



OREGON SCHOOL BOARDS ASSOCIATION

OSBA Executive Committee Meeting

Tuesday, January 16, 2024, 3:00 PM

Via Zoom

Meeting Minutes

OSBA committee members in attendance at meeting start: Chair Sami Al-Abdrabbuh; Chris Cronin; Sonja Mckenzie; Emily Smith; Dawn Watson

OSBA staff in attendance at meeting start: Acting Executive Director Emielle Nischik, Chief Legal Officer and Interim Deputy Executive Director Haley Percell, Director of Legislative Services Lori Sattenspiel, Director of Communication Services Alex Pulaski, Executive Assistant La’Nell Trissel

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

President Sami Al-Abdrabbuh called the meeting to order at 7:04 a.m.

I. Welcome and roll call

Sami Al-Abdrabbuh welcomed everyone to the meeting.

Roll call was taken, and a quorum was present.

II. Approve agenda

Motion: Chris Cronin moved the committee to approve the agenda with the addition of an agenda item to discuss in general terms the scheduling of a special meeting. Seconded by Dawn Watson.

III. Message to the OSBA Board of Directors

Sami Al-Abdrabbuh thanked Chris Cronin for drafting a letter to the Directors of the Board that would convey the Executive Committee's commitment to centering the work and its hope for the upcoming board meeting. Chris shared the importance of this communication in light of the concerns that have been raised by different Directors of the Board. Various edits were discussed by the Committee. The revised communication will be proofed by the communications services department and the communication will be signed by each member of the Executive Committee prior to being distributed.

Motion: Chris Cronin moved the committee to send this message to our Board as an Executive Committee with edits, as needed, from Alex and without our specific review again, and to have each of our names appear as committee members. Seconded by Sonja McKenzie.

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

IV. Scheduling of a special meeting

Sonja McKenzie asked the Executive Committee about the ways in which a special meeting can be called, how the Executive Committee is then notified, and how the meeting is noticed to the public.

Potential Conflict of Interest: Sami Al-Abdrabbuh disclosed a potential or actual conflict of interest due to prior knowledge of individual board members' request for a special meeting regarding his position as an officer.

Emielle Nischik informed the Committee that the issue had been reviewed by legal counsel and that a special meeting can be called by 20 percent of the Board of Directors. This type of special meeting does not fall to the Executive Committee as it is a different avenue for calling a meeting. The public notice for such a special meeting is 48 hours. In this instance, the president-elect is called to schedule, set the agenda, and preside over the meeting, as the president is the proposed topic of discussion.

Additional questions were posed regarding logistics and operational specifics surrounding special meetings called by 20 percent of the Board of Directors that will be answered by written communication from legal counsel under attorney-client privilege.

Motion: Sonja McKenzie moved the Executive Committee to convene an Executive Session meeting after receiving information from legal counsel. Seconded by Emily Smith.

A roll call vote was taken. There being one abstention and no votes in opposition, the motion passed unanimously.

Sami Al-Abdrabbuh – Abstain

Dawn Watson – Yes

Chris Cronin – Yes

Sonja McKenzie - Yes

Emily Smith – Yes

The Committee chose 3 p.m. on Thursday, January 18, for the proposed meeting.

V. Meeting adjourns

The meeting adjourned at 8:07 a.m.