGENDA

Angie Benson moved to approve the consent agenda items. Garrett Bock seconded. No discussion.

None opposed. **Consent agenda items approved.**

Audit Committee Replacement

Debbie Darnell has accepted Mark Burch's position as chair of the Audit Committee.

National Update

Dr. LouAnn Ross spoke on a very active month for National BPA. At the time of the meeting there had been 45 orders for the WSAP state/national packages and various webinars had started. All webinars will be recorded for members to watch later. The Fall Leadership Summit is in the process of being planned and the Student Certification Series is ready to launch. Membership Guides have been sent out to chapters and National BPA is working on building an app for yearlong digital interaction. Membership is up from last year and the National Officer Team has been busy advocating for BPA. The interview process for the Marketing & Membership position is moving along as there were 20 applicants with 2 being interviewed. There should be a decision by the end of the week of September 28th. National Center is reviewing the accounting software to see which software is best to use with all programs.

Treasurer's Report

Evan Wolff presented the treasurer's report. Operation expenses are lower than projected at this time. The organization ended the last fiscal year with a net surplus of approximately \$272,000.

Policies & Procedures Report & Proposed Changes

Committee moved to approve amendments 1-5.

No discussion. No objections.

Motion passes to approve the Policies & Procedures changes as written.

**amendments referenced in the subsequent pages*

Amendment I

Amend the BPA Policies and Procedures Manual, Policies and Procedures Secondary Division section, Article V. Meetings, sub-section A, by inserting “Business Meeting and will be held during the” and “which shall be in-person or through other electronic means”.

Current Language	Effect of Proposed Amendment
A. The annual meeting shall be called the National Leadership Conference.	A. The annual meeting shall be called the <i>Business Meeting and will be held during the</i> National Leadership Conference.

Rationale: To correct that the annual meeting of the Secondary Division is the divisional Business Meeting and *not* the National Leadership Conference as a whole. And to add that Business Meetings shall be in-person or through electronic means.

Secondary Division ByLaws, Article X - Meetings, Section 1. Annual Meeting, page 6:

ARTICLE X - MEETINGS

Section 1. Annual Meeting

An annual meeting of the Secondary Division shall be held at the National Leadership Conference of Business Professionals of America. The Business Professionals of America, Inc. Board of Trustees shall approve the time and place.

Amendment II

Amend the BPA Policies and Procedures Manual, Policies and Procedures Post-secondary Division section, Article V. Meetings, sub-section A, by inserting “Business Meeting and will be held during the” and “which shall be in-person or through other electronic means”.

Current Language	Effect of Proposed Amendment
A. The annual meeting shall be called the National Leadership Conference	A. The annual meeting shall be called the <i>Business Meeting and will be held during the</i> National Leadership Conference.

Rationale: To correct that the annual meeting of the Secondary Division is the divisional Business Meeting and *not* the National Leadership Conference as a whole. And to add that Business Meetings shall be in-person or through electronic means.

Post-secondary Division ByLaws, Article X - Meetings , Section 1. Annual Meeting, page :

ARTICLE X - MEETINGS

Section 1. An annual meeting of the Post-Secondary Division shall be held at the National Leadership Conference of Business Professionals of America. The Board of Trustees of Business Professionals of America, Inc. shall approve the time and place.

Amendment III

Amend the BPA Policies and Procedures Manual, Policies and Procedures National Leadership Conference (NLC) section, Article XI. Officers Elections, subsection D. Campaign Procedures, 1. Secondary a. Speeches by striking out the sub-section in its entirety and inserting the following:

