

# Board of Directors' Meeting Minutes

Thursday, November 19, 2015

## IASB Board of Directors' Meeting

### Hyatt Regency Chicago

#### Present:

Karen Fisher ..... President ..... Marseilles  
Phil Pritzker ..... Vice President ..... Wheeling  
Carolyn Brooks ..... Immediate Past President ..... Noble  
  
Ben Andersen ..... Northwest ..... East Dubuque  
David Barton ..... Two Rivers ..... Nebo  
Mark Christ ..... Southwestern ..... O'Fallon  
Linda Eades ..... Kaskaskia ..... Hettick  
Glen Eriksson (*Ex-Officio*) ..... Service Associates Representative ..... Grayslake  
Dale Hansen ..... Treasurer / Three Rivers ..... Grant Park  
Mark Harms ..... Corn Belt ..... Flanagan  
Dennis Inboden ..... Wabash Valley ..... Robinson  
Carla Joiner-Herrod ..... West Cook ..... Broadview  
Sue McCance ..... Western ..... Cuba  
John Metzger ..... Egyptian ..... Benton  
Tom Neeley ..... Central Illinois Valley ..... Morton  
Joanne Osmond ..... Lake ..... Lake Villa  
Roger Pfister ..... Shawnee ..... Murphysboro  
Jesse Ruiz ..... Chicago Board of Education ..... Chicago  
David Rockwell ..... Blackhawk ..... Rock Island  
Thomas Ruggio ..... DuPage ..... Woodridge  
Denis Ryan ..... South Cook ..... Orland Park  
Michelle Skinlo ..... Illini ..... Mattoon  
Barbara Somogyi ..... North Cook ..... Elk Grove Village  
Mary Stith ..... Kishwaukee ..... Geneva  
Lisa Weitzel ..... Abe Lincoln ..... Springfield

#### Absent:

Simon Kampwerth ..... Starved Rock ..... Peru

Recording Secretary ..... Chris Montrey

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## **Introductions and Announcements**

President Karen Fisher called the meeting to order at 3:05 p.m. and welcomed the Board of Directors to the meeting. She also welcomed to the meeting Craig Anderson, the new Executive Director for IHSA, as a guest.

## **Additions to and Approval of Agenda**

**Action:** Ben Andersen moved, seconded by Mark Harms to approve the November 19, 2015, meeting agenda as distributed.

## **Approval BOD Meeting Minutes — August 23, 2015**

**Action:** Michelle Skinlo moved, seconded by Sue McCance to approve the August 23, 2015, Board of Directors' Meeting minutes as presented; motion carried.

## **Approval Consent Agenda**

**Action:** Linda Eades moved, seconded by Ben Andersen to approve the Consent Agenda (President's Report; Executive Director's Report; FY 2016 Membership Report; Plus Delta History; and the October 2, 2015, Executive Committee Meeting minutes) as presented; motion carried.

## **Nominating Committee Report:**

Immediate Past PresidentCarolyn Brooks reviewed the Nominating Committee report enclosed in the meeting packet. Officer candidates to be presented for the Delegate Assembly will be Mr. Phil Pritzker for President and Mrs. Joanne Osmond for Vice President.

Mrs. Brooks also thanked the 2015 Nominating Committee members for their time and dedication.

**Action:** David Barton moved, seconded by Dale Hansen to approve the Nominating Committee Report as presented; motion carried.

## **Monitoring Reports- Operational Expectations**

**OE-5: Compensation and Benefits:** Executive Director Roger Eddy reviewed with the Board of Directors. No changes were made.

**OE-10 Relationship with Service Associates:** Reviewed by Executive Director Roger Eddy and there were no suggestions for changes.

