

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
John Musso, Executive Director
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Michael Johnston, 2nd Year Director
Angela Watts, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhan McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations

Guests

Jay Himes, AEDG Chair
Angie Peterman, AEDG Vice Chair
Karen Starr, International Representative
Susan Harkin, Board Candidate
John Hutchison, Board Candidate

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 4:03 p.m. and thanked everyone for being agreeable to adjusting the start time of conference calls to 4 p.m. eastern.

- **Roll Call**

All board members were in attendance.

- **Approval of Agenda (action)**

MOTION: Ed Chabal moved to approve the agenda. Angela Watts seconded. All were in favor and motion passed.

Discussion/Action Items

- **Eagle Institute – Future Meeting Locations**

President Peterson noted that his personal experience at the Connecticut ASBO conference held at West Point was positive and that he highly recommended the location, either for the 2019 Eagle Institute or for a future event. He also suggested that the second day, if the event was held at West Point, could be filled with content already available at the location which would make the day trip to New York City unnecessary. President Peterson requested that the analysis of West Point include Jeff McCausland and personnel at West Point who could facilitate this type of an event. The board gave thoughts on the other cities noting that each has something interesting to offer attendees. President Peterson closed the discussion by saying he didn't want to lose sight of Quebec City as a future location and encourages a discussion to happen on this location as the city has a lot to offer in terms of history and leadership.

MOTION: Angela Watts made a motion to authorize Sabrina Soto and the ASBO staff to issue an RFP for Eagle Institute 2019. Anthony Dragona seconded. All were in favor and motion passed.

- **Committee Vacancies**

President Peterson noted that there are two vacancies on the Bylaws Committee and that because Jay Himes has agreed to remain on the Legislative Advisory Committee until his retirement, there was one vacancy on the Legislative Advisory Committee. He asked that the board review the nominations and let Siobhan McMahon know if they had any other names to put forward for consideration by Friday, January 26, 2018. Siobhan McMahon noted that the Editorial Advisory Committee also has an opening. President Peterson asked that additional information about the nominations be available for the February discussion.

- **Legal Services RFP**

President Peterson noted that seven firms had responded to the RFP so far. He requested a subcommittee be formed which would be comprised of the Executive Committee and two board members. He asked that anyone interested in serving on the subcommittee submit their name and interest to him.

- **Cuba Trip Wrap-Up and Final Thoughts**

President Peterson commented that the group was looking forward to seeing the published article on the trip. Siobhan McMahon noted that the article was in the February issue of *School Business Affairs*.

Routine Board Business

- **Announcements**

AEDG – There was no update.

International – Karen Starr noted that as school recommences in Australia and New Zealand, a letter to all school business managers would be going out to tell them about ASBO International, contributing to *SBA*, and other opportunities. She also noted that she had invited Chuck Peterson to attend and speak at the Deakins Business Managers Symposium.

President – President Peterson reported that the Executive Committee had met in Reston earlier in the month to review and discuss the budget. He gave the staff accolades for the improvements already made to the budget in terms of actuals but noted that there was still work to be done on the Chart of Accounts to make it more usable for both the staff and the board who need to exercise their fiduciary responsibility. He mentioned several changes that the Executive Committee recommended and noted that the changes would be presented in the February board packet.

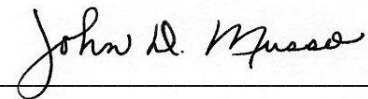
Executive Director – John Musso noted that the progress on the sale and purchase of the ASBO buildings was moving forward and that contracts were being red-lined. He also commented that he was hopeful the summer board meeting could be held in the new space. Musso noted that he was working with several banks to find one that offered complete financial services that might be able to replace BMO Harris Bank.

Adjournment

The meeting was adjourned at 4:49 p.m.



Charles Peterson, President



John Musso, Executive Director

MINUTES

Board of Directors Work Session

February 7, 2018 | Hilton | Austin, Texas

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
John Musso, Executive Director
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Michael Johnston, 2nd Year Director
Angela Watts, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhan McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations
Jennifer Hofmann, Director of Professional Development

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 9:08 a.m.

- **Roll Call**

All board members were in attendance except Michael Johnston who had been excused from the meeting.

- **Approval of Agenda (action)**

MOTION: Ed Chabal moved to approve the agenda. Marvin Dereef seconded. All were in favor and motion passed.

MOTION: Tony Dragona moved to go into executive session. Bill Sutter seconded. All were in favor and the board began an executive session meeting.

Executive Session

The board discussed the goals and evaluation instruments for both the board as a group and for the executive director whose contract was also discussed.

MOTION: Tom Wohlleber moved to come out of executive session. Bill Sutter seconded. All were in favor and the board resumed regular session at 2:00 p.m.

Discussion Items

- **Volunteer Model Review**

President Peterson noted that he had received some negative feedback from members in his state about the process, especially concerning the Annual Meeting Program Committee's meeting conflicting with educational sessions at the annual meeting. Jennifer Hofmann reviewed the plan for the upcoming year, noting that staff had heard the same comments about the conflicting times and had arranged for a better meeting time for that meeting. She introduced the new session type that would be offered, mini modules that will allow presenters to do shorter sessions. Discussion ensued about the role of the content area leaders, the number of submitted proposals, and any follow-up evaluations that should be occurring within the content areas.

- **Discussion on Policy Review Process and Priorities**

Tom Wohlleber, chair of the Policy Committee, explained that the goal of the committee was to develop a work plan for reviewing the entire policy manual, as well as all other manuals referenced in it. He noted that the work would likely take a majority of the year to accomplish and would necessitate further board discussion and revision.

