

Board of Directors' Minutes – May 14, 2011

IASB Board of Directors' Meeting
May 14, 2011
Crowne Plaza, Springfield

Present:

Joseph Alesandrini	President.....	Pekin
Carolyn Brooks	Vice President	Noble
Mark C. Metzger.....	Immediate Past President.....	Aurora
Ben Andersen.....	Northwest Division	East Dubuque
David Barton.....	Two Rivers.....	Nebo
Tim Blair.....	Wabash Valley.....	Casey
Tariq Butt.....	Chicago Board of Education.....	Chicago
John Coers (for former Director D. Tippett).....	Southwestern.....	O'Fallon
Tom Cunningham	South Cook.....	Orland Park
Linda Eades	Kaskaskia	Hettick
Karen Fisher.....	Starved Rock.....	Marseilles
Kathy Geyer (for former Director K. Carney).....	Kishwaukee (<i>Saturday</i>)	Bartlett
Dale Hansen	Three Rivers.....	Grant Park
Mark Harms	Corn Belt.....	Flanagan
Steve Larson.....	Service Associates Representative (<i>Saturday</i>)	Lisle
Jim Mammen (for Director R. Edgecombe).....	Abe Lincoln (<i>Saturday</i>)	Lincoln
Sue McCance	Western	Cuba
John Metzger.....	Egyptian	Benton
Jackie Mickley	Blackhawk (<i>Saturday</i>)	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:

Michelle Skinlo.....	Illini.....	Mattoon
Recording Secretary.....		Patricia Culler

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Introductions and Announcements

President Alesandrini called the meeting to order at 8:30 a.m. and introduced: John Coers, Chair, Southwestern Division, representing that division until the election of a new director replacing Dane Tippett; Linda Eades, newly elected Director from the Kaskaskia Division, replacing Felton Jose; Kathy Geyer, Resolutions Chair, representing Kishwaukee Division due to the retirement of Karen Carney; and Jim Mammen, Resolutions Chair, representing Abe Lincoln Division in the absence of Roger Edgecombe.

Division Bylaws

President Alesandrini noted the Board of Directors has approved the by-laws of all but six divisions—DuPage, Kishwaukee, Lake, Northwest, North Cook and Starved Rock, Alesandrini further noted the South Cook and West Cook bylaws will be coming back to the Board due to proposed changes.

May 14, 2011 Agenda Approval

Action: Sue McCance moved, seconded by Joanne Zendol and carried unanimously, that the agenda for the conduct of the May 14, 2011, IASB Board of Directors' Meeting, be approved with the addition of 14.a, Governance Model Meeting Date Discussion.

Approval of Minutes, February 12, 2011

Action: Dale Hansen moved, seconded by Tom Neeley and carried unanimously, that the minutes for the February 12, 2011, Board of Directors' Meeting be approved as presented.

Monitoring Reports, February 12, 2011

The President directed attention to tabulation of Board opinions as to whether or not the Board: 1. followed its adopted general meeting behavior policy; 2. adhered to its adopted governance style; and 3. how the Board collectively handled its overall responsibilities. The report reflected by an overwhelming majority that the Board had responded in all areas in a satisfactory manner.

Consent Agenda Items

Action: Mark Metzger moved, seconded by Phil Pritzker and carried unanimously, that the consent agenda items be accepted as distributed in the meeting packet and placed on file with May 14 minutes.

Monitoring Reports

POLICY I-1, ENDS/Mission, pages 28-32

This policy is in compliance at this time.

Tom Neeley asked how training programs and lobbying efforts are measured. Dr. Johnson responded.

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POLICY II-3, BUDGETING/Forecasting, page 33

This policy is in non-compliance at this time.

The dues statements were put in the mail on May 5, 2011 and based on previous years' experience, it is expected revenues will be above the safety reserve floor by the end of the month.

POLICY II-4, EXECUTIVE LIMITATIONS/Financial Condition, page 34-42

This policy is in non-compliance at this time.

Dr. Johnson stated, although it was anticipated the current fiscal year with end with a \$200,000 deficit, due to lower conference registrations in 2010, staff-identified savings areas now project a \$100,000 end-of-the-fiscal year deficit.

POLICY II-5, EXECUTIVE LIMITATIONS/Emergency Executive Succession, page 43

This policy is in compliance at this time.

POLICY III-2, GOVERNANCE PROCESS/Governing Style, pages 44-45

This policy is in compliance at this time.

Joanne Zendol expressed the opinion that the language needs to be stated in plainer terms.

POLICY III-4, GOVERNANCE PROCESS/President's Role, page 46

It was recommended the Board of Directors amend this policy to reflect current procedure.

Action: Mark Harms moved, seconded by Tom Cunningham and carried unanimously, that Policy III-4, Governance Process/President's Role, be amended to reflect current procedure by adding the following under item 2 (president's authority):

*2.c—The President has no authority to make decisions about policies created by the Board of Directors within **Ends and Executive Limitations** policy areas. Therefore, the President has no authority to supervise or direct the Executive Director.*

2.d—The President may represent the Board of Directors to outside parties in announcing Board of Directors-stated positions and in stating chair decisions and interpretations within the area delegated to him or her.

