

FRIDAY, SEPTEMBER 22, 2023

Best Western Plus Hood River Inn
1108 E Marina Dr, Hood River, OR 97031

OSBA board members in attendance at meeting start: President Sonja McKenzie, President-elect Sami Al-Abdrabbuh, Vice President Chris Cronin, Secretary-Treasurer Emily Smith, Ashley Carson Cottingham, Katrina Doughty, Neelam Gupta, Linda Hamilton, Kris Howatt, Greg Kintz, Erika Lopez, Steve Lowell, Alonso Oliveros, Dawn Watson, Maureen Wolf, Will Cahill (ex-officio), Guadalupe Martinez Zapata (ex-officio)

OSBA staff in attendance at meeting start: Executive Director Jim Green, Deputy Executive Director Emielle Nischik, Director of Board Development Kristen Miles, Director of Communications Alex Pulaski, Chief Legal Officer Haley Percell, Chief Operations Officer Chris Davidson, PACE Administrator Davey Harvey, Director of Policy Spencer Lewis, Event Specialist Charissa Geib, Executive Assistant La’Nell Trissel

OSBA board members not in attendance at meeting start: Kraig Albright, Jeffrey Crapper, Jackie Crook, Laurie Danzuka, Chrissy Reitz, Scott Rogers

President Sonja McKenzie called the meeting to order at 7:02 p.m.

I. Welcome and roll call

Sonja McKenzie welcomed attendees to the meeting and initiated round-robin style interdictions. Roll call was taken, and a quorum was present.

II. Approve agenda

Motion: Emily Smith moved approval of the agenda as presented. Seconded by Katrina Doughty.

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

III. Consent agenda

A. Approval of minutes

1. June 17, 2023, Board of Directors meeting minutes
2. August 30, 2023, Board of Directors meeting minutes

B. Acceptance of minutes

1. July 10, 2023, Executive Committee meeting minutes
2. August 14, 2023, Executive Committee meeting minutes

C. Board member written reports

1. NSBA Summer Leadership Seminar reports
 - a. Sonja McKenzie
 - b. Chris Cronin
 - c. Emily Smith

2. NSBA Board of Directors update - Sami Al-Abdrabbuh
3. OSBMCC update - Neelam Gupta
4. LGBTQIA2S+ Exploratory Committee status report - Katrina Doughty
- D. Staff written reports - OSBA Summer Board Conference - Steve Kelley
- E. Ex officio written reports
 1. OAESD update - Will Cahill
 2. COSA update - Craig Hawkins
- F. 2024 Calendar of OSBA, LPC, NSBA, and PACE events
- G. OSBA committees roster
- H. OSBA 2023 Election - Candidates
- I. Appointments
 1. OSBA Legal Assistance Trust
 - a. Kraig Albright, Dayton (three-year term ending 12/31/2026)
 - b. Alonso Oliveros, Willamette ESD (three-year term ending 12/31/2026)
 2. OSBA Policy Committee
 - a. Ashley Carson Cottingham, Salem-Keizer - term ending 5/31/2024
 3. OSBA Governance Committee
 - a. Greg Kintz, Vernonia - term ending 12/31/25
 - b. Jeffrey Crapper, Hood River County - term ending 12/31/2025
 - c. Laurie Danzuka, Jefferson County - term ending 12/31/24
 - d. Neelam Gupta, OSBMCC - term ending 12/31/24
 - e. Chrissy Reitz, Hood River County - term ending 12/31/24

Motion: Erika Lopez moved approval of the consent agenda as presented. Seconded by Kris Howatt.

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

IV. Advocacy

A. 2023 Legislative Roadshow - Fall Regional Meeting

Jim Green updated the Board on the upcoming Legislative Roadshow meetings, reviewed the roadshow agenda, encouraged each board member to attend their local meeting, and asked that, if board members were planning to attend a meeting outside of their region, they inform staff. Marketing flyers for the Legislative Roadshow were provided on the materials table.

V. Association

A. LGBTQIA2S+ Exploratory Committee

Sonja McKenzie summarized the history of the Exploratory Committee and introduced Katrina Doughty and Guadalupe Martinez Zapata as the presenters for the update on the Committee's effort and its request for the Board to convene an LGBTQIA2S+ Advisory Committee to continue this important work.

Katrina Doughty thanked the Board for the opportunity to explore this pathway for providing better support to a wider range of students in every community.

