

SEPTEMBER 15, 2017

Local Government Center, Salem, Oregon

OSBA board members in attendance at meeting start: President Betty Reynolds, President-elect LeeAnn Larsen, Vice President Tass Morrison, Secretary-Treasurer Don Cruise, Past President Doug Nelson, Paul Anthony, Kevin Cassidy, Sherry Duerst-Higgins, Susan FitzGerald, Cheri Helt, Kaye Jones, Greg Kintz, ex officio Bob Moore, Scott Rogers, Lori Theros, Michelle Vo, Maureen Wolf

OSBA staff in attendance at meeting start: Executive Director Jim Green, Deputy Executive Director Mary Paulson, Jenny Fedler, Donna Herren, Peggy Holstedt, Steve Kelley, Haley Percell, Alex Pulaski, Mike Robison, Lori Sattenspiel, Jane Leonhardt

OSBA board members not in attendance: Carlos Castaneda, Hank Perry, Craig Prewitt, ex officio Craig Hawkins, ex officio Charles Martinez

President Betty Reynolds called the meeting to order at 5:27 p.m.

I. Welcome and introductions

Board members individually introduced themselves and stated what they are looking forward to this year.

II. Approve agenda

Motion: Doug Nelson moved approval of the agenda with the following change: Move Saturday agenda item I(B), Board of Directors Position 7, Clackamas Region, to after Saturday agenda item II(E), 2017 Advocates for School Trust Lands Summer Conference. Seconded by Kevin Cassidy.

The board voted and the motion passed unanimously.

III. Consent agenda

Motion: Tass Morrison moved approval of the consent agenda as presented. Seconded by Greg Kintz.

The board voted and the motion passed unanimously.

A. Acceptance of minutes

1. May 25, 2017, Legal Assistance Trust meeting minutes
2. June 15, 2017, Executive Committee meeting minutes
3. June 23, 2017, Executive Committee meeting minutes
4. August 9, 2017, Executive Committee conference call minutes

B. Staff Written Reports

1. Business partners update, Lori Sattenspiel
2. 2016-17 audit procedure and status update, Mike Robison

3. 2017 Summer Board Conference, Steve Kelley
4. OSBA organizational chart, Jim Green
5. Current financial statement, Mike Robison
6. Investment report, Mike Robison
7. Budget 2016-17 year-end report, Mike Robison
- C. Board member written reports
 1. PACE update, Craig Prewitt
- D. OSBA Board elections (incumbents)
 - *not eligible to run
 1. Scott Rogers, Position 2 (Gorge)
 2. Doug Nelson/Cheri Helt, Position 3 (Central) (one-year term)
 3. Lori Theros, Position 4 (Southeast)
 4. Sherry Duerst-Higgins, Position 6 (Lane)
 5. *Carlos Castaneda, Position 7 (Clackamas) (one-year term)
 6. *Don Cruise, Position 10 (Linn/Benton/Lincoln)
 7. Kaye Jones, Position 12 (Marion)
 8. Greg Kintz, Region 14 (North Coast)
 9. Maureen Wolf, Position 16 (Washington)
 10. Michelle Vo, Position 17 (Multnomah) (one-year term)
 11. Kris Howatt, Position 18 (Multnomah)
- E. OSBA Legislative Policy Committee elections (incumbents)
 - *not eligible to run
 1. Andrew Bryan, Position 1 (Eastern)
 2. Dean McAllister, Position 2 (Gorge)
 3. Tim Carpenter, Position 3 (Central)
 4. Jill O'Donnell, Position 4 (Southeast)
 5. Dawn Watson, Position 5 (Southern)
 6. Rose Wilde, Position 6 (Lane)
 7. Ron Adams, Position 7 (Clackamas)
 8. Liz Hartman, Position 8 (Clackamas)
 9. *Jake Gibbs, Position 9 (Douglas/South Coast)
 10. David Dowrie, Position 10 (Linn/Benton/Lincoln)
 11. *Chris Brantley, Position 11 (Marion)
 12. Betsy Earls, Position 12 (Marion)
 13. Trina Comerford, Position 13 (Yamhill/Polk)
 14. Becky Tymchuk, Position 14 (North Coast)
 15. Kim Strelchun, Position 15 (Washington)
 16. Fred Marble, Position 16 (Washington)
 17. John Lindenthal, Position 17 (Multnomah)
 18. Amy Kohnstamm, Position 18 (Multnomah)
 19. *Kent Zook, Position 19 (Multnomah)

