

Board of Directors Minutes — August 27, 2005

Illinois Association of School Boards  
2921 Baker Drive, Springfield, Illinois  
August 27, 2005

Present:

Raymond Zimmerman .....	President .....	Flanagan
Marie Slater .....	Vice President .....	Wheaton
Christy M. Coleman .....	Immediate Past President .....	Geneseo
Joseph Alesandrini .....	Treasurer / Central Illinois Valley .....	Pekin
David Barton .....	Two Rivers .....	Nebo
Lowell Beggs .....	Northwest .....	Amboy
Carolyn Brooks .....	Wabash Valley .....	Noble
Tariq Butt .....	Chicago Board of Education .....	Chicago
Roger Edgecombe .....	Abe Lincoln .....	Maroa
Carol Farnum .....	Kishwaukee .....	Aurora
Philip Fulton .....	Service Associates Representative .....	Chicago
Steve Hawk .....	Blackhawk .....	Erie
Cheryl Jackson .....	Corn Belt .....	Bloomington
Felton Jose .....	Wabash Valley .....	Salem
Debora McCleary .....	Three Rivers .....	Coal City
Helen McClelland .....	South Cook .....	Country Club Hills
Mark C. Metzger .....	DuPage .....	Aurora
Joanne Osmond .....	Lake .....	Lake Villa
Roger Pfister .....	Shawnee .....	Murphysboro
Michelle Skinlo .....	Illini .....	Mattoon
Barbara Somogyi .....	North Cook .....	Elk Grove Village
Wesley G. Stellhorn .....	Southwestern .....	Baldwin
Gerald White .....	Western .....	Colchester
Joanne Zendol .....	West Cook .....	Berwyn

Absent:

Fred Blue .....	Starved Rock .....	Utica
John Metzger .....	Egyptian .....	Benton
VACANT .....	Ill. Assn of School Trustees .....	Homewood

Flip Chart Recorder .....	Barbara Somogyi
Timekeeper .....	Wesley Stellhorn
Process Observer .....	Mark Metzger
Recording Secretary .....	Carla Bolt

Call to Order

President Raymond Zimmerman called the meeting to order at 10:18 a.m., Saturday morning, August 27, 2005 in the Prince of Wales room, Oak Brook Hills Resort, Oak Brook, Illinois. The Friday evening portion of the meeting was spent reviewing the Board Self-Assessment and the Executive Director's Evaluation. The discussion was concluded Friday evening.

Additions/Approval of Meeting Agenda

Action: Mark Metzger moved, seconded by Steve Hawk and carried unanimously, that the Self-Assessment session (from Friday evening) be added under Board Learning section #22 - Other of the Agenda to finish the self-assessment.

Approval of May 14, 2005, Board of Directors' Minutes

Action: Joe Alesandrini moved, seconded by Carol Farnum and carried unanimously, that the minutes for the May 14, 2005, Board of Directors' Minutes be approved as distributed and placed on file.

Consent Agenda Acceptance

Action: Lowell Beggs moved, seconded by Roger Edgecombe and carried unanimously, that the consent agenda items be approved as printed with these changes: Executive Committee minutes – July 29, 2005 reflect that Joe Alesandrini was in attendance and the President's Report – show that Ray was in attendance at the Resolutions Committee meeting on August 5, 2005.

Membership Report Update – Dr. Johnson reported that 2 new districts have joined since the report was printed and we are currently working with 2 other districts to re-join.

Monitoring Reports

ENDS/Mission—pages 19-22

This policy is in compliance at this time.

EXECUTIVE LIMITATIONS/General Executive Constraint—pages 23-24

This policy is in compliance at this time.

EXECUTIVE LIMITATIONS/Staff/Volunteer Treatment—pages 25-26

This policy is in compliance at this time.

EXECUTIVE LIMITATIONS/Financial Condition—pages 27-36

This policy is in compliance at this time.

The June & July 2005 financial statements were included in the meeting packet and the Association's financial position remains strong.

EXECUTIVE LIMITATIONS/Compensation and Benefits—pages 37-38

This policy is in compliance at this time.

EXECUTIVE LIMITATIONS/Communication/Counsel to the Board—pages 39-40

This policy is in compliance at this time.

EXECUTIVE LIMITATIONS/Protection of Image—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/Board Committee Principles—pages 45-46

This policy is in compliance at this time.

GOVERNANCE PROCESS/Committee Structure—pages 47-48

This policy is in compliance at this time.

GOVERNANCE PROCESS/Executive Committee—pages 49-50

This policy is in compliance at this time.

GOVERNANCE PROCESS/Resolutions Committee—pages 51-52

This policy is in compliance at this time.

GOVERNANCE PROCESS/Nominating Committee—pages 53-56

This policy is in compliance at this time.

President Zimmerman reported that he had received 1 letter of interest for the Treasurer's position.

Action: Mark Metzger moved, Carol Farnum seconded and carried unanimously to delete the 2<sup>nd</sup> paragraph on page 53 under Product; motion carried.

GOVERNANCE PROCESS/Audit Committee—pages 57-58

This policy is in compliance at this time.

Treasurer Alesandrini reported that the audit committee met Friday with Dan Call from Sikich Gardner & Co., LLP and the committee is in compliance.

