

**Board of Directors' Meeting Minutes**  
Saturday, March 7, 2020

IASB Board of Directors' Meeting  
Hyatt Regency Hotel, Lisle, Illinois

Present:

Tom Neeley	President	Morton
Simon Kampwerth	Vice President	Peru
Joanne Osmond	Immediate Past President	Lake Villa
Alva Kreutzer	North Cook	Elk Grove Village
Bill Alexander	Abe Lincoln	New Berlin
Carla Joiner-Herrod	West Cook	Broadview
Chris Buikema	Northwest	Rock Falls
David Rockwell	Blackhawk	Rock Island
Jim McCabe	Starved Rock	Utica
Lanell Gilbert	South Cook	South Holland
Linda Eades	Treasurer/Kaskaskia	Hettick
Mark Christ	Southwestern	O'Fallon
Mark Harms	Corn Belt	Flanagan
Mark Jolicoeur (Ex-Officio)	Service Associates Representative	Chicago
Michelle Skinlo	Illini	Mattoon
Rob Rodewald	Three Rivers	Bourbonnais
Robert Geddeis	Kishwaukee	Rockton
Sheila Nelson	Shawnee	Cairo
Thomas Ruggio	DuPage	Woodridge
Tim Custis	Central Illinois Valley	Washington
Tracie Sayre	Two Rivers	Arenzville
Sue McCance	Western	Cuba
Travis Cameron	Egyptian	Bluford

Absent:

Marc Tepper	Lake	Buffalo Grove
Dennis Inboden	Wabash Valley	Robinson
Recording Secretary		Chris Montrey

## Board of Directors' Meeting Minutes

Saturday, March 7, 2020

### **Introductions and Announcements**

President Tom Neeley called the meeting to order at 9:15 a.m. He welcomed the Board of Directors to the March 2020 meeting and also welcomed Jim McCabe, new director of Starved Rock division, and Mark Jolicoeur, new Service Associate Representative, to their first IASB Board of Directors' quarterly meeting.

Each Board of Director introduced themselves.

### **Additions to and Approval of Agenda**

President Tom Neeley added an action item to agenda item #26 on the March 7, 2020 agenda giving authorization to the NSBA delegates to review and take action on proposed NSBA constitutional amendments, belief statements, and resolutions.

**Action:** Lanell Gilbert moved, seconded by Bob Geddeis, to approve the March 7, 2020 meeting agenda with addition; motion carried.

### **Approval of November 21 and November 24, 2019 Board of Director Meeting Minutes**

No changes were recommended to November 21 and November 24, 2019 Board of Directors minutes.

**Action:** Rob Rodewald moved, seconded by Tim Custis, to approve the November 21 and November 24, 2019 Board of Directors' Meeting Minutes as presented; motion carried.

### **Approval of Consent Agenda**

No items were moved from the Consent Agenda.

**Action:** Sue McCance moved, seconded by Michelle Skinlo, to approve the Consent Agenda (President's Report; Executive Director's Report; January 24, 2020 Executive Committee Meeting Minutes; FY 2020 Membership Report; and Meeting Process Debrief) as presented; motion carried.

### **Annual Work Calendar**

Consultant Angie Peifer reviewed the Work Calendar stating that no changes were made. She stated that due to previous changes to the work calendar the Executive Director's evaluation will take place at the 4<sup>th</sup> quarter meeting.

**Action:** Mark Harms moved, seconded by Tracie Sayre, to approve the Work Calendar as presented; motion carried.

### **Governance Policy Review – Governance Culture & Board/Executive Director Relationship**

Consultant Angie Peifer stated that there were no changes made to any of the Governance Policies that are being reviewed.

Peifer reviewed each Governance Policy and asked for any recommendation or changes.

GC-5: No changes were recommended.

## Board of Directors' Meeting Minutes

Saturday, March 7, 2020

GC-9: A discussion took place regarding what compliance is and which policies would be violated. The Board of Directors agreed that GC-9 be recommended for review by the IASB Policy Committee.

GC-10: No changes were recommended.

B/EDR-2: No changes were recommended.

**Action:** Rob Rodewald moved, seconded by Joanne Osmond, to approve GC-5 as presented, GC-9 with recommendation to be reviewed by the Policy Committee, GC-10 as presented, and B/EDR-2 as presented; motion carried.

