

SATURDAY, JUNE 20, 2020

Via Zoom, and at the Local Government Center, Salem, OR

OSBA board members in attendance at meeting start: President Kevin Cassidy, Vice President Liz Hartman, Secretary-Treasurer Scott Rogers, Past President Tass Morrison, Chris Cronin, Jackie Crook, Terry Deacon, Bill Graupp, Linda Hamilton, Kris Howatt, Greg Kintz, Melissa LaCrosse, LeeAnn Larsen, Erika Lopez, ex officio Annette Mattson, Sonja McKenzie, Patti Norris, Brandy Penner, Craig Prewitt, Betty Reynolds, Lori Theros, Michelle Vo, ex officio Rose Wilde

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

OSBA guests in attendance at meeting start: John Horvick, Brent Peterson

OSBA board members not in attendance: President-elect Maureen Wolf

President Kevin Cassidy called the meeting to order at 9:00 a.m.

I. Welcome and roll call

President Kevin Cassidy outlined rules for Zoom meetings. Jim Green reminded everyone of the protocol for voting in a virtual meeting.

II. Approve agenda

Kevin indicated he wished to add an agenda item for recognition immediately following the consent agenda.

Motion: Craig Prewitt moved approval of the agenda as amended. Seconded by Kris Howatt.

The board voted and the motion passed unanimously.

III. Consent agenda

A. Approval of minutes

1. January 24-25, 2020 Board of Directors' meeting minutes
2. March 18, 2020 Board of Directors meeting minutes

B. Acceptance of minutes

1. February 12, 2020 Executive Committee conference call minutes
2. May 8, 2020 Executive Committee meeting minutes

C. Staff written reports

1. Year-end reports
 - a. Litigation Services year-end report, Haley Percell
 - b. PACE Administration year-end report, Dave Harvey
 - c. Legislative Services year-end report, Lori Sattenspiel
 - d. Communication Services year-end report, Alex Pulaski

- e. Board Development year-end report, Steve Kelley
- f. Policy Services year-end report, Peggy Holstedt
- g. Operations and Finance year-end report, Chris Davidson
- 2. OSBA board committees participation list
- D. Board written reports
 - 1. OSBMCC report, Bill Graupp
 - 2. OCCA ex officio report, Patti Norris
- E. Ex officio written reports
 - 1. OAESD, Rose Wilde
 - 2. OCCA, Annette Mattson
- F. Appointments
 - 1. OSBA Policy Committee at-large position (two-year term expires 6/30/22)
 - a. Brandy Penner, Newberg SD
 - 2. OSBA Legislative Policy Committee - Position 2, Gorge Region (two-year term expires 12/31/21)
 - a. Jose Aparicio, North Wasco SD
- G. Executive Director Evaluation
 - 1. Executive Director evaluation timeline, criteria, and process for 2020-21

Motion: Tass Morrison moved approval of the consent agenda as presented. Seconded by Lori Theros.

The board voted and the motion passed unanimously.

ADDED AGENDA ITEM:

Kevin recognized Director of Policy Services Peggy Holstedt who will be retiring soon. Kevin expressed his appreciation for Peggy's dedicated service to students in Oregon in various roles. Jim expressed appreciation for Peggy's unwavering dedication to OSBA members. Jim introduced Spencer Lewis who will be stepping in to lead the Policy Services Department.

IV. Association

A. DHM membership survey presentation

Jim indicated that a membership survey is done every four years. As in the past, OSBA has employed the services of John Horvick with DHM. John introduced himself and explained how the survey was disseminated to members and summarized survey responses. He referenced his full written report in board packet. 247 people completed the survey. On overall grading of OSBA, 53% gave OSBA an A and 31% gave a B which was an increase over the 2017, 2012 and 2008 surveys. Discussion followed about needed improvements to equity and diversity work. Jim thanked the staff at OSBA for the work they do for members around the state.

****John Horvick exited the meeting at 9:57 a.m.****

B. Board committee reports

1. Governance Committee

Kevin reported that a Governance Committee meeting was held in February. Three items were discussed in meeting: (1) The executive director evaluation

timeline and process. The committee felt those criteria were working well and didn't see the need for changes to the process; (2) Board professional development. Discussion was held regarding scholarships and how to maximize opportunities for board members, where to make investments strategically, and funding levels; and (3) The application process for scholarships and how to be equitable in access to events.

C. Summer Board Conference and Annual Convention Planning, Steve Kelley reported that this year's Summer Board Conference will be OSBA's first all-virtual event. The conference will be a half-day event held Saturday morning, July 11. The conference will be very interactive. There will be themed chat rooms, a keynote speaker, a legislative update, OSBA Leadership Connection, and a special session for board chairs and vice chairs. There will be two sessions of workshops with five choices for each session.

