



OREGON SCHOOL BOARDS ASSOCIATION OSBA Executive Committee Meeting

Wednesday, April 17, 2024, 3:00 PM

Via Zoom

Meeting Minutes

OSBA committee members in attendance at meeting start: President Sami Al-Abdrabbuh; President-elect Chris Cronin; Vice President Emily Smith; Secretary-treasurer Dawn Watson

OSBA staff in attendance at meeting start: Acting Executive Director Emielle Nischik; Chief Legal Officer and Interim Deputy Executive Director Haley Percell, Executive Assistant La'Nell Trissel

Guests in attendance at meeting start: Bob Steringer, Harrang Long P.C.

OSBA committee members not in attendance at meeting start: Past-president Sonja McKenzie

President Al-Abdrabbuh called the meeting to order at 3:01 p.m.

I. Welcome and roll call

Al-Abdrabbuh welcomed everyone to the meeting.

Roll call was taken, and a quorum was present.

Sonja McKenzie joined the meeting at 3:02 p.m.

II. Approve agenda

Motion: Chris Cronin moved the Committee to approve the agenda with an additional agenda item to discuss the special meeting that has been requested by 20 percent of the Board as agenda item number IV. Seconded by Dawn Watson.

Through further discussion, consensus was reached to place the agenda item after the executive session.

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

III. To consider attorney-client privileged information or records that are otherwise exempt by law from public inspection regarding legal advise

*** All OSBA Staff, guests, and members of the public; except Emielle Nischik, Haley Percell, Bob Steringer, and La'Nell Trissel; will remained in the main meeting room while the Board and invited guests moved to a breakout room at 3:08 p.m.***

President Al-Abdrabbuh led the Committee into executive session at 3:08 a.m.

Executive Session: ORS 192.660(2)(f) "To consider information or records that are exempt by law from public inspection.", ORS 192.355(9), and ORS 40.225.

President Al-Abdrabbuh adjourned the executive session at 3:33 p.m.

*** The Board and executive session guests returned to the meeting room at 3:33 p.m. ***

IV. Discuss the special meeting that has been requested by 20 percent of the Board

Al-Abdrabbuh updated the Committee on the call by 20 percent of the Board for a special meeting entitled "Healing Session." He outlined the actions taken to work with the directors who called for the meeting to determine meeting objectives and to arrange scheduling. Additionally, Al-Abdrabbuh presented the timelines that need to be met to comply with the requestor's petition and necessary posting deadlines.

Further discussion took place about the specifics of the requestor's petition, additional logistics, options for scheduling, feedback already received by various requestors, additional resources that may be needed, the current agenda for the previously scheduled special meeting on April 19, and the impact on staff.

The Committee extensively considered the request to hold the "Healing Session" special meeting prior to the previously scheduled special meeting on April 19. The Committee found no way to accommodate the request while trying to allow for a quorum of the Board to be present and to comply with notice requirements. The Committee determined that the best course of action would be to schedule the meeting directly after the Legislative Policy Committee meeting on Sunday.

Al-Abdrabbuh will send a communication to the requestors of the "Healing Session" special meeting to inform them that it is not feasible to schedule a special meeting prior to 6 p.m. on April 19, to inform them that the request has been made to staff to schedule and notice the requested special meeting to take place directly following the Legislative Policy Committee meeting on April 20, and to inform them of the option of adding an agenda item during the April 19 special meeting agenda approval process.

*** Sonja McKenzie left the meeting at 3:50 p.m. ***

V. OSBA Scholarships

In light of a director's request to discuss re-activating OSBA scholarships for directors to attend OSBA and NSBA events, Nischik provided the Committee with a brief history of OSBA awarded scholarships for directors, other scholarship opportunities now available through OSBA caucuses, and the financial impact of these scholarships. She identified two options for the Committee to consider: 1) place this topic on the June Board of Directors agenda as a discussion item or 2) to refer the topic to the Finance Committee for further review. The Committee reached consensus to place the topic on the June Board of Directors meeting agenda.

VI. The Coraggio Group update

Nischik updated the Committee on the work with The Coraggio Group to determine how the association can continue to meet the current needs of its members sustainably. The final report and next steps will be presented to the Board at its June meeting. The top priority is to increase membership dues over the next three to five years. Options for this priority will be presented to the Finance Committee for review, with recommendations being placed before the Board at the June meeting. The second priority is to complete a comprehensive review of the current conferences hosted by OSBA and to explore and evaluate alternatives that will maximize achieving the purpose of the event, minimize costs, and efficiently meet member needs. The third priority is to complete a comprehensive review of the work completed by the Board Development

Department and use best practices and new innovations to continue providing training, while sustainably meeting the needs of the members.

VII. April BOD meeting facilitated discussion with Salam Noor update

Nischik updated the Committee on the planned agenda for the facilitated discussion with Salam Noor to include networking; setting groundwork for the work going forward and processing previous events within a defined container; focusing on re-grounding the work at hand with a discussion around the Vision, Mission, Values and Goals of the Board; spending time diving into the work using the Board goal to implement a business strategic plan with the outcome of reducing the organization's reliance on investment principal by at least 50% over the next five years; and, finally, a discussion to set the expectations for the Acting Executive Director, not only through the evaluation process but engaging in a discussion to address how the Board defines accountability and transparency; what are the Board's expectation for how the executive director will help OSBA achieve its goals; what are key areas for continuing growth for the executive director and the Board; what are key leadership roles, skills, and characteristics of the Board; and what are key leadership roles, skills, and characteristics with staff, external partners, and stakeholders. She noted that the Acting Executive Director's goals that will be presented to the Board in June will be built from this conversation.

VIII. Determine voting process for LPC appointment at the April BOD meeting

The Committee reviewed the process for Conducting Appointments, opted to conduct a vote by voice for the directors' preferred candidate during the LPC appointment process scheduled for the April Board of Directors special meeting, and entertained potential processes for reopening the appointment process or not appointing to fill the vacancy during the meeting.

IX. For the good of the order

No issues were raised during this agenda item.

X. *Meeting adjourns*

The meeting was adjourned at 4:11 p.m.