POLICY III-6A, GOVERNANCE PROCESS/Executive Committee, page 47

It was recommended that the Board of Directors amend this policy to reflect current procedure.

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Action: Roger Pfister moved, seconded by Phil Pritzker and carried unanimously, that the Authority section be amended to read:

The Executive Committee shall provide general supervision of Association affairs including planning agenda's for quarterly meetings, recommended policy development, and make determinations about the timing of reports to the full Board of any actual or anticipated policy noncompliance as reported to the President by the Executive Director. The actions of the Executive Committee are subject to ratification of the Board of Directors.

POLICY III-7, GOVERNANCE PROCESS, Annual Board Planning Cycle, pages 48-49

This policy is in compliance at this time.

Fiscal Year 2011-12 Budget Assumptions

Executive Director Emeritus Johnson reviewed the fiscal year 2011-12 budget assumptions presented on page 50 of the meeting packet. Johnson explained the basis for each assumption and stated the goal continues to be a balanced budget and what services shall be provided to school boards and at what costs.

Flip Chart Recorder and Time Keeper Assignments

Action: Karen Fisher moved, seconded by Joanne Osmond and carried unanimously, that the Flip Chart Recorder and Time Keeper be deleted from III. *Board Meeting Terminology* in the *Glossary of Terms* in the front of the Governance Policies book.

Board consensus was these roles, due to keeping track of observations to be reported to the Board at the end of each meeting, prevented the Director performing each duty from giving their full attention to agenda discussion.

Board of Directors' Self Evaluation

President Alesandrini directed attention to the memo from Associate Executive Director Angie Peifer reminding Directors that the 2011 Board of Directors Self-Evaluation is available online and will be available for their individual completion until midnight, Wednesday, June 30, 2011. (Online completion has been the practice for the past several years.)

<http://www.zoomerang.com/Survey/WEB22CCAJUDMGV>

Executive Director Emeritus Evaluation

The Executive Director Emeritus' Evaluation will be available online through Zoomerang through noon, Wednesday, June 15, 2011. Questions regarding the evaluation should be referred to President Alesandrini. <http://www.zoomerang.com/Survey/WEB22CC762BK2W>

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Resolution for Delegate Assembly

President Alesandrini stated that he had received a request from Abe Lincoln Division Director Roger Edgecombe, that a resolution requiring the Illinois General Assembly website include the salary and benefits of each individual legislator to be drafted and recommended by the Board of Directors for affirmative action at the 2011 Delegate Assembly. During the ensuing discussion it was questioned whether or not this would offend legislators and if passed, the possibility of being able to secure a sponsor. It was noted that this information is presently contained in existing websites. However the information exists in multiple sites and this makes it rather difficult to locate. Dr. Johnson stated that Representative Mike Tryon had put forth a similar proposal, but could not get the required support; therefore, if passed by the Delegate Assembly, there might be a sponsor.

Action: Dale Hansen moved, seconded by Tom Cunningham and carried (one nay vote by John Metzger), that the IASB Board of Directors propose the following resolution for 2011 Delegate Assembly action:

BE IT RESOLVED THAT THE ILLINOIS ASSOCIATION OF SCHOOL BOARDS SHALL support legislation that requires the Illinois General Assembly to include the salary and benefits of each individual legislator on the Illinois General Assembly website. Benefits include all stipends, bonuses, per diems and other compensation for serving in the General Assembly.

Interim-Treasurer Election

The failure of Director/Treasurer Dane Tippett to be re-elected to his local board of education created a vacancy in the Board of Director-elected position of Treasurer. The Treasurer is elected by the Board of Directors at its first meeting following the Annual Meeting of the Delegate Assembly. Tippett's term would expire with the November 20, 2011, meeting and a replacement for the remainder of his term requires Board action.

Two Board candidates for Treasurer submitted the required one-page paper, indicating their interest and outlining their qualifications and reasons for consideration, to the President by the May 9 deadline—Michelle Skinlo (not present) and Dale Hansen. In the absence of Michelle Skinlo, Hansen proceeded to utilize his allotted four-minutes to speak to why he should be chosen.

Action: Following completion of a written ballot, Hansen was elected to fulfill the remaining unexpired term of Tippett—May 14 to November 20, 2011.

Roger Pfister raised the question to clarify whether or not Hansen being elected to fulfill the unexpired Treasurer term, would prevent him from serving a full two-year term if he applies for the fulltime position and is elected at the November 20 meeting.

Dr. Johnson stated interpretation of the current constitutional language is, and always has been, a Treasurer is elected for a full two-year term and any partial term of a previous Treasurer he may have fulfilled has no bearing on the full two-year term to which he may be elected in his own name.

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President Alesandrini stated that this clarification will be included with a list of constitutional changes/clarifications that need to be presented for Delegate Assembly action at a future date.