**Action:** Michelle Skinlo moved, seconded by Mark Harms to approve OE-5, and OE-10 as fully compliant; motion carried.

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## **Board Goals and Action Plan**

**Goal #3:** Board Development Consultant Angie Peifer informed the Board the Ad Hoc Committee reviewed the structure of the mentoring program. Their recommendations were reviewed at the Executive Committee meeting. Questions arose during that meeting concerning a new Mentoring Committee and the role of the Immediate Past President. These changes will be reviewed again at the next Ad Hoc Committee meeting. An updated action plan will be brought then to the Executive Committee for review and then presented to the next Board of Directors' meeting.

**Goal #4:** Associate Executive Director Dean Langdon reviewed the Goal #4 report that was included in the packet. Mr. Langdon explained that the Executive Committee directed the Executive Director regarding learning opportunities from outside of the organization for the Board of Directors. New language will be brought to the 3<sup>rd</sup> quarter Board of Directors meeting for GC-6E and GC-10.

## **Annual Work Calendar**

Board Development Consultant Angie Peifer explained the process of approving the work calendar and how changes may be made at any time. No suggestions were made for changes to the Annual Work Calendar.

**Action:** Ben Andersen moved, seconded by Joanne Osmond to approve the Annual Work Calendar as presented.

## **Governance Policy Review-Governance Cultures / Governance Policy Review Board/Executive Director Relationship / Governance Policy Review – Required Legal Supplement: 990**

**GC-4, GC-7, and GC-8:** Associate Executive Director Dean Langdon reviewed Governance Culture Policies and Board/Executive Director Relationship Policies. No changes were suggested for these Governance Policies.

**B/EDR-1:** No changes were suggested.

**RLS-1, RLS-2, and RLS-3:** No changes were suggested.

**RLS-4:** Associate Executive Director Dean Langdon explained to the Board that changes made to RLS-4 were suggestions from IASB General Counsel Melinda Selbee. This language change is more reflective of the process of determining compensation. Executive Roger Eddy added that this process has always been used but a good idea to have in writing since it pertains to the 990 tax form.

**Action:** Tom Neeley moved, seconded by John Metzger to approve GC-4, GC-7, GC-8, B/EDR-1, RLS-1, 2, 3, as presented and RLS-4 with modifications; motion carried.

## **Revision of Three Rivers' Division Bylaws**

Executive Director Roger Eddy explained that the Three Rivers' Division Bylaws revision is to meet one time per year instead of two. Mr. Denis Ryan asked about the process of changing bylaws. Mr. Eddy explained that IASB will suggest next year that all divisions look at bylaws. He also explained that a template will be made to guide bylaw changes if the division would like to use it.

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**Action:** Dennis Inboden moved, seconded by Denis Ryan to approve the Revision of Three Rivers' Division bylaws; motion carried.

## **Ohio School Board Association Request**

Executive Director Roger Eddy reviewed with the Board that Executive Director Rick Lewis, from the Ohio Association, requested IASB support of a resolution to protect public funds for his state.

**Action:** Carolyne Brooks moved, seconded by Tom Ruggio to approve the Ohio School Board Association Request; motion carried.

## **FY 2015 Budget Update and September 2015 Financial Report**

Treasurer Dale Hansen summarized the September Financial Report which was included in the packet. Total assets of the Association are at \$10.6 million and cash flow for September is \$314,000 over estimated amount. Cash flow is in good standing and above the \$2.6 million base line.

## **Board of Directors' Goal Setting Update**

Board Development Consultant Angie Peifer informed the Board of Directors that goal setting work will resume at the 3<sup>rd</sup> quarter Board of Directors' meeting concentrating on "Connecting with Ownership". This work will entail what Board Members can learn and hear from "owners".

## **2015 Conference Committee Report**

Conference Committee Chair Lisa Weitzel updated the Board about the 2015 Joint Annual Conference stating that two pre-conference meetings were scheduled with hotel staff and small gifts of appreciation from IASB were distributed. Workshop registrations were very strong with some at capacity. Everyone is looking forward to a great 2015 Conference.

