

Board of Directors' Meeting Minutes
Saturday, April 24, 2021

IASB Board of Directors' Meeting
Bloomington-Normal Marriott Hotel

Present:

Tom Neeley	President	Morton
Simon Kampwerth, Jr.	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
Mandy Rieman (<i>Dennis Inboden</i>)	Wabash Valley	Newton
Jim McCabe	Starved Rock	Utica
Janet Rogers (<i>Lanell Gilbert</i>)	South Cook	Harvey
Linda Eades	Treasurer/Kaskaskia	Hettick
Marc Tepper	Lake	Buffalo Grove
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

Absent:

Travis Cameron	Egyptian	Bluford
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Recording Secretary:

Chris Montrey

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Introductions and Announcements

President Tom Neeley called the meeting to order at 9:30 a.m. He welcomed the Board of Directors to the April 2021 meeting and welcomed Mandy Rieman, attending for Dennis Inboden, and Janet Rogers, attending for Lanell Gilbert.

Neeley also introduced Governmental Relations Associate Executive Director Shelly Bateman.

Additions to and Approval of Agenda

Action: Bill Alexander moved, seconded by Mark Christ, to approve the April 24, 2021 meeting agenda as presented; motion carried.

Approval of November 21, 2020 Board of Director Meeting Minutes

Action: Tim Custis moved, seconded by Rob Rodewald, to approve the November 21, 2020 Board of Directors' Meeting Minutes as presented; motion carried.

Approval of Consent Agenda

Action: Sue McCance moved, seconded by Jim McCabe, to approve the Consent Agenda (President's Report; Executive Director's Report; Operational Expectation Reports, Result Indicator Report, January 15, 2021 Executive Committee Meeting Minutes; FY 2021 Membership Report; and Meeting Process Debrief) as presented; motion carried.

Annual Work Calendar

Consultant Angie Peifer stated that there have been no changes to the Work Calendar and reminded the Board of Directors that the 4th quarter meeting will include the Executive Director's evaluation.

Executive Director Tom Bertrand stated that the Trust Edge presentation by Field Services Director Lori Grant that was originally scheduled for the March meeting of the Board was postponed. With the transition of new members of the Board the presentation will be done at a later meeting.

Action: Alva Kreutzer moved, seconded by Simon Kampwerth, to approve the Annual Work Calendar as presented; motion carried.

Policy Monitoring

Consultant Angie Peifer reviewed the following Governance Policies GC-5, GC-10, and B/EDR-2 asking for any recommended changes or questions after each.

GC-5: Peifer stated that this Governance Cultures pertains to Board Committees including the Ad hoc Executive Director Search Committee. She stated that there are changes being recommended to GC-5 exhibit document. She reviewed the changes that were being recommended stating that some of these changes were recommended by General Counsel Kimberly Small and others due to changes in the Master Board Member Program.

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A discussion took place regarding the electronic Executive Committee election and the placement of names on the ballot. The Board agreed to have the IASB Policy Committee review this Governance Culture.

GC-10: No changes were recommended.

B/EDR-2: No changes were recommended.

Action: Joanne Osmond moved, seconded by Chris Buikema, to approve GC-5, GC-10, and B/EDR-2 as presented; motion carried.

IASB Policy Review Committee Update and GC-9 Approval

Vice President Simon Kampwerth reviewed the changes to GC-9 stating that these changes were reviewed and approved by the IASB Policy Review Committee.

No other changes were recommended.

Action: Simon Kampwerth moved, seconded by Rob Rodewald, to approve GC-9 as presented; motion carried.

Service Associates Report

Service Associate Representative Mark Jolicoeur reviewed the Service Associate Report stating that the Service Associates' Executive Committee met and they recommend membership invitations to be sent to IHC Construction Companies LLC, Com2 Recycling Solutions, and Boller Construction Company. Jolicoeur gave a brief description of each firm.

Jolicoeur stated that the Executive Committee also recommends the immediate suspension of membership to First Midstate Inc. for violating the Code of Ethics of the Service Associates. He detailed the items on the Code of Ethics that were breached.

