

FRIDAY, SEPTEMBER 14, 2018

Local Government Center, Salem, OR

OSBA board members in attendance at meeting start: President LeeAnn Larsen, President-elect Tass Morrison, Vice President Kevin Cassidy, Secretary-Treasurer Maureen Wolf, Past President Betty Reynolds, Paul Anthony, Sherry Duerst-Higgins, Susan FitzGerald, Liz Hartman, Kris Howatt, Melissa LaCrosse, Patti Norris, Hank Perry, Craig Prewitt, Scott Rogers, Lori Theros, Michelle Vo, Jessica Arzate, SBMCC ex officio, Ana del Rocio, SBMCC ex officio

OSBA board member in attendance via Skype at meeting start: Bob Moore, OAESD ex officio

OSBA staff in attendance at meeting start: Executive Director Jim Green, Deputy Executive Director Mary Paulson, Chris Davidson, Jenny Fedler, Dave Harvey, Peggy Holstedt, Steve Kelley, Haley Percell, Alex Pulaski, Lori Sattenspiel, Peggy Stock, Jane Leonhardt

OSBA Guests in attendance at meeting start: Bryce Carson, OSBA IT Manager, Swati Adarkar and Kana Hepper, Children's Institute

OSBA Board members not in attendance: Terry Deacon

President LeeAnn Larsen called the meeting to order at 5:31 p.m.

I. Welcome and introductions

President LeeAnn Larsen introduced ex officio board member Bob Moore, representing the Oregon Association of Education Service Districts, who is participating in the board meeting via Skype. LeeAnn asked meeting attendees to introduce themselves and tell what super hero they'd want to be.

Craig Hawkins, ex officio, COSA, arrived at 5:42 p.m.

II. Approve agenda

Betty Reynolds moved approval of the agenda with the addition of an OCCA ex officio report as agenda item IV(B)(4). Seconded by Sherry Duerst-Higgins.

The board voted and the motion passed unanimously.

III. Consent agenda

- A. Approval of minutes
 1. June 22-24, 2018, Board of Directors meeting minutes
 2. August 13, 2018, Board of Directors conference call minutes
- B. Acceptance of minutes
 1. May 30, 2018, Legal Assistance Trust meeting minutes
 2. July 10, 2018, Executive Committee conference call minutes
 3. July 31, 2018, Policy Committee meeting minutes
 4. August 7, 2018 Legislative Policy Committee conference call minutes

5. August 9, 2018, Executive Committee conference call minutes
- C. Staff written reports
 1. 2018 Summer Board Conference, Steve Kelley
 2. OSBA organizational chart, Jim Green
 3. Current financial statement, Mike Robison
 4. Investment report, Mike Robison
 5. Budget 2017-18 year-end report and audit update, Jim Green
 6. OSBA technology plan update report, Mary Paulson
- D. OSBA Board elections (incumbents)
**not running for position again
 1. Kevin Cassidy, Position 1 (Eastern)
 2. Patti Norris, Position 3 (Central)
 3. Craig Prewitt, Position 5 (Southern)
 4. Liz Hartman, Position 7 (Clackamas)
 5. Betty Reynolds, Position 8 (Clackamas) (one-year term)
 6. Hank Perry, Position 9 (Douglas/South Coast)
 7. **Susan FitzGerald, Position 13 (Yamhill/Polk)
 8. Michelle Vo, Region 17 (Multnomah)
 9. Paul Anthony, Position 19 (Multnomah)
 10. No incumbent (new position), Position 20 (Washington) (one-year term)
- E. OSBA Legislative Policy Committee elections (incumbents)
 1. No incumbent (new position), Position 20 (Washington) (one-year term)

Motion: Kris Howatt moved approval of the consent agenda as presented. Seconded by Lori Theros.

The board voted and the motion passed unanimously.

Greg Kintz entered the meeting at 5:46 p.m.

