

Board of Directors' Meeting Minutes

Saturday, June 11, 2022

IASB Board of Directors' Meeting

IASB Office, Springfield, Illinois

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 Gordon	Abe Lincoln	Springfield
Kellie O'Leary Call (<i>Chris Buikema</i>)	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
Nick Sartoris	Corn Belt	Pontiac
Robert Geddeis	Kishwaukee	Rockton
Sheila Nelson	Shawnee	Cairo
Sue McCance	Western	Cuba
Thomas Ruggio	DuPage	Woodridge
Connie Ennis (<i>Tim Custis</i>)	Central Illinois Valley	Washington
Tracie Sayre	Two Rivers	Arenzville

Absent:

Mandy Rieman	Wabash Valley	Newton
Marc Tepper	Lake	Buffalo Grove
Mark Jolicoeur (Ex-Officio)	Service Associates Representative	Chicago

Recording Secretary:

Chris Montrey

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Introductions and Announcements

President Simon Kampwerth called the meeting to order at 9:55 a.m.

Kampwerth welcomed everyone to the June meeting including Connie Ennis, attending for Tim Custis, and Kellie O'Leary Call, attending for Chris Buikema.

Staff introductions were made.

Michelle Skinlo distributed books to the Board of Directors stating that this was the 20th year for the Read Across Mattoon program and over 19,000 books have been given away through this program.

Additions to and Approval of Agenda

Action: Michelle Skinlo moved, seconded by Jim McCabe, to approve the June 11, 2022, meeting agenda as presented; motion carried.

Approval of March 5, 2022, Board of Directors' Meeting Minutes

Action: Tracie Sayre moved, seconded by Linda Eades, to approve the March 5, 2022, Board of Directors' meeting minutes as presented; motion carried.

Approval of Consent Agenda

Action: Liz Campbell moved, seconded by Tom Ruggio, to approve the Consent Agenda Items (President's Report; Executive Director's Report; Operational Expectation Reports, Result Indicator Report, April 22, 2022 Executive Committee Meeting Minutes; FY 2022 Membership Report; and Meeting Process Debrief) as presented; motion carried.

Items Moved from Consent Agenda

No items were moved from the consent agenda.

Resolutions Committee Update and Resolutions Rules Approval

Vice President and Resolution Chair Mark Harms stated that the Board of Directors approved the Core Values that were recommended by the Resolutions and Constitution Review Committee and the resolution proposals received by members will be aligned to these new Core Values.

Harms reviewed the process of deliberations of the Resolutions Committee as the committee will now hear all testimony for proposed resolutions first before deliberations take place. He stated that the Resolutions Committee approved this new process at their May meeting.

Harms reviewed the Rules of the IASB Resolutions Committee document that was presented in the packet stating that the Resolutions Committee is recommending these rules for approval by the Board of Directors as new guidelines for the resolutions process.

Executive Director Tom Bertrand stated that Roberts Rule prevail except for special rules that are in place and these rules will provide the Resolution Committee with clarity and guidelines. He reviewed some of the process changes due to these rules including:

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- Proposed positions that failed to pass in the previous year must have a 2/3 affirmative vote from the Resolutions Committee to be presented to the Delegate Assembly,
- No requests for “reaffirmations” of existing positions or belief statements,
- The Resolutions meeting will not extend over 5 hours in length unless a majority of vote is taken, and
- If a Resolutions Committee member is an author or presenter of a proposal, they will reclude themselves from deliberations and voting.

A discussion took place regarding the deliberations process, Resolutions member being an author and their right to vote, and the belief statements. A suggestion was made to change the bullet points on the rules to numbers.

Associate Executive Director Shelly Bateman stated the Core Values will narrow the focus for staff members and the focus will be on the legislative process aligned to the Core Values.

Action: Sue McCance moved, seconded by Mark Christ, to approve the new deliberation process and the Resolutions Rules as presented; motion carried.

Proposed IASB Constitution Amendments Approval

Executive Director Tom Bertrand stated that the document of Recommended Amendments to the IASB Constitution is the outcome from the work of the Resolutions and Constitution Review Committee.

