



OREGON SCHOOL BOARDS ASSOCIATION OSBA Governance Committee Meeting

Wednesday, May 29, 2024, 12:00 PM

Via Zoom

Meeting Minutes

OSBA committee members in attendance at meeting start: President Sami Al-Abdrabbuh; Neelam Gupta; Linda Hamilton; Greg Kintz; Sonja Mckenzie

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

Guests in attendance at meeting start: Bob Steringer, Harrang Long P.C.; President-elect Chris Cronin

OSBA committee members not in attendance at meeting start: Jeffrey Crapper; Jackie Crook; Laurie Danzuka; Chrissy Reitz

President Al-Abdrabbuh called the meeting to order at 12:04 p.m.

I. Welcome and roll call

Roll call was taken, and a quorum was present.

President Al-Abdrabbuh welcomed everyone to the meeting and introduced staff and guests to the meeting.

II. Approve agenda

Motion: Sonja Mckenzie moved the committee to approve the agenda as presented. Seconded by Linda Hamilton.

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

III. Approve minutes

Motion: Greg Kintz moved the committee to approve the March 15, 2024, and April 22, 2024, OSBA Governance Committee meetings minutes as presented. Seconded by Neelam Gupta.

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

IV. Executive Director evaluation timeline and process

President Al-Abdrabbuh referenced the document that was included in the packet and provided an overview of the changes that had been made at the recommendation of the committee during prior meetings.

Jackie Crook joined the meeting at 12:13 a.m.

Motion: Neelam Gupta moved the committee to recommend the Acting Executive Director Evaluation Timeline and Process for 2024-25 to the OSBA Board as presented. Seconded by Sonja McKenzie.

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

- V. Bylaws review
 - A. Ex-officio advisors (3.5.4)
 - B. Executive committee authority (Section 4)
 - C. Caucus accountability (4.4.5)
 - D. Officer eligibility (Section 5.1)

Haley provided an overview of the proposed edits to the bylaws as delineated in the memo that was included in the packet, then led a discussion on 3.5.4 Ex-officio Advisors, 4.1.1 Executive Committee Authority, 4.4.5 Caucus Accountability, and 5.1 Officer Eligibility.

Additional discussion took place regarding travel reimbursement for ex-officio members (3.5 Composition); executive committee reports to the board, notably around timeliness and indicators of urgency, (4.1.1 Executive Committee); clarification was provided by Counsel on the purpose of the language regarding adding and eliminating a caucus, and the Committee requested that staff provide a recommendation that would resolve an unintended recursive process (4.4.4 Caucuses); and appreciation was given for the additional accountability language that was added and further discussion took place surrounding transparency (4.4.5 Caucuses).

The meeting recessed at 1:26 p.m.

The meeting reconvened at 1:32 p.m.

Additional discussion took place regarding potential modification of the proposed language surrounding officer eligibility, and the Committee requested that staff provide additional recommendations (5.1 Eligibility).

- VI. For the good of the order

Due to time constraints, this item was removed from the agenda.

- VII. Meeting adjourns

The meeting was adjourned at 2:04 p.m.