Guadalupe Martinez Zapata referenced the committee's report in both the consent agenda and the agenda item. She presented the committee's statement of purpose and goals, and how the committee's work aligns with OSBA's mission, vision, and goals.

Katrina offered additional supporting arguments and a closing statement.

Motion: Katrina moved the Board to support the formation of the LGBTQIA2S+ School Board Members Advisory Committee. Seconded by Ashley Carson Cottingham.

Jim noted the guidelines for the appointment of an advisory committee and adding or eliminating a caucus had been included in the meeting packet and further clarified that the motion is for the creation of an Advisory Committee that would create the documents necessary for the creation of a caucus. Further discussion took place regarding the work of the Committee and the value of continuing or not continuing with the formation of an Advisory Committee.

A roll call vote was taken, there being three votes in opposition, the motion passed with the majority.

Ashley Carson Cottingham - Aye
Chris Cronin – Aye
Katrina Doughty - Aye
Neelam Gupta – Aye
Linda Hamilton - Nay
Kris Howatt - Aye
Greg Kintz - Nay

Erika Lopez – Aye
Steve Lowell - Nay
Sonja McKenzie – Aye
Alonso Oliveros - Aye
Emily Smith – Aye
Dawn Watson - Aye
Maureen Wolf - Aye

The meeting recessed at 8:33 p.m.

The meeting reconvened at 8:38 p.m.

B. Executive Director's 2023-24 goals and action plan

Jim Green provided a verbal report on the progress of his internally and externally focused goals. His internally focused goals include: 1) creating a 5-year business plan based on the work with The Coraggio Group and the membership survey; 2) filling open positions on staff; 3) creating a more positive work environment within hybrid working conditions. His externally focused goals include: 1) supporting school boards during a time of ever-increasing political divide as it filters into the school systems; 2) monitoring the progression of and advocating in the interest of public school boards on Initiative Petition 2004-001 to create school choice and Initiative Petition 2024-005 to allow open enrollment in any school that has room, including charter schools; 3) Maintaining OSBA's relevancy in light of the new Community School Boards of Oregon group; 4) leading the discussion with the business community and our education partners regarding "what do Oregon schools want to look like in the future?" and to bring together an Oregon

Education Summit; and 5) taking the lead on the NSBA steering committee for rural schools.

C. Officer Succession Planning Committee

The Officer Succession Planning Committee had nothing to report.

D. Nomination of OSBA officers

Sonja McKenzie read the script regarding the process for elections. She outlined officer positions ending December 31, 2023, and positions up for election this year.

1. President-elect

President Sonja McKenzie opened nominations for President-elect. Emily Smith nominated Chris Cronin. No further nominations were received, and nominations closed. Chris accepted the nomination. The board approved the nomination of Chris Cronin as President-elect by affirmation.

2. Vice President

President Sonja McKenzie opened nominations for Vice President. Chris Cronin nominated Emily Smith. No further nominations were received, and nominations closed. Emily accepted the nomination. The board approved the nomination of Emily Smity as Vice President by affirmation.

3. Secretary-Treasurer

President Sonja McKenzie opened nominations for Secretary-Treasurer. Emily Smith nominated Dawn Watson. No further nominations were received, and nominations closed. Dawn Watson accepted the nomination. The board approved the nomination of Dawn Watson as Secretary-Treasurer by affirmation.

Jim gave some updates regarding meeting logistics.

President Sonja McKenzie recessed the meeting at 9:20 p.m.

SATURDAY, SEPTEMBER 23, 2023

Best Western Plus Hood River Inn
1108 E Marina Dr, Hood River, OR 97031

OSBA board members in attendance at meeting start: President Sonja McKenzie, President-elect Sami Al-Abdrabbuh, Vice President Chris Cronin, Secretary-Treasurer Emily Smith, Kraig Albright, Ashley Carson Cottingham, Katrina Doughty, Neelam Gupta, Linda Hamilton, Kris Howatt, Greg Kintz, Erika Lopez, Steve Lowell, Alonso Oliveros, Dawn Watson, Maureen Wolf, Will Cahill (ex-officio), Guadalupe Martinez Zapata (ex-officio)

OSBA staff in attendance at meeting start: Executive Director Jim Green, Deputy Executive Director Emielle Nischik, Director of Board Development Kristen Miles, Director of Communications Alex Pulaski, Chief Legal Officer Haley Percell, Chief Operations Officer Chris Davidson, PACE Administrator Davey Harvey, Director of Policy Spencer Lewis, Event Specialist Charissa Geib, Executive Assistant La’Nell Trissel

OSBA board members not in attendance at meeting start: Jeffrey Crapper, Jackie Crook, Laurie Danzuka, Chrissy Reitz, Scott Rogers

President Sonja McKenzie reconvened the meeting at 8:31 a.m.