Current Language	Effect of Proposed Amendment
<p>a. Speeches</p> <ol style="list-style-type: none"> 1. Shall be limited to two (2) minutes. 2. The officer candidate will give an individual statement of qualifications and platform. 2. Candidates for Offices may not refer to any office by name. 3. The use of skits, props, costumes, demonstrations, or the assistance of another person are not allowed. 4. The candidate may not solicit or invite audience participation. The candidate will not be held accountable for spontaneous audience response. 5. The distribution of campaign material in the rooms where general sessions and banquets are held is also prohibited with the exception of business cards. 	<p>a. Business Meeting</p> <ol style="list-style-type: none"> 1. Each National Officer Candidate will deliver their prepared speech during this session: <ol style="list-style-type: none"> a. The speech shall be limited to two (2) minutes. The officer candidate will give an individual statement of qualifications and platform. b. Candidates may not refer to any office by name. c. The use of skits, props, costumes, demonstrations or the assistance of another person are not allowed. d. The candidate may not solicit or invite audience participation, however, the candidate will not be held accountable for spontaneous audience response. e. The distribution of campaign material in the room where general sessions and banquets are held is also prohibited with the exception of business cards. 2. No questions may be asked to any of the candidates. 3. Official roll call of State Association voting delegates will be completed. 4. Voting delegates will vote on amendments to the Secondary Bylaws at this meeting.

Rationale: To add the annual divisional business meeting to the Campaign Procedures of the National Officer Election, which is where voting delegates listen to speeches and vote on amendments.

Amendment IV

Amend the BPA Policies and Procedures Manual, Policies and Procedures National Leadership Conference (NLC) section, Article XI. Officers Elections, subsection D. Campaign Procedures, 2. Post-secondary a. Speeches by striking out the subsection in its entirety and inserting the following:

Current Language	Effect of Proposed Amendment
<p>a. Speeches</p> <ol style="list-style-type: none"> 1. Shall be limited to two (2) minutes. 2. The officer candidate will give an individual statement of qualifications and platform. 2. Candidates for Offices may not refer to any office by name. 3. The use of skits, props, costumes, demonstrations, or the assistance of another person are not allowed. 4. The candidate may not solicit or invite audience participation. The candidate will not be held accountable for spontaneous audience response. 5. The distribution of campaign material in the rooms where general sessions and banquets are held is also prohibited with the exception of business cards. 	<p>b. Business Meeting</p> <ol style="list-style-type: none"> 1. Each National Officer Candidate will deliver their prepared speech during this session: <ol style="list-style-type: none"> a. The speech shall be limited to two (2) minutes. The officer candidate will give an individual statement of qualifications and platform. b. Candidates may not refer to any office by name. c. The use of skits, props, costumes, demonstrations or the assistance of another person are not allowed. d. The candidate may not solicit or invite audience participation, however, the candidate will not be held accountable for spontaneous audience response. e. The distribution of campaign material in the room where general sessions and banquets are held is also prohibited with the exception of business cards. 2. No questions may be asked to any of the candidates. 3. Official roll call of State Association voting delegates will be completed. 4. Voting delegates will vote on amendments to the Post-secondary Bylaws at this meeting.

Rationale: To add the annual divisional business meeting to the Campaign Procedures of the National Officer Election, which is where voting delegates listen to speeches and vote on amendments.

Amendment V

Amend the BPA Policies and Procedures Manual, Policies and Procedures National Leadership Conference (NLC) section, Article XI. Officer Elections, subsection E. Voting Procedures, by adding “at the annual divisional Business Meetings and State Caucuses”.

Current Language	Effect of Proposed Amendment
State Associations shall exercise their voting privilege through national voting delegates at the National Leadership Conference. Voting delegates shall be student members of the respective division for which they are serving as voting delegates. All business and discussion must be conducted by the voting delegates.	State Associations shall exercise their voting privilege through national voting delegates <i>at the annual divisional Business Meetings and State Caucuses</i> at the National Leadership Conference. Voting delegates shall be student members of the respective division for which they are serving as voting delegates. All business and discussion must be conducted by the voting delegates.

Rationale: To clarify where voting delegates will meet and conduct the official business of hearing the National Officer Candidates speeches and vote on amendments to their respective divisional ByLaws, which is the annual divisional Business Meetings.

Idaho Middle Level Division Charter Request

Jonathan Smith proposes that the BOT considers the request for Idaho's Middle Level Division Charter.

Angie Benson moved that we accept the Idaho Middle Level Division Charter.

Dianne Carroll seconded.

No discussion. None opposed. **Motion passes.**

Dream Up Huddle

Angie Benson presents her vision to create an idea sharing call open to all stakeholders. Something similar to a "Coffee Talk". There will be more information presented as this plan develops.