IV. Association

A. Presentation: Children's Institute

LeeAnn introduced Swati Adarkar and Dana Hepper of the Children's Institute, which is a policy and advocacy institution that works to build support for Oregon's early childhood system and to bring alignment for birth to five services. They provided information about the work they do to close achievement and opportunity gaps and their legislative agenda. They indicated they are excited to partner with OSBA in the 2019 legislative session and beyond and are thankful for the opportunity to work with school board members. Jim Green reminded board members of the 2019-20 OSBA Legislative Policies and Priorities that deal with early learning.

Brent Peterson, RBC Wealth Management, entered the meeting at 6:08 p.m.

F. Finance Committee update – **THIS ITEM TAKEN OUT OF ORDER**

It was suggested that Maureen Wolf's Finance Committee report from the afternoon's meeting be given out of order while Brent Peterson is in the room. Maureen indicated revenue is strong and expenditures are under budget. The audit field work was

completed this week. OSBA, the Legal Assistance Trust and the Local Government Center all received clean bills of health. The final audit analysis will be provided at the February 2019 board meeting. Maureen indicated the Finance Committee discussed investment policies and creation of a rainy-day fund. Financial policy proposals will go first to the Policy Committee for review, then to the board for a conversation in February.

Brent Peterson indicated this was a good year for OSBA finances. Funds were rebalanced in January to bring the portfolio back to the model of 60 bonds/40 stocks. The Finance Committee discussed how to keep things consistent when markets are down and what to do with funds when markets are good. Brent thanked OSBA for the opportunity to participate in the conversation of how to manage its funds prudently.

Brent Peterson exited meeting at 6:32 p.m.

B. Ex officio reports

1. OAESD

Bob Moore indicated he is excited to be the test for remote meetings and thanked OSBA IT Manager Bryce Carson for his help in setting up the Skype meeting. Bob referred to page 73 of the meeting packet for a report from the OAESD Executive Director about HB 4002 (2016) addressing chronic absenteeism in Oregon's public schools. Bob talked about OAESD's involvement in the project and provided information about OAESD's overhaul of their association bylaws which has allowed them to streamline their work.

2. School Board Members of Color Caucus

Ana del Rocio and Jessica Arzate thanked the board for the opportunity to participate in the meeting. They outlined the caucus's goals, mission, and core values. All of this has been posted on OSBA's website. The caucus is preparing for its next meeting at the OSBA Annual Convention where it will elect a new slate of officers. Ana announced she is stepping off her local board and out of participation in the caucus so she can commit time to her family.

3. COSA

Craig Hawkins, COSA Executive Director, provided an update on the organization's advocacy work regarding revenue reform and cost containment being done in partnership with OSBA. They be working on superintendent/school board relations improvements in the upcoming year. They are preparing for the Oregon School Law Conference in December and the Oregon Education Equity Summit held in partnership with ODE and Education Northwest.

Swati Adarkar and Dana Hepper exited the meeting at 7:18 p.m.

ADDITION TO AGENDA

4. OCCA

Betty Reynolds provided a report from her ex officio service on the OCCA board.

C. Change of bank account signatories

Mary Paulson indicated that banking laws require board action to change signatories on the various bank accounts. Chris Davidson joined OSBA as the Director of Business Services on September 1, 2018. The board is being asked to authorize Secretary-Treasurer Maureen Wolf to sign the bank documents necessary to add Chris as a signatory on the OSBA, Legal Assistance Trust, Brady, and LGC accounts.

Craig Hawkins exited the meeting at 7:24 p.m.

Motion: Kris Howatt moved the board authorize OSBA Secretary-Treasurer Maureen Wolf to sign bank documents necessary to change bank account signatories as follows: Signatories on the OSBA, LAT and Brady accounts will be Executive Director Jim Green, Deputy Executive Director Mary Paulson, and incoming Director of Business Services Chris Davidson. Signatories on the LGC account will be OSBA Executive Director Jim Green, OSBA Deputy Executive Director Mary Paulson, and incoming OSBA Director of Business Services Chris Davidson. Seconded by Craig Prewitt.

The board voted and motion passed unanimously.

D. Officer Succession Planning Committee

LeeAnn Larsen referred attendees to her written report included in the meeting packet.

