

Board of Directors' Meeting Minutes

Saturday, June 16, 2018

IASB Board of Directors' Meeting

IASB Office, Springfield, Illinois

Present:

Joanne Osmond	President	Lake Villa
Thomas Neeley	Vice President	Morton
Phil Pritzker	Immediate Past President	Wheeling
Barbara Somogyi	North Cook	Elk Grove Village
Carla Joiner-Herrod	West Cook	Broadview
Chris Buikema	Northwest	Rock Falls
Denis Ryan	South Cook	Orland Park
Dennis Inboden	Wabash Valley	Robinson
Glen Eriksson (<i>Ex-Officio</i>)	Service Associates Representative	Grayslake
Janet Neff (<i>for David Rockwell</i>)	Blackhawk	East Moline
John Metzger	Egyptian	Benton
Kelly Nowak (<i>for Mary Stith</i>)	Kishwaukee	Geneva
Linda Eades	Treasurer/Kaskaskia	Hettick
Marc Tepper (<i>for Ann Dingman</i>)	Lake	Buffalo Grove
Mark Christ	Southwestern	O'Fallon
Mark Harms	Corn Belt	Flanagan
Michelle Skinlo	Illini	Mattoon
Rob Rodewald	Three Rivers	Bourbonnais
Rodney Reif (<i>for Tracie Sayre</i>)	Two Rivers	Carrollton
Sheila Nelson	Shawnee	Cairo
Thomas Ruggio	DuPage	Woodridge
Tim Custis	Central Illinois Valley	Washington
Tom Shafer (<i>for Sue McCance</i>)	Western	Cuba

Absent:

Bill Alexander	Abe Lincoln	New Berlin
Simon Kampwerth	Starved Rock	Utica

Recording Secretary Chris Montrey

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Introductions and Announcements

President Joanne Osmond called the meeting to order at 8:35 a.m. She welcomed the Board of Directors and division leaders who were representing their division in the absence of the IASB Board of Director to the June 2018 meeting. Each member introduced themselves and gave a brief background of their interest and history with their school boards.

Additions to and Approval of Agenda

No additions were added to the June 16, 2018 agenda.

Action: Michelle Skinlo moved, seconded by Chris Buikema to approve the June 16, 2018 meeting agenda as presented; motion carried.

Approval of March 3, 2018 Board of Director Meeting Minutes

No changes were recommended to the March Board of Directors Minutes.

Action: Rob Rodewald moved, seconded by Tim Custis, to approve the March 3, 2018 Board of Directors' Meeting Minutes as presented; motion carried.

Approval of Consent Agenda

Action: Barbara Somogyi moved, seconded by Mark Christ, to approve the Consent Agenda (President's Report; Executive Director's Report; the April 20, 2018 Executive Committee Meeting Minutes; FY 17/18 Membership Report; and Meeting Process Debrief) as presented; motion carried.

Monitoring Governance Culture – R-3 Member Advocacy

Executive Director Roger Eddy reviewed each section of the Result Indicator R-3 report and asked if there were any questions.

No questions or comments were made.

Barb Somogyi thanked Eddy for developing this format for the report and stated that the Result Indicators were great additions to the Board packet. Eddy commented that the Result Indicators were developed with the help from IASB staff. Somogyi stated that Eddy did a wonderful job of what was asked of him.

Action: Tom Ruggio moved, seconded by Mark Christ, to approve Result Performance Indicator R-3 as presented; motion carried.

Monitoring Reports – Operational Expectations

Executive Director Roger Eddy explained that the Operational Expectations (OE) get reviewed at least once a year, following the Work Calendar schedule, depending on their subject. Eddy proceeded to review each OE and asked for questions and comments with each.

OE-5: Eddy reviewed the IASB hiring process including that the Deputy Executive Director and department head conduct interviews and check references.

No comments or questions were made.

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OE-6: Eddy reviewed each Result Indicator and detailed underlying resources of IASB. He reviewed staff compensation, budget calculations, financial details, Royalty Programs, and member fees.

No questions or comments were made.

