

Board of Directors' Meeting Minutes

Thursday, November 15, 2018

IASB Board of Directors' Meeting

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
Denis Ryan	South Cook	Orland Park
Dennis Inboden	Wabash Valley	Robinson
Glen Eriksson (<i>Ex-Officio</i>)	Service Associates Representative	Grayslake
Linda Eades	Treasurer/Kaskaskia	Hettick
Mark Christ	Southwestern	O'Fallon
Mark Harms	Corn Belt	Flanagan
Mary Stith	Kishwaukee	Geneva
Michelle Skinlo	Illini	Mattoon
Rob Rodewald	Three Rivers	Bourbonnais
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:

John Metzger.....	Egyptian	Benton
Sheila Nelson	Shawnee	Cairo

Recording Secretary

Chris Montrey

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Introductions and Announcements

President Joanne Osmond called the meeting to order at 3:35 p.m. She welcomed the Board of Directors to the November 2018 meeting and the Joint Annual Conference. She invited the Board of Directors to share in one word what they like best about Conference.

Additions to and Approval of Agenda

No additions were made to the November 15, 2018 Board of Directors meeting agenda.

Action: Dennis Inboden moved, seconded by Simon Kampwerth, to approve the November 15, 2018 meeting agenda as presented; motion carried.

Approval of August 25, 2018 Board of Director Meeting Minutes

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

Action: Rob Rodewald moved, seconded by Mark Harms, to approve the August 25, 2018 Board of Directors' Meeting Minutes as presented; motion carried.

Approval of Consent Agenda

No items were moved from the Consent Agenda.

Action: Dennis Inboden moved, seconded by Mary Stith, to approve the Consent Agenda (President's Report; Executive Director's Report; the October 5, 2018 Executive Committee Meeting Minutes; FY 18/19 Membership Report; and Meeting Process Debrief) as presented; motion carried.

Nominating Committee Report

Immediate Past President Phil Pritzker reviewed the Nominating Committee Report thanking the Nominating Committee members for their time and commitment. He stated as a result of the Committee's interviews in August, President Joanne Osmond and Vice President Tom Neeley will be the candidates presented for IASB's 2019 Officers at the 2018 Delegate Assembly on November 17.

Action: Bill Alexander moved, seconded by Sue McCance, to approve the Nominating Committee Report as presented; motion carried.

Items moved from the Consent Agenda

No items were moved.

Annual Work Calendar Approval

Consultant Angie Peifer reviewed the calendar noting the changes to each quarter of the calendar. "Board Team Building (as planned)" will be included in each quarter and a "Conversation with Executive Director: Strategic Planning" will be added to 1st quarter to allow for a review of goals from the year end and to 4th quarter to allow for a discussion of activities for the upcoming year.

Action: Tom Ruggio moved, seconded by Michelle Skinlo, to approve the Annual Work Calendar as presented; motion carried.

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Result Performance Indicators – R-4 Member Services

Executive Director Tom Bertrand reviewed the R-4 Member Services report stating that there was good conversation at the Executive Committee meeting in October regarding the format of the Governance Policies. Bertrand continued with details of the Service Associate program and the credentials needed to be approved by the Service Associate's Executive Committee to be invited to become a Service Associate.

Bertrand reviewed the Royalty programs listed in the report stating that Future Green Energy Consortium is the newest and that ISDLAF provides the highest revenues. He noted on the revenue chart, which stated that in year 2018, the revenue amount received from Royalty programs was \$876,319.

Bertrand commended Associate Executive Director Dean Langdon and staff for the flow and timeline prepared for the Engage 21 outreach effort. He reviewed the details of this effort stating that the Field Services Directors will choose one district from each division to have complimentary services extended to them.

Associate Executive Director Dean Langdon expanded on the details of Engage 21 including the services that would be offered.

Bertrand stated that new webinars will be offered in the future. In September, IASB offered a webinar regarding the Janus decision and in October, an Equity webinar took place.

Action: David Rockwell moved, seconded by Tom Ruggio, to approve Result Performance Indicator R-4 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-5: Bertrand reviewed the Salary and Benefits chart that was included. He stated that he appreciated Deputy Executive Director Ben Schwarm's work on the HR manual and procedures which included additional language pertaining to cyber security.

Bertrand reviewed the details of the TRS three percent salary cap and shared examples of how this cap may affect districts. He noted that there are 24 IASB employees that participate in the TRS system.

OE-10: Bertrand stated that there are currently 74 Service Associates and that the Service Associates' Executive Committee will be reviewing the details of their criteria for screening due to new legislation regarding three-party contractors.