IASB Signatories

Action: Mark Metzger moved, seconded by Joanne Osmond and carried unanimously, that the proposed list of individuals to be given signatory authorization, with the addition of newly-elected Interim-Treasurer Dale Hansen, be used for IASB accounts for the period May 14, 2011 through November 20, 2011, or until successors are reported to the Board.

These individuals are: Dale Hansen, IASB Interim-Treasurer; Michael D. Johnson, Executive Director Emeritus; Jennifer Feld, Associate Executive Director/Chief Financial Officer; Michael Bartlett, Deputy Executive Director; and Ben Schwarm, Associate Executive Director Advocacy/Governmental Relations.

Governance Model Discussion Meeting Date

Following a discussion as to the best available dates for a full-two-day meeting devoted to further Board discussions of its governance model under the leadership of Linda Dawson, a Senior Partner, The Aspen Group, it was determined this would be held in conjunction with the August Board meeting. The current location for the August Board meeting will be contacted to determine whether or not guestrooms/meeting space is available for the expanded timeframe. If not, a suitable location will be sought.

The proposed meeting schedule:

- August 25—Overnight accommodations; Friday golf tee times to be cancelled.
- August 26—Full-day working session.
- August 27—Full-day working session
- August 28—Morning Board Meeting, concluding with lunch.
Afternoon—Nominating Committee to interview officer candidates

The Audit Committee meeting, normally scheduled for the August Board meeting, will have to be discussed as to when to appropriately fit this into the new schedule.

Nominating Committee

As IASB Immediate Past President, Mark Metzger will chair the 2011 Nominating Committee and as such, will co-chair the Delegate Assembly deliberations with President Joe Alesandrini.

NSBA Delegate Report

President Alesandrini distributed 2011 NSBA Delegate Assembly participation certificates to Illinois delegate/alternates, thanked them for their services and asked if they would like to make comments on their participation. Vice PresidentCarolyn Brooks stated she thought it was the smoothest to date of any in which she had participated.

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Illinois High School Association Report

IHSA Representative Mark Harms stated the two current main IHSA issues are concussion legislation and drug testing. Harms complimented Associate Executive Director Advocacy/Governmental Relations Ben Schwarm for his legislative expertise and assistance to IHSA.

During the past three years of drug testing done during various state series events as selected by the IHSA's third-part test administrator, Harms reported 10 tested positive in 2008-09; 2 tested positive in 2009-2010; and 3 tested positive in 2010-11. In the past IHSA allocated \$150,000 for the 2008-09 testing; \$100,000 in 2009-10 and again allocated \$100,000 for this program. As of February 1, 2011, an additional \$45,000 was available through the fund created by the legislation signed in August, 2009 by Governor Quinn and should continue to grow throughout the remainder of the school year. IHSA has completed the necessary grant request to receive the monies to pay testing costs and is awaiting IDPH word on its request.

New areas being discussed by a committee for more recognition structure development are marching bands and swing choirs.

Legislative Report

In the absence of Associate Executive Director Advocacy/Governmental Relations Ben Schwarm due to family commitments, Dr. Johnson updated the Board on current legislative issues affecting local school districts.

2011 JAC Second General Session

Stand Up Change Teen Statistics is a poignant, cutting edge musical that hits top current issues of our day with powerful messages and sobering statistics, based on real stories from the lives of real teenagers and performed by students who know. Due to the explicit issues and language of this program, the Executive Director Emeritus will have a disclaimer in the conference program and all pre-conference informational pieces informing people of the program content and explicit language that they might find inappropriate for themselves or for children they might have with them. This will allow individuals to make the choice of whether or not they to attend this session. The disclaimer will also be projected on the large screens prior to the session and carried on the foyer signage for this session.

IASB Service Associates' Report

IASB Service Associates' Representative Steve Larson reported the group had met last week and two new members were appointed to the twelve-member Executive Board; seventy-six firms currently hold Service Associate membership; Service Associates will be staffing and presenting six panels at the 2011 Joint Annual Conference and the organization has a list of topics available for presentation at division meetings; Service Associates will again offer bingo as a part of the exhibit hall activities; and are sponsoring the annual architectural exhibits.

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At its May meeting, the Executive Committee voted to request that the IASB Board of Directors extend Service Associate membership to Holland Construction Services, Inc.

Action: John Metzger moved; seconded by Ben Andersen and carried unanimously, that IASB Service Associate membership is extended to Holland Construction Services, Inc. of Swansea.

Recognition, Tariq Butt

For the past several years, Dr. Tariq Butt, a member of the Chicago Board of Education, has represented that board as a member of the IASB Board of Directors and served as IASB'S minority delegate to the NSBA Delegate Assembly. President Alesandrini presented Butt with a plaque recognizing his outstanding contribution and services to IASB and through this involvement, all Illinois school districts.

Closed Session/Executive Director Search

The Board convened in closed session at 3:30 p.m.

The next meeting of the IASB Board of Directors is tentatively scheduled for Sunday, August 28, following August 26-27 Governance Model discussions at the Marriott Resort, Oak Brook, Illinois. Exact location and August dates will be forwarded to the Board as quickly as they are solidified.