I. Welcome and outline of day's activities

Sonja McKenzie welcomed everyone to the meeting and, because Kraig Albright was unable to introduce himself on Friday, gave Kraig the opportunity to do. Kraig introduced himself. She then overviewed the agenda for the day.

II. Association

A. Board resolutions to membership

1. Oregon Rural School Board Members Caucus status and designated seat on OSBA Board of Directors and LPC

Sonja McKenzie gave an overview of the work of the Oregon Rural School Board Advisory Committee and introduced Committee Chair Emily Smith for further address. Emily Smith introduced herself and her district and gave a summary of the work the committee has undertaken over the last 15 months. Emily and Jim Green further described how the committee established its inclusion criteria; the districts and ESDs that are included in the inclusion criteria, referencing the OSBMRAC Eligibility Map; its proposed leadership structure, including the nine seats on the leadership assembly, which will include a representative from Eastern, Gorge, Southeast, Douglas/S. Coast, Lane, N. Coast, and three at-large positions; and the process used to develop its proposed bylaws and the subsequent legal review of those Bylaws. Further discussion took place regarding the work of the Committee's potential value as a caucus.

Motion: Linda Hamilton moved the Board to adopt the proposed resolution and forward the resolution, as presented, to the OSBA member boards for vote. Seconded by Steve Lowell.

A roll call vote was taken, there being no votes in opposition, the motion passed unanimously.

Kraig Albright – Aye

Erika Lopez – Aye

Ashley Carson Cottingham - Aye

Steve Lowell - Aye

Chris Cronin – Aye

Sonja McKenzie – Aye

Katrina Doughty - Aye

Alonso Oliveros - Aye

Neelam Gupta – Aye

Emily Smith – Aye

Linda Hamilton - Aye

Dawn Watson - Aye

Kris Howatt - Aye

Maureen Wolf - Aye

Greg Kintz - Aye

2. OSBA governance changes

Sonja McKenzie introduced the proposed Bylaw’s changes. Jim Green overviewed the changes, described them as mostly housekeeping items, reviewed some of the higher priority revisions, and noted that a complete list of the modifications were included in the crosswalk and the draft document which were included in the meeting materials. Further clarification was made regarding language surrounding the proposed rural caucus and the process for reconsidering a vote.

Motion: Erika Lopez moved the Board to adopt the proposed resolution, as presented, and forward the resolution to the OSBA member boards for vote. Seconded by Ashley Carson Cottingham.

Further discussion took place around the proposed changes in 3.4.3 regarding board officer term limits and 5.3 board officer eligibility.

Ashley Carson Cottingham called for the vote.

A roll call vote was taken, there being 15 votes in opposition, the motion failed.

Kraig Albright – Nay

Erika Lopez – Nay

Ashley Carson Cottingham - Nay

Steve Lowell - Nay

Chris Cronin – Nay

Sonja McKenzie – Nay

Katrina Doughty - Nay

Alonso Oliveros - Nay

Neelam Gupta – Nay

Emily Smith – Nay

Linda Hamilton - Nay

Dawn Watson - Nay

Kris Howatt - Nay

Maureen Wolf - Nay

Greg Kintz - Nay

Motion: Ashley Carson Cottingham moved the Board to adopt the proposed resolution, with the amendment striking 5.3, and forward the resolution to the OSBA member boards for vote. Seconded by Chris Cronin.

Jim Green clarified that the proposed language in section 5.3 will go back to the Governance Committee for further consideration.

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

B. OSBA budget and finance

1. OSBA Budget and Finance Committee update

Emily Smith gave an update to the Board on the work taking place in the Budget and Finance Committee.

2. ESG investing

Chris Davidson reviewed the Budget and Finance Committee's work to create an ESG investing lens and how it could be applied to future investments. The Board reached consensus for the Budget and Finance Committee to draft a guideline that will allow future investment to be made with consideration of an investment broker provided ESG ratings prior to each purchase and those considerations be included in an annual report to the Board. The Committee will bring the final guideline back before the Board for final approval.

