

# Leadership

## Board of Directors January Minutes

January 18, 2023

The NSDA Board of Directors held its Winter meeting January 18, 2023, online. 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, Anoop Mishra, Renee Motter, Jay Rye, and Holly Williams.

*President Wycoff called the meeting to order at 7:00 p.m.*

### WELCOME

President Wycoff welcomed and thanked the Board, Executive Director, directors, and all staff for their preparations for the meeting.

### MISSION MOMENT

The Board watched the NSDA's recently posted [YouTube video](#) recognizing and celebrating MLK Jr. Day. They reflected on the lasting and evolving impact of Dr. King. President Wycoff asked that as the Board collectively continue discussions, deliberations, and decisions focused on "Making a Difference" for all those they currently serve and hope to serve moving forward. She encouraged all to once again keep "top-of-mind" the NSDA mission, vision, values, and equity statement.

### LEGAL MATTERS

#### Moved by Edmonds, seconded by Lindsey:

"Move into executive session."

**Passed: 12-0** (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Huston, Jacobi, Jerome, Mishra, Motter, Rye, Williams)

#### Moved by Lindsey, seconded by Coverstone:

"Move out of executive session."

**Passed: 12-0** (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Huston, Jacobi, Jerome, Mishra, Motter, Rye, Williams)

Each Board meeting includes time allotted for relevant updates on any pending legal matters or concerns.

### CONSENT/AGENDA APPROVAL

#### Moved by Mishra, seconded by Jacobi:

"Accept all prior minutes via consent agenda."

**Passed: 13-0** (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Mishra, Motter, Rye, Williams)

Via consent agenda, the Board was asked to read the Fall Board meeting minutes into the official record. They have already been approved and published online. In addition, this meeting's consent agenda included acceptance of all Standing Committee Quarter 1 Reports (Internal Affairs, External Affairs, Governance), which are reflected in their respective committee folders accessed from the main library in the BoardEffect platform.

## DISRUPTORS THINK TANK DISCUSSION

Life after the pandemic has changed how many colleges, universities, companies, governments, and organizations operate. The ground has shifted. That is true for the NSDA as well. The Board asked themselves, *Are we positioned in a nimble way to both respond to unfamiliar challenges and also embrace unforeseen opportunities?* The discussion was a chance to consider both sides of the equation as the NSDA prepares for its centennial year and for the next 100 years. The NSDA's mission is needed now more than ever. This conversation, framed by Dr. Mike Edmonds and facilitated by Assistant Executive Director Amy Seidelman, enabled the Board to talk about using this period of disruption to think about discovery.

## 2022-2024 BOARD PRIORITIES AND APPROACHES

### Moved by Huston, seconded by Coverstone:

"Approve the proposed 2022-2024 Board Priorities and Approaches."

**Passed: 13-0** (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Mishra, Motter, Rye, Williams)

### Moved by Lindsey, seconded by Huston:

"Approve the proposed Board Composition and Structure Consideration Timeline."

**Passed: 13-0** (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Mishra, Motter, Rye, Williams)

Based on the 2021-2022 Board Evaluation results, analysis, and feedback, the Governance Committee reviewed and recommended two key Board priorities for the next two fiscal years. The primary areas were 1) Strategic Alignment and Oversight and 2) Board Composition and Structure. These priorities, along with potential areas of focus and possible approaches, were proposed to the Board for review and final approval.

In correlation with the Board Priorities, three supporting articles were provided. The first article, "How Nonprofits Can Keep Strategy Front and Center" by Cantor, informed the adaptations that are implemented in the agenda format. The second article, "What is Strategic Thinking" from the Center for Management & Organization Effectiveness," supports the Board priority

related to restructuring the Board. The third, "Creating and Sustaining a Strategic Board" from the Association Laboratory, provides background information to enhance the understanding of the role of strategic thinking as the Board conducts its work.

## ACCEPTANCE OF FY22 FINANCIAL AUDIT AND 990 TAX RETURN

### Moved by Arthur, seconded by Rye:

"Accept the FY22 Financial Audit and 990 Tax Return."

**Passed: 13-0** (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Mishra, Motter, Rye, Williams)

The Internal Affairs Committee met with the Association's CPA and voted to recommend acceptance of the FY22 Audit. The audit and 990 tax returns were provided as resource material for review, and the committee sought full Board acceptance of both. President Wycoff thanked the Internal Affairs Committee Chair, Committee, and Director of Finance Laura Stein for their work and asked for any questions from the Board prior to the motion.

## FUTURE NATIONALS SITE CONSIDERATION OF RICHMOND 2026 BID

### Moved by Jacobi, seconded by Mishra:

"Authorize the Executive Director to accept Richmond, Virginia, as the host city for the 2026 National Tournament once negotiated contractual terms meet National Tournament standards."

**Passed: 13-0** (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Mishra, Motter, Rye, Williams)

The Board was briefly introduced to the Richmond, Virginia, bid to host the 2026 National Tournament at its Fall 2022 meeting. Since that time, the elected Board members conducted an additional review and consideration of the bid with the provision of using an additional opportunity to address questions at the next full Board meeting. The Executive Director provided final thoughts on the 2026 bid, addressed questions, and the Board had the opportunity to vote on whether to accept the bid or decline and reopen bidding for future consideration.

## CONDUCT CODE COMMITTEE UPDATE

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The Conduct Code Committee continued its work regarding standards for consideration. Additionally, the committee had their latest draft sent to staff leadership and caucus leaders for feedback and consideration. Chair Jennifer Jerome provided an update of the committee's current status on a deliverable for consideration. NSDA staff will incorporate the committee's working document into the existing NSDA handbook.

## REVIEW MEMBERSHIP CORRESPONDENCE

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In accordance with our goal of increased membership engagement, letters submitted to the Board will be included in our meeting materials to inform the Board of ideas, requests, and concerns that have been submitted for consideration.

## EQUITY PAUSE

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Dr. Paul Porter led the Board in an equity pause activity, taking into consideration the [NSDA Equity Lens](#). President Wycoff relayed a quote from Dr. King that Dr. Lindsey shared last January: "The arc of the moral universe is long but bends toward justice."


## ADJOURNMENT

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**Moved by Mishra, seconded by Arthur:**

"Adjourn."

**Passed: 13-0** (Wycoff, Lindsey, Arthur, Coverstone, Edmonds, Gibson, Huston, Jacobi, Jerome, Mishra, Motter, Rye, Williams)

*The meeting adjourned at 9:38 p.m. Thursday.* 

**QUESTIONS? CONCERNS? IDEAS?**

We want to hear from you! Send your feedback to [board@speechanddebate.org](mailto:board@speechanddebate.org).