GOVERNANCE PROCESS/Annual Board Planning Cycle—pages 59-60

This policy is in compliance at this time.

New Board Orientation has been added to each meeting cycle in the calendar due to members coming on the board throughout the year.

Discussion was held with regards to the board meeting locations (with hotels being full) to change the monitoring policies where the month is listed to quarters (1<sup>st</sup>/2<sup>nd</sup>/3<sup>rd</sup>/4<sup>th</sup>).

BOARD-STAFF RELATIONSHIP/Executive Director Role—pages 61-62

This policy is in compliance at this time.

BOARD-STAFF RELATIONSHIP/Delegation to the Executive Director—pages 63-64

This policy is in compliance at this time.

BOARD-STAFF RELATIONSHIP/Executive Director Job Description—pages 65-66

This policy is in compliance at this time.

BOARD-STAFF RELATIONSHIP/Monitoring Organizational Performance—pages 67-68

This policy is in compliance at this time.

Treasurer Election—pages 69-70

There was discussion regarding letting the President know, if a member was interested in the Treasurer's position instead of waiting until November and not knowing if anyone was interested.

Action: Roger Pfister moved, Steve Hawk seconded and carried unanimously that any member interested in the Treasurer's position should submit a letter of intent by September 15<sup>th</sup> and no straw vote would be taken.

Fiscal Year 2005 Audit Report

2005 Audit Committee: Chair – Treasurer Joe Alesandrini; Members – Michelle Skinlo, Steve Hawk, Barbara Somogyi; Alternates – Wesley Stellhorn and Fred Blue (absent).

2005 Auditor: Dan Call, Sikich Gardner and Company, Springfield, Illinois.

Audit Committee Chair, Joe Alesandrini, stated that the committee had met with the auditors and there were no suggestions for change or adjustments. The association is still in a strong financial position and the suggestions from last fiscal year had been addressed.

Action: Joe Alesandrini moved, seconded by Wesley Stellhorn and carried unanimously, that the audit report be accepted as presented and placed on file. Motion carried.

#### IASB Service Associates Report

The Committee met August 19, 2005 and no new members or information to report.

#### Illinois High School Association (IHSA) Report

Joe Alesandrini, IASB's IHSA representative distributed the IHSA Annual report to the members. Were able to invest \$500,000 from last year's revenues, so their financial situation is turning around.

#### Resolutions Committee Report

Vice President, Marie Slater reviewed the report enclosed. 21 members in attendance with 6 staff members. She stated that half of the attendees were new. The next meeting will be Friday, November 18, 2005 at the IASB Conference. Several board members commented that the resolution minutes are done very well and would like to commend IASB staff. Considered 16 resolutions and selected "do adopt" on 10 resolutions.

#### Legislative Update

Associate Executive Director Ben Schwarm reviewed the legislative session report he distributed at the meeting. The Governor has acted on all the bills he intends to.

#### NSBA Central Region Report

President Zimmerman reported on the 2005 NSBA Central Region meeting held in Indianapolis, Indiana and attended by IASB representatives President Ray Zimmerman, Vice President Marie Slater, Past President Christy Coleman and Executive Director Michael Johnson. Next year Illinois will host this meeting in Chicago. This was a great opportunity to interact with other states and their officers and to learn about their issues and share ours.

#### NSBA President's Retreat Report

President Zimmerman and Vice President Slater attended the NSBA President's Retreat held in Whitefish, Montana.

Again, a very informative session – there was much discussion on NCLB, meeting the press, and an outdoor training session (learning to work as a team instead of as an individual).

### NSBA Executive Director's Summer Institute Report

Executive Director Johnson attended the NSBA Executive Director's Summer Institute held in Keystone, Colorado. Some attendees had trouble with altitude sickness and others just needed some oxygen. Mike reported that several associations are in trouble with their insurance programs and that he is participating in an NSBA Association review where association members go to another association and review their organization and give feedback. Mike is now 23<sup>rd</sup> in seniority with the other state executive directors. Counterparts from Canada, Australia and New Zealand also attend this conference and say how much they learn from the states.

Ray mentioned how often, when he is at these conferences, that he hears Illinois is a front runner on many of the current issues and that this is due to the staff's hard work.

### IASB Pension Program Report

Associate Executive Director/CFO Robert Morenz reported that the IASB Pension Program is still fully funded and distributed on a monthly basis.

### IASA & IASBO Update

Executive Director Johnson reviewed various issues that have arisen between the organizations.

Action: A motion was made and seconded to send a letter to IASA (from the Board) with the revisions discussed, stating concerns of IASB, to Brent McArdle, IASA President and Walt Warfield, Executive Director. Motion carried.

It is the Board's hope that this letter will initiate future conversations regarding the relationship/goals of the organizations working together with IASB within the Alliance.

### Other

Angie followed up from Friday evening's session and will forward comments/suggestions to the Executive Committee for review.

### Staffing Update

Executive Director Johnson directed attention to the current staffing update on page 85 and reported that we are still looking for a policy staff person in Lombard.

### Adjournment

Wesley Stellorn moved, Joe Alesandrini seconded to adjourn the meeting. Motion carried. The meeting was adjourned at 12:35 p.m. The next meeting of the IASB Board of Directors will be held November 17, Hyatt Regency Hotel, Chicago, Illinois.