3. Budget/Personnel

Jim Green explained that in the process of finding financial solutions to improve the long-term viability of the OSBA budget, some positions were left unfilled as employees retired or otherwise left OSBA employment. This has created some workload challenges with the remaining staff. He asked for flexibility within the current board-approved budget to hire an additional administrative assistant staff that will help to overcome some of those challenges. The Board supported the flexibility. Emielle Nischik shared the results of the recent employee survey. Further discussion was held about current compensation packages and other factors that affect future employee recruitment and retention.

The meeting recessed at 10:10 p.m.

The meeting reconvened at 10:15 p.m.

*** All OSBA Staff, except Jim Green, Emielle Nischik, Chris Davidson, and La'Nell Trissel, exited the meeting at 10:15 a.m. ***

4. OSBA property holdings/property transactions

President Sonja McKenzie led the board into executive session at 10:15 a.m.

Executive Session - ORS 192.660(2)(e) "To conduct deliberations with persons designated by the governing body to negotiate real property transactions."

President Sonja McKenzie adjourned executive session at 11:11 a.m.

*** All OSBA Staff returned to the meeting at 11:12 a.m. ***

Motion: Emily Smith moved that the Executive Director and/or their designee be authorized to move forward with an offer from OSBA to buy the League of Oregon Cities out of both the Chemeketa Street cottages and the Local Government Center for an amount not to exceed \$3.5M including closing and other associated costs. Seconded by Kris Howatt.

A roll call vote was taken, there being no votes in opposition, the motion passed unanimously.

Kraig Albright – Aye

Erika Lopez – Aye

Ashley Carson Cottingham - Aye

Steve Lowell - Aye

Chris Cronin – Aye

Sonja McKenzie – Aye

Katrina Doughty - Aye

Alonso Oliveros - Aye

Neelam Gupta – Aye

Emily Smith – Aye

Linda Hamilton - Aye

Dawn Watson - Aye

Kris Howatt - Aye

Maureen Wolf - Aye

Greg Kintz – Aye

The meeting recessed at 11:15 a.m.

The meeting reconvened at 11:20 a.m.

C. Roundtable department reports

1. Table 1 - Litigation Services, Haley Percell, and PACE Administration, Dave Harvey
2. Table 2 - Legislative Services, Jim Green
3. Table 3 - Policy Services, Spencer Lewis
4. Table 4 - Board Development, Kristen Miles
5. Table 5 - Finance and Operations, Chris Davidson
6. Table 6 - Communication Services, Alex Pulaski
7. Table 7 - Executive, Emielle Nischik

Board members broke into groups and rotated through tables for the first three 15-minute rotations to hear department reports from OSBA staff.

The meeting recessed at 12:08 p.m.

The meeting reconvened at 1:01 p.m.

*** Guests Susan Kerosky and Sarah Lechner with The Corragio Group joined the meeting at 1:01 p.m. ***

D. Membership survey and OSBA business plan

Emielle Nischik introduced Sarah Lechner and Susan Kerosky from The Corragio Group. Sarah and Susan updated the Board on the progress of the membership survey and introduced the plan for moving that information into a 5-year business plan for the association.

*** All OSBA Staff exited the meeting at 1:15 p.m. ***

Sarah and Susan lead the board through a focus group discussion as part of the membership survey work.

*** All OSBA Staff returned to the meeting at 2:45 p.m. ***

Jim asked all Board members to sign up to be Annual Convention presiders and that the sign-up sheet is with Kristen Miles.

Jim laid out the process for reconsidering a vote.

Motion: Having voted on the prevailing side Linda Hamilton moved the board to reconsider the vote by which it approved the resolution on the rural caucus. Seconded Emily Smith.

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

The edited resolution was presented on the overhead projector and Emielle Nischik outlined the following changes: 1) "Caucus" was changed to "Advisory Committee" in paragraphs 2-6; 2) "stands" was replaced by "is" in paragraph 3; 3) the boards support of the committee's work was stated in paragraphs 2 and 6, paragraph 6 was removed; and 4) "creating the Oregon Rural School Board Members Caucus and" was added to the new paragraph 6.

Motion: Chris Cronin moved the board approve the proposed resolution, as presented, and forward the rural caucus resolution to the OSBA member boards for vote. Seconded by Greg Kintz.

