

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

IASB Board of Directors' Meeting

Thelma Keller Convention Center, Effingham, 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
Bill Alexander Abe Lincoln New Berlin
Carla Joiner-Herrod West Cook Broadview
Chris Buikema Northwest Rock Falls
David Rockwell Blackhawk Rock Island
Denis Ryan South Cook Orland Park
Dennis Inboden Wabash Valley Robinson
John Metzger Egyptian Benton
Linda Eades Treasurer/Kaskaskia Hettick
Marc Tepper (*for Ann Dingman*) Lake Buffalo Grove
Mark Christ Southwestern O'Fallon
Mark Harms Corn Belt Flanagan
Mary Stith 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:

Glen Eriksson (*Ex-Officio*) Service Associates Representative Grayslake

Recording Secretary Chris Montrey

Prior to Meeting

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

Each Board of Director introduced themselves and President Joanne Osmond reviewed the "Discussion with the Executive Director" from the previous evening. She explained that a discussion took place with Executive Director Tom Bertrand instead of an evaluation due to him starting his position in July. She reviewed the Strategic Priorities brought before the Board of Directors by Bertrand and how these are linked to the organization's performance and the monitoring process.

Introductions and Announcements

President Joanne Osmond called the meeting to order at 8:46 a.m. She welcomed the Board of Directors to the August 2018 meeting.

Additions to and Approval of Agenda

An addition was made to the August 25 Agenda adding the Nominating Committee Report.

Action: Bill Alexander moved, seconded by Simon Kampwerth to approve the August 25, 2018 meeting agenda with addition; motion carried.

Approval of June 16, 2018 Board of Director Meeting Minutes

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

Action: Mark Harms moved, seconded by Chris Buikema, to approve the June 16, 2018 Board of Directors' Meeting Minutes as presented; motion carried.

Approval of Consent Agenda

No items were moved from the Consent Agenda.

Action: Barb Somogyi moved, seconded by Denis Ryan, to approve the Consent Agenda (President's Report; Executive Director's Report; the July 6, 2018 Executive Committee Meeting Minutes; FY 18/19 Membership Report; and Meeting Process Debrief) as presented; motion carried.

Result Performance Indicators – R-1 Mega Result/Mission

Executive Director Tom Bertrand reviewed each section of the Result Indicator R-1 report and asked if there were any questions.

Section I - **PRESS** Plus subscription are up and BoardBook doing well.

- II – Field Services department is focusing on engagement outreach and the value to our members.
- III – The Equity Event, held by the Board Development department, was successful and IASB has received outstanding feedback. Bertrand commended Member Services Associate Executive Director Dean Langdon and staff for their time focusing on this first-time event.
- IV – Governmental Relations department stay busy reviewing all the Illinois education legislation. This department also produces the Legislative Report which is sent to all members.
- V – The Executive Searches department handles about a quarter of all executive searches in Illinois and holds three Professional Advancement Seminars a year.
- VI – Phone call data including question categories is included with this section. The Office of General Council contend with many issues that may affect school districts including conceal carry, social media, sexual harassment, and FOIA phishing.

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

- VII – The Communications departments is working on an IASB website redesign and researching IASB social media content for our members.
- VIII – Meetings Management is a very efficient department that is busy preparing for the 2018 Joint Annual Conference in November.

Bertrand thanked the Board of Directors for the conversation that took place at the “Discussion with the Executive Director” regarding the Strategic Priorities and the Monitoring Reports giving him direction on moving forward with IASB.

No recommendations for change were made.

Action: Rob Rodewald moved, seconded by Simon Kampwerth, to approve Result Performance Indicator R-1 as presented; motion carried.

Monitoring Reports – Operational Expectations

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

OE-1: Bertrand stated that human resource’s procedures will be reviewed.

OE-2: Bertrand explained the language changes to this document are to be consistent with him designating three executive staff members to assume his responsibilities in case of an emergency. He also stated that signatories will not change since there are numerous individuals designated to sign checks.

OE-7: Bertrand stated that IASB’s financials are in full compliance per the July 2018 audit.

OE-9: Bertrand stated that the Communications department is reviewing procedures for media inquiries about the Joint Annual Conference.

No questions or edits were recommended by the Board.

Action: Tim Custis moved, seconded by Dennis Inboden to approve OE-2 with edits; motion carried.

Action: Mark Christ moved, seconded by Bill Alexander, to approve OE-1, OE-2, OE-7 and OE-9 as in full compliance; motion carried.

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

President Joanne Osmond reviewed each Governance Culture (GC) and Board/Executive Director Relationship (B/EDR) document.

GC-1: No changes were recommended.

GC-2: No changes were recommended.

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

GC-3: Osmond reviewed language changes that were presented and approved by the Executive Committee stating that this new language clarifies the role of the Directors. She stated that General Council Kimberly Small recommended a change to this new language.

Change to be made would be:

3b. remove “provide an interconnection” and replace with “foster engagement”.

Board agreed on new language changes.

Action: Mark Christ moved, seconded by Bill Alexander to approve GC-3 with edits; motion carried.

