

Board of Directors' Minutes – November 18, 2010

IASB Board of Directors' Meeting
November 18, 2010
Hyatt Regency, Chicago

Present:

Joseph Alesandrini	President	Pekin
Carolyne Brooks	Vice President	Noble
Mark C. Metzger	Immediate Past President	Aurora
Dane Tippett	Treasurer/Southwest	Troy
Ben Andersen	Northwest Division	East Dubuque
David Barton	Two Rivers	Nebo
Tim Blair	Wabash Valley	Casey
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	Geneseo
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
Joanne Zendol	West Cook	Berwyn

Absent:

Tariq Butt	Chicago Board of Education	Chicago
Tom Cunningham	South Cook	Orland Park
Steve Larson (<i>Will attend Sunday</i>)	Service Associates Representative	Lisle

Timekeeper	Rosemary Swanson
Flip Chart Recorder	Phil Pritzker
Recording Secretary	Patricia Culler

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Introductions and Announcements

President Alesandrini called the meeting to order at 1 p.m., Thursday, November 18, Hyatt Regency Chicago. Alesandrini noted that the new Service Associate Representative, Steve Larson, would attend the Sunday morning, November 20 meeting.

Agenda Additions and Approval

Action: Michelle Skinlo moved, seconded by Joanne Osmond and carried unanimously, that 10.1 Leadership Conference be added to the meeting agenda.

August 28, 2010 Minutes Approval

Action: Dale Hansen moved, seconded by Karen Fisher and carried unanimously, that the minutes for the August 28, 2010 Board of Directors' Meeting be accepted and placed on file as printed and distributed.

Consent Agenda

Action: Dane Tippett moved, seconded by Karen Fisher and carried unanimously, that the items on the consent agenda be accepted as printed and distributed in the meeting packet.

It was noted that item 5.f of the consent agenda—Division By-Laws for Corn Belt, Southwestern and Western divisions, would be considered later in the meeting.

President and Executive Director Emeritus Reports and October 1, 2010, Executive Committee Minutes

President Alesandrini directed attention to the President and Executive Director Emeritus Reports and the October 1, 2010, Executive Committee Minutes contained on pages 21-28 of the meeting packet. (Copies filed.)

Membership Report

Executive Director Emeritus Johnson reviewed the Membership Report, page 29, and commented on the five listed 2011 non-renewing districts. In response to Joanne Zendol's question as to whether or not division directors should contact these districts, Johnson stated: (1) The non-renewals stem from contract negotiations and they will not renew their membership until these negotiations are settled; and (2) these will not impact the budget. Dane Tippett noted this is a temporary situation and these districts will be back in a year or two. Budgeted dues for the 2011 fiscal year are \$3,544.575 and collected dues with 849 paid districts, are \$3,523.559.

Monitoring Reports

POLICY 1-1 ENDS/Mission, Pages 40-45

As a follow-up of the Board discussion regarding Ends Development at the August Board Meeting, the Executive Committee presented three IASB Mission Statement options for Board consideration:

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1. Maintain the mission statement as is.
2. The mission of the Illinois Association of School Boards is excellence in local school governance and support of world class public education.
3. The mission of the Illinois Association of School boards is excellence in local school governance in support of public education.

After much discussion of Option 2 and 3 and proposed alternations to each, it was concluded that Option 3, amended to read as follows was the version which most Directors felt expressed the Association mission most succinctly:

The mission of the Illinois Association of School Boards is excellence in local school governance in support of quality public education.

Action: President Alesandrini called for a move to end the debate. Upon a voice vote, the ayes prevailed.

Action: Joanne Zendol moved, seconded by Dale Hansen, that Option 3, as amended, be adopted as the official IASB Mission Statement. Upon a call for the question, there was one nay vote. Motion carried.

The Executive Committee brought an addition (D) to Item 2 of the Ends/Mission statement for Board consideration:

Encourage veteran board members to continue their local service during difficult times.

Consensus: The addition of 2.D above was not needed.

The Executive Committee brought two options to Item 3 of the Ends/Mission statement for Board consideration:

1. Maintain the Ends Statement 3 as is.
2. Board of education and board members with information and assistance for promoting public awareness about the value of public education so that boards of education and board members are better able to recognize and communicate that public education is vital to a democracy.