NEW BUSINESS

Patrick Schultz presents on the Pre-Submit system including the history of the system and its future. The current system is 15 years old and will require a substantial investment to update. Currently no security updates can be completed due to the age of the system. National Center is working to develop a plan for associations to use this system this year – there is consideration of a usage fee, but nothing has been finalized. Amy Riddle clarifies if the usage fee would be a flat fee. Patrick Schultz verifies that it would be a flat fee. Dianne Carroll asks if Quia will be used for the 2021-2022 year. Patrick Schultz clarifies that Quia will not be used this year. Amy Riddle expresses concern for smaller states not being able to afford the cost of JudgePro. Patrick Schultz clarifies that BPA is looking for options and that they will be asking state associations about their conference plans for the year. Patrick Schultz mentions that he will be speaking at the upcoming SAAC meeting about the system.

Dr. Brenda Jacobsen announces that Angie Benson and Jason Hendrickson have been added to the grievance committee. Jason Hendrickson will chair the committee.

Dr. Brenda Jacobson announced the new Board of Trustees members. It is clarified that Breezy Gutierrez has not been notified and has not received any paperwork.

John Lucas Guimaraes moved that BOT gets an independent registered parliamentarian to investigate the following:

1. If our current governing documents will allow us to host the Secondary and Post-secondary annual Business Meeting through electronic means, in the event of the 2022 National Leadership Conference is virtual, given our governing documents have misaligned language.
2. If not for #1, what changes need to be made by the BOT to ensure we can host these meeting virtually.

Elijah Johnson seconded.

It is noted that the Corporate Board requires a Professionally Registered Parliamentarian, not a Registered Parliamentarian. They are currently paying \$65/hour for their parliamentarian. John Lucas points out that he would want to investigate what sort of budget could be used for this motion.

John Lucas moves that the motion is tabled until the next meeting.

Evan Wolff seconds.

No discussion. None Opposed.

The meeting was adjourned at 9:35 EDT on September 28, 2021. Will meet again on October 26th at 8:00 PM EDT.

Paxton Cavin, Secretary



Treasurer's Report
Board of Trustees Meeting
September 28, 2021

Finance Report

Financial statements are for the month ended August 31, 2021. Details are on page 2.

FY21 – Budgeted Operating Income	\$2,076,219
FY21 YTD Budgeted Operating Income	\$25,125
FY21 YTD Actual Operating Income	<u>\$41,467</u>
FY21 YTD Operating Income Analysis	\$16,342
FY21 – Budgeted Operating Expenses	\$2,107,398
FY21 YTD Budgeted Operating Expenses	\$155,371
FY21 YTD Actual Operating Expenses	<u>\$115,791</u>
FY21 YTD Operating Expenses Analysis	\$39,580
FY21 YTD Budgeted Operating Net Surplus / (Deficit)	\$(130,246)
FY21 YTD Actual Operating Net Surplus/(Deficit)	\$(113,904)
FY21 YTD Budgeted Vs. Actual Operating Net Surplus/(Deficit)	\$16,342

*Income statement on Page 2.

Evan Wolff
Treasurer, National Board of Trustees
Business Professionals of America

BUSINESS PROFESSIONALS OF AMERICA

Income and Expense Budget For the Month Ended August 31, 2021

DRAFT

		X	X
	YTD	YTD	FY21
	ACTUAL	BUDGET	ACTUAL
Income:			
Total Membership Related Income	10,840	25	2,380
Total Product Sales	1,368	1,000	443
Total Contributions/Sponsors	12,748	2,000	0
Total Advertising Income	16,500	22,000	25,000
Total Other Income	12	100	12
Total NLC Income	0	0	0
Total Income	41,467	25,125	27,835
Expense:			
Total General & Admin	105,798	132,551	147,499
Total NLC	2,059	0	1,500
Total Education	0	650	0
Total Development	85	0	205
Total Communication	6,058	18,000	3,249
Total Operations/Mkt. Place	1,438	1,150	816
Total Summer Mtg.	0	0	0
Total National Officer Training	352	3,020	0
Total Jan Mtg	0	0	0
Total Alumni Mtg	0	0	0
Total Expenses	115,791	155,371	153,269
Net Operating Surplus / Deficit	(74,324)	(130,246)	(125,434)
Unrealized Gain / Loss on Investments	0	0	0
Depreciation	3,270	2,000	1,980
Gain/Loss on Sale of Assets	0	0	0
Educ Projects [from Educ Endowment]	0	0	0
Scholarships [from Shell Endowment]	0	0	0
BOT Contributions	0	0	0
Net Surplus / Deficit	(77,594)	(132,246)	(127,414)