GC-6: Osmond reviewed changes to GC-6E, the Annual Work Plan stating that the different committee meetings will not be stated individually but as “Committee Meetings as Needed”. She also reviewed the “Board Team Building” added to 1st Quarter.

B/EDR-3: No changes were recommended.

B/EDR-4: Osmond reviewed the edits approved by the Executive Committee which were the addition of 3b. and 4b. “provided adequate, timely monitoring data and reports”.

Osmond thanked the Policy Review Ad Hoc Committee members for all their hard work and time reviewing the governance policies.

Action: Tom Ruggio moved, seconded by Rob Rodewald, to approve GC-1, GC-2, GC-3, GC-6, B/EDR-3 and B/EDR-4 as presented and in compliance; motion carried.

Governance Work Calendar

Consultant Angie Peifer stated that the calendar is a living document and will change as the needs of the Board change. She also stated that a second action was not necessary since this document was approved with GC-6.

Service Associate Report

In the absence of Glen Eriksson, Executive Director Tom Bertrand reviewed the Service Associates Report stating that there was one company, BMO Harris Bank, recommended by the Service Associate’s Executive Committee to be invited to become a service associate.

A discussion took place regarding the review of established service associates. Service associates are reviewed only if there is an issue or concern.

Action: David Rockwell moved, seconded by Phil Pritzker, to approve extending an invitation to BMO Harris Bank to become service associate members; motion carried.

Audit Report Review and Approval

Treasurer Linda Eades stated that the Audit Committee met on Friday, August 24 with Jim Hogge from Eck, Shafer, and Punk to review the audit which took place in July 2018, stating that no issues were found.

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

She proceeded to review the Audit Report in detail. No recommended changes were made for the Audit Report from the Board of Directors.

Eades thanked the IASB Audit Committee members for their time and also thanked the IASB staff for the preparation of a smooth audit.

Action: Tim Custis moved, seconded by Rob Rodewald, to approve the Audit Report as presented; motion carried.

BOARD LEARNING:

Monthly Financials and FY 18-19 Budget Update

Executive Director Tom Bertrand reviewed the June 2018 Financial Report stating that IASB cash position is in good standing since many members paid membership dues and Conference fees before June 30.

Vice President Tom Neeley reviewed the investment amounts stating that total amount invested as of 2015 were \$2M and the current value of investments are \$2.9M. He stated that additional cash will be invested.

Executive Director Tom Bertrand confirmed that additional cash in the amount of \$1M was invested.

Chief Finance Officer Jennifer Feld added that current total investment earnings are roughly \$4M.

Legislative Report

Deputy Executive Director Ben Schwarm stated that the Governor will be taking action on some pending bills next week looking at issues such as: meals for student, minimum teacher salary, and immigration safe zones. Schwarm reviewed some of the bills that had been recently vetoed regarding curricular mandates such as emotional intelligence, work ethic, and physical education. IASB staff members met with Illinois legislators regarding the TRS three percent salary cap. Also, the law enforcement drill bill was passed with amendments.

Schwarm stated that the IASB website is updated as each bill is signed to keep members current on legislation.

Schwarm also stated that some of the Board Members and staff members have met this summer with Illinois congressmen regarding federal legislation.

IHSA Report

Mark Harms, IHSA Representative, reported on the last IHSA Board meeting which took place on August 20.

Discussion took place regarding IHSA issues such as social economic factors for classification of schools, video gaming as a new IHSA sanctioned sport, and the transgender monitoring process.

2018 JAC Review – Leadership: Sharing the Vision

Co-Chairs Dennis Inboden and Sheila Nelson reviewed the 2018 Joint Annual Conference. Nelson stated that registration is consistent with previous years. She continued to give details regarding hotel

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

reservations and exhibit booths. She also stated that Board of Directors will again this year talk with exhibitors to receive feedback.

Inboden reviewed the list of Pre-Conference Workshops and encouraged members to attend these sessions.

A discussion arose regarding the Chicago school tours that once were offered at the Joint Annual Conference and if IASB could consider bringing this event back with tours of Chicago suburbs.

2019 Conference Registration Fees

Executive Director Tom Bertrand stated that 2019 Joint Annual Conference registration fees will be determined after the 2018 numbers are finalized.

IASB Resolutions' Committee Report

Vice President Tom Neeley reviewed the Resolutions Report which was presented in the packet stating that the Resolutions meeting took place in Lisle on August 3. Eight resolutions were reviewed at this meeting. Neeley reviewed the meeting's discussion and issues stating that some of the main topics were school safety, gun mandates, mental and health needs, and federal funding. Three resolutions regarding school safety were combined into one resolution.

A discussion took place regarding school safety including building safe guards. Deputy Executive Director Ben Schwarm stated that the Illinois Task Force has a list of physical attributes for school safety for districts to review.

Policy Review Ad Hoc Committee Update-NSBA Resolutions' Proposals Update

Vice President Tom Neeley reviewed the Policy Review Ad Hoc Committee meeting and the changes to IASB policies. He added that changes to NSBA resolutions would include a change regarding discrimination categories.