- **Strategic Plan Review and Discussion on Process for Plan Renewal**

Chuck Peterson proposed the amendment during the March 15, 2018 phone conference.

~~No decision was made, and it was noted that additional discussion was needed prior to beginning the strategic plan review. It was determined that a program review should be conducted before another strategic plan review.~~

- **Board Activities**

President Peterson requested that another board meeting be added to the schedule. Discussion took place about the timing and purpose of the additional meeting. The consensus was to ask the Affiliate Executive Directors Group (AEDG) if the board might be able to meet concurrently with their summer meeting to fulfill the dual purpose of adding meeting time for the board and furthering the relationship between the board members and the AEDG.

- **Cuba Trip Wrap-Up and Final Thoughts**

Siobhan McMahon shared the February issue of *School Business Affairs* with the group.

Recess

MOTION: Claire Hertz moved to recess until the evening meeting. Marvin Dereef seconded. All were in favor and the board meeting was recessed at 4:30 p.m.

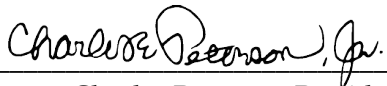
MOTION: Anthony Dragona moved to resume the meeting. Angela Watts seconded. All were in favor and the board meeting was resumed at 6:00 p.m.

Executive Session

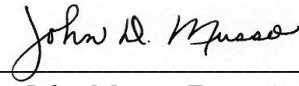
MOTION: Tom Wohlleber moved to enter executive session. Claire Hertz seconded. All were in favor and the board entered executive session at 6:00 p.m.

The board continued the earlier discussion about goals for the executive director.

MOTION: Marvin Dereef moved to come out of executive session. Ed Chabal seconded. All were in favor and the board came out of executive session and adjourned at 10:30 p.m.



Charles Peterson, President



John Musso, Executive Director

MINUTES

Board of Directors Meeting

February 8, 2018 | Hilton | Austin, Texas

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
John Musso, Executive Director
Ed Chabal, 3rd Year Director
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Angela Watts, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhan McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations
Jennifer Hofmann, Director of Professional Development
Robin Hayes, Director of Conferences and Exhibits
Jackie Wallenstein, Director of Membership, Marketing, and Communications

Guests

Angie Peterman, AEDG Vice Chair
Aubrey Kirkpatrick, International Representative
Karen Starr, International Representative
Susan Harkin, Board Candidate
John Hutchison, Board Candidate
Bert Huszcza, Vice Chair of the Bylaws Committee
Terrie Simmons, Guest for Bylaws

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 9:03 a.m.

- **Roll Call**

All board members were in attendance except Michael Johnston who was excused from the meeting for a family emergency.

- **Introductions and Ice Breakers**

The group performed an ice breaker exercise to learn more about each other.

- **Approval of Agenda and Consent Agenda Items**

President Peterson announced that the board had determined five additional agenda and approval items during their work the night before. He also noted a clarification to the December 11, 2017 meeting minutes, so the minute approval was removed from the consent agenda.

MOTION: Claire Hertz moved to add the following to the agenda:

1. Motion to authorize an ad hoc committee consisting of the Executive Committee and Bill Sutter to evaluate the Legal Services Proposals, conduct interviews, and make a recommendation to the board.
2. Motion to authorize an ad hoc Finance Committee consisting of Marvin Dereef, Ed Chabal, and Tony Dragona to evaluate and recommend improvements to the budget process, financial reporting, and chart of accounts.
3. Motion to approve the 2018 Committee Policy and Procedures and add two additional AEDG representatives to the Legislative Committee.
4. Motion to approve policy revisions to section 6E of Programs and Services concerning SFO, CPE, and CAE Credits.
5. Motion to approve the closing extension request made by the pending purchaser of the ASBO Headquarters Building.

Tom Wohlleber seconded. All were in favor and motion passed.

MOTION: Tony Dragona moved to approve the agenda as amended. Ed Chabal seconded. All were in favor and motion passed.

MOTION: Bill Sutter moved to approve the revised December 11, 2017 board meeting minutes in which Chuck Peterson asked that the section about future meetings and ConferenceDirect be clarified to show that his concern was that ConferenceDirect's compensation was being factored into the room rates being presented to ASBO International. Angela Watts seconded. All were in favor and motion passed.

MOTION: Angela Watts moved to approve the January 11, 2018 Executive Committee meeting minutes and the January 24, 2018 board of directors meeting minutes. Ed Chabal seconded. All were in favor and motion passed.

Discussion/Action Items

- **Bylaws Update**

Bert Huszcza and Terrie Simmons reported that the Bylaws Committee had met and reviewed the language in the bylaws relative to board vacancies. They presented their suggestions for edits and reviewed various possible scenarios.

MOTION: Bill Sutter made a motion to accept the suggested edits to the bylaws and to create a redline version to present to the general membership for approval during the annual election. Ed Chabal seconded. All were in favor and motion passed.

- **Committee Vacancies Review**

President Peterson reviewed the various vacancies on the Legislative Advisory Committee, Editorial Advisory Committee, and the Bylaws Committee.

Bylaws:

The board discussed asking Bert Huszcza to be the next chair of the Bylaws Committee and Karen Wiesman to be the next vice chair. Discussion ensued about the additional committee members.

MOTION: Tom Wohlleber moved to approve making Bert Huszcza the chair and Karen Wiesman the vice chair of the Bylaws Committee. Angela Watts seconded. All were in favor and motion passed.

MOTION: Tom Wohlleber moved to table the discussion about the new Bylaws Committee members until the March 2018 board conference call. Claire Hertz seconded. All were in favor and motion passed.