Action: Tim Custis moved, seconded by Marc Tepper, to approve invitations for membership to IHC Construction Companies LLC, Com2 Recycling Solutions, and Boller Construction Company as presented; motion carried.

Action: Mark Harms moved, seconded by Rob Rodewald, the immediate suspension of Service Associate membership to First Midstate Inc; motion carried.

NSBA Update

President Tom Neeley reported on the NSBA Delegate Assembly which took place on April 17. He stated that this was the first of two delegate assemblies that NSBA will conduct. This first assembly was a virtual business meeting including the election of officers.

In regards to the NSBA membership, Neeley stated that he and Executive Director Tom Bertrand have had phone meetings with the NSBA's executive director and president pertaining to IASB membership and concerns.

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A long discussion took place among the Directors pertaining to NSBA membership, changes that need to be made, value of membership for IASB and local districts, communication to members, and the purpose of NSBA.

Bertrand stated that the second NSBA Delegate Assembly will take place in August, in conjunction with the Leadership Seminar, and that more substantive amendments to the Constitution and Bylaws will be presented.

IASB Strategic Priorities Update

Executive Director Tom Bertrand reviewed the Strategic Priorities stating that this document is the work of the staff who make it happen and many of IASB's services pivoted during this pandemic.

Bertrand reviewed the report detailing the following topics:

- Policy Services response times,
- Increase in **PRESS** Plus subscriptions,
- Professional Advancement Seminars will resume in-person,
- Increase traffic to new website,
- New organization chart and changes to staffing,
- The financial stability of IASB and the mandated cash floor being met,
- Member engaged in virtual events,
- The IASB virtual delegate assembly and town hall forums,
- **PRESS** Webinars that follow each **PRESS** release,
- Joint Annual Conference planning,
- Publication release of *Return to School for Board Members*,
- Webinars on Facebook Live and implementing a roadmap to success for new board members,
- The internal Equity, Diversity, and Inclusion (EDI) plan and committee,
- and the Policy Engage platform for legislation.

Bertrand commended Associate Executive Director Dean Langdon and staff for new material launched for members including the web series Social and Emotional Leadership Skills, and Waypoint Webinars for New Board Members.

Tom Neeley stated that local board members need to be having the right conversations as students head back to the classroom and IASB webinars and School Reopening Guidance are great resources for them.

Bertrand reviewed the Plan for Equity, Diversity, and Inclusion with the Board of Directors.

FY21 Budget Update

Treasurer Linda Eades reported on the February Financial Report reflecting on deferred revenue amounts such as dues and policy service subscription being received but not yet recognized as revenue. She reviewed the total assets of the Association and the Cash Flow Projection chart stating that the financial position remains above the mandated cash floor. Eades focused on the investment charts stating that investment changes are due in part to market volatility. She stated that a major expense that can be expected in the future is the roof replacement on the Springfield office. Eades continued by stating that

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the Association continues to meet its financial benchmarks and that IASB remains strong and continues to be member driven.

Executive Director Tom Bertrand stated that the federal Paycheck Protection Program and Employee Retention Credits offset lost net revenue for the year. To support member services and keeping value for members, he stated that member dues amounts will not increase for the second year and JAC registration amounts will also remain the same as 2019.

A discussion took place regarding if the cash floor should be reviewed and possibly adjusted due to the current unstable environment. Bertrand stated that the cash floor can be evaluated by the Board at any time.

FY22 Budget Assumption

Bertrand reviewed the major budget assumptions that will be part of preparing the FY 2022 budget. He mentioned that the full Board will be presented with one budget at their June meeting.

2020 Virtual Summit Review

Executive Director Tom Bertrand stated that he was pleased with the work of staff in regards to the platform used for the virtual summit.

Bertrand reviewed the Virtual Summit Report which reported attendance numbers for each aspect of the summit. This report was included in the packet.

2021 Joint Annual Conference Update

Conference Co-Chairs Michelle Skinlo and Tracie Sayre gave an update on the 2021 JAC.