President Joanne Osmond reviewed last year's NSBA resolutions which were distributed to the Board of Directors. She informed the Board that at the 2018 NSBA Delegate Assembly, IASB will present a new resolution stating all classifications so that each resolution that regards discrimination can refer to this new resolution listing all the classifications. NSBA's deadline for all resolutions is November which is before the next Board of Directors meeting. Board of Directors will need to take ACTION to allow the Executive Committee to approve the NSBA resolutions.

Osmond announced that at the NSBA Leadership Seminar Vice President Tom Neeley was elected to the NSBA National Nominating Committee and she was elected to the NSBA Resolutions and Policies Committee.

Action: Bill Alexander moved, seconded by Dave Rockwell, to authorize the Executive Committee to address discrimination language on the NSBA resolutions.

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

Staffing Update

Executive Director Tom Bertrand reviewed the staffing update report stating that IASB has 57 full-time employees and 9 part-time employees.

Fall Division Meeting Schedule Review

Executive Director Tom Bertrand reviewed the Fall Division meeting schedule stating that he will be attending ten meetings.

Royalty Program Update

Executive Director Tom Bertrand stated that Future Green Energy is a new program which deals in solar power and will not be in competition with IEC.

Vision 20/20 Update

Executive Director Tom Bertrand stated that there was a Vision 20/20 Reboot meeting on August 9 and appreciated the Board of Directors that participated in this meeting. He stated that the goal of Vision 20/20 is to take back the conversation regarding public education with a structure of the four pillars. The meeting reviewed educator shortage and funding.

Each Director that participated was given an opportunity to give feedback regarding the meeting. All directors shared good feedback and stated what they felt were the key points.

Discussion – 4th Quarter Board of Directors Meeting

Executive Director Tom Bertrand reviewed the Future Meeting Date Schedule that was presented in the packet noting that the June meeting had low attendance last year. He spoke of the suggestion that was brought forth from the Executive Committee to move the date and have a one-day meeting on a Saturday.

After a discussion, the Board of Directors decided to move the June 2019 meeting to June 8 as a one-day meeting.

Bertrand also stated that the July Executive Committee meetings have been moved to the following week from previous meeting dates due to the 4th of July holiday.

NSBA Executive Directors' Institute Update

Executive Tom Bertrand stated that he attended the NSBA Executive Directors' Institute in Miami on July 29-August 1. He thanked the Board for the opportunity to attend as this was a good networking opportunity for him.

2018 NSBA Summer Leadership Seminar

President Joanne Osmond stated that the NSBA Summer Leadership Seminar which took place at the Fairmont Hotel in Chicago on August 16-19 was a good seminar this year. She explained that state associations were invited to make a safety statement to the Federal Committee on School Safety during the General Assembly. She also stated that this seminar offered good speakers and networking.

Each Officer shared their feedback stating the substance of the seminar was much better than in the past including good presentations and a good poverty simulation.

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

A discussion took place regarding the simulation and if this could be brought to the division level of IASB.

NSBA Advocacy Institute

Executive Director Tom Bertrand stated that the NSBA Advocacy Institute will be on January 27-29, 2019 in Washington D.C.

Alliance Leadership Summit

Executive Director Tom Bertrand stated that the Alliance Leadership Summit will take place in Springfield, IL on February 26-27, 2019.

Nominated Committee Report

The Nominated Committee Report was added to the agenda with motion taken earlier in meeting.

Immediate Past President Phil Pritzker thanked the committee members: Bill Alexander, Sue McCance, Simon Kampwerth, Carla Joiner-Herrod, and Mary Stith.

Pritzker stated that after interviewing the current President Joanne Osmond and Vice President Tom Neeley, the Committee was in consensus that both candidates were very well qualified to serve a 2nd year as President and Vice President. Both candidates, Osmond and Neeley, will be recommended to the Delegate Assembly at the 2018 Joint Annual Conference.

Executive Director Discussion Results

President Joanne Osmond reviewed the Strategic Priorities which was brought forth by Executive Director Tom Bertrand on Friday evening's closed session meeting.

Vice President Tom Neeley stated that this is a working document and will change as the Association changes.

The Board of Directors were all in agreement to accept the Strategic Priorities.

Action: Dave Rockwell moved, seconded by Bill Alexander, to approve the Strategic Priorities brought forth by the Executive Director; motion carried.

Other:

Review Issues Pending

Administrative Assistant Chris Montrey reviewed all action items approved for the August 25, 2018 meeting.

Confirm Future Meeting Dates

Executive Director Tom Bertrand reviewed the meeting dates for the future Board meetings stating that the November meetings will take place in conjunction with the Joint Annual Conference.

Meeting Process Debrief

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

Board of Directors' Meeting Minutes

Saturday, August 25, 2018

Additional Information

Additional information received in the meeting packet were: Board Self-Evaluation Composite, Staffing Organizational Chart, Direct Deposit Form, JAC Homeroom Greeter Schedule, 2018 NSBA Central Regions Fly-In Meeting, and 2019 NSBA Annual Conference.

Adjournment

Action: Motion was made and seconded to adjourn the meeting; President Joanne Osmond adjourned the meeting at 11:20 a.m.; motion carried.