

Board of Directors' Meeting Minutes

Saturday, March 2, 2019

IASB Board of Directors' Meeting

Hyatt Regency Hotel, Lisle, Illinois

Present:

Joanne Osmond.....	President	Lake Villa
Thomas Neeley	Vice President	Morton
Phil Pritzker	Immediate Past President	Wheeling
Ann Dingman.....	Lake	Grayslake
Barbara Somogyi	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
Dennis Inboden	Wabash Valley	Robinson
Jason Vogelbaugh (Ex-Officio)	Service Associates Representative	Champaign
Linda Eades	Treasurer/Kaskaskia	Hettick
Kelly Nowak (<i>for Mary Stith</i>)	Kishwaukee	Geneva
Michelle Skinlo	Illini	Mattoon
Rob Rodewald	Three Rivers	Bourbonnais
Sheila Nelson	Shawnee	Cairo
Simon Kampwerth	Starved Rock	Peru
Thomas Ruggio	DuPage	Woodridge
Tim Custis.....	Central Illinois Valley	Washington
Tracie Sayre	Two Rivers	Arenzville
Sue McCance	Western	Cuba

Absent:

Denis Ryan	South Cook	Orland Park
John Metzger.....	Egyptian	Benton
Mark Christ	Southwestern	O'Fallon
Mark Harms	Corn Belt	Flanagan

Recording Secretary

Chris Montrey

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Introductions and Announcements

President Joanne Osmond called the meeting to order at 9:15 a.m. She welcomed the Board of Directors to the March 2019 meeting and also welcomed Jason Vogelbaugh to his first IASB Board of Director quarterly meeting as the Service Associate Representative.

Michelle Skinlo announced that she brought copies of the book, *Code of Honor*, for all directors.

Additions to and Approval of Agenda

No additions were made to the March agenda.

Action: Simon Kampwerth moved, seconded by David Rockwell, to approve the March 2, 2019 meeting agenda as presented; motion carried.

Approval of November 15 and November 18, 2018 Board of Director Meeting Minutes

No changes were recommended to November 15 and November 18 Board of Directors Meeting Minutes.

Action: Rob Rodewald moved, seconded by Bill Alexander, to approve the November 15 and November 18, 2018 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 18, 2019 Executive Committee Meeting Minutes; FY 2019 Membership Report; and Meeting Process Debrief) as presented; motion carried.

Annual Work Calendar

President Joanne Osmond stated that after reviewing the Work Calendar, she would recommend that the Executive Director's Evaluation, which is scheduled for 1st quarter meeting in August, be moved to the 4th quarter meeting in June due to timing of the Executive Director's contract renewal. If this recommendation was approved, she would also recommend that the Board Self-Evaluation be moved to the 1st quarter meeting from the 4th quarter meeting.

Executive Director Tom Bertrand stated that per the current Work Calendar, his contract renewal is in July; however, his evaluation would take place after this date in August.

The Board of Directors discussed other options for the Work Calendar schedule and decided that the Work Calendar would be reviewed by the Policy Review Committee and then reviewed by the Executive Committee in April.

Action: Dennis Inboden moved, seconded by Rob Rodewald, to approve the Work Calendar be reviewed by the Policy Committee and then reviewed by the Executive Committee before approval of the full Board.

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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.

GC5: A question was asked regarding language consistency pertaining to criteria of the candidates between GC-5E1, Nominating Committee Procedures, and GC-5E2, Candidate Data form. The Board recommended that the Policy Review Committee review both documents for consistency and make changes. Any changes will be reviewed by the Executive Committee.

GC9: No changes or recommendations were made.

GC10: No changes or recommendations were made.

BEDR/2: No changes or recommendations were made.

Action: Bill Alexander moved, seconded by Ann Dingman to approve GC-5, GC-9, GC-10, and B/EDR-2 as presented and in compliance with GC-5 being recommended to be reviewed by the Policy Review Committee and then by the Executive Committee; motion carried.

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

Executive Director Tom Bertrand reviewed the different sections of the Result Indicator R-2 report and stated that this report is relative to workshops and strategic priorities.

Bertrand detailed the new information in this report, such as:

- Vision 20/20 – the four pillars are Highly Effective Educators, 21st Century Learning, Shared Accountability, and Equitable and Adequate Funding.
- Equity Workshops – an Equity Workshop will take place this fall and a consultant has been hired to help with the content design.
- Collective Bargaining Workshops – over 200 board members attended workshops on February 23 which took place in 3 different locations. Planning for these workshops are on a 2-year calendar of events rotation.
- The *Journal* articles – R-2 has been updated with new *Journal* articles and the Communications department is always willing to take suggestions on topics for the *Journal*.

Bertrand asked if the Board had any comments or suggestions regarding R-2. President Joanne Osmond stated that the new format was much easier to read and appreciated Bertrand's time making this report better.

Action: Simon Kampwerth moved, seconded by Tim Custis, to approve Result Performance Indicator R-2 as presented; motion carried.