This year's OSBA Annual Convention will be a virtual full-day event held Saturday, November 14. There were plans to hold several face-to-face conferences in the fall, but three venues have turned down requests to reserve facilities. There are no definite plans for fall in-person meetings at this point.

D. Adoption of 2020-21 board goals
Jim referred to the memo regarding adoption of board goals on page 93 of the meeting packet. The board was due to receive additional DEI training with NSBA at this meeting, but due to the virus that work will not be completed. The board has asked for additional DEI training as well as an equity lens or equity statement. The board is being asked today to adopt the goals as presented with the knowledge that at the September meeting there will be an additional goal regarding equity, diversity, and inclusiveness. Staff will work with the caucus and the board will see that reflected in the staff action plans in September. Additional DEI work will occur not only within the organization, but with training for board members and in the work OSBA does advocating on behalf of members. Additional time is needed to gather more information to bring forth a thoughtful policy for next year.

Motion: Linda Hamilton moved the board adopt the 2020-21 board goals as presented with the understanding that in September 2020 the board will have further discussions on closing the achievement gap and continuing DEI training. Seconded by Kris Howatt.

The board voted and the motion passed unanimously.

- E. Proposed OSBA policies for adoption
1. Policy: 7732 Workplace Harassment
 2. Policy: 7352 Authority for Variance
 3. Policy: 7610 Re-employment of PERS-Retired Staff

Scott Rogers covered this item in Maureen Wolf's absence. He thanked Peggy Holstedt for her guidance and leadership. Peggy Holstedt reported that Policy 7358 on parental leave was pulled because the Policy Committee must make additional changes. Spencer Lewis will bring the Policy Committee together to address that policy and it will come

back to the board for adoption at a later date. Action is sought today from the board regarding Policies 7732, 7352 and 7610.

Motion: Tass Morrison moved the OSBA board adopt OSBA Policies 7732, 7352 and 7610 as presented. Seconded by Craig Prewitt.

The board voted and the motion passed unanimously.

The meeting recessed at 10:26 a.m.

The meeting reconvened at 10:39 a.m.

F. Budget and Finance

1. OSBA investment report

Brent Peterson with D.A. Davidson provided historical background on OSBA investments. He summarized the spending guidelines which are set up in policy. He outlined portfolio highs and lows over the past three years. The portfolio has been able to book some gains recently despite the volatile market. Brent summarized current market metrics compared to one year ago. He indicated the low in federal funds will start to affect OSBA's bottom line and its ability to generate a cash flow going forward. This will need to be monitored closely.

2. Finance Committee and Budget Committee update

Scott Rogers outlined the Finance Committee's longer-term financial concerns around future expenditures, investment strategies and providing services to districts. The pandemic has deeply impacted public education and OSBA must continue to responsibly manage its financial resources to provide strategic leadership and meet unforeseen needs.

3. Proposed 2020-21 OSBA budget

Jim reported he can't recall a time that has brought so much uncertainty in the budget. He outlined OSBA's revenue sources. A significant change in how OSBA charges for services was going to be proposed this year. Those changes will not be implemented, which will come at a cost to OSBA. If OSBA continues spending at its current rate it will begin to chip into principal. Jim proposed creation of a finance subcommittee to look at these matters. The budget presented today is a balanced budget with a reduction in total expenditures from previous years. Almost \$500,000 in budget cuts were made this year. Some of reductions are due to special projects ending. Staff, including the executive director, will not receive a COLA raise this year. Given where school district finances are this year it is a prudent decision. During these times it is more important to be able to provide training, advice, and advocacy. There is a significant amount of financial uncertainty so adding a staff member for equity may not happen this year. When there is discussion around adding an equity goal, budgetary changes must be made to align the budget with the goals of the board.

Extensive discussion was held regarding the addition of an equity position at OSBA to facilitate the board's equity goal, with the feeling that having that position in the organization speaks volumes to the equity work and will serve as a conduit to the caucus. There was also discussion about migration to a performance-based budget model where programs and expenditures are related to outcomes, as well as adding equity outcomes to the performance evaluation of the executive director.

Chris Davidson joined the meeting at 11:27 a.m.

**Motion: Tass Morrison moved the board adopt the budget for 2020-21 as presented.
Seconded by Craig Prewitt.**

Consensus was reached that the board approve the budget with understanding that staff is tasked with creating a goal to build on equity work and alignment with goals. More work is needed to determine the skillset and knowledge needed and what districts need before anyone is brought on board for an equity position. Discussion was also held regarding the value received from the partnership with Forecast5. Some districts are not using it and OSBA has committed a lot of money for that relationship. Jim indicated OSBA is in the last year of the agreement to provide services of Forecast5 and wants to make sure it is value added for districts.