Discussion continued at a later point in the meeting relative to the composition of the Bylaws Committee and where that language lived, resulting in the following motion:

MOTION: Tom Wohlleber moved to remove the table on the previous bylaws motion. Claire Hertz seconded. All were in favor and motion passed.

Given the composition of the Bylaws Committee is determined in the Volunteer Policies and Procedures handbook and because that handbook was up for approval later in the meeting, the board decided to edit the handbook to reflect that the Bylaws Committee could have six to nine members, aside from the chair and vice chair. This discussion is detailed later in the minutes. Per that discussion, the following motion was made:

MOTION: Tom Wohlleber moved to approve adding Randy Evans, Angie Morrison, Robert Saul, and Terrie Simmons as new members of the Bylaws Committee. Marvin Dereef seconded. All were in favor and motion passed.

Editorial Advisory:

Siobhan McMahon presented a third applicant to the group. President Peterson recommended that the Editorial Advisory Committee be brought to full capacity and that all the applicants be added to the committee.

MOTION: Tom Wohlleber moved to approve adding Leslie Peterson, Cindy Reilmann, and Louis Pepe to the Editorial Advisory Committee. Angela Watts seconded. All were in favor and motion passed.

Legislative Advisory:

President Peterson suggested that two additional Affiliate Executive Director seats be added to the Legislative Advisory Committee and that the AEDG be allowed to fill the two seats.

MOTION: Ed Chabal moved to approve adding Kelley Kitchens to the Legislative Advisory Committee. Angela Watts seconded. All were in favor and motion passed.

- **Legal Services Ad Hoc Committee**

MOTION: Claire Hertz moved to create a Legal Services Ad Hoc Committee comprised of the Executive Committee and Bill Sutter to evaluate the Legal Services proposals, conduct interviews, and make a recommendation to the board. Marvin Dereef seconded. All were in favor and motion passed.

- **Budget Process Review and Improvement Ad Hoc Committee**

Chuck Peterson corrected the name of the Ad Hoc Committee during the March 15, 2018 Board Conference Call.

MOTION: Angela Watts moved to create an ~~Budget Process Review and Improvement~~ Ad Hoc ~~Finance~~ Committee comprised Anthony Dragona, Ed Chabal, and Marvin Dereef to evaluate and recommend improvements to the budget process, financial reporting, and chart of accounts. Bill Sutter seconded. All were in favor and motion passed.

- **Future Annual Meetings Location Presentation**

Sabrina Soto and Robin Hayes presented the board with the summary of the cities the board asked staff and ConferenceDirect to explore (Pittsburgh, Portland, Oklahoma City, Los Angeles, Anaheim, San Antonio, and Anchorage) through an RFP process. They reviewed the various possibilities and answered questions from the board about options available. The board commended Sabrina and Robin for the comprehensive report.

MOTION: Anthony Dragona moved to authorize staff to negotiate with Pittsburgh for 2021 and Portland for 2022, but to also investigate a pattern shift for Milwaukee and Los Angeles if doing so would allow for further options. Angela Watts seconded. All were in favor and motion passed.

- **Budget Review and Discussion**

President Peterson presented the FY2019 budget that the Executive Committee had reviewed and presented the changes that the Executive Committee had suggested. He commended the staff for the work done to present on the budget and for the layout changes that had already been made. Peterson recommended further increasing the sponsorship of the summer AEDG meeting to \$27,500.

MOTION: Angela Watts moved to approve the FY2019 budget with the additional \$2,500 for the summer AEDG meeting sponsorship contingent upon John Musso providing the board with a salary study for staff. Marvin Dereef seconded. All were in favor and motion passed.

- **Policy Committee Update**

Tom Wohlleber reported that the Policy Committee will be performing an in-depth review of the manual, as well as other ASBO International manuals. He noted that the process would be a year-long undertaking. The suggested edits are to include an allocation for annual meeting attendees that the president and ASBO staff will work together to determine how to use it, and for the Policy Manual to reflect changes to the CEU, CPE, and SFO section to bring the language up to date with the practice. The first reading of the proposed edits to the Policy Manual was done. A second reading and approval will be done at the March Board Conference Call.

MOTION: Anthony Dragona moved to hold the first reading of the Policy Manual with the suggested edits. Bill Sutter seconded. All were in favor and motion passed.

The first reading of the proposed edits to the Policy Manual was held. A second reading and approval will be done at the March Board Conference Call.

- **2018 Committee Policies and Procedures**

President Peterson opened the discussion about the Committee Policies and Procedures document. Sabrina Soto spoke to the group about the proposed edits which were presented via tracked changes in the board packet. Additional proposed changes not reflected in the tracked document which were made during the meeting were:

- President Peterson suggested increasing the number of AEDG representatives to three on the Legislative Advisory Committee.

- Anthony Dragona suggested changing the Bylaws Committee makeup to reflect “six to nine members” may serve in staggered terms.
- The erroneously proposed edits to the Audit Committee language were stricken and the language was amended to reflect the original intent.

MOTION: Ed Chabal moved to accept the 2018 Policies and Procedures with the discussed edits. Angela Watts seconded. All were in favor and motion passed.

- **Volunteer Model Review and Discussion**

Jennifer Hofmann reviewed the volunteer model and expectations from those in leadership roles. The group discussed the effectiveness of the content areas and the work they do to ensure that the annual meeting content is a draw for attendees. President Peterson requested that the roster of volunteers in each content area be provided to the leaders and that staff assist the content area leaders to remember to schedule calls with their groups. He also proposed that an evaluation of the content areas be done.

