

Board of Directors' Meeting Minutes

Saturday, August 27, 2022

IASB Board of Directors' Meeting

Tinley Park Convention Center

Present:

Simon Kampwerth, Jr	President	Peru
Mark Harms	Vice President	Flanagan
Tom Neeley	Immediate Past President	Morton
Alva Kreutzer	North Cook	Elk Grove Village
Carla Joiner-Herrod	West Cook	Broadview
Chris Buikema	Northwest	Rock Falls
David Rockwell	Blackhawk	Rock Island
Jim McCabe	Starved Rock	Utica
Joyce Dickerson	South Cook	Hazel Crest
Michelle Skinlo	Illini	Mattoon
Linda Eades	Kaskaskia	Hettick
Lisa Irvin	Egyptian	Belle Rive
Liz Campbell	Three Rivers	Bolingbrook
Mark Christ	Southwestern	O'Fallon
Mandy Rieman	Wabash Valley	Newton
Marc Tepper	Lake	Buffalo Grove
Nick Sartoris	Corn Belt	Pontiac
Robert Geddeis	Kishwaukee	Rockton
Sheila Nelson	Shawnee	Cairo
Sue McCance	Western	Cuba
Thomas Ruggio	DuPage	Woodridge
Tim Custis	Treasurer/Central Illinois Valley	Washington
Tracie Sayre	Two Rivers	Arenzville

Absent:

Chris Gordon	Abe Lincoln	Springfield
Mark Jolicoeur (Ex-Officio)	Service Associates Representative	Chicago

Recording Secretary:

Chris Montrey

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Introductions and Announcements

President Simon Kampwerth called the August meeting to order at 9:00 a.m.

Kampwerth welcomed everyone to the meeting.

Additions to and Approval of Agenda

Action: Liz Campbell moved, seconded by Mark Christ to approve the August 27, 2022, meeting agenda as presented; motion carried.

Approval of June 11, 2022, Board of Directors' Meeting Minutes

Carla Joiner-Herrod asked for a revision to delete "West Cook" from the COSSBA Update regarding a meeting with the Executive Director.

Action: Carla Joiner-Herrod moved, seconded by Marc Tepper, to approve the June 11, 2022, Board of Directors' meeting minutes with edits; motion carried.

Approval of Consent Agenda

Action: Sue McCance moved, seconded by Linda Eades, to approve the Consent Agenda Items (President's Report; Executive Director's Report; Operational Expectation Reports; Result Indicator Report; July 15, 2022 Executive Committee Meeting Minutes; FY 2023 Membership Report; and Meeting Process Debrief) as presented; motion carried.

Items Moved from Consent Agenda

No items were moved from the consent agenda.

Governance Work Calendar Approval

Consultant Angie Peifer stated that there are no changes to the Work Calendar and that this calendar is a living document and will change as the work of the Board of Directors evolves.

Action: Michelle Skinlo moved, seconded by Sheila Nelson, to approve the Governance Work Calendar as presented; motion carried.

IASB Policy Review Committee Update – Proposed Amendments to the IASB Constitution

Vice President Mark Harms stated that action will be taken for each section of the Constitution presented in the packet with the first two sections being approved by the IASB Policy Review Committee and the third section recommended by staff.

Harms reviewed the changes to Section IV. Elections, Section 2. Terms of Office which included the change to the term of the IASB officers from a one-year term with a two-term limit to a one two-year term.

A discussion took place regarding the changes to the length of the officers' term including interviews with the Nominating Committee, division decisions, Treasurer is elected by the Board, removal of the officer, and consistency of the Board. Jim McCabe moved, seconded by Chris Buikema, to approve the changes

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to the Officers' length of term in section IV. Elections, Section 2. Term of Office to a one two-year term as presented; motion carried with 13 members voting for and 8 against the proposal.

Harms reviewed the changes to IX. Resolutions, Section 3. Presentation of Resolutions stating that the additional language requiring all proposals to have a two-thirds affirmative vote by the Delegate Assembly for passage would require a more support of the proposals being voted on and that "belief statements" would be removed from this section since proposals will no longer be brought forth as a belief statement.