Action: Simon Kampwerth moved, seconded by Tim Custis, to approve OE-5 and OE-10 as in full compliance; motion carried.

Policy Monitoring – Governance Culture, GC-5 Board Committees

An updated GC-5 was distributed to the Board of Directors which included the language recommendations from the Executive Committee meeting. Consultant Angie Peifer stated that GC-5 is not on the Work Calendar for review this quarter but was added to the November meeting packet due to the structure of the Policy Review Committee. Peifer reviewed the recommended language that was added for this new committee.

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Action: Simon Kampwerth moved, seconded by Dennis Inboden, to approve GC-5 as presented; motion carried.

Governance Policy Review – Governance Culture, Board/Executive Director Relationship, and Required Legal Supplement: 990

Consultant Angie Peifer explained that all of the RLS's being reviewed today have been reviewed by General Counsel Kimberly Small. Small recommended no changes for this review. Peifer reviewed each Governance Policy asking for any questions or comments after each:

GC-4: Peifer reviewed the recommended language changes which coincide with the changes to GC-5 due to the addition of the Policy Review Committee.

GC-7: No comments or recommendation were made.

GC-8: No comments or recommendation were made.

B/EDR-1: No comments or recommendation were made.

RLS-1, RLS-2, RLS-3, and RLS-4: No comments or recommendation were made.

Action: Simon Kampwerth moved, seconded by Mark Harms to approve GC-5, GC-7, GC-8, B/EDR-1, and RLS-1, RLS-2, RLS-3, and RLS-4 as presented; motion carried.

Policy Review Ad Hoc Committee Update – NSBA Resolution Proposal Approval

Vice President Tom Neeley reviewed the NSBA Resolutions presented in the packet. He stated Article VII includes a statement listing all protected classes which other resolutions will reference so that no protected class is disregarded. He commended the work of President Joanne Osmond and Deputy Executive Director Ben Schwarm.

President Joanne Osmond stated that she is looking forward to sitting on the NSBA Policy Review Committee.

Action: Tom Neeley moved, seconded by Sue McCance to approve NSBA Resolution Proposals which was approved by the Executive Committee at the October Executive Committee meeting and sent to NSBA by the deadline of November 10; motion carried.

ISDLAF+ Trustee Approval

Executive Director Tom Bertrand explained the ISDLAF+ Trustee approval form presented in the packet stating that he will be the IASB Trustee for the ISDLAF+ Board and needs full IASB Board of Director approval.

The Board of Directors approved Bertrand as the IASB Trustee for the ISDLAF+ Board of Directors.

Action: Simon Kampwerth moved, seconded by David Rockwell to approve Executive Director Tom Bertrand as the IASB Trustee on the ISDLAF+ Board of Directors; motion carried.

FY 18-19 Budget Update and Financial Report

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Treasurer Linda Eades reviewed the October Financial Report which was distributed during the meeting. She stated that current liabilities total \$6.8M and dues receipts are \$4.3M which is \$97K above the budgeted amount. Member equity is \$6.3M and the \$10.1M cash position is above the mandated floor. She continued reviewing the investment report stating that dividends for October were \$8.9K with total dividends for the year at \$31.4K, noting the additional transfer of \$1M to investments in July 2018.

IASB Resolutions Committee Report

Vice President Tom Neeley reviewed the Resolutions Committee report presented in the packet stating that the Delegate Assembly, taking place Friday, November 16, will be presented with IASB resolutions regarding safety issues. He stated that some of the issues related to security concerns are in regards to response times from emergency personnel. Neeley stated that he appreciates all the work that President Joanne Osmond and Deputy Executive Director Ben Schwarm did in reviewing the resolutions.

Schwarm stated that the security resolutions are controversial and the focus has been on the structure of the Delegate Assembly such as ballot voting, media, size of room, etc.

A discussion took place regarding the details of the Delegate Assembly and the voting process.

President Joanne Osmond thanked Rob Rodewald in serving as the Chairman of the Credentials Committee.

Legislative Report

Deputy Executive Director Ben Schwarm stated that with the change of administration in the Governor's office there is not much motivation for the current Governor to have many veto overrides during this veto session. Bills that will be refiled for next spring include the Teacher Salary bill and the Physical Education mandate. Schwarm explained in detail the TRS three percent pension cap and what affects it may have on districts.