### **Result Performance Indicators – R-2 Board and Board Member Development**

Executive Director Tom Bertrand explained the monitoring reports to the Board of Directors stating that these reports detail evidence that support the indicators of compliance.

Bertrand reviewed the following items in this report:

- Pre-Conference Workshop sessions at the Joint Annual Conference including an equity workshop and a social-emotional workshop
- Topics discussed at the Division Meetings
- Publications that IASB shares with members via *The Journal*
- "Why We Serve" video produced by the Communications department
- The policy and number of **PRESS**, **PRESS Plus**, and Policy Manual Customizations
- Webinars and the benefits received by members

Conversation took place regarding the IASB survey that was sent out to members and the number of responses that had been received.

**Action:** Chris Buikema moved, seconded by Tracie Sayre, to approve Result Performance Indicator R-2 as presented; motion carried.

### **Monitoring Reports – Operational Expectations**

Executive Director Tom Bertrand reviewed each Operational Expectation (OE) that was presented in the meeting packet asking for recommended changes to each.

OE-3: Bertrand stated that this operational indicator relates to the organization's culture and how others are treated. He also stated that he shares information to the Board of Directors and members through a number of avenues such as live links, biweekly emails, Leadership Update reports, and the Annual Report.

Bertrand stated that the metrics in the IASB Strategic Plan relates to the member's satisfaction.

There were no recommendations for any changes to OE-3.

OE-4: Bertrand reviewed this operational indicator which details personnel administration stating that job descriptions and staff capacity are reviewed when vacancies occur. He stated last year IASB began conducting criminal background checks on new employees. IASB also updated the HR manual to align with new mandates.

<p>Board of Directors' Meeting Minutes Saturday, March 7, 2020</p>
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Bertrand stated that he is working with Consultant Angie Peifer to form employee focus groups to receive feedback regarding employment.

There were no recommendations for changes to OE-4.

OE-7: Bertrand stated that this indicator reviews the financial administration and how to sustain the financial health of the Association. He reviewed the contracts that extend more than one fiscal year such as hotels for Conference and meetings, MicroScribe Publishing, and the lease for the Lombard office. He also stated that the cash balance is in compliance with the mandated cash floor.

There were no recommendations for changes to OE-7.

OE-9: Bertrand reviewed this indicator regarding communicating with the Board stating that member retention and Joint Annual Conference are major resources of revenue which he will communicate consistently about to the Board. He stated that he keeps the Board informed of significant media coverage as well.

Comments from the Board of Directors regarding Bertrand's communication to them were positive.

There were no recommendations for changes to OE-9.

**Action:** Bill Alexander moved, seconded by Rob Rodewald, to approve OE-3, OE-4, OE-7 and OE-9 as in full compliance as presented; motion carried.

**IASB Policy Review Committee Review and OE-8 & OE-8E1 Approval**

Vice President Simon Kampwerth stated that OE-8 and OE-8E1 were both reviewed by the IASB Policy Review Committee and the Committee recommends the language changes that were brought forth to the Executive Committee.

Executive Director Tom Bertrand stated that OE-8 language changes were recommended to separate the operating funds from investment funds. He also stated that language changes in OE-8E1 were made for consistency throughout the policy.

**Action:** Tom Ruggio moved, seconded by Michelle Skinlo, to approve OE-8 and OE-8E1 as presented; motion carried.

**IEC Board of Directors Appointment Approval**

Executive Director Tom Bertrand recommended approval for the appointment of Kimberly Small to serve as trustee on the IEC Board of Directors. He explained that he currently sits on the Future Green Energy Consortium's Board of Directors which would cause a conflict of interest with his continued service with IEC.

**Action:** Sue McCance moved, seconded by Tim Custis, to approve the motion as presented in the meeting packet appointing Kimberly Small to be the IEC Board of Directors; motion carried.

# Board of Directors' Meeting Minutes

Saturday, March 7, 2020

## **Service Associates Report**

Service Associates' Representative, Mark Jolicoeur, reviewed the report stating that the Service Associate's Executive Committee would like to extend invitations to ABM Education Services and International Contractors, Inc to become service associates.

**Action:** Lanell Gilbert moved, seconded by Rob Rodewald, to approve invitations to ABM Education Services and International Contractors, Inc. to become service associates; motion carried.