Action: Dale Hansen moved, seconded by Joanne Osmond, that Option 2 with the amending of the last line to read *our democracy rather than a democracy*. The motion carried with one nay vote.

EXECUTIVE LIMITATIONS/Budgeting-Forecasting, Page 45

This policy is in compliance at this time.

EXECUTIVE LIMITATIONS/Financial Condition, Page 46

This policy is in compliance at this time.

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Executive Director Emeritus Johnson commented on the financial report, pages 47-54, stating that two main factors will create an approximate \$470,000 decline in conference revenues for the current fiscal year: The current conference is the fourth time school board members have come to Chicago for a major conference this year and with current widespread economic conditions board members who will not be running for their local in the next election are reluctant to spend money to come to a convention when they will be off the board in a short time.

Johnson noted that although in the past he had been reluctant to seek sponsorship funds, he is now ready to pursue offering sponsorship opportunities which could comfortably bring in \$200,000-\$400,000. These sponsorships would be offered to individuals/companies in the following order: First to the energy consortium, second to Service Associates, third to exhibitors and fourth to others. Preference would be given to people/groups currently working with the Association, but only for a set period of time before being offered to others.

The Executive Director Emeritus said he is looking at the current financial impact on the budget and identifying means of realizing new revenues and reducing expenses, rather than waiting to see if things begin to come back. Other savings considerations are potential staff lay-offs and eliminating services that are slowing down.

EXECUTIVE LIMITATIONS/Asset Projection, pages 55-56

This policy is in compliance at this time.

GOVERNANCE PROCESS/Governing Style, pages 57-58

This policy is in compliance at this time.

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

This policy is in compliance at this time.

GOVERNANCE PROCESS/Board Member's Code of Conduct, pages 61-62

It was proposed that the Board Member's Code of Conduct 4.c Attendance *be changed to read Division Representation or prior notice.*

Action: Joanne Osmond moved, seconded by Michelle Skinlo, that the Board Member's Code of Conduct 4.c be changed to read *Division Representation or prior notice.* Upon a call for the question, the motion was defeated.

During the ensuing discussion Sue McCance stated she thought there should be something the assures division representation at Board of Director Meetings and that it is each director's responsibility to see a division is represented. Dane Tippett felt 4.c should reflect attendance or prior notice. Phil Pritzker stated having attendance is the expectation and does not need to be spelled out.

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Action: Roger Edgecombe moved, seconded by Roger Pfister and carried, that 4.c attendance be struck from the General Meeting Behavior agreements.

FORM 990 COMPLIANCE POLICIES/Conflict of Interest, Pages 63-65

This policy is in compliance at this time.

FORM 990 COMPLIANCE POLICIES/Conflict of Interest, Page 66

This policy is in compliance at this time.

FORM 990 compliance policies/Document Retention and Destruction, Page 67

This policy is in compliance at this time.

FORM 990 compliance policies/Process for Determining Compensation, Page 68

This policy is in compliance at this time.

2011 Annual Conference Registration Fees

In keeping with the previous Board action on May 16, 1998, that the Joint Annual Conference Registration Fee be increased 4% annually, rounded to the nearest \$10 amount, it was recommended that the 2011 fee be established at \$360 and the on-site fee at set at \$385.

During the ensuing discussion some directors expressed the opinion that the 2011 fee be kept at the 2010 rate due to the economic situation of many local boards, but the prevailing consensus was that board members do not attend due to local publicity rather than the fee or that they will not be seeking re-election to their local board. It was also noted that the costs to the Association increase from 4-8% a year.

Action: Rosemary Swanson moved, seconded by Roger Edgecombe and carried, that the 2011 Joint Annual Conference Registration Fee be set at \$360.

The onsite registration fee will be \$385 and the 2011 exhibit booth fees will be increased by \$50 over the 2010 fees.

Illinois ASBO Proposal

Following the August Board discussion of the proposed IASB-Illinois ASBO executive services agreement, the Executive Director Emeritus sought an outside legal review by Jonathan T. Howe of Hutton-Howe, Chicago, Illinois. Howe reviewed the agreement and found no situations that could create any legal liability for any of IASBO's current programs for IASB nor its tax exempt status be affected.