- **Building Update**

John Musso updated the board on the sale of the current building and the purchase of the new building, noting that the closing date of the old building needed to be delayed by seven days because of a permit that had to be obtained from the county that was taking longer to receive than expected. Musso asked for a motion extending the date from February 21, 2018 to February 28, 2018 and for authorization for Chuck Peterson and John Musso to authorize legal documents relative to the sale of the building given the urgency of the documents.

MOTION: Anthony Dragona moved to authorize a seven-day extension to the closing date on the sale of the ASBO International headquarters building at 11401 North Shore Drive in Reston, VA and to authorize Charles Peterson, President, and John Musso, Executive Director, to execute the sale agreement of the aforementioned property and to take whatever action is deemed necessary to ensure the reasonable and proper execution of the agreement of sale and other documents for this asset. Angela Watts seconded. All were in favor and motion passed.

Routine Board Business

- **Announcements**

AEDG – Angie Peterman thanked the group for having her at the meeting. She had no report to provide.

International – Aubrey Kirkpatrick thanked the board for the opportunity to serve and noted that his goal is to increase the international membership of ASBO International, especially by increasing Canadian members. He reported that he had been promoting ASBO International membership, participation, and interactions to the various Canadian ASBO executive directors at their meetings.

Karen Starr commented that she was grateful to be at the meetings and for the collaboration with Aubrey Kirkpatrick so far. She noted that her goal is to get people to know what ASBO International is and how to become more involved from an international member’s perspective.

President –

President Peterson reported that the board had discussed their goals and that the board and staff would work together to make sure all goals are aligned. He noted that the board would like to hold an additional meeting ideally in conjunction with the summer AEDG meeting and that he would be making the request of the AEDG at their meeting. He also commented that he would like to have a discussion on the March Board Conference Call about also allowing Tony Dragona to attend the Deakin University conference in Australia.

Executive Director –

John Musso reviewed the Conflict of Interest form, the Antitrust Guidelines, the Reasonable Effort form, and the Code of Conduct. The board signed the forms and returned them to Angie Tombul. He also reviewed the 2018 Executive Leadership Forum schedule. Siobhan McMahon reviewed the new and improved visitation affiliate reports, detailing the changes and the work that had gone into making the changes by staff and the group from the AEDG, consisting of Jim Rowan, Sharon Bruce, and Sue Lang. Anthony Dragona thanked staff for the enhancements made to the report. Various board members commented that the report will make visitations easier.

Comments

Anthony Dragona reminded the board to continue writing for *School Business Affairs*. He also commented that given the success of the Cuba Delegation, should a relationship be maintained with the travel agency so that future trips could be offered to members? He also asked the candidates running in the 2018 election to please see him after the meeting for a brief conversation.

Marvin Dereef noted that his experience so far on the board has been great. He commended the staff for the high-quality customer service and courtesy they extend.

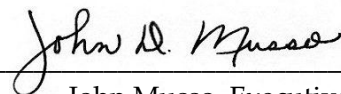
President Peterson commented that Pennsylvania ASBO had been running successful webinars and that perhaps a partnership could be explored. Susan Harkin commented that maintaining a balance between affiliates would be difficult in such a partnership.

Adjournment

The meeting was adjourned at 3:16 p.m.



Charles Peterson, President



John Musso, Executive Director

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Guests

Angie Peterman, AEDG Vice Chair
Aubrey Kirkpatrick, International Representative
Karen Starr, International Representative
Susan Harkin, Board Candidate
John Hutchison, Board Candidate

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 4:04 p.m. with a trivia question about a podcast on Airbnb.

- **Roll Call**

All board members were in attendance. Marvin Dereef joined the call at 4:08 p.m.

- **Approval of Agenda (action)**

MOTION: Angela Von Essen moved to approve the agenda. Ed Chabal seconded. All were in favor and motion passed.

MOTION: Angela Von Essen moved to amend the February 7, 2018 Board of Directors Meeting Minutes to reflect that no decision was made regarding whether or not to do a program review prior to beginning strategic planning and to amend the February 8, 2018 Board of Directors Meeting Minutes to show that the Ad Hoc Budget Process Review and Improvement Committee should be called the Ad Hoc Finance Committee. Claire Hertz seconded. All were in favor and motion passed.

MOTION: Bill Sutter moved to approve the amended minutes of the February 7 and February 8 Board of Directors meetings. Ed Chabal seconded. All were in favor and motion passed.

Discussion/Action Items

- **Staff Salary Increase – Approval**

President Peterson noted that John Musso and staff had provided the necessary documents requested by the board at the February meeting and recommended that the 2% increase for staff salaries be approved.

MOTION: Anthony Dragona made a motion to authorize a 2% raise to ASBO staff salaries effective April 1, 2018 according to the schedule provided to the Board by Executive Director Musso. Angela Von Essen seconded. All were in favor and motion passed.

- **Limited Purpose Audit – Approval**

President Peterson requested that a limited purpose audit be completed to assess internal controls and proper alignment of bylaws, policies, and procedures at a cost not to exceed \$18,500. At least two quotes will be secured and reviewed by the Finance Committee. This service will help provide direction in the board's goal of a comprehensive review and revision of board policy and to ensure that the association is using best practices in the administration of internal controls.

MOTION: Tom Wohlleber made a motion to approve a limited purpose audit be completed to assess internal controls and proper alignment of bylaws, policies, and procedures at a cost not to exceed \$18,500. Bill Sutter seconded. All were in favor and motion passed.

- **Policy Manual – 2nd Reading and Approval**

President Peterson noted that the two items in the second reading were the edits to the President's Allocation section and the Continuing Education section of the manual.