IHSA Report

Mark Harms reviewed some of the items discussed at the last IHSA Board of Directors meeting including E-sports being added to the list of sanctioned sports. He stated that IHSA is reviewing the football program and looking at changes such as a conference realignment where districts will compete against other districts of same enrollment and location.

A discussion took place regarding eight-man football program.

Harms informed the Board that IHSA sanctioned activities are not just for athletics but include others student activities such as speech and debate.

2018 Conference Committee Report – Leadership: Sharing the Vision

Dennis Inboden reviewed the 2018 Joint Annual Conference information regarding general session speakers, panel sessions, pre-conference workshops, exhibit booths, safety seminar, delegate assembly, administrative professional seminar, and student art work display. He stated that a post-Conference survey will be sent to all members and stated the importance of this survey.

President Joanne Osmond reviewed the Conference schedule including the meal room, bookstore preview, and the President's receptions.

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IASB Strategic Priorities Update

Executive Director Tom Bertrand reviewed the quarterly update pertaining to the IASB Strategic Priorities. He stated that he plans to include an update for Board of Directors' meeting. He stated that the Administrative team has goals set for each department and reviewed progress in several areas including:

- Communications department will obtain proposals for prospective vendors for a website developer.
- Deputy Executive Director will be updating the HR Manual regarding selection of new employees.
- Equity Committee was formed and webinars are being developed.
- The continuing examination of current member dues structure.

Bertrand reviewed the details of the Equity Committee and the new webinar regarding collective bargaining stating that he is very pleased with the work of staff.

A discussion took place regarding the timing of **PRESS** Plus completion.

Bertrand reviewed the goal setting chart in the Strategic Priorities stating that participation from members on social media are on track and the Engage 21 program goals have been included. He stated that goals will be updated and will be changing as the year progresses.

Membership Dues Report

Executive Director Tom Bertrand reviewed the Added Value to Districts document which was presented in the packet stating that these districts are the largest dues paying districts which will be receiving additional complimentary services to their memberships. These districts make up three percent of IASB membership but 15 percent of total dues amounts. Tier A districts have dues that have been capped. Bertrand stated that IASB needs to determine what kind of dues structure is needed for the future and discussion with Chicago Public Schools regarding membership has been rescheduled.

Member Outreach Program

Executive Director Tom Bertrand credited Associate Executive Director Dean Langdon and staff for their work on the new outreach program, Engage 21. He stated that Field Services Directors have chosen 21 districts, one from each division, to benefit from this program. He informed the Board that he would like this program to expand to the Board of Directors' outreach having each director provide a district so that an additional 21 districts will be added for their member outreach. He stated that if the Board of Directors were interested in this program that a full discussion will take place at the March meeting.

Staffing Update

Executive Director Tom Bertrand stated that IASB is fully staffed and that Administrative Assistant Christine Crilly will be retiring as of March 5.

Fall Division Meeting Schedule Review

Executive Director Tom Bertrand stated that he attended 10 of the Division Dinner meetings and that he had received very positive feedback regarding the meetings. Registration was up from two years ago and about half of all districts were represented.

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Vision 20/20 Update

Executive Director Tom Bertrand stated that the draft of the Vision 20/20 report went out and feedback was due last week.

NSBA Central Region Fly-In Meeting Update

Executive Director Tom Bertrand stated that the central region Executive Directors met in October. A topic which was discussed at this meeting was NSBA policies.

Communications

President Joanne Osmond reviewed the Directors' Homeroom Schedule and the Future Board of Directors' Meeting Schedule.

Review Issues Pending and Confirm Decisions Made

Administrative Assistant Chris Montrey reviewed action items approved at the November 15, 2018 meeting.

Confirm next meeting date(s) and time

President Joanne Osmond confirmed the reorganizational meeting taking place Sunday, November 18 at 8 a.m.

Meeting Process Debrief

Consultant Angie Peifer led the board in a Plus/Delta feedback.

Additional Information

Included in the packet under additional information: Bookstore Preview date and time, Board of Directors' JAC Homeroom schedule, IASB Board of Directors Future Meeting Dates, 990 Tax Form, Director Deposit form, IASB 2018 Annual Report of Services, IASB staff organizational chart, and President Joanne and Bud Osmond's JAC reception invitations.

Dates given for the NSBA Advocacy Institute, Alliance Leadership Summit, NSBA Annual Conference, Executive Director Summer Institute, and NSBA Summer Leadership Seminar.

Adjournment

Action: Motion was made and seconded to adjourn the meeting; President Joanne Osmond adjourned the meeting at 5:11 p.m.; motion carried.