Action: Bob Geddeis moved, seconded by Michelle Skinlo, to approve the changes to section IX. Resolutions, Section 3. Presentation of Resolutions to delete belief statements and add language regarding all proposals require a two-thirds affirmative vote by the Delegate Assembly for passage as presented; motion carried.

Harms reviewed the changes to section IX. Resolutions, Section 5. Appeals which would require a two-thirds affirmative vote by the Delegate Assembly to consider an appeal.

A discussion took place regarding the deletion of the language regarding appeals must be filed in accordance with the rules established by the Resolution Committee and approved by the Board. The Board of Directors agreed that this language should not be deleted.

Action: Tracie Sayre moved, seconded by Sue McCance, to approve the changes to section IX. Resolutions, Section 5. Appeals as presented with the edit of not deleting language regarding appeals must be filed in accordance with the rules established; motion carried.

IASB Strategic Priorities 2023-2024 Approval

Executive Director Tom Bertrand stated that changes to the Strategic Priorities include the activities and that the six E's will not change for the upcoming year.

Bertrand reviewed the following items in the report:

- Embed Core Values into new hire orientation, onboarding process, and annual staff evaluations. The staff Core Values will be shared with the Board of Directors at the November meeting.
- Establishing a compensation range for staff positions.
- Information technology assessment shared good recommendations.
- Completion of the hybrid work evaluation and policy.
- Engagement metrics to track member engagement goals.
- Pilot division meeting concept and in-person regional events for twelve of the southern divisions.
- Collection of employment application data to determine success of recruitment efforts.
- EDI efforts for the Association and the discussion with the Board from Friday including training, marketing, and scholarship program.
- Member survey used as a baseline for the next year's progress on scorecard.

A discussion to place regarding the member survey including cost, staff involvement, timing, and information received. The Board of Directors agreed that the survey should be sent yearly instead of every-other year as a pilot program to see if more data is collected.

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Bertrand stated that he would make updates to the report including information received from his discussion with the Board from the previous evening.

Action: Marc Tepper moved, seconded by Lisa Irvin, to approve the 2023-2024 IASB Strategic Priorities with updates; motion carried.

2022 Delegate Assembly Rules Approval

Executive Director Tom Bertrand reviewed the rules for the 2022 Delegate Assembly stating the rule pertaining to the virtual 2020 Delegate Assembly was deleted. He stated the Delegate Assembly will follow Robert's Rules except where special rules apply.

Action: Liz Campbell moved, seconded by Linda Eades, to approve the 2022 Delegate Assembly Rules as presented; motion carried.

Audit Report Review and Approval

Treasurer Tim Custis reviewed changes to the audit report including the "Opinion" section moved to the front of the report.

Custis reviewed the statements in the report noting the net assets, liabilities including the deferred liabilities, investments including the changes made by a new broker, revenues, and expenses. He stated that this was a clean audit.

Custis thanked Chief Financial Officer Jennifer Feld for being organized and prepared for this audit.

Action: Marc Tepper moved, seconded by Linda Eades, to approve the 2022 Audit Report as presented; motion carried.

Monthly Financial Report and Budget Update

Treasurer Tim Custis reviewed the June Financial Report including cash balance, investments, total assets, current liabilities, deferred income, and net asset amounts. He reviewed the Cash & Investment Position chart noting the current cash value is above the mandated cash floor, and the dividend totals on the Investment report.

Executive Director Tom Bertrand noted the investment value and stated that the market continues to be a in volatile state. He reviewed membership retention stating that Lisbon school district has joined leaving one non-member district.

COSSBA Update

Executive Director Tom Bertrand stated that COSSBA Steering Transition Committee will meet on August 30 with discussions including the executive director search process and staffing needs. He stated that the Urban Board Alliance Symposium taking place in Atlanta on September 8-9 has been sold out and planning is underway for the Leadership Conference in January and Annual Conference in March. President Simon Kampwerth stated that Sheila Nelson sits on the Urban Boards Alliance Advisors Committee and that COSSBA leaders will be looking at governance policies.