IV. Association

A. School Board Members of Color Caucus

Betty Reynolds provided an update on the caucus's status to date. Donna Tyner has agreed to provide interim leadership. The next meeting is scheduled October 21 in

Woodburn. Betty welcomed comments and consensus for an affirmation of support for the caucus.

Motion: Doug Nelson moved the OSBA board affirm the work of the School Board Members of Color Caucus and support their efforts to become a caucus within OSBA. Seconded by Cheri Helt.

The board voted and the motion passed unanimously.

B. Ex officio reports

1. OAESD

Bob Moore referred to his report in meeting packet. He invited interested board members to sign up for the OAESD newsletter which is distributed five times a year. He provided an overview of the P-20 support network.

2. State Board of Education

No report received.

3. COSA

No report received.

C. Officer Succession Planning Committee

Doug Nelson referred to his report in the meeting packet. The responsibility of the Officer Succession Planning Committee is to make sure everyone understands the roles, responsibilities and time commitments of being an officer.

1. Nomination of OSBA officers

Betty outlined the nomination process.

a. President-elect

President Betty Reynolds opened nominations for President-elect. Doug Nelson nominated Tass Morrison. No other nominations were received. Nominations closed.

b. Vice President

President Betty Reynolds opened nominations for Vice President. Cheri Helt nominated Kevin Cassidy. No other nominations were received. Nominations closed.

Kris Howatt entered the meeting at 6:08 p.m.

c. Secretary-Treasurer

President Betty Reynolds opened nominations for Secretary-Treasurer. LeeAnn Larsen nominated Maureen Wolf. No other nominations were received. Nominations closed.

Motion: Doug Nelson moved the board approve the election of Tass Morrison as President-elect, Kevin Cassidy as Vice President, and Maureen Wolf as Secretary-Treasurer by acclamation. Seconded by Scott Rogers.

Tass, Kevin and Maureen each accepted their nominations and thanked the board.

The board voted and the motion passed unanimously.

- D. Board resolution to membership
 - 1. OSBA governance changes

Motion: Doug Nelson move the OSBA board adopt the resolution to be sent on for a vote of the membership as presented. Seconded by LeeAnn Larsen.

Jim Green referred to materials in the meeting packet. The OSBA governance changes have been discussed at past board meetings. One major change is that charter schools can no longer be associate members; they must be sponsored by a school district. They can, however, still get PACE coverage. The governance change requires board approval then membership approval. If approved, the changes will take effect July 1, 2018. Questions were answered and corrections noted.

Doug Nelson referred to his report in the meeting packet at page 47 which outlined four proposals which came about as a result of NSBA training he attended. Proposed changes are: (1) reduce the number of officers to four; (2) initiate term limits for new board members; (3) include officers of NSBA, NSBAC, and Pacific Region as ex officio directors of the OSBA board; and (4) identify that the Immediate Past President lead the officer succession process.

Motion: Kris Howatt moved to accept the proposal to include as ex officio directors any officer of the Pacific Region, NSBAC, or NSBA. Seconded by Maureen Wolf.

The board voted and the motion passed unanimously.

Motion: Doug Nelson moved the board accept the items demonstrated throughout the proposed bylaws by reducing the number of OSBA officers from five to four beginning January 1, 2020. Seconded by Kevin Cassidy.

The board voted by show of hands. The motion failed with 7 votes in favor; 10 votes opposed.

Jim Green indicated this proposal will be removed from the proposed bylaws.