MOTION: Angela Von Essen made a motion to approve the second and final reading of the 2018 Policy Manual Claire Hertz seconded.

Bill Sutter asked if the continuing education programs and contact hours were limited to being earned at the three events listed in the description. Sabrina Soto noted that the description needed to be reviewed to allow for affiliates to offer prep courses for credit.

MOTION: Angela Von Essen moved to table the motion. Ed Chabal seconded. All were in favor and motion was tabled.

- **Presidents' Cup Tournament at the Annual Meeting & Expo**

President Peterson reported that Jim Rowan had organized a golf tournament in conjunction with the Annual Meeting & Expo. Rowan requested that ASBO International supply a bus for transportation to and from the event.

MOTION: Angela Von Essen made a motion to approve ASBO International supplying the bus to and from the Presidents' Cup Tournament at the AM&E. Anthony Dragona seconded.

There was discussion about whether a limit would be imposed and whether alternative transportation could be used to decrease costs. It was noted that if ASBO International provides funds or directly hires the bus service for this year that it would likely need to be continued in future years. The consensus was that affiliate relationships were important, and the decision was important, but that

more information was needed. John Musso also noted that the golf tournament conflicts with the Annual Meeting Workshops that are sponsored by American Fidelity.

MOTION: Ed Chabal made a motion to table the motion. Angela Von Essen seconded. All were in favor and motion to table passed.

- **Responses Received for the Annual Meeting 2021/2022 Locations – Discussion and Possible Action**

Sabrina Soto spoke to the group about the responses received from the cities previously identified by the board. They discussed the pros and cons of each location.

VOTE: All board members voted that September was a preferable month to November for the 2022 conference except Claire Hertz, who indicated that either month was fine, and John Musso, who recused himself from the vote.

MOTION: Claire Hertz made a motion to authorize staff to continue negotiations with Milwaukee for 2021 and Portland for 2022 in September. Angela Von Essen seconded. All were in favor and motion passed.

- **Future Locations for ELF and Eagle – Discussion**

President Peterson provided the results of a survey that Jim Rowan did of the Affiliate Executive Directors Group to collect their thoughts on future Annual Meeting & Expo, Executive Leadership Forum, and Eagle Institute locations. He noted that the information was good to keep in mind as future meeting locations are determined.

Sabrina Soto reported that an RFP is out for the 2019 Eagle Institute location and responses would be shared by the end of April. She also shared that staff are working on a summary of the 2018 Executive Leadership Forum survey for the board and a list of future potential locations that include some cities suggested by AEDG; that information will be available in mid-April.

- **Deakin University Conference Attendance**

President Peterson noted that he had been invited to Deakin University in Melbourne, Australia, to be a Keynote Speaker at their annual conference. He commented that Tony Dragona did not receive the opportunity to attend last year due to the timing of filling the vacancy in the board president's position. Claire Hertz said that she thought Anthony Dragona's attendance was important for strengthening international relationships.

MOTION: Angela Von Essen made a motion to approve funding Anthony Dragona to travel to the 2018 Deakin University annual conference in Melbourne, Australia, on November 9, 2018. Ed Chabal seconded. All were in favor and motion passed.

- **Legislative Advisory Committee Appointments – Discussion and Approval**

President Peterson reported that Linda McGhee retired, and that Emily Koczela was not interested in assuming the chair position. He noted that McGhee recommended Sharie Lewis of Oregon as a replacement chair. President Peterson recommended that a motion be made to approve staff reaching out to Lewis to determine if she would be interested in the chair position and if she is, reaching out to Martin Romine of New Mexico to fill the empty practitioner position, as he had previously expressed interest in serving on the committee. Claire Hertz commented that Lewis is a leader in legislative issues for the state of Oregon and that the committee would be in good hands.

MOTION: Claire Hertz made a motion to approve Sharie Lewis as the chair of the Legislative Advisory Committee and Martin Romine to fill the vacant practitioner position. Ed Chabal seconded. All were in favor and motion passed.

Routine Board Business

- **Announcements**

President – President Peterson noted that the legal services interviews would be conducted on April 20 at the ASBO Headquarters office. He noted that the April board meeting may need to be rescheduled. He continued by relaying that the AEDG had approved, though not unanimously, the board attending their summer meeting and that staff was working to secure lodging and meeting space. John Musso asked that the elected board members move forward with securing their flights. President Peterson also thanked Angie Tombul for keeping up with the complicated minutes from the February meetings.

Executive Director – John Musso noted that the sale and purchase of the ASBO buildings are moving forward.

Finance Committee Report – President Peterson noted that Ed Chabal and Anthony Dragona had attended the Pennsylvania ASBO conference earlier in the month and that the three of them had an initial phone call meeting with Marvin Dereef. He reported that Dragona would be chairing the Finance Committee moving forward and commented that it was in no way a reflection of Dereef's abilities, but rather a way to lessen the burden on Dereef, as he is a first-year director.

AEDG – Angie Peterman noted that the AEDG was looking forward to the collaboration with the board despite the friction during the discussion at the February AEDG meeting.

International – Aubrey Kirkpatrick reported that the Canada ASBO meeting would be happening soon and that many ASBO International items of business were on the agenda. Karen Starr noted that she had begun doing personal reach-outs.

Items from Board Members -

Bill Sutter commented that he went to an event at the Ricoh office in Boulder and was able to thank them for their newly announced Strategic Sponsorship.

Ed Chabal noted that he had attended the Pennsylvania ASBO conference and that the Iowa ASBO conference was beginning later in the month.

