

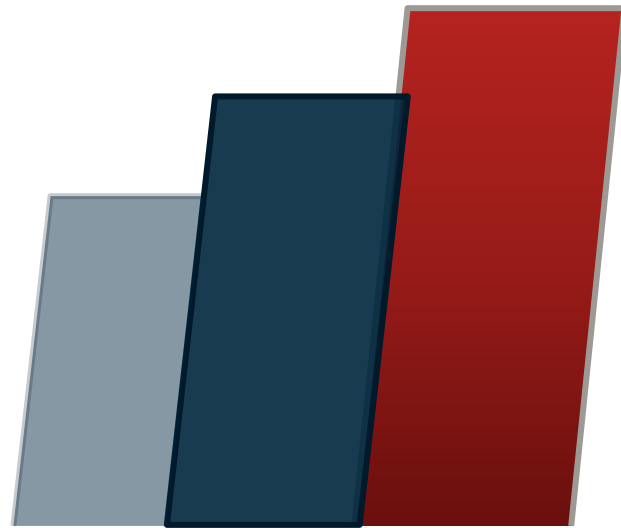


**BUSINESS  
PROFESSIONALS**  
of **AMERICA**  
Giving Purpose to Potential

# National Board of Trustees Meeting Minutes May 29, 2024

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Our mission at Business Professionals of America is to develop and empower student leaders to discover their passion and change the world by creating unmatched opportunities in learning, professional growth and service.





## National Board of Trustees Meeting Minutes May 29, 2024

### **Call to Order**

Board Chair, Devin Alexander called the meeting to order at 7:00 PM ET.

### **Roll Call & Determination of Quorum**

Secretary, Andrea Sutherland conducted the roll call and a quorum was established.

**Present:** Devin Alexander, Chair; Breezy Gutierrez, Vice Chair; Andrea Sutherland, Secretary; Amy McClure; Athena Frank; Brenda Menahan; Layan Ahmed, Secondary President; Lisa Parker; Sabrina Taylor; Sonya Russell; Terry Carrera

**Ex-Officio:** Steven Mitchell, Executive Director/CEO

**Not present:** Angie Benson, Treasurer; Victoria Pinarreta, Post-secondary President (Proxy: Sonya Russell); Paxton Cavin, Ex-Officio Past Chair

### **Agenda**

Chair Devin called for a no objection vote to approve the agenda as presented. The agenda was approved as presented.

### **Waiving of Notice**

Chair Devin stated this special meeting was called without the proper 10-day notice required to call a special meeting of the Board of Trustees. He asked if each member would waive their right to notice in order to conduct official business at this meeting. The Chair called for a no objection vote to waive the 10-day notice. There was no objection and the Board waived their right to notice for the special meeting.

## **Grievance Committee Recommendation**

A grievance was filed by Andrea Sutherland on May 17, 2024 naming Angie Benson in the grievance. A grievance committee was formed and met on May 22, 2024. They provided the details to the respondent and allowed them the opportunity to respond. Angie Benson submitted a letter of resignation for her position as the NBAC Representative on the Board of Trustees prior to a response being given to the grievance committee. Despite this action occurring, the committee determined they needed to fulfill the grievance process, therefore they recommended to the Board of Trustees that the letter of resignation is accepted.

Athena Frank asked if this process would follow Article VII Board of Trustees, Section 6 Removal of the Code of Regulations, which states, “The Board of Trustees may remove Board members for cause by a two-thirds vote of the entire Board then in office. Corporate members may remove Board members for cause by a two-thirds vote.” The Chair confirmed this is correct.

Athena Frank asked if the vacancy would be filled according to Article VII Board of Trustees, Section 7 Vacancies, sub-section A of the of the Code of Regulations, which states, “Any vacancy on the Board occurring other than by expiration, including a change in a Board member’s job classification, shall be filled by the Corporate members at the next Corporate meeting.” It was discussed that the NBAC Representative is traditionally appointed by the Chair, which is stated in Policies and Procedures, but the Code of Regulations supersedes Policies and Procedures. Furthermore, the next Corporate meeting is scheduled for June 12, 2024, but this meeting is limited to discussing NLC so a new meeting would be needed to elect and fill this vacancy.

Athena Frank asked if the vacancy would be filled according to Article V Officers of the Board of Trustees, Section 4 Vacancy in Office, of the of the Code of Regulations, which states, “...A vacancy in any office other than Chair shall be filled by majority vote of the Board of Trustees then in office.” The Chair confirmed this is correct.

Athena Frank moved to accept Angie Benson’s letter of resignation as the NBAC Representative of the Board of Trustees. Amy McClure seconded the motion. The motion carried, with Andrea Sutherland and Devin Alexander abstaining. The letter of resignation was accepted and the NBAC Representative role was deemed vacant.

## **New Business**

Chair Devin stated we would now elect a Treasurer to fill the vacancy from the resignation. The floor was opened for nominations. Amy McClure nominated Athena Frank. Athena accepted the nomination.

Sabrina Taylor nominated herself. A virtual paper ballot was cast, and Athena Frank was elected Treasurer.

### **Adjournment**

Athena Frank moved to adjourn the meeting. Sonya Russell seconded the motion. The meeting was adjourned at 7:23 PM ET.