Bertrand reviewed the recommended changes to Section 2, Section 4, and Section 5 of the IASB Constitution and explained the rationale for all changes.

A discussion took place regarding the changes being recommended to Section 5, the appeals process.

Associate Executive Director Shelly Bateman stated that the change to the appeals process would allow the Resolutions Committee to set dates for the receipt of written appeals without making a Constitutional change.

Bertrand stated that all resolution results from the Resolutions Committee meeting will be distributed to members and that resolution proposals receiving a “Do Not Present” vote cannot be appealed.

Bob Geddeis made a proposal to further change the IASB Constitution regarding the length of each term for elected officers (President and Vice President) to be a two-year term with a limit of one term.

After discussion of this proposal, the Board of Directors agreed that the IASB Policy Review Committee would discuss these changes and bring forth to the July Executive Committee.

Action: Michelle Skinlo moved, seconded by Bob Geddeis, to approve the IASB Constitution Amendments as presented with the new proposal to be reviewed by the IASB Review Committee; motion carried.

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FY22 Budget Update/Financial Report & FY23 Budget Presentation and Approval

Executive Director Tom Bertrand reviewed the April Financial Report including cash balance and total asset amounts. He reviewed the Cash Flow Projection chart noting the account balances which are either operating funds or investment funds. Bertrand stated that the cash position is above the mandated cash floor. He also reviewed the Cash & Investment Position chart stating that the stock market is in a volatile state and that the investment advisor performed a stress test on IASB investments.

FY23 Budget Presentation: Bertrand presented the FY23 Annual Budget reviewing the rationale for IASB annual dues, Joint Annual Conference revenue, member services revenue, and operating expenses. He stated that venue costs have risen, affecting meeting expenses and Joint Annual Conference cost, and after review of IT assessment there will be future cost for technology needs.

Action: Dave Rockwell moved, seconded by Lisa Irvin, to approve the FY22-23 Budget as presented; motion carried.

Governance Policy Review: GC-1, GC-2, GC-3, GC-6, B/EDR-3, B/EDR-4, & B/EDR-5

Consultant Angie Peifer reviewed the following Governance Policies asking for questions or recommended changes to each:

GC-1: No questions or recommended changes.

GC-2: No questions or recommended changes.

GC-3: No questions or recommended changes.

GC-6: Peifer reviewed the addition of B/EDR 5 to the work calendar in the 4th quarter. No questions or recommended changes.

B/EDR-3: No questions or recommended changes.

B/EDR-4: No questions or recommended changes.

B/EDR-5: Peifer reviewed the changes regarding the review of this policy during the first and fourth quarter meetings. No questions or recommended changes.

Action: Liz Campbell moved, seconded by Tracie Sayre, to approve GC-1, GC-2, GC-3, GC-6, B/EDR-3, B/EDR-4, & B/EDR-5 as presented; motion carried.

Service Associate Report

Associate Executive Director Kara Kienzler reported on the Service Associate Executive Meeting in the absence of Mark Jolicoeur stating that the Service Associate Executive Committee recommends Preventative Health Partners, a flu and wellness vaccine provider to schools, to become Service Associates.

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Action: Sue McCance moved, seconded by Lisa Irvin, to approve the invitation to Preventive Health Partners, SC as a Service Associate; motion carried.

COSSBA Update

President Simon Kampwerth thanked the Board of Directors for their support in this work and that he is honored to be a part of establishing this national association with Executive Director Tom Bertrand. He stated that Illinois was appointed as “Chair” for the Transition Steering Committee.

Bertrand reviewed the COSSBA document that was distributed to the Board of Directors informing the Board of the following:

- 22 states have joined COSSBA,
- A permanent board will be established in January 2023,
- Framework for the dues formula has been established,
- Urban Boards Alliance Symposium is September 8-9 in Atlanta, GA,
- Sheila Nelson sits on the COSSBA Urban Alliance Advisory Board,
- Contracts have been finalized for the January 2023 State Board Leadership Conference in Savanna, GA, and for the September 2023 Federal Advocacy Conference in Washington D.C.,
- Hired a part-time event planner,
- Executives held an informational meeting with AASA Executive Director,
- Rotation of State Association representation on the board, and
- COSSBA is the largest national school board organization in terms of students and boards represented.