Anthony Dragona reported that the Texas ASBO conference was a great success and that he had also attended the Pennsylvania ASBO conference which was equally impressive. He also noted that a doodle poll had gone out for the Finance Committee members and reminded that group to participate.

MOTION: Ed Chabal made a motion to go into Executive Session. Tom Wohlleber seconded. All were in favor and the Board went into Executive Session.

Executive Session

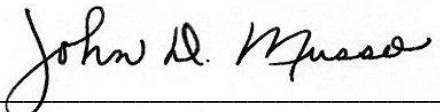
The Board discussed the request from International Representative Karen Starr relative to the limit of the international representatives' reimbursements when she submitted her Executive Leadership Forum travel voucher. The two international representatives, Karen Starr and Aubrey Kirkpatrick, communicated prior to the request being submitted and agreed that since Kirkpatrick's expenses were often lower than Starr's, Kirkpatrick would have no issue with Starr being able to use the balance of his reimbursement allotment if the board would approve it. The board agreed that this was reasonable request.

MOTION: Bill Sutter made a motion to resume regular session. Angela Von Essen seconded. All were in favor and the board resumed regular session.

Adjournment

MOTION: Claire Hertz made a motion to adjourn the meeting at 5:35 p.m. Marvin Dereef seconded. All were in favor and the meeting was adjourned.


Charles Peterson, President


John Musso, Executive Director

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
John Musso, Executive Director
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Michael Johnston, 2nd Year Director
Angela Von Essen, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Angie Tombul, Executive Assistant and Governance Relations

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 2:31 p.m.

- **Roll Call**

All board members were in attendance except Claire Hertz, who had no cell phone service but who voiced her support for this motion in advance of the call via email.

- **Approval of Agenda (action)**

MOTION: Tom Wohlleber moved to approve the agenda. Bill Sutter seconded. All were in favor and motion passed.

Discussion/Action Items

- **Purchase of New ASBO Headquarters Building and Execution of Related Papers**

The group discussed authorizing Charles Peterson and John Musso to execute the purchase of the new ASBO Headquarters building. President Peterson congratulated the group, especially John Musso and the staff, for their work to get to this point. Musso thanked Anthony Dragona for his help with the process and expressed his excitement about the purchase. Musso also noted that the next steps would be to approve a financial institution for the mortgage as well as full-service banking options. It was noted that a sublease of the surplus space in the new building would be in place to offset some of the costs associated with having a mortgage.

MOTION: Anthony Dragona moved to authorize the purchase of real property located at 44790 Maynard Square, Ashburn, Virginia, 20147 in Loudoun County, Virginia, to house the ASBO headquarters—specifically, condominium units 200, 220, and 290 having a combined usable area of 5,766 square feet, located in Building 1 of Marblehead Office Park A Condominium located at 44790 Maynard Square, Ashburn, VA 20147 in Loudoun County, Virginia. The

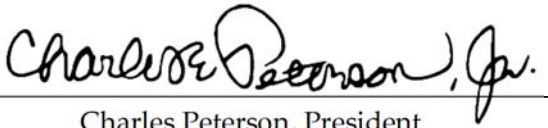
purchase price including buildout is \$1,758,630.00. A portion of said price will be offset by the proceeds of the sale of the existing headquarters in the amount of \$935,000.00. Financing arrangements will be considered by the board at a later date.

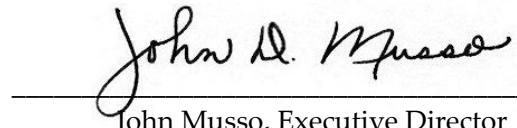
And, to authorize Charles Peterson, President, and John Musso, Executive Director, to execute the Purchase Sales Agreement (PSA) of the aforementioned property and to take whatever action is deemed necessary to ensure the reasonable and proper execution of the purchase agreement and other documents for the purchase of this asset.

Ed Chabal seconded. All were in favor. Motions carried.

Adjournment

MOTION: Michael Johnson moved to adjourn the meeting at 2:35 p.m. Bill Sutter seconded. All were in favor and the meeting was adjourned.


Charles Peterson, President


John Musso, Executive Director

MINUTES

Board of Directors Meeting

April 25, 2018 | Phone Conference

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
John Musso, Executive Director
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Michael Johnston, 2nd Year Director
Angela Von Essen, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhan McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations

Guests

Jay Himes, AEDG Chair
Angie Peterman, AEDG Vice Chair
Aubrey Kirkpatrick, International Representative
Karen Starr, International Representative
Susan Harkin, Board Candidate
John Hutchison, Board Candidate

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 4:03 p.m.

- **Roll Call**

All board members were in attendance. Marvin Dereef joined the call at 4:35 p.m.

- **Approval of Agenda and Consent Agenda (action)**

MOTION: Tom Wohlleber moved to approve the agenda and the minutes from March 15 and March 26, 2018. Angela Von Essen seconded. All were in favor and the motion carried.

Discussion/Action Items

- **President's Cup Tournament at AM&E**

Jim Rowan has organized a golf tournament in conjunction with AM&E. He has requested that ASBO International supply a bus for transportation to and from the event. This motion was tabled at the March 15, 2018 meeting because the board wanted to know the cost of providing the service. Rowan has secured a proposal to provide the transportation at a cost of \$1,117.00.

MOTION: Angela Von Essen moved to authorize ASBO International to contribute \$1,117.00 to provide transportation to and from the President's Cup Tournament at the 2018 AM&E. Tom Wohlleber seconded. All were in favor and the motion carried.

- **Board Policies**

Tom Wohlleber reviewed the discussion that was held by the Policy Committee. President Peterson thanked the group for their work.