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Board Self-Evaluation Review

President Simon Kampwerth stated that the Board had a good conversation during their self-evaluation and that he would set goals for the Board which they will receive in November. He thanked the Board for their participation in the self-evaluation discussion that took place on Friday.

IASB Resolutions Committee Report

Vice President Mark Harms stated that the Resolution Meeting minutes from the August 5 meeting in Naperville is included in the packet. He stated that there was a total of 16 proposals received which 11 of these were submitted as new Position Statements, two as Amendments, and three as Belief Statements and the results were five Do Adopt, three Do Not Adopt, and eight Do Not Present. He stated that submitting districts were notified by staff and that the new resolutions process ran smoothly.

Harms thanked the staff for all their work.

Associate Executive Director Shelly Bateman stated that the staff will release the Resolution Committee Report in September. She reviewed the details of the Delegate Assembly taking place at the Joint Annual Conference including the use of clickers for Delegate voting and she reviewed delegate registration process.

2022 Joint Annual Conference Update

Conference Co-Chair Chris Buikema reported on the 2022 Joint Annual Conference including registration and exhibit booth totals, keynote speakers, and the Administrative Professionals Program.

Executive Director Tom Bertrand reviewed the handout pertaining to new Conference features - The Equity Immersion: Be All In for Equity, and Rethinking our Response to School Violence. He is scheduled to facilitate a question-and-answer period at the end of Doug Bolton's presentation of school violence.

Associate Executive Director Nakia Hall expanded on the equity event stating that this event would include multiple speakers, table talks, and giveaways.

Legislative Update

Associate Executive Director Shelly Bateman gave a legislative report reviewing education bills focusing on school safety and personal student implementation. She stated that staff has been busy working on in-district meetings with the Ambassador Program and will provide reports at the Fall Division Meetings which will focus on priorities of the Delegate Assembly. Bateman stated that she will present the FY23 legislative priorities at the November meeting.

IHSA Report

Associate Executive Director Kara Kienzler stated that IHSA's board of directors met on August 22 with decisions made to increase cash ticket sales at state series events and the experimental use of the shot clock at boys' and girls' basketball tournaments and shootouts. She stated that the IHSA board also discussed updates to the IHSA Heat and Heat Illness Policy.

Service Associate Report

Associate Executive Director Kara Kienzler reported on the Service Associate Executive Meeting which took place on August 18 with discussions regarding recruitment at the Joint Annual Conference. She stated

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there was no new membership approval for this meeting and many of the Service Associates are vendors in the Exhibit Hall at the Conference.

2022 Fall Division Meeting Update

Executive Director Tom Bertrand reviewed the updated Fall Division Meeting schedule which was distributed to the Board. He stated that Multi-Division Regional meetings will take place in the spring as a pilot program and the remainder of the meetings will be held virtually and in-person.

Royalty Program Update

Executive Director Tom Bertrand stated there was nothing new to report since the last quarterly meeting.

Staffing Update and Organizational Chart

Executive Director Tom Bertrand reviewed the staffing report noting the retirements taking place July 2023. He stated that Field Services Director Lori Grant will be promoted to Board Development Associate Executive Director and Executive Searches Consultant Patricia Sullivan-Viniard will be promoted to Executive Searches Director when these positions become vacant due to retirements.

Review Issues Pending and Confirm Decisions Made

Administrative Assistant Chris Montrey reviewed all items that the Board approved.

Confirm Future Meeting Dates and Time

President Simon Kampwerth confirmed future meeting dates and locations.

Meeting Process Debrief

Consultant Angie Peifer led a plus/delta meeting review with the Board of Directors.

President Simon Kampwerth extended a thank you to Peifer on her service to IASB as a staff member and now a consultant as this was her last meeting.

Additional Information

Additional informational documents included: Conflict of Interest Form, Officers' Candidate Form, Mentor/Mentee Form, Direct Deposit Authorization Form, Board of Directors Future Meeting Schedule, Board of Directors Expense Guidelines, and list of COSSBA events.

Adjournment

Action: Motion was made and seconded to adjourn the meeting; President Simon Kampwerth adjourned the meeting at 11:11 a.m.; motion carried.