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Monitoring Reports – Operational Expectations

Executive Director Tom Bertrand reviewed each Operational Expectation (OE) that was presented in the meeting packet.

OE-3: Bertrand stated that all aspects of the Human Resources (HR) procedures are being reviewed from personnel files, hiring, applications, and new hire background checks. An orientation per department for new hires is also being developed. He commended the work of staff for their time spent on reviewing HR procedures.

Bertrand stated that he shares information with the Board of Directors through the bi-monthly Leadership Update Report, bi-weekly messages sent to staff, and the IASB Strategic Priorities. The Leadership Update Report is sent to the Board with information pertaining to each department and the bi-weekly messages are sent to staff then copied to the Board with information pertaining to the week's events. Bertrand asked the Board to think about the content and structure of the bi-monthly reports. Members also had positive feedback about their receipt of Bertrand's communications to staff.

OE-4: Bertrand reviewed the information pertaining to the IASB Strategic Plan and the metrics which relate to member satisfaction and participation. He stated that as staff retire, new job descriptions will be reviewed to ensure staffing needs align with the goals of the Strategic Plan.

OE-7: Bertrand stated that IASB has some contracts that extend beyond the fiscal year which include the Chicago hotels for the Joint Annual Conference.

OE-9: Bertrand reviewed the two major data points, membership retention and Joint Annual Conference registration, that make up a substantial portion of IASB's revenue.

Action: Michelle Skinlo moved, seconded by Chris Buikema, to approve OE-3, OE-4, OE-7 and OE-9 as in full compliance as presented; motion carried.

BOARD LEARNING:

FY 19 Budget Update

Treasurer Linda Eades reviewed the January Financial Report and the corrected Executive Summary which was distributed. She stated that total assets are \$12,426,965 and current liability total \$4,124,350. The year-to-date dues receipt are \$4,347,108 and the member equity is currently \$8,245,734. Cash position is above the mandated cash floor and total value of investments are around \$3.8M. Eades informed the Board that she met with Executive Director Tom Bertrand and Chief Financial Officer Jennifer Feld to review IASB finances.

Bertrand stated that \$1M was transferred to investments in July 2018 due to the market volatility and the market will continue to be monitored with the review of financial decisions.

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FY20 Budget Assumptions

Executive Director Tom Bertrand stated that budget meetings have been set with all department leaders.

Bertrand stated that there are three key variables for revenue for the FY20 Budget which are members' dues (membership retention), JAC revenue (election year versus non-election year), and **PRESS/PRESS PLUS** subscriptions.

Conversation with Board of Director Update

Executive Director Tom Bertrand stated that the report which was distributed to the Board was a summary of conversation which he had with each Director except for two due to meeting schedule conflicts. This report may change once he has the opportunity to meet with them.

Bertrand reviewed the key topics in the report and explained that the same questions were asked to each Director. Some common topics between the Directors were: different opportunity for growth, enhancing marketing efforts, member engagement, and connecting with the different divisions.

A discussion took place regarding reconfiguring division boundaries due to districts' demographics.

Bertrand thanked the Board for meeting with him one-on-one and the Board Members responded that this report will help open communication between the Board of Directors.

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 the phases of **PRESS Plus**, new developer for IASB website, job description changes, analysis of current dues formula, growth in federal advocacy and school safety, and Engage 21 outreach program.

Bertrand also reviewed the ECRA dashboard sheet that was presented in the packet stating that this dashboard can bring information to IASB members in the future. He stated that he would like feedback from the Board if this is a tool they believe can benefit IASB's visibility and transparency with the members.

A discussion took place on the benefits this dashboard may have to IASB's members and that the dashboard was easy to navigate.

Engage 21 Outreach Program Update

Executive Director Tom Bertrand commended Associate Executive Director Dean Langdon and staff for their efforts pertaining to the Engage 21 outreach program for connecting with 21 IASB divisions through the Field Services staff.

Bertrand explained that the Engage 21-Board of Directors form that was presented in the packet is the outreach program extended to the Board of Directors.

Associate Executive Director Dean Langdon detailed the outreach program explaining that each division would receive a packet if the Director would like to participate. Each packet would name a district with a

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description of IASB events attended by that district and questions used as guidelines to ask each district's board president. A final report of feedback received from districts will be reviewed at the June Board of Directors meeting.

Division Meeting Schedule and Report

Executive Director Tom Bertrand reviewed the Registration Summary Report stating that in the future a composite report will be shared regarding feedback from the Fall and Spring Division Dinner meetings. Registration for the 2019 Fall Division Dinner meetings is going well.

Vision 20/20 Update

Executive Director Tom Bertrand asked if the Board had any questions regarding Vision 20/20 from his previous report in the Result Indicator, R-2. No questions were asked.

Staffing Update

Executive Director Tom Bertrand reviewed the staffing report presented in the packet stating that there has been a new hire in Policy Services. Katrina Batrone will be joining IASB on March 18 as the administrative assistant in Policy Services due to Christine Crilly's retirement which has left this position vacant with the move of staff members.