MOTION: Claire Hertz moved:

- to approve the second and final reading of revisions to Policy IV (J) – Expenses for the President that adds \$30,000 for an all-attendee value-added event at the Annual Meeting; and
- to approve the second and final reading of revisions to Policy VI (E) – Continuing Education Programs that updates the SFO contact hours and CPE and CAE credit descriptions; and
- to approve the first reading of revisions to Policy II (R ii) – Confidentiality that updates and improves the language surrounding confidentiality.

Ed Chabal seconded. All were in favor and the motion carried.

- **Executive Leadership Forum – Future Locations**

Sabrina Soto reviewed information concerning potential future locations for the Executive Leadership Forum. Tony Dragona relayed member concerns regarding moving the Executive Leadership Forum location away from the Annual Meeting site and noted that Nashville, TN and Milwaukee, WI each provide many opportunities for professional development. Soto noted that the change to move the location away from the Annual Meeting site was based on attendee feedback indicating that they were seeking opportunities for leadership training and interactive outings, but also warmer weather. She agreed that looking at Nashville, TN for 2020 Executive Leadership Forum made sense.

MOTION: Anthony Dragona moved to authorize staff to begin research on
San Antonio, TX,
Tampa, FL,
New Orleans, LA,
Savannah, GA,
Indianapolis, IN, and
Nashville, TN.

Ed Chabal seconded. All were in favor and the motion carried.

- **Content Area Leaders – Accounting, Auditing, and Budgeting Vacancy**

MOTION: Tom Wohlleber moved to approve asking Melissa Fettkether to be the new Accounting, Auditing, and Budgeting content area leader. Bill Sutter seconded. All were in favor and the motion carried.

- **International Representative Reimbursement Language – Approval**

MOTION: Anthony Dragona moved to authorize a combined reimbursement total of \$4,000 (US) for the two international representatives so that if one's travel exceeds \$2,000, the remainder, if any, of the other's \$2,000 can be applied to the first. Claire Hertz seconded. All were in favor and the motion carried.

- **Committee Assignments**

Angie Peterman asked about the process that would be followed for the second and final AEDG position on the Legislative Advisory Committee and asked whether the board would be appointing that person as they had done with this position or if the AEDG would need to appoint someone. President Peterson expressed that he had conferred with Jay Himes after he and Tony Dragona identified Molly McGee Hewitt as a candidate while attending the California ASBO Annual Conference. Jay Himes noted that filling the final seat would be a very public and transparent process with the AEDG.

MOTION: Tom Wohlleber moved to appoint Molly McGee Hewitt, CEO & Executive Director of California ASBO, to one of the two vacant AEDG chairs on ASBO's Legislative Advisory Committee. Michael Johnston seconded. All were in favor and the motion carried.

- **Legal Counsel**

President Peterson reported that the Legal Counsel Ad Hoc Committee had interviewed four law firms on Friday, April 20, 2018 and that all were excellent. He thanked Anthony Dragona, Bill Sutter, Tom Wohlleber, and John Musso for their deliberations and work.

MOTION: Anthony Dragona moved to appoint the firm of Fox Rothschild, LLP, to serve as the legal counsel for ASBO International beginning May 1, 2018. Bill Sutter seconded. All were in favor and the motion carried.

- **Update & Discussion on Affiliate Visitation Improvement Initiative**

President Peterson commented that he appreciated the work so far from staff. Anthony Dragona noted that the new format was very helpful and that the improved communications would benefit everyone. Siobhan McMahon noted that the subcommittee of AEDG members made up of Jim Rowan, Sharon Bruce, and Sue Lang would continue discussions in Colorado at the June AEDG meeting and would be asking the AEDG for their best practices relative to visitations and hosting board members.

Routine Board Business

- **President's Report**

President Peterson noted that a limited purpose audit was underway and going well. He also reported that logistics for the June AEDG meeting and board meeting were being finalized. Peterson noted that the board would participate in both professional development sessions and the outing with the AEDG and would also have time to meet as a board. Jay Himes commented that there were about 40 people attending the meeting and thanked Sabrina Soto for her work.

- **Executive Director's Report**

John Musso reported that a pre-construction meeting and walk-through of the new building had happened. He commented that construction was slated to begin that day. Siobhan McMahon noted that an announcement in Accents would be posted the following day for all members. Musso also briefed the board about a recent development with U.S. Communities and the limited impact it will have on ASBO International.

- **Finance Committee Report**

Anthony Dragona reported that the staff were diligently working on the terminology of the budget and that a meeting for the group would be scheduled soon.

- **AEDG Report**

Nothing to report.

- **International Representatives Report**

Karen Starr reported that ASBO's Editorial Advisory Committee had met and determined a print schedule for *School Business Affairs* for 2019. She also reported that the Deakin University Symposium would be occurring later in the year.

Aubrey Kirkpatrick reported that the Canadian affiliates had met recently and would like to engage with the board to determine if Canada might be a viable site for an Annual Meeting or Executive Leadership Forum. He also commented that the Certificate of Excellence was not available to Canadian members and inquired as to whether ASBO International could make it available to Canadian members.

- **Items from Board Members**

Tom Wohlleber reminded the group to write articles for *School Business Affairs*.

Claire Hertz reported attending the OH and MI conferences recently and noted that Detroit was a wonderful city.

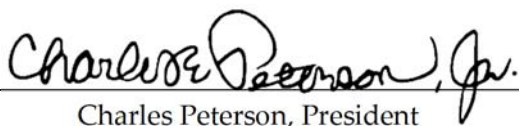
Anthony Dragona said he had recently attended the CA conference and noted that the conference was great. He also reported that CASBO had recently changed their membership model and were seeing success with the new model.