Motion: Doug Nelson moved the board implement term limits as proposed in Section 3.4 on page 5 of the proposed bylaws. Seconded by LeeAnn Larsen.

Discussion of term limits ensued.

Motion: Maureen Wolf moved to amend the motion to read that newly elected directors may serve up to five consecutive two-year terms. Seconded by LeeAnn Larsen

The board voted by show of hands. The amended motion passed with 9 votes in favor; 8 votes opposed.

The board voted by show of hands and the motion as amended passed with 9 votes in favor; 8 votes opposed.

Motion: Doug Nelson moved approval of amendment to Section 5.5.5 of the proposed bylaws that the Immediate Past President will chair the officer succession process. This should be added to the list of duties for the Past President. Seconded by Tass Morrison.

Discussion was held on the role of the Officer Succession Planning Committee.

Motion: Doug Nelson moved to amend the motion to read that the board approve amendment of Section 5.5.5 of the proposed bylaws that the Immediate Past President will chair the officer succession *planning* process. Seconded by Kris Howatt.

The board voted and the amended motion passed unanimously.

The board voted and the motion as amended passed unanimously.

Jim reminded directors that the original motion before the board was to adopt the resolution "as presented," and that there must be an amendment to that motion.

Motion: Kris Howatt moved to amend the motion to read that the OSBA board adopt the resolution to be sent on for a vote of the membership *as amended*. Seconded by Kaye Jones.

The board voted and the amended motion passed unanimously.

The board voted and the motion as amended passed unanimously.

The meeting recessed at 7:31 p.m.

The meeting reconvened at 7:38 p.m.

E. Finance Committee update

Don Cruise acknowledged Mike Robison's service as OSBA's CFO. Don provided a report from the Finance Committee meeting held earlier in the afternoon where the committee received the auditors' report.

F. Finance Committee appointments

1. Jami Eglund, Yamhill Carlton SD
2. John Lang, High Desert ESD

Betty reported that she has appointed the two named members to fill the vacancies on the Finance Committee. The new members attended today's meeting.

G. Budget update (PTA, OLN)

Jim Green reminded directors that at the June board meeting they talked about sponsorship of entities, including Oregon PTA and OLN. Steve Kelley is the liaison to OLN and he prepared a memo for the meeting packet. The issue in June was how much from sponsorship funds were to be given to PTA and OLN. The board requested information as to the value for sponsorship monies. Steve indicated OLN is going through a transition and is changing services they offer. He doesn't see a benefit from OLN services that specifically impact OSBA.

Motion: Kris Howatt moved the board approve the recommendation of the Budget Committee to increase partnership funds to the Oregon PTA by \$5,000. The \$5,000 will be taken out of funds given to the Oregon Leadership Network. Seconded by LeeAnn Larsen.

Discussion was held on how to fill the equity leadership role OLN previously filled. General support was expressed for strengthening the partnership with PTA. Jim indicated he will have a discussion with OLN on how to deepen their role. He acknowledged PTA is a good partner on revenue reform.

The board voted and the motion passed unanimously.

H. Request for 2017-18 OSBA budget adjustment

Mike Robison explained that at the PACE trustees meeting in July trustees authorized increasing funds to OSBA for a full-time PACE Administrator and an additional preloss position. Increased expenses would be in salaries and benefits. Increased revenues would be from contract services from the Litigation Department.

Motion: Doug Nelson moved the OSBA board approve the adjustment to the OSBA 2017-18 budget as presented. Seconded by Scott Rogers.

The board voted and the motion passed unanimously.

I. Re-adoption of OSBA's Mission and Strategic Plan

Jim Green referred to the current OSBA mission and strategic plan on page 77 of the meeting packet. The board reaffirmed the strategic plan at its June meeting. A motion would readopt the mission and strategic plan as a restatement and recommitment to the board's efforts.

Motion: Maureen Wolf moved the OSBA board re-adopt the strategic plan and goals as presented. Seconded by Tass Morrison.

Kris Howatt requested addition of a comma after “graduating” and before “college” in Visionary Area #2. Jim indicated this is a scribner's error; OSBA staff will make the change.

