

Leadership

Board of Directors December Minutes

December 16-17, 2020

The NSDA Board of Directors held its virtual December meeting December 16-17, 2020. In attendance were President Pam Cady Wycoff, Vice President Dr. Tommie Lindsey, Jr., Byron Arthur, Alan Coverstone, Dr. Mike Edmonds, Sara Gibson, David Huston, Adam Jacobi, Jennifer Jerome, Renee Motter, Tom Rollins, Robert Runcie, and Jay Rye.

President Wycoff called the meeting to order at 6:30 p.m.

MISSION MOMENT

Prior to the meeting, Board members viewed a “mission moment” video prepared by staff. The segment compiled various “hero moments” from individual staff members stating key ways in which each believed they contributed to the mission of the organization in 2020. President Wycoff expressed gratitude for the inspiring message and reflected on how Board members also have the potential to create similar hero moments throughout the course of these meetings and beyond as they collectively work to carry out the mission, vision, and values of the organization.

PRIOR MEETING MINUTES

The previously approved minutes from the Fall Board meeting were officially entered into the historical records by unanimous consent.

WELCOME/RECOGNITION OF NEWLY APPOINTED BOARD MEMBER

The seat vacated by appointed Board member Monica Silverstein has been filled by Sara Gibson. The Governance Committee recommended this candidate. Sara Gibson is an alumna of the National Speech & Debate Association

from Chesterton High School in Indiana. She also debated for the University of Notre Dame. She is the Co-Founder & CEO of 20° (20 degrees), a management consulting firm based in Washington, D.C., dedicated to unlocking new forms of revenue and capital for nonprofits and social enterprises, specializing in extending nonprofits’ income beyond philanthropy. Sara’s passion over her 20-year professional career is transformative, sustainable, and high-impact nonprofit work done in collaboration with diverse and complex communities. An online vote allowed Ms. Gibson to be seated for the December 16, 2020, meeting and begin her two-year term in office. The term for the appointed Board seat is August 1, 2020, through July 31, 2022. The Board formally welcomed Ms. Gibson to her service on the Board.

EQUITY AND INCLUSION

Honor Code Update

Moved by Lindsey, seconded by Runcie:

“Approve the newly worded NSDA member Code of Honor as presented by the Director of Development and Diversity, Equity, and Inclusion.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

The Code of Honor has been revised to clearly align with our core values. The revised code reflects a unified statement for student and coach members. The final version of the Code of Honor was revised and recommended by a Board Committee Working Group and shared with Board members and caucus leaders for feedback. To read the newly worded Code of Honor, visit www.speechanddebate.org/code-of-honor.

INTERNAL AFFAIRS COMMITTEE

Audit Report

Moved by Rollins, seconded by Arthur:

“Accept the Fiscal Year 2020 Audit Report as recommended by the Internal Affairs Committee.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Director of Business and Finance Laura Stein offered a brief overview of the report, highlighted key questions resolved via pre-meeting Board communications, and fielded remaining questions or comments. Upon review, the annual audit prepared by Denman & Company, LLP was accepted by the Board.

Financial Report

Moved by Rollins, seconded by Lindsey:

“Accept the Fiscal Year 2021 Quarter 1 Financial Report as recommended by the Internal Affairs Committee.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Director of Business and Finance Laura Stein offered a brief overview of the report, highlighted relevant questions resolved via pre-meeting Board communications, and fielded any final questions or comments. Upon review, the financial report was accepted by the Board.

EXTERNAL AFFAIRS COMMITTEE

Development Report

Moved by Rye, seconded by Coverstone:

“Accept the Fiscal Year 2021 Quarter 1 Development Report as recommended by the External Affairs Committee.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Director of Development and Diversity, Equity, and Inclusion Nicole Wanzer-Serrano offered a brief overview of the report, highlighted relevant questions resolved via pre-meeting Board communications, and fielded any remaining questions or comments. Upon review, the development report was accepted by the Board.

