

WEDNESDAY, DECEMBER 2, 2020

Via Zoom

OSBA board members in attendance at meeting start: President Kevin Cassidy, Vice President Liz Hartman, Past President Tass Morrison, Sami Al-AbdRabbuh, ex officio Kelly Bissinger, Jackie Crook, Chris Cronin, ex officio Kimberly Howard, Kris Howatt, Greg Kintz, Melissa LaCrosse, LeeAnn Larsen, Erika Lopez, Sonja Mckenzie, Patti Norris, Brandi Penner, Lori Theros, Michelle Vo

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

OSBA Board members not in attendance: Terry Deacon, Linda Hamilton, Secretary-Treasurer Scott Rogers, President Maureen Wolf

President Kevin Cassidy called the meeting to order at 6:02 p.m.

I. Welcome and roll call

Roll was called to assure a quorum. Kevin welcomed and introduced Kimberly Howard, Chair of the State Board of Education, who serves ex officio on the OSBA board.

Libra Forde joined the meeting at 6:06 p.m.

Kevin welcomed and introduced Sami Al-AbdRabbuh who was recently elected President of the Oregon School Board Members of Color Caucus and sits as a voting member of the OSBA board.

Kevin welcomed and introduced Kelly Bissinger, Chair-elect of OAESD. who serves ex officio on the OSBA board.

II. Approve agenda

Motion: Kris Howatt moved approval of the agenda as presented. Seconded by Tass Morrison.

There being no votes in opposition, the motion passed unanimously.

III. Consent agenda

A. Approval of minutes

1. September 16, 2020, OSBA Board of Directors meeting minutes
2. September 18, 2020, OSBA Board of Directors meeting minutes

B. Acceptance of minutes

1. November 9, 2020 OSBA Executive Committee meeting minutes

C. Place and time of the 2021 Annual Membership meeting: The OSBA 2021 Annual Membership meeting will be held November 13, 2021, during the OSBA Annual Convention.

D. OSBA 2020 elections update

- E. Board member written reports
 - 1. OSBMCC report, Bill Graupp
 - 2. OSBA ex officio representative on OCCA board, Patti Norris
 - 3. NSBA 2020 Pacific Region Winter meeting
- F. Ex officio written reports
 - 1. OAESD, Kelly Bissinger

Motion: LeeAnn Larsen moved approval of the consent agenda as presented. Seconded by Libra Forde.

There being no votes in opposition, the motion passed unanimously.

IV. Recognition of Board members with terms expiring Dec. 31

- B. Past President, Tass Morrison (exiting Executive Committee, exiting Board of Directors)

Kevin acknowledged Tass Morrison's service on the OSBA Board of Directors since 2012 and on the Executive Committee since 2017. Tass is not seeking reelection to the OSBA board but will remain on her local board.

***Maureen Wolf joined the meeting at 6:18 ***

- A. President Kevin Cassidy, service as President (remaining on Executive Committee as Past President)

President-elect Maureen Wolf recognized Kevin Cassidy's service as 2020 OSBA President. Kevin was presented with a certificate memorializing a donation made on his behalf by the OSBA Board of Directors for a \$250 scholarship to be awarded to a graduate of the Baker Technical Institute Certification Program who plans to continue their education at Eastern Oregon University.

***Jenny Fedler joined the meeting at 6:20 pm. ***

- C. Vice President, Liz Hartman (exiting Executive Committee)

Jim recognized Liz for her role as Vice President of the board and as Chair of the Legislative Policy Committee. Liz will remain on the OSBA board.

***Maureen Wolf exited the meeting at 6:29 p.m. ***

- D. Michelle Vo (exiting Board of Directors)

Jim recognized Michelle for her active participation on the board for the last four years.

V. Association

- A. Proposed revisions to OSBA Investment Guideline - first reading

Jim referred to the proposed revisions to the Investment Guideline at page 22 of the meeting packet. Chris Davidson reported the ad hoc finance committee was formed to review the OSBA investment policy. Chris outlined current market conditions which have necessitated the need to look at other investment opportunities. The committee will meet again after the first of the year to look at the dues and fees structure of the association. Mary Paulson

reported that the proposed revisions are being brought to the board as a first reading. The intent is to bring it back for board approval in February 2021. The proposed revisions have been unanimously approved by the ad hoc finance committee. Concerns were expressed about investing in stocks that are not socially conscious. Mary indicated that falls outside the scope of the ad hoc committee, so it will come back to the Finance Committee for discussion. Any recommended changes will come back to the board.