OE-8: Eddy reviewed insurance coverage and maintenance schedule.

A discussion took place regarding cyber liability and the servers used to better protect crucial information.

Action: Mark Harms moved, seconded by Tim Custis, to approve OE-5, OE-6, and OE-8 as presented and in full compliance; motion carried.

FY18 Budget Update/Financial Report

Treasurer Linda Eades reviewed the April 30, 2018 Financial Report. The cash balance at the end of April was \$2.9M and investment totaled \$3.6M. The member equity is \$7.1M which is an increase of \$955K from the beginning of the year member equity. Cash position at end of April is at \$6.5M and well above the estimated amount of \$5.0M and also well above the established cash floor of \$2.7M. Eades stated in regards to the investment report that it is important to look at the long-term amount invested. This might be a good time to think about increasing the amount in investments. The actual surplus at the end of FY18 budget year should be around \$450K in the black as opposed to the original budget estimate of around \$140K. She added that the audit will take place in July with an Audit Committee meeting in August. She thanked Executive Director Roger Eddy, Chief Financial Officer Jennifer Feld, and staff for their help and hard work throughout this fiscal year.

Eddy explained that the projection of this budget at the end of the year will be in the black and that IASB is in a good financial position to support association services and technology moving forward. Eddy reviewed the investment report in detail pointing out investment amounts made in past years starting in 2013.

FY19 Budget Presentation and Approval

Executive Director Roger Eddy reviewed the FY19 Budget assumptions. He detailed major revenue estimates for FY19 including dues, Conference revenue, and member services. He explained that amounts estimated are from looking at the last non-election year budget. Eddy proceeded to explain each aspect of the budget including:

- Dues – Affiliate programs and new members

- Royalty Programs – NSBA Rx Program, Dotcom Therapy, NaviGate, IEC, WCSIT, and ISDA

- Member Services – Policy, PRESS, and Board Development

- Expenses – Staff compensation, health insurance premiums, website, and programs (free Equity Event)

A question was asked regarding the revenue for Division Dinner meetings. Eddy stated the budget line item for Division Dinner meetings is a “break even” approach and try to keep revenue and expenses at a balance.

Action: Tim Custis moved, seconded by John Metzger, to approve FY19 Budget as presented; motion carried.

IASB Signatories

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Executive Director Roger Eddy explained that the updated signatory document that was distributed at the meeting included the removal of his name and addition of Executive Director Select Dr. Tom Bertrand as of July 1, 2018. Eddy reviewed the financial institutes and the signatories that were listed on the document.

Action: Rob Rodewald moved, seconded by Chris Buikema, to approve IASB Signatories as presented; motion carried.

Annual Work Calendar Approval

Consultant Angie Peifer reviewed the Annual Work Calendar and noted the changes being made.

Action: Carla Joiner-Herrod moved, seconded by Rob Rodewald, to approve Annual Work Calendar as presented; motion carried.

Service Associates Report

Glen Eriksson reviewed the Service Associates Report stating that there are two companies recommended by the Service Associate's Executive Committee, which met on April 28, to be invited to become an IASB Service Associate. Eriksson stated that there are 79 service associates and this is the largest number of Services Associates in the last 10 years.

The two companies to be invited to become Service Associates are:

- DecisionInsite, LLC., from Irvine, California
- Room Ready, from Normal, Illinois

Action: Chris Buikema moved, seconded by Sheila Nelson, to approve extending invitations to DecisionInsite, LLC, and Room Ready to become service associate members; motion carried.

BOARD LEARNING:

IASB Board of Directors Self Evaluation Review

Consultant Angie Peifer reviewed the Board of Directors Self Evaluation which was conducted on the previous evening and stated that results from the evaluation will be posted on BoardBook.

Executive Director Evaluation Process Review

Consultant Angie Peifer reviewed the Executive Director's evaluation process which will take place at the August meeting. Peifer stated that since Executive Director Select Dr. Tom Bertrand will be starting in his position as IASB Executive Director as of July, this evaluation will be more of a discussion with him than an actual evaluation. The change was noted on the Work Calendar for this year.