Naming Proposals

Moved by Rye, seconded by Coverstone:

“Enter into executive session.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Moved by Rye, seconded by Rollins:

“Leave executive session.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

National Tournament event naming proposals were recommended, evaluated, and approved while in executive session. The formal announcement of these decisions will be determined by the Executive Director at a later date.

GOVERNANCE COMMITTEE

2020-2021 Board Priorities and Strategies

Moved by Huston, seconded by Edmonds:

“Accept the 2020-2021 Board Priorities and Strategies as recommended by the Governance Committee.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Annually, the Board formally evaluates eight standards for governing non-profit organizations. Based on that assessment, priorities of focus are selected to continually improve governance of our organization. Key priority areas and related strategies recommended by the Governance Committee were presented for feedback and full Board approval. These include 1) Board Composition: Facilitating the onboarding process for new Board members; 2) Chief Executive Oversight: Developing a formal Executive Director Succession Plan; 3) Strategy: Engaging in strategic oversight through evaluation, revision, and support of the current five-year plan; and 4) Program Oversight: Monitoring the quality of programs and services to evaluate their impact on the mission. These priorities and tactics have also been reviewed by the Executive Director and have met with approval as a workable approach for the staff to jointly support these priorities.

Executive Director Succession Plan

Moved by Jerome, seconded by Coverstone:

“Approve the Executive Succession Plan as proposed by the Governance Committee.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

In accordance with non-profit best practices, a succession plan for emergency and/or planned succession should be in place for the role of CEO/Executive Director. Previously, the organization only had an emergency plan in place. After

reviewing non-profit guidelines, a succession plan for various scenarios has been developed. A final proposal from the Governance Committee was presented and approved. The succession plan appears in the NSDA Board of Directors Handbook, which can be accessed at www.speechanddebate.org/nsda-board-handbook.

Executive Director Job Description

Moved by Huston, seconded by Jerome:

“Accept the updated Executive Director Job Description as presented by the Governance Committee.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

In conjunction with succession planning, an updated job description for the Executive Director has been formalized. In coordination with the current Executive Director, this job description has been revised to more accurately describe the role’s full scope of responsibilities.

STRATEGIC PLANNING AND EXECUTION

Strategic Operations Report

Moved by Lindsey, seconded by Edmonds:

“Accept the Fiscal Year 2021 Quarter 1 Strategic Operations Report as presented by the Assistant Executive Director.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Assistant Executive Director Amy Seidelman offered a brief overview of the report, highlighted relevant questions resolved via pre-meeting Board communications, and fielded any remaining questions or comments from the Board. Upon review, the strategic operations report was accepted by the Board.

Revised Strategic Plan Objectives

Moved by Coverstone, seconded by Edmonds:

“Approve the Revised Strategic Plan Objectives as presented by the Assistant Executive Director.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Assistant Executive Director Amy Seidelman offered a brief overview of the report, highlighted relevant questions resolved via pre-meeting Board communications, and fielded any remaining questions or comments from the Board. Upon review, the revised strategic plan objectives were approved by the Board.

DISTRICT AND NATIONAL TOURNAMENT UPDATE

Moved by Motter, seconded by Arthur:

“Enter into executive session.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Moved by Lindsey, seconded by Jacobi:

“Leave executive session.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

The Executive Director, in his role as National Tournament Director and the organization’s administrator, made specific recommendations for Board feedback and endorsement concerning the future direction of the 2021 National Tournament. Recommendations concerning the status of the in-person vs. online event were discussed among the entire Board. It was decided that the 2021 National Tournament will be held online. This conversation later informed competition related discussions that took place among elected Board members during the Competition Rules segment of the Board meeting on Thursday.

COPYRIGHT UPDATE

The Board received a written update from the Executive Director concerning his ongoing discussion with legal counsel regarding copyright compliance for competition. Further discussion was tabled due to meeting time constraints, with questions/clarifications encouraged to be submitted offline.

LEGAL MATTERS UPDATE

Moved by Motter, seconded by Jacobi:

“Enter into executive session.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

Moved by Coverstone, seconded by Rye:

“Leave executive session.”