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Basically the proposal is a service agreement whereby the IASB would perform the payroll function and bring the IASBO Executive Director and Associate Executive Director under the umbrella of IASB's higher quality benefits and the Teachers' Retirement System. This relationship would allow each organization to bring their most powerful attributes together: IASB's legal and policy savvy and IASBO's marketing and operational acumen. It would also insure that boards of education would continue to have access to services and programs which IASB does not, and does not wish to offer: such as, the energy consortium, mass purchasing programs and training for school business officials and district bookkeepers. Northern Illinois University is terminating its agreement currently providing this service for IASBO.

Under the agreement, IASB would receive all monies for salaries/benefits upfront prior to payout and would receive projected revenues, above and beyond the cost of providing the services, of \$35,000 the first year, \$48,000 the second year and \$100,000 the third year. This agreement would allow IASBO to attract higher quality new and replacement employees.

During the ensuing discussion Roger Pfister stated he thought the benefits to IASB were minor in comparison to those to be received by IASBO. Roger Edgecombe noted the relationship would need to be closely monitored to make sure IASBO complied with the agreement terms. Edgecombe inquired as to what the IASA and IPA thought of this agreement. Johnson responded that they are not opposed to it and at some future date, might wish to consider a similar arrangement with IASB. John Metzger felt IASBO is an organization that is helpful to local boards of education. Sue McCance expressed the feeling the Association was sufficiently protected under the agreement terms.

Action: John Metzger moved, seconded by Dane Tippet, that the Board of Directors approve entering into the proposed agreement to provide IASBO with executive leadership services with no obligation for additional benefit costs or expenses to IASB. The motion carried.

Annual Conference Committee Report

Sue McCance and Dale Hansen, 2010 Conference Co Chairs reported on the pre-con meetings going over conference program details with the Hyatt Regency and Sheraton General Managers and department heads responsible for the onsite logistical execution for each program event. Both lauded the hotel staffs for their close work with the IASB staff to assure attendees would derive the utmost benefit from their participation. Although the total pre-registration, 9,563, was down by about 2,000, paid workshop attendance was strong and the Secretaries Program had its highest ever participation.

Future Leadership Conferences

Executive Director Emeritus Johnson stated it had been determined to only hold the usual February Leadership Conference in even-number years. Going to an every-other-year scenario will allow the Association to pay the full expenses for all four officers of each division. In the odd-numbered years, the Board of Directors will continue to hold its February meeting at the Hyatt Regency Chicago.

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The Executive Director Search Committee will meet all day on Friday just prior to the dinner and evening session of the February 12-13 Board Meeting. The Friday evening and Saturday morning sessions will be devoted to a discussion of the Association's governance model, followed by lunch and the regular Board meeting. The schedule will conclude with a reception/dinner Saturday evening.

IASB Service Associates' Report

Action: Mark Metzger moved, seconded by Carlyne Brooks and carried unanimously, that pending official recommendation from the Saturday, November 20 Service Associates meeting, the IASB Board of Directors issue a membership invitation to KJWW Engineering Consultants of Naperville and CORE Construction Services of Illinois, Inc. of Morton.

Resolutions Committee Report

Vice President and Resolutions Chair Carlyne Brooks noted that the Committee had received one appeal to a do not adopt position and this was to be addressed in the Friday morning Resolutions Committee Meeting. Executive Director Emeritus Johnson noted that Delegate Assembly attendance/participation will be allowed for about six districts that were not otherwise attending the conference.

Illinois High School Association Report

IHSA Representative/Director Mark Harms reported: A bill was passed allowing all students to be involved in all sports throughout the year not just during their season. IHSA rules will now be the same for boys and girls. The same safety provisions apply to summer camps as for school year sports. For the first five days of football practice you can only practice one time a day for a maximum of three hours. There is an attempt to structure some guidelines for cheer leading. In order to offer lacrosse as a sport, ten percent of the student body must say they will participate and seventy schools must say they are going to have the sport for it to be offered.

Legislative Report

Associate Executive Director for Advocacy/Governmental Relations Ben Schwarm reviewed recent legislative activities stating the biggest issue is the \$13 billion deficit and what is going to be done to deal with it.

There being no further business, the meeting was adjourned at 3:40 p.m. The next meeting of the Board will be held at 7:15 a.m., Sunday, November 21.