1. Nomination of OSBA officers

a. President-elect

President LeeAnn Larsen opened nominations for President-elect. Sherry Duerst-Higgins nominated Kevin Cassidy. No other nominations were received. Nominations closed. Kevin indicated he is willing and honored to serve. The board approved the nomination of Kevin Cassidy as President-elect by affirmation.

b. Vice President

President LeeAnn Larsen opened nominations for Vice President. Maureen Wolf nominated Scott Rogers. No other nominations were received. Nominations closed. Scott accepted the nomination. The board approved the nomination of Scott Rogers as Vice President by affirmation.

c. Secretary-Treasurer

President LeeAnn Larsen opened nominations for Secretary-Treasurer. Craig Prewitt nominated Maureen Wolf. No other nominations were received. Nominations closed. Maureen accepted the nomination. The board approved the nomination of Maureen Wolf as Secretary-Treasurer by affirmation.

E. Proposed OSBA policies

Tass Morrison reminded board members that a complete rewrite of OSBA's policies was done earlier this year. She reviewed the process to bring the policies into alignment with OSBA's new nonprofit status and reminded board members that the new policy manual

was approved at the June 2018 board meeting, except for three policies that were pulled, and 14 policies which were presented for the first time at the June meeting.

1. Policy Committee recommendations

LeeAnn indicated the board will approve the policies in two sections. One section will cover the 14 policies, and the other will cover the three policies that were pulled at the June meeting. The 14 policies, unless a policy or policies are pulled by the board, will be approved as a group.

Motion: Craig Prewitt moved the OSBA board adopt the 14 revised policies as presented en masse. Seconded by Scott Rogers.

Kris Howatt asked board members to pay attention to Policy 2300 Term of Office as it has changed. If a board member is no longer serving on a local board their service immediately ends on the OSBA board.

The board voted and the motion passed unanimously.

2. Policies held for discussion

Tass reminded board members that three policies which were pulled at the June board meeting and referred to the Policy Committee for review. The Policy Committee recommends further discussion by the board at this meeting and recommends all three policies for adoption as as presented.

Motion: Kris Howatt moved approval of Policy 2700 Travel – Board of Directors. Seconded by Lori Theros.

Kris Howatt requested the board have a conversation about reimbursement for flight upgrades, and about reimbursement for other accepted modes of travel if someone is unable to fly. Jim indicated OSBA does not currently pay for seat upgrades, and the policy as presented today does not include reimbursement for upgrades. Jim indicated that if it is the will of this body Mary Paulson can develop a guideline to deal with this issue. The guideline could allow reimbursement up to economy plus or guaranteed seating. He recommended the board vote on the motion, then will ask for clarification.

The board voted and the motion passed with one vote in opposition.

The consensus of the board is that any new guideline will apply to OSBA staff and board members. It will also apply to OSBMCC members while traveling on caucus business. Maureen Wolf requested information on budget impact. Consensus was also reached that the proposed guideline will go to the Executive Committee for review before it is implemented, and the Executive Committee will report back to the board. Jim clarified that the policy as proposed does not approve reimbursement for upgrades to first class.

The board indicated approval of Mary creating a guideline for flight upgrades by a show of thumbs up.

Motion: Craig Prewitt moved approval of Policy 4800 Expense Reimbursement – Directors of the Board as presented. Seconded by Scott Rogers.

Kris Howatt explained that discussion of this policy should fall into two parts. The first part relates to the policy that only board-appointed delegates be reimbursed for expenses related to NSBA events. The problem is that someone who is elected by the NSBA Pacific Region to the Pacific Region board but who is no longer an OSBA board member would not be reimbursed for expenses. Jim confirmed that the new policy language makes it clear that a board member would be reimbursed for an NSBA event as it would be covered under the “as approved by the Board” language.

The second part of the discussion was held regarding reimbursement of expenses to the OSBA President and President-elect for going to the Annual Convention a day early. It was pointed out that this paragraph should be numbered as paragraph 5. Jim outlined the events that occur the night before convention begins and indicated it is a good idea to have the president-elect sit in and observe. That is not currently in the policy language. Does the board want to approve reimbursement of expenses of the president-elect to joining the president in preparation the day before convention?

