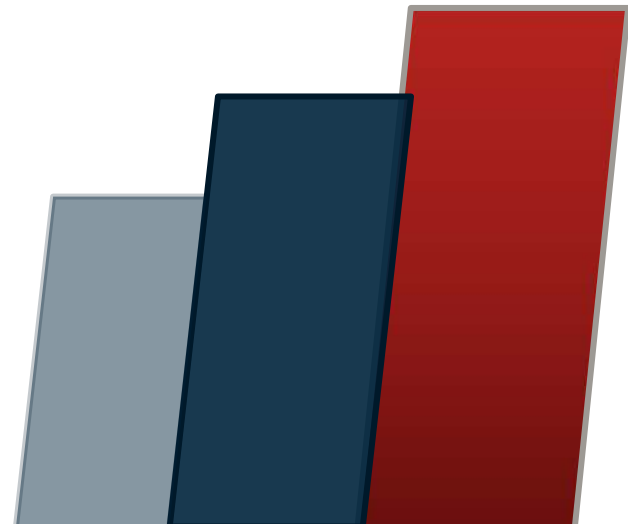




National Board of Trustees Regular Meeting Minutes November 15, 2022

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
November 15, 2022
Via Zoom

Call to Order

Meeting was called to order at 7:00 pm EST by Board Chair Paxton Cavin.

Roll Call & Determination of Quorum

Secretary Deb Schwager read the roll call:

Devin Alexander	Dianne Carrol -7:05	Dr. Brenda Jacobsen 7:35	Andrea Sutherland
Jannette Barreto	Paxton Cavin	Deb Schwager	
Kevin Benjamin	Breezy Gutierrez	D' Schon Simmons	
Angie Benson	Amy Hollingsworth	Engen Sundberg	

Ex Officio: Steven Mitchell

Quorum was established

Guest: Ric Cowles, Ali Socie, Michael Borowitz

Welcome

Board Chair welcomed everyone to the meeting.

Agenda

Motion by Angie Benson 2nd by Kevin Benjamin to accept agenda. Andrea Sutherland motion to amend it by a change in her last name on further documents to read Sutherland. Motion to amend by Kevin, 2nd by Angie. Yes-12 No-0. Amended motion passed.

APPOVAL OF MINUTES

Motion to approve minutes as presented by Angie, 2nd by Kevin. Yes- 12 No- 0 Motion passed.

AUDIT REPORT

Breezy introduced the Auditors: Michael Borowitz an Alie Socie and Ric Cowles -National Center Michael hit on the high points of the audit:

1. Audit Opinion Document
2. Letter to the Government
 - a. Getting Information for Audit
 - b. Engaging other Accountants
 - c. Financial Statements
 - d. Interacting with Management

These are some of the significant areas that we look into closer-

- Cash and Investments because of significance to the Financial Statement.
- Revenue because of the inherent complexity.
- Net assets more for discussion what is restricted and not restricted by the donor.

Michael turned over the rest of the audit to Alie Socie to explained each page of the Audit. On the first page second paragraph is the opinion by the auditors, which she stated is a perfect opinion for reasoning that there was nothing they seen to make them question the validity of information received. There were no questions asked on the Audit. Ric said it ran very smoothly. Breezy and Ric thanked the auditors.

Executive Council Update

- **Secondary-D'Schon Simmons**
 - Recapped the BPA Cares week success.
 - The 7 days were as follows:
- November 6th-Sunday of Service
- November 7th Merit Scholar Monday
- November 8th Teacher/Advisor Tuesday
- November 9th Wonderful Members Wednesday
- November 10th Professional Cup Thursday
- November 11th Improvement Friday
- November 12th Special Olympics Saturday.

They received many comments and tags on Instagram, Twitter and Facebook they will have more numbers later but it was deemed a great success.

- **Post-Secondary-Engen Sundberg**

- Reported on the Scholarship is still the same as it was in October they will be continuing on this until spring.

Devon thanked the 2 National Officers who came to help at the Florida FLC it was greatly appreciated with the interruption because of the hurricane they helped make the transition easier.

Executive Directors Report

Mr. Mitchell was very excited on our membership as of today, 35,975 which is ahead of year 2021 and coming to the end of 2022 we are doing well. Kevin asked if the affiliate program was helping the numbers. Steven said that he hasn't seen that. He said the all the CSTO are seeing increases again in membership. The way the model is it doesn't have any incentives to use it. If the incentive was for every 10 member you would get 1 free membership. Paxton explained how they use the affiliate model and why. Devon explained that in Florida one of the organizations was pairing to offering percentages off of their State and National conference. Devon said that when we talked at our SAAC summer meeting we felt that we didn't feel comfortable and didn't understand this completely. This needs to be addressed more closer to the Perkins funding is being submitted and we could go to the administration at the local levels and budget is being made to explain how this would benefit them.

Personnel Report

Angie explained that we work with the Executive Director any personnel issues are taken care of effectively and efficiently. We established the new job descriptions and the company hierarchy as well as working on the employee handbook, and dealing with any issues that arise.

Alumni Division Report

Andrea brought the Alumni By-Laws amendments to the board. All Document are in BoardEffect.

Andrea went though each of the 6 amendments and explained them. We voted on each amendment individually.

Paxton moved to approve Amendment #1 as presented. Kevin motion to approve seconded by Devon. Paxton called for a vote to approve as presented. Yes-12 No-0. Amendment #1 passes.

Amendment #2 Angie moved to approve as presented, Kevin 2nd. Paxton called for a vote to approve as presented. Yes-12 No-0. Amendment #2 passes.

Amendment #3 Kevin motion to approve as presented Angie 2nd. Paxton call for vote to approve as presented. Yes-12 No-0. Amendment #3 passes.

Amendment #4 Angie motion to approve as presented Kevin 2nd. Paxton called for a vote to approve as presented. Yes-12 No-0. Amendment #4 passes.

Amendment #5 Angie motion to approve as presented Kevin 2nd. Paxton called for a vote to approve as presented. Yes-12 No-0. Amendment #5 passes.

Amendment #6 Angie stated that they voted this amendment down, because if you don't go to a governing body you become your own entity. Andrea moved to strike this amendment. Kevin motioned to strike this amendment Devon 2nd. Paxton called for a vote to strike amendment #6. Yes-12 No-0. Amendment #6 stricken passes.

Policy and Procedure Report

Amy reported that they are going over policy & procedures to be in alignment with the Code of Regulations.

Board Meetings Future Meeting Discussion.

Paxton brought up to going quarterly and would have a longer meeting time, also to have update from the other committees. Amy brought up that the Treasure would still receive monthly reports that would be send forwarded. Paxton explained that we would still be working board we would just be logging on to zoom quarterly. Code reads that we need to meet five times electronically a year not including Summit or NLC which we could amend to include them and meet in the fall and in January and right before NLC. We could have other meetings if needed in between. We have ways to meet if necessary. It has to be brought to corporate by a state to sponsor it. Paxton will seek a state to sponsor it. Steven brought up or forward thinking we need to maybe look at changing the ten-day notice to seven.

New Business-

ACTE is in a couple weeks and Tim, Shelia, Patrick and I will be attending. Then a couple weeks after that the Executive Council and all of the National Staff will be going to Anaheim to prepare for NLC to be a complete success. Devin for full transparency explained that it would have been available if not for medical reasons. He has the September financials that Ric sent him. The committee will be meeting to go over budget and membership and will report in January.

Adjourn

Angie motion to adjourn Kevin 2nd . Motion to adjourn at 9:09 Eastern time.

Respectfully Submitted:

Deb Schwager

BOT Secretary

November 17, 2022