The board voted and the motion passed unanimously.

Jim told the board that he hears their message regarding equity work and understands it is important. Staff will bring a proposal back in September and will provide a number as to what the cost would be for an equity consultant. He indicated he understands the concerns of the board and wants to work across board and with the caucus.

G. NSBA 2020-21 conference scholarships,
Jim reported that NSBA is in a state of flux regarding its 2021 conferences. NSBA has moved the CUBE Annual Conference to a virtual platform this fall, which will reduce costs to attend. \$9,000 has been set aside in the OSBA budget for scholarships. If NSBA holds all virtual meetings in 2021 scholarship funds will go further. The board is being asked to decide how many scholarships to offer and in what amount. This item may be brought back in September when there is more information available from NSBA. Bill Graupp indicated caucus offers scholarships as well. The caucus is working on the assumption that schools will reopen and that NSBA trainings and conferences will return, so they kept their budget as it was, calculating two caucus members attending one of each of NSBA's three conferences.

**Motion: Patti Norris moved to table the discussion until more information is available.
Seconded by Brandy Penner.**

The board voted and the motion passed with four votes in opposition.

- H. Executive Director 2019-20 evaluation
 - 1. Executive Director year-end evaluation

Brent Peterson, Jim Green, Jenny Fedler, Dave Harvey, Peggy Holstedt, Steve Kelley, Spencer Lewis, Haley Percell, Alex Pulaski, Lori Sattenspiel, Linda Hamilton, Annette Mattson, and Rose Wilde exited the meeting at 12:04 p.m.

President Kevin Cassidy lead the board into executive session at 12:04 p.m.

Executive Session - ORS 192.660(2)(i)

"To review and evaluate the employment-related performance of the chief executive officer of any public body, a public officer, employee or staff member who does not request an open hearing."

President Kevin Cassidy adjourned executive session at: 12:40 p.m.

***Brent Peterson, Jim Green, Jenny Fedler, Dave Harvey, Peggy Holstedt, Steve Kelley, Spencer Lewis, Haley Percell, Alex Pulaski, Lori Sattenspiel, Annette Mattson, and Rose Wilde entered the meeting at 12:42 p.m.*

- 2. Executive Director compensation package and Employment Agreement
Kevin noted that a sample motion has been provided. As indicated by Jim in his budget discussion, each year the board talks about increasing the executive director's compensation to remain competitive with similar sized organizations. As noted, there will not be a raise in compensation for OSBA staff this year. Jim has asked that he not receive a raise. Jim talked about changing the term of his contract to add a year. Another change in the contract has to do with the severance package. The contract now provides nine months of severance pay if the board decides to terminate Jim without cause. Jim is asking the board to consider providing up to 24 months' severance. The motion language asks for Kevin to negotiate that.

Motion: Linda Hamilton moved that: the Executive Director's salary for the 2020-21 year remain the same as in 2019-20 and the amount be included in the employment agreement for 2020-21; that the end date of the Executive Director Employment Agreement be extended to June 30, 2023; that the board authorize President Kevin Cassidy to negotiate a severance payment for without-cause termination of up to 24 months; and, that the board authorize President Cassidy to finalize the employment agreement with these changes and sign the agreement on behalf of the Oregon School Boards Association. Seconded by Tass Morrison.

The board voted and the motion passed unanimously.

- V. Advocacy
 - A. 2020 legislative session report

Jim provided a legislative update in Lori Sattenspiel's absence. He reported on issues that will be addressed in this week's special session. He indicated there will be another special session to deal with the budget. Lori and Jim will keep the board informed during the special sessions via text and Jim's weekly updates.

B. Appointment of NSBA Pacific Region Nominating Committee member and alternate

Jim provided a reminder that the Pacific Region Nominating Committee nominates folks to serve on the NSBA Board of Directors. Instead of bringing this matter before the board annually, this creates the permanent appointment of the OSBA President-elect, and the OSBA President as alternate. If the President-elect and/or the President are not available to serve or are running for a seat on the NSBA board, the process determines service in a predetermined order.

Motion: Tass Morrison moved the board permanently appoint the OSBA President-elect as Oregon's representative on the NSBA Pacific Region Nominating Committee, and the OSBA President as Oregon's alternate representative on the NSBA Pacific Region Nominating Committee. If the president-elect is not available to attend the NSBA Summer Leadership Seminar or is running for a seat on the NSBA Board of Directors, then the responsibility would move to the alternate (the OSBA President). If neither is available, then the responsibility would move in the following order to the current OSBA officers: vice president, secretary treasurer, past president. Seconded by Greg Kintz.

The board voted and the motion passed unanimously.

VI. Meeting adjourns

President Kevin Cassidy adjourned the meeting at 1:08 p.m.