

# Board of Directors Minutes—November 19, 2009

## IASB Board of Directors' Meeting November 19, 2009 Hyatt Regency, Chicago

### Present:

Mark C. Metzger.....	President .....	Aurora
Joseph Alesandrini.....	Vice President.....	Pekin
Marie Slater .....	Immediate Past President.....	Wheaton
Carolynne Brooks .....	Treasurer/Wabash Valley .....	Noble
Ben Andersen.....	Northwest Division.....	East Dubuque
David Barton.....	Two Rivers.....	Nebo
Karen Carney .....	Kishwaukee.....	Bartlett
Roger Edgecombe.....	Abe Lincoln .....	Maroa
Karen Fisher.....	Starved Rock.....	Marseilles
Dale Hansen .....	Three Rivers.....	Grant Park
Mark Harms .....	Corn Belt.....	Flanagan
Felton Jose .....	Kaskaskia.....	Salem
Sue McCance .....	Western.....	Cuba
John Metzger .....	Egyptian.....	Benton
Jackie Mickley.....	Blackhawk .....	Erie
Tom Neeley .....	Central Illinois Valley.....	Morton
Joanne Osmond.....	Lake .....	Lake Villa
Roger Pfister .....	Shawnee .....	Murphysboro
Phil Pritzker .....	North Cook .....	Arlington Heights
Michelle Skinlo.....	Illini.....	Mattoon
Rosemary Swanson.....	DuPage.....	Wheaton
Dane Tippett .....	Southwest.....	Troy
Joanne Zendol.....	West Cook .....	Berwyn

### Absent:

Robert Bergland.....	Service Associates Representative .....	Chicago
Tariq Butt.....	Chicago Board of Education.....	Chicago
Tom Cunningham .....	South Cook .....	Orland Park

Time Keeper .....	Joanne Zendol
Recording Secretary.....	Carla Bolt

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### November 19 Agenda Approval

**Action:** Dale Hansen moved, seconded by Dane Tippett and carried unanimously, that the agenda be accepted with the addition of item 10a. Treasurer Speeches for the meeting conduct.

### August 29 Board of Directors' Minutes Approval

**Action:** Michelle Skinlo moved, seconded by Felton Jose and carried unanimously, that the August 29, 2009 Board of Directors' Minutes be accepted as printed and placed on file.

### Monitoring Reports

The board discussed the monitoring report from the previous meeting and no changes were suggested.

### November 19 Consent Agenda

**Action:** Tom Neeley moved, seconded by Karen Fisher and carried unanimously that the Consent Agenda items be accepted as contained in the meeting packet and placed on file.

### Monitoring Reports

#### ENDS/Mission, pages 27-31

This policy is in compliance at this time.

#### EXECUTIVE LIMITATIONS—Financial Condition, pages 32-40

This policy is in compliance at this time.

#### EXECUTIVE LIMITATIONS—Asset Protection, pages 41-42

This policy is in compliance at this time.

#### GOVERNANCE PROCESS—Governing Style, pages 43-44

This policy is in compliance at this time.

#### GOVERNANCE PROCESS—Annual Board Planning Cycle, pages 45-46

This policy is in compliance at this time.

#### FORM 990 COMPLIANCE—Conflict of Interest, pages 47-49

This policy is in compliance at this time.

#### FORM 990 COMPLIANCE—Whistleblower, page 50

This policy is in compliance at this time.

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### FORM 990 COMPLIANCE—Document Retention/Destruction, page 51

This policy is in compliance at this time.

### FORM 990 COMPLIANCE—Process for Determining Compensation, page 52

This policy is in compliance at this time.

### IASB Director Representation

The board reviewed current practices and procedures of the Divisions and decided no change was needed in the current procedures.

### BoardBook Review

Currently the entire board has access to boardbook and is working to learn the software. A new version is due out very soon. Everyone will be notified electronically when the new version is available.

### Annual Conference Committee Report

Conference Co-Chairs John Metzger and Joanne Zendol reported on the departmental pre-conference meetings held with each of the headquarters hotels, Hyatt Regency and Sheraton Chicago, on Wednesday, November 18. The purpose of these meetings is to do a run-through of the conference resume of activities scheduled in each facility, to discuss plans set in plan in each department to meet the needs of the arriving attendees and to make sure all of the sessions are properly set and ready for each event. The hotels are very appreciative of our event and of Patricia Culler. They also reported on the incoming conference registration. The workshop registrations totaled 801, the secretarial workshop 195 and the Chicago School Tour 137. The exhibits space was sold out and had a waiting list of approximately 50 companies that could not be accommodated. Dr. Johnson reviewed why the numbers are up and reported that they may be down next year due to various other major conferences being held in Chicago in 2010.

### Service Associates' Report

Jim Russell, associate executive director reported that at its last meeting the Service Associates Executive Committee had:

- Approved the presentation of 1 firm for Service Associate membership to the IASB Board.

**ACTION:** Dale Hansen moved, seconded by Dane Tippet and carried unanimously that the following firm be issued a Service Associate membership invitation: Stifel, Nicholas & Company, Inc., Edwardsville. (A complete background on each of these firms was included in the meeting packet, as well as a directory of IASB Service Associate firms.)

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### Illinois High School Association Report

Mark Harms, IASB Representative to the Illinois High School Association Board, reported: there was no meeting held in November. IHSA is still working on the details of drug testing from the bill that was approved by the legislature. LaCross has been added as an approved sport. IHSA is working with ISBE regarding homeless students.

### Resolutions Committee Report

Vice President Joseph Alesandrini, Resolutions Committee Chair, stated there would be nineteen new resolutions at the 10:30 a.m., Saturday, November 21, 2009 Delegate Assembly.

### Staffing Update

Executive Director Emeritus Michael Johnson reviewed the staffing update, page 57, Cindy Rispens, secretary II was hired August 31 to assist John Cassel in Field Services in the Lombard office.

### Legislative Update

Ben Schwarm reviewed recent legislative measures and answered questions from the board.

### Communications

Karen Fisher thanked everyone for their supportive contact during her district's recent strike.

Joe Alesandrini reported that appointments for the Audit Committee and Nominating Committee would be made at a later date but, prior to the 1<sup>st</sup> quarter board meeting.

Mark C. Metzger pointed out the location of the board room and reminded everyone that the first 4-5 rows at the general session are for board of directors and their guests, please plan to attend.

Dr. Johnson reported that IASB has 4 board members with over 40 years of service and their names will be announced at the general session.

President Metzger awarded retiring director, Barbara Somogyi a plaque and thanked her for her dedicated service.

A motion was made and seconded to adjourn the meeting. The next meeting of the Board of Directors will be a 7:30 a.m., breakfast meeting, Columbus C, Hyatt Regency Chicago, Sunday, November 22.