Legislative Report

Deputy Executive Director Ben Schwarm provided a legislative update stating that the legislative session is over and a full year Illinois budget has been passed. Schwarm stated that the budget included \$350M for school funding, however, \$50M of this amount will be for property tax relief.

Schwarm continued to explain in detail the new three percent end of career pay caps for the Teacher Retirement System (TRS). The budget implementation bill includes three major changes to TRS including: optional buyout, cost of living adjustment, and end of the year salary increase limits.

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A discussion took place regarding these changes and what cost will become the district's responsibility if this bill passes. Executive Director Roger Eddy explained that there were no committees or public hearings to discuss any concerns or details related to this bill.

Other bill items that Schwarm informed the Board on were:

P.E mandates – will require 150 minutes minimum for P.E. a year. This is a departure from the relief granted to the P.E. mandate made just a year ago.

Teacher salaries – minimum increase to \$40,000 for starting teacher salaries per year. Discussion took place regarding additional costs to districts and the ripple affect it may have with the TRS bill previously discussed regarding the three percent salary cap.

Substitute teacher shortage – new certification for short-term sub certificates include a requirement of an associate's degree or 60 college credit hours plus increases maximum days worked per year to 120 days for retired TRS members.

Dual credit certificates – teachers will not have to have a master's degree to teach dual credit courses under certain circumstances.

School Safety – school code will define the position of resource officer in the school districts and will mandate schools to have "active shooter" drills with students present.

IHSA Report

Mark Harms, IHSA Representative, reported on the last IHSA Board meeting. Harms distributed two separate reports: Minutes of the Ad Hoc Committee on Classification Meeting (April 25, 2018) and Concussions Reported from Schools 2017-2018. Harms stated that IHSA reported that yearly revenue is down due to lack of attendance at regular games and sectional games at host sites, however, attendance has increased at the state series.

Harms reviewed the Concussion Report that he distributed as a discussion took place regarding the type of sports compared to the number of concussions reported.

Also, Harms reviewed the Ad Hoc Committee Report regarding classifications including: school enrollment classification, a waiver for multipliers for private versus public schools, and rules regarding classification increase with consecutive state championship wins.

2018 JAC Review – Leadership: Sharing the Vision

Co-Chairs Dennis Inboden and Sheila Nelson reviewed the 2018 Joint Annual Conference. Registration fees for the 2018 JAC are set at \$485 for advance registration and \$510 for onsite registration. The Co-Chairs also reviewed panel sessions, exhibitor booths, Pre-Conference Workshops, and General Assembly speakers. More detailed updates will be given at the August meeting.

Questions were asked about the hotel parking fees. Meeting Management Director Carla Bolt informed the Board of the fees for each hotel which will be a decreased amount from previous years.

Policy Review Ad Hoc Committee Update

Vice President Tom Neeley reviewed the Policy Review Ad Hoc Committee meeting that took place in April via GoToMeeting. Members of this committee discussed how to connect with owners and how better to look at the role of each local board member.

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Neeley stated that President Joanne Osmond would like to make this Ad Hoc committee a permanent committee which led to a discussion on the process of changing the constitution to make this a standing committee.

The Board of Directors agreed, due to the timing of the Resolution Committee meeting, that they would issue authority to the Executive Committee to establish language for the IASB Constitution and a Policy Review Committee so that the timeline for the Resolutions meeting is met.

Action: Mark Christ moved, seconded by Dennis Inboden to approve authority to the Executive Committee to establish a Policy Review Committee and approve language for changes to the IASB Constitution; motion carried.

Staffing Update

Executive Director Roger Eddy reviewed the staffing update report.

He also announced the retirements of Mailroom Supervisor Ed Blair and Field Services Director Larry Dirks, both retiring as of June 30, 2019.

Eddy also reviewed the July Staff Organizational Chart and explained in detail the positioning of different staff members.

AGT Transition Work

Executive Director Roger Eddy stated that Board Development Consultant Angie Peifer will be a consultant through AGT as of July 1 and not be employed with IASB. Peifer will be working with the Board of Directors' work sessions, Plus/Delta, new board orientation, governance policies, Board self-evaluation, executive director's evaluation, plus other Board work.

