



OREGON SCHOOL BOARDS ASSOCIATION OSBA Executive Committee Meeting

Tuesday, December 17, 2024, 12:00 PM

Via Zoom

Meeting Minutes

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

OSBA staff in attendance at meeting start: 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.; Director Chrissy Reitz; Luhui Whitebear

President Al-Abdrabbuh called the meeting to order at 12:00 p.m.

I. Welcome and roll call

Roll call was taken, and a quorum was present.

President Al-Abdrabbuh welcomed everyone to the meeting.

II. Approve agenda

Motion: Sonja McKenzie moved to approval of the agenda as presented. Seconded by Chris Cronin.

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

III. President's report

President Al-Abdrabbuh drafted a year-end report summarizing the work of the Association and invited the Committee to use it as a reference document. Al-Abdrabbuh thanked everyone for the hard work that was accomplished over the year.

IV. Caucus

V. Property transactions

President Al-Abdrabbuh invited Chief Legal Officer and Interim Deputy Executive Director Haley Percell to introduce the agenda items IV., V., and VI. Percell provided a history of and the catalysis for the work towards reviewing the Caucus Bylaws, and outlined a brief history of and catalyst for the work pertaining to potential property transactions.

Motion: Emily Smith moved to allow Chrissy Reitz to have access to the attorney-client privileged documents and allow her into the executive session. Seconded by Chris Cronin.

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

- VI. To consider attorney-client privileged information or records that are otherwise exempt by law from public inspection regarding legal advice and to conduct deliberations with persons designated by the governing body to negotiate real property transactions.

All OSBA Staff, guests, and members of the public stayed in the meeting room while Committee members and invited staff and guests Emielle Nischik, Haley Percell, La'Nell Trissel, Bob Steringer, and Chrissy Reitz moved into a breakout room at 12:11 p.m.

President Sami Al-Abdrabbuh led the Committee into executive session at 12:11 p.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; and ORS 192.660(2)(e) "To conduct deliberations with persons designated by the governing body to negotiate real property transactions."

President Sami Al-Abdrabbuh adjourned the executive session at 12:37 p.m.

All OSBA Staff, guests, and members of the public returned to the meeting room at 12:37 p.m.

VII. Caucus

Motion: Emily Smith moved to recommend that the Board direct OSBA staff to work with legal counsel to conduct a complete legal review of the OSBA caucuses' bylaws and advisory group guidelines, and to recommend any amendments that would be necessary or appropriate. Seconded by Sonja McKenzie.

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

VIII. Concerns received from members

President Al-Abdrabbuh introduced the agenda item and provided a brief overview of the communications that have been received by Committee members from the OSBA membership regarding the conduct of OSBA Board members. President-elect Cronin added that verbal communications had been made as well, that the election process was contentious and additional communications were made in that regard, that the read receipts sent to individuals who provided written comments indicated that their concern would be brought before the Committee, and noted that no action was needed by the Committee at this time. Other members of the Committee expressed that they have also been engaged in "like" verbal communications.

IX. OSBA Board of Directors meeting venue (in person vs. virtual)

President Al-Abdrabbuh introduced the agenda item and yielded the floor to Chief Legal Officer and Interim Deputy Executive Director Haley Percell. Percell provided a brief overview noting that the request made by an OSBA board member to hold all Board meetings in person was the catalyst for the creation of a cost analysis of Board meetings over the last five years, and provided an overview of the OSBA Board Meeting Cost Comparison document. The Committee reached consensus that the document was complete and requested that it should be included in the consent agenda of the next Board meeting.

X. OSBA Election

President Al-Abdrabbuh introduced the agenda item and yielded the floor to Executive Director Nischik. Nischik announced that the Dues Increase Resolution and the Bylaws Amendment Resolution both passed; and expressed appreciation for the work and support of the Committee, Board, and staff. Nischik also announced that the election results for the PRIDE Caucus Resolution

was very close and that the staff is working with outside legal counsel to be sure that the result is accurate. Nischik then announced the winners of all contested races.

XI. Review January Board of Directors meeting agenda

President Al-Abdrabbuh introduced the agenda item and yielded the floor to Executive Director Nischik. Nischik walked through a draft of the January Board of Directors meeting agenda. Additional discussion took place about potentially adding presentations by each Caucus and an executive session.

XII. Schedule 2025 Executive Committee meetings

President Al-Abdrabbuh introduced the agenda item and yielded the floor to President-elect Chris Cronin. Cronin summarized the options for next year's meeting schedule, and the Committee reached consensus that next year's Committee meetings will be scheduled on the second Tuesday of each month, at noon, for one hour, via Zoom.

XIII. NSBA board member vacancy notice

President Al-Abdrabbuh introduced the agenda item and provided a brief overview of the events leading to the vacancy on the NSBA board, the timeline and process available for submitting nominations for the position, noted that the due date for the application is prior to the next OSBA Board meeting, and provided a pathway for action to be taken by the Committee on behalf of the Board to put forward a nomination. Both the President and the President-elect indicated their inability to participate in any discussion or action due to their positions with NSBA. Further discussion took place regarding Oregon's representation on the NSBA Board and clarification that the interested individual can submit their application directly to the Pacific Region for consideration.

Motion: Dawn Watson moved to forward this application to the Pacific Region Nominating Committee. Seconded by Emily Smith.

A roll call vote was taken. There being no votes in opposition and two abstentions, the motion passed with the majority.

Sami Al-Abdrabbuh: Abstain
Chris Cronin: Abstain
Sonja McKenzie: Yes

Emily Smith: Yes
Dawn Watson: Yes

XIV. Resolution to ensure safe and respectful governance standards (added to the agenda at the direction of Sami Al-Abdrabbuh)

President Al-Abdrabbuh introduced the agenda item and provided an overview of the Resolution to Ensure Safe and Respectful Governance Standards drafted and presented for consideration of the Committee by Sami Al-Abdrabbuh. Further discussion took place regarding the ongoing challenges with OSBA Board member interactions, potential impacts of the proposed resolution, and alternative pathways.

Motion: Chris Cronin moved the Committee to not move the resolution forward. Seconded by Emily Smith. There being two votes in opposition, the motion passed with the majority.

Sami Al-Abdrabbuh: Nay
Chris Cronin: Yea
Sonja McKenzie: Nay

Emily Smith: Yea
Dawn Watson: Yea

XV. For the good of the order and requests for future Executive Committee agenda topics

President Al-Abdrabbuh provided closing comments.

XVI. Meeting adjourns

The meeting was adjourned at 1:47 p.m.