The board voted and the motion passed unanimously.

J. 2017-18 staff action plan

Jim Green referred to the staff action plan on pages 79-81 of the packet. The report highlights efforts of OSBA directors. OSBA will convene a group of key staff and officers, COSA and OEA leadership, and the business community to bring forward a plan for revenue reform, cost containment and accountability. Communication Services has stepped up to become the education communications leader in Oregon. Jim outlined the work of Legislative Services, Finance and Operations and Litigation Services and training to help boards better understand their data.

K. Executive Director's report, goals and action plan

Jim Green referred to his report on pages 83-84 of the packet and outlined his external goal of revenue reform, and internal goals of improving staff morale and fully staffing all departments.

L. 2017-18 Executive Director evaluation process

Betty reported that she and LeeAnn Larsen collaborated on the executive director evaluation process which was approved by the Executive Committee in August 2017, and outlined the recommended evaluation process for approval by the board.

Motion: Sherry Duerst-Higgins moved the board adopt the executive director evaluation process for 2017-18 as presented. Seconded by Kevin Cassidy.

The board voted and the motion passed unanimously.

President Betty Reynolds recessed the meeting at 9:03 p.m.

SEPTEMBER 16, 2017
Local Government Center, Salem, Oregon

OSBA board members in attendance at meeting start: President Betty Reynolds, President-elect LeeAnn Larsen, Vice President Tass Morrison, Secretary-Treasurer Don Cruise, Past President Doug Nelson, Paul Anthony, Kevin Cassidy, Sherry Duerst-Higgins, Susan FitzGerald, Cheri Helt, Kris Howatt, Greg Kintz, ex officio Bob Moore, Scott Rogers, Michelle Vo, Maureen Wolf

OSBA staff in attendance at meeting start: Executive Director Jim Green, Deputy Executive Director Mary Paulson, Jenny Fedler, Donna Herren, Peggy Holstedt, Steve Kelley, Haley Percell, Alex Pulaski, Mike Robison, Lori Sattenspiel, Jane Leonhardt

OSBA Board members not in attendance: Carlos Castaneda, Kaye Jones, Hank Perry, Craig Prewitt, ex officio Craig Hawkins, ex officio Charles Martinez

President Betty Reynolds called the meeting to order at 8:01 a.m.

(Continued from the Friday, September 15, 2017, agenda)

V. Leadership

- A. New board member Welcome Ambassador Program progress reports
Board members reported out on their experiences contacting newly elected local board members.

****Lori Theros entered the meeting at 8:05 a.m.****

B. Conferences and conventions update

1. Oregon School Law Conference Nov. 29 - Dec. 1, 2017
Jim Green reported that the Oregon School Law Conference will be held in Eugene November 29 through December 1, 2017. It is OSBA's year to host the event and Betty Reynolds will welcome attendees. OSBA is not asking for presidors this year.
2. 2017 Annual Convention
Steve referred to his report in the meeting packet. A new breakfast, Capitol Watch, has been added to the convention schedule and confirmation has been received that Congresswoman Suzanne Bonamici will speak. Steve outlined keynote speakers at convention. Betty noted that NSBA President Kevin Ciak will be at convention Thursday for the opening reception.
3. 2018 Bonds, Ballots, Buildings Conference
Alex Pulaski outlined the upcoming conference which is held every two years.

(Saturday, September 16, 2017, agenda)

I. Association

- A. Election of OSBA Officers
1. President-elect
 2. Vice President
 3. Secretary-Treasurer

Election of officers was finalized Friday, September 15, 2017.

II. Advocacy

- A. Promise of Oregon / Oregon Rising campaigns

Alex reported that convention attendees will see the new Promise video which celebrates graduation. The Oregon Rising campaign will gear up again in 2018.

- B. NSBA

1. Advocacy Institute planning update

Lori Sattenspiel indicated she will set appointments with Oregon's congressional delegation.

- a. Advocacy Institute attendees

This year, as in past years, OSBA will send one representative from each congressional district.