Vision 20/20 Update

Executive Director Roger Eddy stated that there will be a Vision 20/20 meeting on August 9 with Ralph Grimm. This meeting will discuss the process to refocus Vision 20/20 for the future.

Royalty Program Update

Executive Director Roger Eddy reviewed the Royalty Programs: BuyBoard, TIPS, Guard911, and FinalCode.

2018 NSBA National Conference Review

President Joanne Osmond gave an update on the NSBA's Annual Conference which was held in San Antonio on April 7-9. She stated that IASB took an active role in the NSBA resolutions at the Delegate Assembly and the conference sessions were very good. She distributed NSBA Delegate Assembly certificates to the Delegates.

Vice President Tom Neeley added that the conference had outstanding sessions this year and interesting speakers.

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Executive Director Roger Eddy added that Executive Director Select Dr. Tom Bertrand was able to attend the NSBA Annual Conference and had the opportunity to meet many people he will be working with in the future with IASB.

2018 Equity Event Review

Executive Director Roger Eddy recognized Associate Director Dean Langdon for his work on the Equity Event. Eddy stated that the Equity Event in April was a success and he had received positive feedback regarding this first time event.

A discussion took place regarding future Equity Events and the possibility of moving them to central Illinois. Langdon stated that a 2-year calendar for this event has been established and thanked staff for their time toward this event.

2018 NSBA Executive Directors' Institute

Executive Director Roger Eddy stated that Executive Director Select Dr. Tom Bertrand will be attending the NSBA Executive Directors' Institute in Miami on July 29-August 1.

2018 NSBA Summer Leadership Seminar

Executive Director Roger Eddy stated that the NSBA Summer Leadership Seminar will take place at the Fairmont Hotel in Chicago on August 16-19. Officers will receive an agenda for the seminar at the July Executive Committee meeting.

Transition Update

President Joanne Osmond read thank you notes from Executive Director Roger Eddy and his wife Becca.

Eddy thanked the Board for the nice retirement reception and reflected on the evening.

Eddy stated that Executive Director Select Dr. Tom Bertrand's transition is going well. Bertrand has joined him at many meetings such as: WCSIT, ISDA, ISDLAF, and IEC meetings.

Bertrand thanked the Board for allowing him the opportunity to have this transition time with Eddy and that he has met with each staff member. He thanked Eddy and his wife Becca for being so kind and taking the time for him and his wife Michelle.

Executive Session – Executive Director Select Update

President Joanne Osmond led the meeting into closed session to discuss the Executive Director Select Dr. Bertrand's contract.

Action: Mark Harms moved, seconded by Chris Buikema, to approve that the June Board of Directors' meeting be moved into closed session at 11:35 a.m; motion carried.

Resume Open Session

Action: Dennis Inboden moved, seconded by Mark Christ, to approve the June Board of Directors' meeting resume in open session at 11:50 am; motion carried.

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Approval of Executive Director's Contract

Action: Tim Custis moved, seconded by Tom Ruggio, to approve a three year contract for Executive Director Tom Bertrand with a starting date as of July 1, 2018; motion carried.

Other:

Review Issues Pending

Administrative Assistant Chris Montrey reviewed all action items approved for the June 16, 2018 meeting.

Confirm Future Meeting Dates

Executive Director Roger Eddy reviewed the meeting dates for the future Board meetings stating that the August meeting will take place in Effingham.

Meeting Process Debrief

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

Additional Information

Additional information received in the meeting packet were: organizational chart, direct deposit form, Conflict of Interest form, Officers' Candidate form, JAC Homeroom Greeter form, IASB Future Meeting Dates, 2019 NSBA Advocacy Institute, 2019 Alliance Leadership Summit, and 2019 NSBA Annual Conference.

Adjournment

Action: Motion was made and seconded to adjourn the meeting; President Joanne Osmond adjourned the meeting at 12:00 p.m.; motion carried.