## **BOARD LEARNING:**

### **FY20 Budget Update**

Treasurer Linda Eades reviewed the January Financial Report noting the cash balance, total assets, and year-to-date receipts. She reviewed the Statement of Financial Position stating that cash flow is normal for this time of year due to the cycle of accounts payable and receivable, and the cash position remains above the mandated cash floor. Eades also reviewed the investment earnings stating that earnings will fluctuate with the market.

Executive Director Tom Bertrand also reviewed the investment report noting the different accounts which hold the investment funds and the operational funds. He stated that due to the coronavirus pandemic, investment earnings may decrease in the next couple of months due to the fluctuation of the stock market.

Conversation took place regarding the mandated cash floor and how it is calculated.

### **FY21 Budget Assumptions**

Executive Director Tom Bertrand stated that budget meetings have been scheduled with all department leaders. He reviewed the assumptions of the IASB FY21 Budget such as dues amounts, Joint Annual Conference revenue, Policy Services revenue, Royalty Program revenue, employee benefits expenditures, and capital expenditures.

Bertrand stated that a full budget assumption will be included in the June Board of Directors' meeting packet.

### **IASB Strategic Priorities Update**

Executive Director Tom Bertrand reviewed the Strategic Priorities which was presented in the packet. He reviewed different aspects of the plan including:

- Policy Services response times and staffing
- Executive Searches Professional Advancement Seminars which received good feedback
- Paid registrations for 2019 Joint Annual Conference
- Online website feedback after initial launch
- Videos produced by the Communication department to support legislative reports
- Office of General Counsel review of contracts and **PRESS** webinar to support **PRESS** releases
- Cash position exceeding mandated cash floor
- Executive office completing a review of facility needs and maintenance contracts
- Outreach efforts by Field Services staff to members
- Two Field Services staff members were assigned to large districts members
- Large district luncheon conducted by the Executive Director

## Board of Directors' Meeting Minutes

Saturday, March 7, 2020

- An equity Pre-Conference Workshop was well received and a promotional video was released
- In January the Collective Bargaining Workshop was offered in three locations
- The Deputy Executive Director made two presentations to a local school board
- The Executive Director met with the State Superintendent about ISBE guidance relative to isolated seclusion and physical restraint. He also met with Deputy Governors regarding pension debt reform.

Bertrand stated that the scorecard will be complete at the June meeting.

A conversation took place regarding collective bargaining in the school districts and Chicago Public School's IASB membership.

Bertrand received good feedback from the Board regarding the Strategic Plan including the scorecard and hyperlinks.

### **Connecting with the Ownership Update**

Executive Director Tom Bertrand stated as an opportunity to receive feedback from large districts, IASB hosted a luncheon for the larger districts which 12 districts attended. He stated that feedback from these districts included board development, learning needs, and common concerns. Bertrand informed the Board of Directors that the Field Services department will conduct another large district meeting in which the Board of Directors may be asked to attend.

President Tom Neeley stated that connections need to be made with all districts and IASB may hold regional meetings to gain feedback from them.

A conversation took place regarding resolutions and the Delegate Assembly voting process. Deputy Executive Director Ben Schwarm explained the resolution process and options for repeat resolutions. Schwarm stated that if any changes are made that the Resolutions Committee needs to be involved.

### **August Leadership Update Event Update – Elevate 2020: Board and Community Leadership**

Executive Director Tom Bertrand stated that this event will take place August 8 at Tinley Park.

Associate Executive Director Dean Langdon reviewed the details of the event including the three speakers that will be presenting and that the IASB Board of Directors will have an opportunity to engage with members during lunch. Final details will be sent to members in April.

### **Spring Division Meeting Review**

Executive Director Tom Bertrand reviewed the Division Meeting schedule and stated that he is looking forward to attending the meetings.

### **Royalty Program Update**

Executive Director Tom Bertrand stated that a WCSIT handout was distributed to the Board of Directors.

Mark Harms reviewed the WCSIT brochure and explained the program including the application process in more detail.

<p>Board of Directors' Meeting Minutes Saturday, March 7, 2020</p>
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**Staffing Update**

Executive Director Tom Bertrand reviewed the staffing report stating that there had been a new hire for the Policy consultant position as of the day of the meeting. Applications are being accepted for the assistant manager position in the Meetings Management department.

**2019 Joint Annual Conference Review**

Executive Director Tom Bertrand reviewed details of the 2019 Joint Annual Conference including registration numbers, Pre-Conference Workshop sessions, and Wi-Fi usage.

