

# Board of Directors' Meeting Minutes

## IASB Board of Directors' Meeting Crowne Plaza-Springfield May 18, 2013

### Present:

Carolyn Brooks .....President.....Noble  
Karen Fisher.....Vice President .....Marseilles  
Joseph Alesandrini .....Immediate Past President..... Pekin  
Dale Hansen .....Treasurer/Three Rivers ..... Grant Park  
Ben Andersen.....Northwest..... East Dubuque  
Tim Blair.....Wabash Valley.....Casey  
Linda Eades.....Kaskaskia .....Hettick  
Lisa Weitzel .....Abe Lincoln ..... Maroa  
Mark Harms .....Corn Belt..... Flanagan  
Sue McCance .....Western ..... Cuba  
Tom Neeley.....Central Illinois Valley.....Morton  
Joanne Osmond.....Lake.....Lake Villa  
Phil Pritzker .....North Cook.....Arlington Heights  
John Metzger.....Egyptian ..... Nashville  
Michelle Skinlo.....Illini.....Mattoon  
Rosemary Swanson.....DuPage..... Wheaton  
Jackie Mickley .....Blackhawk..... Geneseo  
Jesse Ruiz.....Chicago Board of Education..... Chicago  
Steve Larson.....Service Assoc. Representative .....Lisle  
.....West Cook.....Berwyn  
Val Densmore - Substitute .....South Cook..... Orland Park  
.....Southwestern..... O'Fallon

### Absent:

David Barton.....Two Rivers..... Nebo  
Simon Kampwerth .....Starved Rock..... Peru  
Roger Pfister .....Shawnee .....Murphysboro  
Mary Stith .....Kishwaukee..... Geneva

*Recording Secretary..... Carrie Cloyd*

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Introductions and Announcements – PresidentCarolyn Brooks called the meeting to order at 9:45 a.m. on Saturday, May 18, 2013. Carolyn welcomed our newest Board Member, Lisa Weitzel who will be representing the Abe Lincoln Division. She then recognized the retiring Directors who were present: Joanne Zendol, Roger Edgecombe and John Coers. Tom Cunningham who is also retiring was unable to attend this meeting.

### Additions to and Approval of Agenda

Mark Harms and Joanne Osmond requested that the application for officers and a mentoring program discussion be added to the agenda.

### Approval of Minutes

**Action:** Tom Neeley moved, seconded by Sue McCance and carried unanimously, that the minutes for the February 9, 2013 Board of Directors' Meeting be approved as amended and placed on file.

### Consent Agenda

**Action:** Ben Andersen moved, seconded by Linda Eades and carried unanimously, that the Consent Agenda items be approved.

### Monitoring: Governance Culture

No motions were made regarding any issues as a result of the Board self-evaluation or changes to the Executive Committee recommendations related to governance culture.

### Board Policy Action: OE-8, GC-2 and GC-5

**Action:** Joanne Osmond moved, seconded by Ben Andersen and the motion carried unanimously to approve the policy changes to OE-8, GC-2 and GC-5 as presented.

### Approval of Executive Director Indicators for OE-8(7), OE-9 and OE10

**Action:** Dale Hansen moved, seconded by Jesse Ruiz and the motion carried unanimously to approve Operational Indicator 8, Item #7, as well as Operational Indicators 9 and 10 as presented.

### IASB Depository

**Action:** Ben Andersen moved seconded by Phil Pritzker and the motion carried unanimously to approve Ameritrade as an IASB Depository.

### 2013/2014 Annual Work Calendar

**Action:** A motion was made by Rosemary Swanson, seconded by Ben Andersen and the motion carried unanimously to approve the 2013/2014 Annual Work Calendar as presented.

Committee Appointments and Reappointments – President Carolyn Brooks indicated that appointments to the audit and nominating committees would be made once the new directors take their seats on the

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board and again requested that any board member interested in serving on the Audit or Nominating Committee contact her. Past President Joe Alesandrini announced that board members who seek to serve as IASB president or vice president need to submit their nomination forms by August 2, 2013.

### Executive Director Contract Renewal

**Action:** Phil Pritzker moved, Jesse Ruiz seconded, and the motion carried unanimously to extend Executive Director Roger Eddy's contract through June 30, 2016.

### Election to replace Joanne Zendol on the Executive Committee

President Brooks asked those who were interested in the position on the Executive Committee to replace Joanne Zendol to please let it be known. Ben Andersen and Sue McCance stated their desire to be considered. Ballots were distributed, collected, and counted by Deputy Director Ben Schwarm and Attorney Melinda Selbee. The new member voted to the Executive Committee is Sue McCance.

### Current Financial Report (FY13) and FY13/14 Budget Assumptions and Approval

The board heard from Executive Director Roger Eddy and Treasurer Dale Hansen regarding the proposed budget with Roger using what he termed a "worst-case scenario" for reduced revenues for the next fiscal year. He also stated that recent cuts to staff and other expenses would allow the Association to finish the current fiscal year with an estimated \$138,000 surplus. He also warned that income from the joint annual conference sponsored programs and other revenue-generating services could be lower next year. Expenses, in turn, have been reduced by eliminating several positions, not replacing vacancies and by renegotiating a lease for the Association's Lombard offices. Dale and Roger also presented an overview of the next steps for the implementation of the new investment policy. When the Treasurer's report was concluded, several board members complimented and thanked Dale and Roger for their hard work.

**Action:** Michelle Skinlo moved seconded by Sue McCance to approve the FY14 Budget Assumptions as presented. The motion carried unanimously.

Legislative Update – Ben Schwarm led a lively discussion regarding pension reform and the proposed pension cost shift and reviewed legislation regarding removal of school board members. He then answered questions. He also mentioned that after careful consideration, attendance by IASB at FRN would likely be cut from the budget for next year.

### Service Associates Report

**Action:** A motion was made by Michelle Skinlo, seconded by Jackie Mickley to invite Sitton Energy Solutions of O'Fallon to become a member of IASB Service Associates. The motion carried unanimously.

IHSA Report – Mark Harms reported on changes to pre-season football contact rules established by IHSA and legislation that would effect liability insurance for high school athletes.

Staffing Update – Roger Eddy reviewed the staffing report and indicated that difficult decisions had to be made in order to balance the budget.

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### Informational Items

100 Year Celebration update – Jim Russell provided an update on the plan to recognize the association's 100<sup>th</sup> anniversary in a year-long series of activities and events and reiterated that it is IASB's goal to highlight public education.

Conflict of Interest Forms - Roger Eddy reviewed the form and reminded members that we will need a new form signed annually. He also reminded all board members that expense reimbursement forms must be submitted on or before June 30, 2013.

### Future National Meetings

NSBA Central Region Committee meeting – July 19-21, 2013 in Minnesota

NSBA's Executive Directors Institute – July 26 to August 1, 2013 in California

NSBA President's Retreat – August 15-18, 2013 in Memphis

Carrie Cloyd reviewed issues pending.

President Brooks briefly reviewed the Board's work plan for August and remind them about the executive director's evaluation format and the need to send evaluation information to her.

President Brooks then confirmed the next meeting date and time as August 23-24 in Oakbrook.

Cathy Talbert led a meeting process debriefing and President Brooks then adjourned the meeting at 12:45 p.m.