Skinlo reported on details regarding hotels for districts, registration opening date, registration fee, exhibit hall, and general session.

Sayre reported on the JAC events happening on Friday such as workshops. She stated that IASB is monitoring pandemic restrictions and as of today planning on an in-person Conference.

Executive Director Tom Bertrand stated that some restrictions, such as maximum capacity in the elevators, may affect the Conference schedule.

Spring Division Meeting Review

Executive Director Tom Bertrand reviewed the division meeting summary report that was included in the packet stating that there was a high level of satisfaction from the participants. He stated that there has been thought regarding some regional meetings and need to reconnect to members with hybrid meetings for division flexibility.

A discussion among the Board took place regarding logistics of the Division Meetings structure for in-person meetings.

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Tom Neeley added that divisions will have to work to re-engage membership since this pandemic has caused a shift to virtual meetings and will have to educate local board members to ask the right questions.

Royalty Program Update

Executive Director Tom Bertrand stated that he reviewed the Royalty Programs previously with the budget assumption. He had no further comments.

Staffing Update

Executive Director Tom Bertrand reviewed the staffing report and the new staff organization chart. He reported that a part-time HR director was hired and this position will stem from the HR responsibilities of the deputy executive director. He also stated that as of July 1, Nakia Hall will be promoted to associate executive director leading the Field and Equity Services department.

Legislative Report

Associate Executive Director Shelly Bateman gave a legislative report stating that the Lame Duck session took place in January which focused on social justice reform.

Bateman reported on the following legislative issues:

- In March, HB 2170 education pillar passed,
- 102nd General Assembly began in which Michael Madigan resigned as Speaker of the House,
- Emanuel "Chris" Welch was elected the new Speaker of the House and established a new House rule in which all bills will be assigned to committee,
- HB 642 passed which places a term limit of 10 years on party leaders,
- The majority of the General Assembly was held virtually,
- IASB reviewing over 100 bills,
- Due to more than 8,500 opposing emails sent to Congress, HB 7 was defeated regarding forced school consolidations,
- HB 4 passed regarding e-learning if school is used for a polling place,
- Funding budget address proposed flat funding for education,
- and Federal Relief Funding.

Executive Director Tom Bertrand spoke in detail regarding ESSER funds and how the Board should encourage their districts to apply.

IHSA Report

Mark Harms reported on IHSA events stating that the last scheduled meeting was held with virtual and in-person attendance. He stated that IHSA announced updates from the Illinois Department of Public Health regarding students competing in low-risk outdoor sports and activities are no longer required to wear masks while competing. Harms stated that state tournaments were discussed since they were cancelled last year and IHSA is going to survey schools after each season regarding COVID-19 cases.

Harms stated another topic during the meeting that was addressed was IHSA's finances and the implementation of an annual membership fee based on the school's enrollment.

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Review Issues Pending and Confirm Decisions Made

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

Confirm Future Meeting Dates and Time

Executive Director Tom Bertrand reviewed the future meeting date schedule stating that locations will be determined at a later date.

Bertrand reviewed the Affiliate membership with a count of 52 which includes Special Ed Coops, Career Tech facilities, Trustees, and Charter schools.

President Tom Neeley stated that vacant committee positions will be filled once the new Board of Directors are elected.

Tim Custis, who sits on the Illinois Energy Consortium (IEC) board, stated that IEC has changed the structure of their program from a flat fee for members to a fee that is based on usage. This change has delayed Royalty payments.

Presentation for Retiring Directors

President Tom Neeley recognized Bill Alexander and Rob Rodewald for their service to the IASB Board of Directors.

Meeting Process Debrief

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

Additional Information

Additional informational documents were: Direct Deposit Authorization Form, Committee Assignments, Vision 20/20 Report, IASB Organizational chart, Board of Directors Future Meeting Schedule, Board of Directors Expense Guidelines, and 2021 NSBA Advocacy Institute.

Adjournment

Action: Motion was made and seconded to adjourn the meeting; President Tom Neeley adjourned the meeting at 12:05 p.m.; motion carried.