**2020 Joint Annual Conference Update – *Vision for the Future***

Conference Co-Chair Michelle Skinlo and Bill Alexander shared updated information regarding the 2020 Joint Annual Conference.

Skinlo stated that they met with Chicago hotels on March 6. She reviewed detailed information from the 2019 Joint Annual Conference including JAC survey, Wi-Fi, and Conference app.

Alexander reviewed information including Pre-Conference Workshops, exhibit hall, school safety seminar, and administration assistant program. He also commended Director Carla Bolt on her work on the Conference.

**Legislative Report**

Deputy Executive Director Ben Schwarm reported on legislative news stating that it was a slow time at the Capitol and there will be more bills after the election. Schwarm discussed the proposed state budget including funding for education. Schwarm covered topics such as Property Tax Task Force, TIF Reform, school construction funding, and funding from state revenue.

**IHSA Report**

IHSA Representative Mark Harms explained his role as the IHSA representative. Harms stated that at IHSA's November meeting the new football districts were repealed and conference division will be returning; however, this may cause some issues with schools that have signed game contracts already. He also reviewed the changes to the basketball tournament and a new harassment policy during sporting events.

**NSBA Advocacy Institute Update & NSBA Governance Review Committee Update**

President Tom Neeley commended Immediate Past President Joanne Osmond for her work on the NSBA Governance Review Committee.

Vice President Simon Kampwerth spoke of his experience at the NSBA Advocacy Institute which took place in Washington D.C. He stated that Governmental Relations Director Susan Hilton and staff prepared him for issues taking place nationally. He felt it was a good event and that the Illinois delegates were also well prepared.

## Board of Directors' Meeting Minutes

Saturday, March 7, 2020

Osmond reviewed information pertaining to the NSBA Governance Review Committee stating that the committee had proposed eight items to change on the NSBA constitution. The NSBA Resolution Committee will meet in April to review resolutions.

Neeley explained to the Board of Directors that he would like approval for the IASB delegates to review and take appropriate action on voting on changes to the NSBA constitution or other items that are needed to be brought forth to the NSBA Delegate Assembly.

**Action:** David Rockwell moved, seconded by Tom Ruggio, to approve the authorization of NSBA Delegates, attending the NSBA Delegate Assembly, to review and take appropriate action in voting on proposed Constitutional Amendments, Belief Statements, and resolutions; motion carried.

### **Committee Assignment Update**

President Tom Neeley stated that Jim McCabe will sit on the Policy Review Committee.

### **NSBA Annual Conference – Chicago, April 4-6**

President Tom Neeley stated that the NSBA Conference will take place April 4-6 in Chicago. He stated that the Delegate Assembly will take place on April 3. He added that he is staying in close contact with NSBA regarding the coronavirus and cancellation of the conference.

### **NSBA Summer Leadership Seminar – Minneapolis – August 13-16**

The NSBA Summer Leadership Seminar will take place August 13-16 in Minneapolis.

### **Other:**

### **Review Issues Pending and Confirm Decisions Made**

Administrative Assistant Chris Montrey reviewed all items that had Board approval.

### **Confirm Future Meeting Dates and Time**

President Tom Neeley confirmed the future meeting dates for the Board of Directors stating that the August meeting will be taking place at The Herrington Inn in Geneva.

Executive Director Tom Bertrand stated that June's meeting will still be a one-day meeting; however, a dinner will be held at the Springfield office on Friday for anyone that is traveling to Springfield that day.

### **Meeting Process Debrief**

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

### **Additional Information**

Additional information received in the meeting packet were: Staff Organizational Chart, Mentor/Mentee List, Direct Deposit Form, Board of Directors' Future Meeting Schedule, Board of Directors Expense Guidelines, JAC District Housing Informational Form, 2020 NSBA Executive Directors' Institute, 2021 NSBA Advocacy Institute, 2021 NSBA Annual Conference, and Division Map and IASB Board of Directors.



Board of Directors' Meeting Minutes  
Saturday, March 7, 2020

**Adjournment**

President Tom Neeley thanked the Board of Directors for their input during the meeting and the work they provide to IASB.

**Action:** Motion was made and seconded to adjourn the meeting; President Tom Neeley adjourned the meeting at 11:50 a.m.; motion carried.