## **Conference Communication Handouts**

Associate Executive Director Jim Russell spoke to the Board about the new Mini Clinics in the Cominsky Room this year engaging one on one with members regarding IASB services. Handouts for the clinics and conference pins were distributed to the Board of Directors.

Executive Director Roger Eddy explained the handouts for the Learning Labs in the Exhibit Hall.

## **Resolution Committee Report**

Vice President Phil Pritzker stated that four out of the six proposed resolutions were discussed. Mr. Pritzker recognized that the Resolution Committee did a great job again this year.

## **IHSA Report**

IHSA Representative Mark Harms introduced Craig Anderson, IHSA Executive Director. The Annual Report for IHSA was received by all Board of Directors as Mr. Harms reviewed the report. Mr. Harms informed the Board of issues that were brought to recent IHSA meetings. The October meeting brought forth the discussion of handling transgender situations with students and the possibility of losing federal funds. Revisions to the concussion bill are at the Governor's desk for his signature.

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## **Legislative Report**

Legislative update was provided by Deputy Executive Director Ben Schwarm. Mr. Schwarm discussed the budget issue in Illinois. A meeting, prompted by outside organizations, is scheduled for the Governor and four legislative leaders for December 1 to try to resolve the budget impasse. Discussion at this meeting could include issues such as broadening the sales tax base, taxing retirement income, mandate relief, and school funding. Proposal for a two year budget cycle for K-12 education has been discussed. Mr. Ben Schwarm also made it aware IASB is represented at all task force meetings. Vision 20/20 panel committees will be meeting in the next month which will then provide more information on what legislative proposals Vision 20/20 will concentrate on in the future.

Executive Director Roger Eddy expanded on the conversation about Vision 20/20 and the structure of the different panel committees. He also talked about the certification of "Teacher Leaders".

A discussion emerged about the tax freeze after a question was asked by Mr. Denis Ryan about the effect the tax freeze may have on new construction.

## **Staffing Update**

Executive Director Roger Eddy reviewed the staffing update that was in the Board of Director packet. He mentioned the retirements of Donna Johnson, Nancy Bohl, Anna Lovern, and Janice Kidd that will take place next year. New hires for the Executive Search department included Alan Molby and James Helton. Mr. Eddy also informed the Board that he received a retirement letter from IASB General Counsel Melinda Selbee effective June 30, 2016.

## **Royalty Program Update (BuyBoard, NaviGate, WCSIT, ISEBC & MSEBP)**

Executive Director Roger Eddy explained a new royalty program, AGT, which will be providing governance and training services to other state associations that may not have certain services.

## **Vision 20/20 Update**

A Vision 20/20 update was given by Executive Director Roger Eddy. Mr. Eddy explained that the structure of the four pillar groups - Highly Effective Educators, 21<sup>st</sup> Century Learning, Shared Accountability, and Equitable and Adequate Funding – will include other educational groups for input and feedback. An Advisory Committee will look at recommendations from each of these pillar groups.

## **Confirm Meeting Dates**

The next Board of Directors' meeting will be Sunday, November 22, 2015, 8:00 a.m.

## **Meeting Process Debrief**

Associate Executive Director Dean Langdon led the Board of Directors in a meeting debrief.

## **Holiday Staff Party**

IASB Holiday Parties will be held: December 10 at Lombard office and December 14 at Springfield office.

## **2016 Executive Committee Meeting Dates**

January 15 will be the next Executive Committee meeting.

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### **Direct Deposit Authorization Form**

Executive Director Roger Eddy reminded the Board that direct deposit is an option for reimbursement of expenses.

### **IASB Exhibitor Visitation Sheet**

The Board of Directors were asked to visit exhibitors to receive feedback on their experience at JAC.

Before adjourning, Executive Director Roger Eddy reminded the Board that this was President Karen Fisher's final meeting. He continued with thanking her for her service and commended her on a job well done.

### **Adjournment**

**Action:** Motion was made and seconded to adjourn the meeting; President Karen Fisher adjourned the meeting at 4:28 p.m.; motion carried.