Passed: 13-0 (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Motter, Rollins, Runcie, Rye)

At each meeting, the Board sets aside time to discuss any ongoing legal matters in executive session.

REVIEW MEMBERSHIP CORRESPONDENCE

In accordance with the Board’s goal of increased membership engagement, letters submitted to the Board

were included in meeting materials to inform the Board of ideas, requests, and concerns that have been submitted for consideration and/or action. Additionally, those letters that were directly related to agenda items were noted and accessible for those meeting discussions and/or referred for consideration during related committee discussions.

Appointed members concluded their Board governance business and left the meeting. The Board recessed for the evening at 8:45 p.m. on Wednesday.

Elected members of the Board reconvened at 7:00 p.m. on Thursday to discuss Competition Rules items.

DISTRICT AND NATIONAL TOURNAMENT UPDATES

Competition Expansion and Membership Engagement Proposals

Moved by Motter, seconded by Jacobi:

“Accept the Executive Director’s proposal to lower the current entry thresholds to determine national qualifiers to the 2021 National Tournament.”

Passed: 8-0 (Wycoff, Lindsey, Arthur, Huston, Jacobi, Jerome, Motter, Rye)

In accordance with and in response to concerns that online competition may inhibit qualifier participation, opportunities to increase and incentivize district level participation and competition at the National Tournament were explored. The Executive Director provided specific proposals for consideration and the Board supported his recommendations. Details are available in the NSDA Unified Manual at www.speechanddebate.org/high-school-unified-manual.

Supplemental Events Opportunities

Moved by Jacobi, seconded by Rye:

“Allow all member schools that enter and compete at least one student in their 2020-2021 district tournament series to enter up to two students, who attended a district tournament event but have otherwise not qualified in main events to the National Tournament, in supplemental events at the 2021 NSDA National Tournament.”

Passed: 8-0 (Wycoff, Lindsey, Arthur, Huston, Jacobi, Jerome, Motter, Rye)

Additional opportunities were presented to further increase competition during this year of unprecedented online competition. Options to enhance opportunities for participation at the National Tournament via supplemental

events were explored. The Executive Director provided specific proposals for consideration and the Board supported his recommendations. Details are available in the NSDA Unified Manual at www.speechanddebate.org/high-school-unified-manual.

Online Competition Equity Best Practices

Given ongoing virtual competitions and our organization’s efforts to uphold equity while setting standards and best practices for competition, Executive Director Scott Wunn and Competition Manager Lauren Burdt presented key questions for deliberation and feedback. Examples include synchronous and asynchronous formats for speech events and/or the use of hybrid models for preliminary vs. elimination rounds. The Board further discussed the advantages and disadvantages of a variety of issues and topics surrounding online activities. Additionally, the Board discussed next steps needed to make any key policy decisions related to 2021 National Tournament rules and procedures. These and other recommendations will be discussed further during the February 2021 Rules Revision and Evaluation standing committee meeting. All elected Board members, in their role as competition rules policymakers, are encouraged to attend to contribute to this committee meeting discussion.

TOWN HALLS

The Executive Director presented some topics and ideas for upcoming NSDA leadership town halls. The Board had the opportunity to provide feedback on these concepts and supported this format for increased membership engagement. In January, February, March, and April, online town halls will take place. The topics of these sessions will be published in early January.

CLOSING REMARKS

On behalf of the Board, President Pam Cady Wycoff commended the Executive Director, directors, and staff on their quarterly reports and overall preparation of materials to support Board decision-making during these two days of deliberations.

Moved by Lindsey, seconded by Jerome:

“Adjourn.”

Passed: 8-0 (Wycoff, Lindsey, Arthur, Huston, Jacobi, Jerome, Motter, Rye)

The meeting adjourned at 8:15 p.m. on Thursday. 

QUESTIONS? CONCERNS? IDEAS?

We want to hear from you! Send your feedback to board@speechanddebate.org.