B. Proposed Guideline - Purchasing Real Property - Parameters for Executive Director – first reading

Jim indicated there is currently no guidance for the executive director related to the purchase of property, so it was necessary to create clear guidelines. The proposed guideline will come back before the board in February for final adoption. Ultimately, it is an OSBA board decision to purchase real property.

C. Proposed revisions to OSBA Policies - first reading

1. Policy: 4100 Budget and Policy: 4410 Annual Distribution from Investments
Spencer Lewis indicated the revisions to Policy 4100 and 4410 were approved by the Policy Committee and are brought for the board's consideration. The revisions will come back for final adoption in February. Mary indicated the Policy Committee received this as a recommendation from the ad hoc Finance Committee. These policies are used by Chris when building the annual budget. The two policies were combined for the sake of efficiency.

D. Appointments

1. OSBA Legislative Policy Committee (one-year terms expiring Dec. 31, 2021)
Lori Sattenspiel referred to page 34 in meeting packet. LPC regional representatives serve two-year terms. Both positions have one year left in their term to bring them back in line with LPC elections in 2021. Jim provided a reminder of the process for conducting appointments.

- a. Position 1, Eastern Region
 - i. Robin Maille, La Grande School Board
 - ii. Julia Huntington, Baker SD
 - iii. Patricia Morinaka, Nyssa SD

Linda Hamilton joined the meeting at 7:09 p.m.

Discussion was held about the qualifications of the three applicants.

Motion: Chris Cronin moved the OSBA board appoint Patricia Morinaka to fill Position 1, Eastern Region on the OSBA Legislative Policy Committee.

The board voted and the motion passed unanimously.

- b. Position 8, Clackamas Region
 - i. Mike Zagya, Canby School Board
 - ii. Linda Eskridge, Molalla River

iii. Kathy Wai, North Clackamas SD

Discussion was held about the qualifications of the three applicants.

Motion: LeeAnn Larsen moved the OSBA board appoint Kathy Wai to fill Position 8, Clackamas Region on the OSBA Legislative Policy Committee.

The board voted and the motion passed unanimously.

2. Governance Committee

- a. Patti Norris, Crook County SD - two-year term ending Dec. 31, 2022
- b. Linda Hamilton, Lane ESD - two-year term ending Dec. 31, 2022
- c. Lori Theros, Klamath Falls City Schools - two-year term ending Dec. 31, 2022
- d. Greg Kintz, Vernonia SD - one-year term ending Dec. 31, 2021

Kimberly Howard exited the meeting at 7:32 p.m.

Mary reported that the Governance Committee reviews the regional governance structure of the association every three years. Additional responsibilities include the executive director's evaluation, board professional development and strategic planning oversight. Committee members have rotating two-year terms. The President appoints members of the committee with approval by the board. As of December 31, 2020, there will be four openings. Three are two-year terms and one is a one-year term.

Motion: Tass Morrison moved the OSBA board appoint Patti Norris, Linda Hamilton, and Lori Theros to the OSBA Governance Committee for two-year terms ending Dec. 31, 2022, and Greg Kintz for a one-year term ending Dec. 31, 2021. Seconded by Kris Howatt.

There being no votes in opposition, the motion passed unanimously.

E. Convention debrief

Jim congratulated Steve Kelley and his staff in Board Development for putting together the first virtual annual convention. They were able to work through the technology issues. Steve Kelley thanked board members for their leadership and support during convention. This was a new experience for everyone and there were many things that went well. He encouraged those that attended to provide him with feedback within the next few days. The Board Development team will use information provided to guide them in planning of future conventions. Board members spoke about positive take-aways from convention with many glowing remarks about the student panel at the end of convention. There was also positive feedback about the staff support and advance training provided.

VI. Meeting adjourns

President Kevin Cassidy adjourned the meeting at 7:55 p.m.