Motion: Craig Prewitt moved to amend the motion by rewriting the paragraph that will be numbered 5 of proposed Policy 4800 to include the language “Only the board president, president-elect or president’s designee will be reimbursed for actual expenses incurred while attending the OSBA Annual Convention and OSBA-sponsored workshop.” Seconded by Liz Hartman.

Craig clarified that his intent is that the president and president-elect or president’s designee would be reimbursed for expenses for the one night.

Jim suggested that language of this policy be worked on by OSBA staff and brought back to the board for further consideration. Need to make certain that the president-elect’s expenses are fully reimbursed should they need to step in for the president.

LeeAnn called for the question. It was recommended that the board defeat the motion and the amendment.

The board voted and the amendment failed.

The board voted and the motion as amended failed.

The language of Policy 4800 will be sent back to the Policy Committee for a re-write and will be brought back to the board for further consideration.

Motion: Craig Prewitt move approval of Policy 7740 Nondiscrimination as presented. Seconded by Kris Howatt.

Kris requested that language of this policy be clarified that everyone is expected to operate in a professional manner so there is no harassment between staff/board member, or board member/board member. Peggy Holstedt commented that OSBA has no authority to manage board member/board member behavior. Kris requested that if the motion passes the president look further into what the legal options are or add language to the board operating agreement. Mary clarified that this policy relates to OSBA staff and that Kris originally pulled the policy because there isn't a policy for board members. Jim indicated that because this specific policy relates to staff he must have in place a policy that addresses discrimination and harassment.

The board voted and the motion passed unanimously.

The board operating agreement will be reviewed for language relating to board member/board member harassment.

F. Finance Committee update – **THIS ITEM WAS ADDRESSED OUT OF ORDER**

G. Adoption of OSBA Vision, Mission, Values and Goals Statements
Jim reminded members of the work they did with Salam Noor at the June board meeting. Draft language for the vision, mission, values and goals were sent to the board for review and comment. A change was also suggested by staff to the language of Goal #3.

Another suggested change, although it is not included in the document presented for adoption on page 112 of the packet, is a revision to the language of the vision statement.

Motion: Craig Prewitt moved the OSBA board adopt the OSBA Vision, Mission, Values and Goals Statements as presented. Seconded by Patti Norris.

Discussion was held about the nuances of the suggested change to the vision statement.

The board voted and the motion passed unanimously.

H. 2018-19 staff action plan
Jim reported that OSBA directors met with their staff to talk about the board's goals brought forward in June and to talk about their action plans to meet those goals.

I. Executive Director's report, goals and action plan
Jim referred to his report on page 121 of the packet. He met with Kevin and LeeAnn in Chicago to go over his evaluation. Jim summarized his goals and plans to meet the board's goals set in June 2018. Leeann reminded board members that they will be evaluating Jim on these goals next year.

J. 2018-19 Executive Director evaluation process

Motion: Tass Morrison moved the board adopt the executive director evaluation process for 2018-19 as presented. Seconded by Melissa LaCrosse.

Discussion was held about when the next 360 evaluation will be held. That discussion will be held again next year.

Bob Moore exited the Skype meeting at 8:33 p.m.

The board voted and the motion passed unanimously.

V. Leadership

A. Conferences and conventions update

1. Oregon School Law Conference preview - Nov. 28-30, 2018

Jim reported that the 38th annual conference will be held this year. It is OSBA's turn to host the event. Between OSBA, COSA and UO there is enough staff to cover workshop convener responsibilities.

2. 2018 Annual Convention

a. Overview

Steve Kelley reported that convention planning is going well. He summarized each day's events and speakers in his written report. The conference theme is "Honoring our Promise: Oregon Students Deserve Revenue Reform in 2019" and the preconference program follows that same theme.

b. Presider sign-ups

Steve indicated he has three spots left for presidors. He encouraged all board members sign up to preside over at least one workshop.

President LeeAnn Larsen recessed the meeting at 8:39 p.m.