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

E. Roundtable department reports - continued

Board members broke into groups and rotated through tables for the last four 15-minute rotations to hear department reports from OSBA staff.

F. Board of Directors meeting attendance

Sonja McKenzie affirmed the importance of the boards work and the value of each board member's voice as the representative of their region. She encouraged everyone to evaluate their calendars so that they might be able to attend as many board events and meetings as possible and urged the board to be responsive in communications with staff.

President Sonja McKenzie recessed the meeting at 3:47 p.m.

SUNDAY, SEPTEMBER 24, 2023

Best Western Plus Hood River Inn
1108 E Marina Dr, Hood River, OR 97031

OSBA board members in attendance at meeting start: President Sonja McKenzie, President-elect Sami Al-Abdrabbuh, Vice President Chris Cronin, Secretary-Treasurer Emily Smith, Kraig Albright, Ashley Carson Cottingham, Neelam Gupta, Linda Hamilton, Kris Howatt, Greg Kintz, Erika Lopez, Steve Lowell, Alonso Oliveros, Dawn Watson, Maureen Wolf, Will Cahill (ex-officio), Guadalupe Martinez Zapata (ex-officio)

OSBA staff in attendance at meeting start: Executive Director Jim Green, Deputy Executive Director Emielle Nischik, Director of Board Development Kristen Miles, Director of Communications Alex Pulaski, Chief Legal Officer Haley Percell, Chief Operations Officer Chris Davidson, PACE Administrator Davey Harvey, Director of Policy Spencer Lewis, Event Specialist Charissa Geib, Executive Assistant La’Nell Trissel

OSBA board members not in attendance at meeting start: Jeffrey Crapper, Jackie Crook, Laurie Danzuka, Katrina Doughty, Chrissy Reitz, Scott Rogers

President Sonja McKenzie called the meeting to order at 9:00 a.m.

- I. Association
 - A. Election of OSBA Officers

Item I.A. was removed from the agenda.

- B. Board Self Evaluation

Sonja McKenzie informed the board that there were 16 responses to the recent board self-assessment, about a 61% completion rate. Kristen Miles led the Board through an activity designed to create reflection on the board self-assessment and noted how the results of the activity will inform the Board’s work as it implements its strategic plan. The activity included small group discussions and report out on three questions: 1) What do you notice?; 2) What meaning do you make of the data?; and 3) What do you want to do with that information?

Jim Green noted that the data provided in the report out will be used in Executive Committee planning.

- C. Strengthening OSBA service to its membership in the face of ever diverging political views

Jim Green led the Board in small group discussions with report out on the following three questions: 1) What can OSBA do to help school boards navigate the culture wars/political divide?; 2) What would you tell school board members why OSBA is important to them? (Elevator Speech)?; and What do you believe to be the biggest

challenges facing school districts/ESDs, and what can OSBA do to help with these challenges?

The meeting recessed at 10:24 a.m.

The meeting reconvened at 10:28 a.m.

Jim Green noted that all of the department directors were present and have heard the comments of the Board, and that while not everything may be implemented immediately, this discussion will help to inform the work of OSBA staff. Staff will work to synthesize the notes included on the chart packs and provide the Board with some talking points surrounding the OSBA elevator speech.

D. 2023-24 board goals

Sonja McKenzie reviewed the 2023-2024 Board adopted goals, high arching themes, and timelines for completion. Board consensus was reached to continue with the work to implement the previously adopted goals, with the acknowledgement work is taking place towards the development of the 5-year strategic plan. Emielle Nischik noted that that 5-year strategic plan also includes a 3-year action plan.

Jim thanked the committee for taking time from their other obligations to attend the meeting and appreciated the engagement; noted that Staff will take the concept of creating opportunities for building community within the Board to the Executive Committee for inclusion in Board events and meetings; asked the Board to sign up to preside at a workshop during Annual Convention; and encouraged Board member attendance at their local Fall Regional Meetings – noting that there are opportunities for the Board to participate in the presentation and facilitation of their meeting.

Sonja McKenzie thanked everyone for their attendance and participation in the meeting and thanked the Staff for all the hard work involved in putting the meeting together.

Jim asked everyone to be on the lookout for the meeting follow-up email that will include a link to the meeting evaluation survey.

President Sonja McKenzie adjourned at 11:45 a.m.