He also stated that Executive Searches will be hiring to replace Catherine Finger.

2018 Joint Annual Conference Review

Executive Director Tom Bertrand stated that that Meetings Management Director Carla Bolt is busy closing out the 2018 Joint Annual Conference. There were roughly 9,000 attendees and Bertrand stated that record keeping for the Conference has become more accurate since 2015. He stated that popular topics at this Conference were school safety, social/emotional stability, collective bargaining, and legislative issues. He commended Bolt and her staff for a good 2018 Conference.

2019 Joint Annual Conference Update

Conference Co-Chair David Rockwell informed the Board that the hotel meeting, that took place on Friday, March 1, went well.

Rockwell reviewed different aspects of the Conference with the Board such as number of rooms needed, hotel parking, Conference app, and General Session speakers.

IHSA Report

Due to his absence at the meeting, Mark Harms gave his IHSA report to the Board of Directors on the previous evening. He stated that IHSA is looking to possibly change the schedule for the state basketball series. He went into details regarding the new schedule if adopted. A discussion took place regarding the pros and cons of the new one-weekend schedule.

Service Associate Report

Jason Vogelbaugh thanked everyone for making him feel welcomed at his first Board of Directors' meeting.

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Vogelbaugh stated that the Service Associates' Executive Committee is asking the Board for approval to add an additional category "Special Project Engineering Solutions" to the EEE awards program which will showcase the enhancement of buildings.

The Board of Directors approved by consensus to allow the Service Associates' Executive Committee to add "Special Project Engineering Solutions" as a new category in the EEE awards program.

Vogelbaugh explained to the Board that new organizations may be able to work with K-12 school districts due to possible law changes. The Service Associates' Executive Committee is asking for approval to change language in the Service Associate by-laws, if law does change, regarding the eligibility requirements of new applicants. The new requirement to become a service associate would be that the company would need one year of business experience with Illinois public school districts.

The Board of Directors approved by consensus to allow the Service Associates' Executive Committee to change language in the Service Associates' by-laws, if law changes, affecting the requirement for new applicants to have to work for Illinois public school districts for one year.

Legislative Report

Deputy Executive Director Ben Schwarm described a busy spring legislative session with the new Governor, 50 new legislators, and the introduction of over 6,000 new bills. Schwarm stated that funding for the education in the 2019 state budget is good.

Schwarm stated that the teacher's minimum salary bill will be going to committee this week and he reviewed the rippled affect it may have on school districts if passed. Schwarm stated that issues that the Alliance are watching include the TRS 3% cap bill, Illinois teacher shortage, and emergency plans. Bills are being introduced for each of these issues.

Policy Review Committee Update

Vice President Tom Neeley stated that the Policy Review Committee had a very productive meeting on Friday, March 1. He stated that Consultant Angie Peifer has done a lot of work regarding a succession plan in case of an emergency. The final draft of this governance policy will be reviewed by the Executive Committee in April.

Neeley stated that the policy for the Executive Searches Committee has been reviewed and is now being reviewed by General Counsel. This policy will be reviewed by the Executive Committee in April.

NSBA Advocacy Institute Update

President Joanne Osmond stated that she attended the Advocacy Institute with Executive Director Tom Bertrand, Vice President Tom Neeley, Immediate Past President Phil Pritzker, Deputy Executive Director Ben Schwarm, and Governance Relations Director Susan Hilton. She stated that talking with the legislators is always a good experience.

2019 Alliance Leadership Summit Update

President Joanne Osmond stated that the Alliance Leadership Summit took place on February 26-27 in Springfield and the attendance was good.

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NSBA Annual Conference

Executive Director Tom Bertrand stated that the NSBA Conference will take place March 30-April 1 in Philadelphia. He stated that the Delegate Assembly will take place on March 29 and one topic that will be addressed at the Delegate Assembly is the proposed NSBA dues changes for state associations. He stated that some state associations are questioning the dues formula, NSBA budget, and NSBA expenditures. Bertrand stated that some associations have sent letters regarding these opposing topics and that some feel that the membership is not being heard.

A discussion took place regarding NSBA, IASB's membership, and Illinois school district's memberships.

President Joanne Osmond stated that IASB will be hosting an Illinois reception on Friday, March 29. Invitation with all details can be found in the packet.

NSBA Summer Leadership Seminar

The NSBA Summer Leadership Seminar will take place August 15-18 at The Fairmont, Chicago.

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 Joanne Osmond 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.

Recognition of Retiring Board of Directors

President Joanne Osmond presented Ann Dingman with a Board of Directors' plaque for her service to the Board. Osmond thanked Dingman for her time and dedication 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 information received in the meeting packet were: Staff Organizational Chart, Direct Deposit Form, Board of Directors' Future Meeting Schedule, JAC District Housing Informational Form, 2019 NSBA Executive Directors' Institute, and 2020 NSBA Advocacy Institute.

Adjournment

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