SATURDAY, SEPTEMBER 15, 2018

Local Government Center, Salem, OR

OSBA board members in attendance at meeting start: President LeeAnn Larsen, President-elect Tass Morrison, Vice President Kevin Cassidy, Secretary-Treasurer Maureen Wolf, Past President Betty Reynolds, Paul Anthony, Sherry Duerst-Higgins, Susan FitzGerald, Liz Hartman, Kris Howatt, Melissa LaCrosse, Patti Norris, Hank Perry, Craig Prewitt, Scott Rogers, Lori Theros, Michelle Vo

OSBA staff in attendance at meeting start: Executive Director Jim Green, Deputy Executive Director Mary Paulson, Chris Davidson, Jenny Fedler, Dave Harvey, Peggy Holstedt, Steve Kelley, Haley Percell, Alex Pulaski, Lori Sattenspiel, Peggy Stock, Jane Leonhardt

OSBA board members not in attendance: Terry Deacon

President LeeAnn Larsen called the meeting to order at 8:01 a.m.

I. Association

A. Election of OSBA Officers

1. President-elect
2. Vice President
3. Secretary-Treasurer

Election of officers was finalized Friday, September 14, 2018.

B. Board resolutions to membership

1. OSBA 2019-20 Legislative Policies and Priorities

Lori Sattenspiel referred to the resolution and proposed 2019-20 Legislative Policies and Priorities in the meeting packet. She thanked Kevin Cassidy for his leadership throughout the process. If approved by the board, the resolution will go to the membership for a vote during the election period this fall.

Motion: Tass Morrison moved the OSBA board adopt the resolution regarding the Proposed OSBA Priorities and Policies for 2019-20 to be sent on for a vote of the membership as presented. Seconded by Greg Kintz.

The board voted and the motion passed unanimously.

Jessica Arzate and Ana del Rocio entered the meeting at 8:06 a.m.

2. SBMCC designated seat on OSBA Board of Directors and LPC
LeeAnn provided background information regarding formation of the caucus. An amendment to the OSBA bylaws is proposed to give the caucus a designated voting seat on the board and Legislative Policy Committee. The board heard from caucus members Ana del Rocio and Jessica Arzate last night about the caucus goals and mission.

Motion: Lori Theros moved the board adopt the resolution as presented and forward the resolution and proposed amended bylaws to all OSBA member boards for a vote in accordance with Section 2.5: Process of Approval of Member Resolutions of OSBA's Bylaws. Seconded by Betty Reynolds.

Support was expressed for approval of the resolution. Varied concerns were also expressed, including the fact that the process had not been vetted through OSBA's Governance Committee, which reviews OSBA's governance structure. Jim clarified that the resolution specifies it is "a" designated voting seat and reminded board members that the caucus does not stand alone; they operate under the direction of and report to the OSBA board of directors.

The board voted and the motion passed with 11 votes in favor and 7 votes against.

- C. Legal Assistance Trust Appointments
 - 1. Sherry Duerst-Higgins, South Lane 45J
 - 2. Lyle Utt, Greater Albany 9J

Jim reported that the Legal Assistance Trust (LAT) was created 30 years ago. Trustees must be a dues-paying member of the LAT. Lyle Utt and Sherry Duerst-Higgins currently serve on the LAT board and are willing to continue their service.

Motion: Craig Prewitt moved approval of the recommendation of OSBA President LeeAnn Larsen to appoint Sherry Duerst-Higgins and Lyle Utt to the OSBA Legal Assistance Trust. Seconded by Kevin Cassidy.

The board voted and the motion passed unanimously.

II. Advocacy

A. Promise of Oregon campaign

Alex Pulaski referred to his written report in the meeting packet. This is the fifth year of the Promise campaign. Many states have established their own campaigns based on OSBA's model. Alex expressed appreciation for the board's continued support. A documentary-style video is in the works related to revenue reform. Alex outlined the campaign's integration into the revenue reform efforts in the 2019 legislative session.

B. Revenue reform campaign update

Jim reminded the board of its budget approval for revenue reform. The revenue reform team is in place now which includes Jake Weigler, DHM Research, the Gallatin Group, and Kelsey Wilson. OSBA is working with OBC on cost containment measures such as health insurance benefits and PERS. Jim will provide financial updates in his weekly reports.