- b. Advocacy Institute scholarships

In the past OSBA has offered scholarships for board and LPC members to attend Advocacy Institute. The questions before the board are whether they again wish to fund scholarships, and if so, the amount of the scholarships, how many scholarships to offer, and who is eligible to receive the scholarships.

Motion: Doug Nelson moved OSBA provide ten \$1,500 scholarships to OSBA board and LPC members who wish to attend the NSBA Advocacy Institute in 2018. Seconded by Cheri Helt.

The board voted and the motion passed unanimously.

2. NSBA Summer Leadership Seminar

Betty Reynolds reported on the Summer Leadership Seminar in Chicago, which was attended by Betty, LeeAnn, Tass and Doug. Dave Krumbein also attended as Past Chair of the Pacific Region. Each attendee provided a short report on highlights of the conference. Tass was elected to the NSBA National Nominating Committee.

3. NSBA Pacific Region Winter meeting

Betty noted that Oregon is the host state for the 2017 Pacific Region Winter meeting October 20-22 in Portland. She outlined speakers and activities planned. Betty invited all OSBA board members to attend but noted their school districts must pay for their meals and lodging.

4. Delegate Assembly representatives
 - a. Selection of NSBA Minority Delegate
Jim reported that NSBA holds a Delegate Assembly each year prior to its Annual Conference. OSBA sends three delegates; historically it has been the Past-President and President, or President and President-elect. The third delegate must be a minority representative.

Motion: Doug Nelson moved the board send Betty Reynolds and LeeAnn Larsen to serve as general delegates at the April 6, 2018, NSBA Delegate Assembly, and that OSBA send School Board Members of Color Caucus acting President Donna Tyner, or if she is not able to attend, allow the caucus to select and send one of its members to the April 6, 2018, NSBA Delegate Assembly as the minority delegate representing Oregon. Seconded by Lori Theros.

The board voted and the motion passed unanimously.

The meeting recessed at 9:08 a.m.

The meeting reconvened at 9:21 a.m.

- C. Federal advocacy, Betty Reynolds
 1. NSBAC
 2. ESSA/Oregon planBetty provided a demonstration of the NSBAC and Oregon ESSA update presentation she plans to give at Fall Regional meetings.
- D. Fall regional meetings
 1. Meeting scheduleLori Sattenspiel referred directors to the Fall Regional Meeting schedule in the meeting packet. She asked board members to let her know if they plan to attend their local meeting. Betty outlined which meetings will be attended by OSBA Executive Committee members.
- E. 2017 Advocates for School Trust Lands Summer Conference
Greg Kintz referred attendees to his report in the meeting packet and summarized events and content of the conference which was held in Salt Lake City, Utah.

MOVED AGENDA ITEM:

- I. Association
 - B. Board of Directors Position 7, Clackamas Region
Betty indicated she was asked to provide an update on the status of board member Carlos Castaneda. Carlos attended the January 2017 board meeting. He then resigned from his local school board. OSBA constitution allows him to continue service on the OSBA board through December 2017. Carlos indicated he did want to continue, however, he hadn't attended a meeting since January. Including the September meeting, he had missed four meetings. OSBA Policy 100.6 provides for board member removal. The

position may be declared vacant. Policy 100.1 provides that the vacancy may be filled in consultation with local boards. Jim reminded board members that only one meeting remains in 2017 and that they have the option of doing nothing, calling a special meeting to appoint, or declaring the position vacant. Carlos' seat is currently up for election for 2018-19.

Motion: Doug Nelson moved the board declare Position 7 of the Clackamas Region vacant. Seconded by Kris Howatt.

The board voted and the motion passed unanimously.

Motion: Maureen Wolf moved the board hold a special meeting to appoint someone to fill Position 7 and that staff actively recruit to fill the unexpired term. Seconded by Doug Nelson.

A vote was taken by show of hands. The motion failed with 5 votes in favor; 10 votes opposed.

President Betty Reynolds adjourned the meeting at 10:18 a.m.