September 21, 2021

Business Professionals of America
Board of Trustees
Attn: Dr. Brenda Jacobsen- Chair

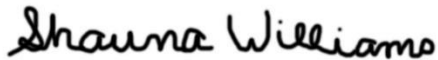
Dear Dr. Jacobsen and Board of Trustees

Please accept this letter and attached By-Laws from Idaho Business Professionals of America as we submit a charter for a middle school division with Idaho BPA.

As we build our business middle school programs throughout the state, we want to include the opportunity for middle school students to participate in Business Professionals of America. We value the connection to offer leadership opportunities within schools, service, participation in competitive events, and building a community as they move to the next association level.

Thank you and the board for your consideration of our middle school charter.

Sincerely

A handwritten signature in black ink that reads "Shauna Williams". The script is cursive and fluid.

Shauna Williams
Secondary Idaho BPA State Advisor

**MIDDLE LEVEL BYLAWS BUSINESS
PROFESSIONALS OF AMERICA
IDAHO ASSOCIATION**

PREAMBLE

With the identification of business and technology occupations as an area of career and technical education, it has become necessary to provide leadership development experiences for students enrolled in business and technology education programs.

Leadership development through student groups can be effective in strengthening career and technical education for business and office occupations. It is deemed essential that:

1. There be established a career technical student group to serve the needs of those students enrolled in business education programs.
2. This organization be an integral part of the career technical education curriculum preparing students for business and office occupations.
3. This organization provide a means for Idaho students to participate as members of a state student organization, serving the career and technical education needs of students enrolled in business and office occupations.

ARTICLE I – NAME

The official name of this organization shall be “Idaho Business Professionals of America.” The name “Idaho BPA” can also be used when referencing the organization. The letters “BPA” may also be used when referring to the national organization, the state organization, or local chapters.

ARTICLE II – PURPOSES

The purposes of this organization are:

- a. To assist local chapter members in leadership and development
- b. To unite in a common professional bond without regard to race, creed, sex, disability, age, sexual orientation or national origin of students enrolled in classes with business employment as their objective
- c. To develop leadership abilities through participation in career and technical education, civic, recreational, and social activities
- d. To assist students in establishing realistic employment objectives
- e. To create enthusiasm for learning
- a. To promote high standards in ethics, workmanship, and scholarship
- b. To develop the ability of students to plan together, organize, and carry out worthy activities and projects through the use of the democratic processes
- f. To foster an understanding of the functions of labor, entrepreneurial, and management organizations in the American free enterprise system
- g. To develop competent, assertive leaders in business education
- h. To develop and strengthen members’ confidence in themselves and their work
- i. To provide satisfactory social and recreational activities
- j. To foster practical application of business, information technology and/or office occupations skills through competition

ARTICLE III – ORGANIZATION

Section 1. The Middle Level Division of Idaho Business Professionals of America is a state association comprised of local chapters which operate in accordance with a charter granted by Business Professionals of America, Inc.

ARTICLE IV – MEMBERSHIP

Section 1. Membership in Idaho Business Professionals of America shall be defined by Business Professionals of America and shall be in accordance with all policies and deadlines set by the national level unless otherwise stated in this section.

Section 2. Participation in a regional leadership conference requires membership prior to registering for the event.

ARTICLE V – LEADERSHIP COUNCIL

The Leadership Council for the Middle Level division shall consist of the Middle Level State Advisor, Idaho BPA Board of Trustees and the BPA Manager. For any meeting of the Leadership Council, a quorum shall exist if 51% of the members are present (or online if held remotely).

ARTICLE VI – AMENDING THE BYLAWS

The bylaws may be amended by the recommendation of the Leadership Council and ratification by the Leadership Council with a two-thirds (2/3) majority vote.

ARTICLE VII – BRANDING

Idaho Business Professionals of America follows all branding guidelines as provided by Business Professionals of America in the Branding Guidelines.