The meeting recessed at 9:33 a.m.

The meeting reconvened at 9:44 a.m.

C. 2018 Oregon ballot measures

Jim reminded directors that OSBA cannot take a position on ballot measures any longer as it conflicts with OSBA's non-profit status. Jim outlined the five ballot measures before voters this year.

D. 2018 Advocates for School Trust Lands Summer Conference

Greg Kintz and Tass Morrison reported on the conference which they attended in Duluth, Minnesota. Jim provided a brief update on the status of the Elliott State Forest.

E. NSBA

1. NSBA Summer Leadership Seminar

Verbal reports were received from LeeAnn Larsen, Kevin Cassidy, Maureen Wolf and Betty Reynolds, who attended the Summer Leadership Seminar in Chicago in August.

2. Advocacy Institute planning update

Lori Sattenspiel reported on the status of planning for the NSBA Advocacy Institute will be held January 27-29, 2019.

a. Advocacy Institute attendees

Jim indicated the OSBA Executive Committee attends to represent Oregon's five congressional districts. The 3rd and 4th Congressional Districts do not have Executive Committee representation, so board members must fill in.

b. Advocacy Institute scholarships

Jim indicated that in 2018 OSBA provided ten \$1,500 scholarships. The board must decide if they want to offer scholarships again this year. It was suggested the board consider increasing the scholarship amount. Jim asked the board not to go over the \$15,000 already budgeted for scholarships. Discussion held on the amount of the scholarships.

Motion: Craig Prewitt moved OSBA provide five \$3,000 scholarships to BOD and LPC members who wish to attend the NSBA Advocacy Institute in 2019 based on a first come-first served basis. Seconded by Tass Morrison.

The board voted and the motion passed unanimously.

3. 2019 NSBA Annual Conference, Philadelphia

Jim indicated that Oregon has three voting delegates pursuant to NSBA bylaws, one of which must be a minority delegate. Traditionally the president and past president serve as voting delegates. The minority delegate should be selected by the Oregon School Board Members of Color Caucus.

a. Selection of Delegate Assembly representatives

Motion: Kris Howatt moved OSBA send two officers as general delegates at the March 29, 2019, NSBA Delegate Assembly, and that the Oregon School Board Members of Color Caucus select one of its members as the minority representative. Seconded by Patti Norris.

Board voted and motion passed unanimously.

- b. NSBA Annual Conference scholarships
Jim reported that prior to 2017, scholarships for the NSBA Annual Conference were not in the OSBA budget. Contingency funds were used in 2017 to fund up to six \$2,000 scholarships. Two scholarships were used. \$12,000 has been budgeted for scholarships this year.

Motion: Craig Prewitt moved OSBA provide four \$3,000 scholarships to OSBA board and LPC members who wish to attend the NSBA Annual Conference in 2019 on a first come-first served basis. Seconded by Scott Rogers.

The board voted and the motion passes unanimously.

- F. Federal advocacy
 - 1. NSBAC
Betty Reynolds indicated she served on the NSBAC board for the last two years. Her last meeting was in Chicago in August. She spoke about ESSA implementation, grassroots initiatives, and a new publication from NSBA regarding its advocacy agenda.
 - 2. ESSA/Oregon plan
Betty provided an update on the status of ESSA implementation at the federal and state levels.
 - 3. Federal legislation
Lori Sattenspiel reported that the NSBA Congressional Recess guide is on the OSBA federal advocacy resources page. Lori spoke briefly about several important issues at the federal level. NSBA updates are posted to OSBA's federal advocacy resources page every week.
- G. Fall regional meetings
Lori indicated the first fall regional meeting was held in Lane County last week. She strongly encouraged everyone to attend their local meetings. She received good feedback and outlined the voting results from the Eugene meeting.
 - 1. Meeting schedule
Lori referred to the fall regional meeting schedule in the meeting packet.

III. OSBA Board meeting evaluations

LeeAnn asked board members to be thoughtful in their responses to the meeting evaluation as the information is valuable to the Executive Committee and staff.

President LeeAnn Larsen adjourned the meeting at 11:07 a.m.