A discussion took place regarding the decision to terminate membership with NSBA, meeting with representatives from Three Rivers and South Cook, IASB Board of Directors' role, COSSBA's annual conference, and communication to the district members.

Committee Assignment Update

President Simon Kampwerth reviewed the Committee Assignment list noting that the Policy Review Committee now has four members and two alternates, and that the Resolutions and Constitution Review committee was deleted since their work was completed in March.

IASB Strategic Priorities Update

Executive Director Tom Bertrand reviewed the Strategic Priorities including the following items on the scorecard:

- Member survey results from new questions relating to member satisfaction,
- Response time with PRESS Plus,
- Social media engagement rates on reaching members compared to engagement,
- Member retention rates,
- Response to “Call to Action”,
- New Press Plus Subscribers offered training,
- Connection and engagement felt by members,
- Members feeling supported through IASB services,
- Satisfaction with workshops and webinars,

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- Improvements in website data,
- New podcast and conference application
- EDI plan, and
- Expanded recruitment efforts for applicants.

Member Survey Results

Associate Executive Director Kara Kienzler stated that the member survey is sent to members every other year. She reviewed the highlight report in the packet including response rate, completion rate, and board member participation rate. Kara reviewed the results for engagement with IASB programs, customer satisfaction level, issues urgent to the district, topics important to board members, board services, and board member demographics.

Kienzler stated that the member survey results will be published in the *IASB Journal*.

2022 Fall Division Meeting Update

Executive Director Tom Bertrand reviewed the summary report in the packet and stated that dates and locations for mini conferences will be set soon.

Staffing Update and Organizational Chart

Executive Director Tom Bertrand reviewed the staffing report noting the retirements of Board Development Trainer Nesa Brauer, Board Development Assistant Manager Peggy Goone, and Office of General Counsel Assistant Manager Bridget Trojan.

Royalty Program Update

Executive Director Tom Bertrand stated that IEC and Future Green Energy Consortium will merge and due to the merge, he will once again be sitting on the IEC board.

Board Self-Evaluation Review

Consultant Angie Peifer reviewed the process of the Self-Evaluation which will take place at the August Board of Directors meeting. She stated that clickers will not be used this year which will give Board of Directors more interaction among themselves for feedback. The process will be finalized at the July Executive Committee meeting.

2022 Joint Annual Conference Review

Co-Chair Alva Kreutzer reported on the 2022 JAC including registration opened on June 6, registration fees, registration numbers, housing, exhibit booth sales, panel proposals, pre-Conference workshops, new events such as the equity workshop, Administrative Professional program, and General Session speakers.

Legislative Update

Associate Executive Director Shelly Bateman gave a legislative report stating that legislation session was short due to the June primary election, a little over 400 bills passed this year with 25% being education bills, and no education bills vetoed.

Bateman stated that Governmental Relations staff will be planning full legislative in-district meetings and that Governmental Relations has worked with the Office of General Counsel to establish a legislative

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toolkit. She stated that the *Digest of Bills Passed* can be found online and hard copies will be published in the fall.

IHSA Report

Chris Gordon reported on the latest IHSA events stating that their next meeting is scheduled for June 13. He stated that topics at the last meeting included seeding all classes of the IHSA Football Playoffs 1-32 which may cause more travel for teams, basketball state tournament changing to a two-day event with different formatting, eight-man football may be changed to an IHSA sanctioned sport, and the shortage of officials.

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

Associate Executive Director Kara Kienzler led a plus/delta meeting review with the Board of Directors.

Executive Session

President Simon Kampwerth called the meeting into executive session at 12:40 p.m. No action was taken during executive session.

Kampwerth called the meeting to open at 1:05 p.m.

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, Trust Edge Experience, and letter from Representative DeLuca.

Adjournment

Action: Motion was made and seconded to adjourn the meeting; President Simon Kampwerth adjourned the meeting at 1:06 p.m.; motion carried.