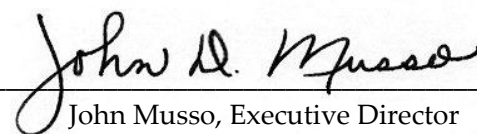
Ed Chabal reported that the OH conference was very good.

President Peterson echoed Anthony Dragona's thoughts on the CA conference and the new membership model.

Adjournment

MOTION: Tom Wohlleber made a motion to adjourn the meeting at 4:51 p.m. Bill Sutter seconded. All were in favor and the meeting was adjourned.


Charles Peterson, President


John Musso, Executive Director

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Board Members

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Bill Sutter, 1st Year Director

Staff

Siobhan McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations

Guests

Angie Peterman, AEDG Vice Chair
Aubrey Kirkpatrick, International Representative
Karen Starr, International Representative
Susan Harkin, Board Candidate
John Hutchison, Board Candidate

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 4:05 p.m.

- **Roll Call**

All board members were in attendance. Michael Johnston and Ed Chabal joined the call at 4:14 p.m. and 4:25 p.m. respectively. Marvin Dereef was unable to be on the call.

- **Approval of Agenda and Consent Agenda (action)**

MOTION: Anthony Dragona moved to approve the agenda and the minutes from April 25, 2018. Claire Hertz seconded. All were in favor and the motion carried.

Discussion/Action Items

- **Eagle Institute 2019**

President Peterson noted that all the options in the summary document were good, but that he only had personal experience with West Point. He asked the group to discuss and come up with a consensus. Anthony Dragona noted that he liked New York or West Point, commenting that both offered interesting opportunities. He conceded that traffic in New York City could be an obstacle for keeping a schedule while touring. President Peterson asked Sabrina Soto to relay comments received from Sharon Bruce, executive director of Connecticut ASBO, who hosted an annual conference at West Point recently. Soto relayed that Bruce received very positive feedback about West Point and the curriculum. Discussion continued about the possible pros and cons of the location. Angela Von Essen commented that she liked the variety of options presented and commended Soto on the summary document.

ACTION ITEM: Angela Von Essen made a motion to authorize Sabrina Soto and the staff to move forward with looking at West Point, but that if roadblocks occur, to turn to Charleston, SC next. Tom Wohlleber seconded. All were in favor and the motion carried.

Von Essen continued the discussion, asking what Soto thought of West Point. Soto replied that she believed West Point will provide a good leadership opportunity, but that the logistics of holding the Eagle Institute at the location could be complicated, that staff would need to research costs of professional development, and that it was important to not run the conference at a loss.

- **Board Policy**

Tom Wohlleber began the discussion by asking Michael Johnston to review the confidentiality section. Johnston noted that since ASBO International is a member-owned organization, everything that isn't deemed confidential should be available to members. He noted that the suggested language accounted for that. Wohlleber continued the discussion with the first reading of the procurement and contract approval/reporting language. He noted that the current language didn't address procurement at all.

ACTION ITEM: Anthony Dragona moved to approve both the second and final reading of revisions to Policy II (R ii) – Confidentiality that updates and improves the language surrounding confidentiality and the first reading of revisions to Policy III (K ii) – Procurement Process and Contract Approval/Reporting that updates and clarifies the process surrounding contracts. Bill Sutter seconded. All were in favor and the motions carried.

Bill Sutter asked how auto-renewing contracts that for one year fall into a certain threshold, but if considered over the multiple years that the contract would be renewing, would hit a different threshold, would be handled. President Peterson noted that some clarification language should be added to the second reading of the Procurement Process and Contract Approval/Reporting language to address this. Claire Hertz asked how the thresholds were determined. Wohlleber replied that they were just selected and that the committee was open to feedback and/or to changing them. President Peterson noted that if a policy is implemented that creates organizational challenges, the board would reconsider it.

- **Legislative Beliefs 2018**

John Musso reported that the Legislative Advisory Committee met recently to review and update ASBO's Legislative Beliefs statement and that there had been a lot of good discussion. Anthony Dragona commented that Sharie Lewis was doing a great job as chair.

ACTION ITEM: Anthony Dragona made a motion to adopt the 2018 Legislative Beliefs Statement. Tom Wohlleber seconded. All were in favor and the motion carried.

Tom Wohlleber commended the committee for their work and Elleka Yost for the support she provides the group.

- **President's Report**

President Peterson reported that the President's Dinner at the annual conference would be on Sunday night this year and that everyone on the call would receive an invitation. He noted that for the June meeting,

Sabrina Soto had been working on the schedule and the logistics for the board and that he was excited for the time together as a board, but also with the affiliate leaders. He concluded his report by saying that he hopes ASBO International will continue to look at Canadian locations for future Eagle Institutes. Anthony Dragona, Angela Von Essen, and Aubrey Kirkpatrick all expressed agreement.

- **Executive Director's Report**

John Musso reported that the 2018 Pinnacle Award winners had been selected and notified. He also reported that construction at the new site could be completed in advance of the original date.

- **AEDG Report**

Angie Peterman reported that Denny Costerison would not be at the June AEDG meeting nor the Joint Legislative Conference due to some personal matters.

- **International Representatives Report**

Karen Starr reported that she had been working with staff to expand membership and participation in Australia and New Zealand by offering a special package to those members. President Peterson asked for more information on the special package. Siobhan McMahon replied that the goal is to have five new members join ASBO International to receive a reduced registration fee for the 2018 Annual Meeting & Expo. Starr explained further that the aim was to expand membership and participation and that if someone attends the annual meeting once, they understand the value of attending again.

Aubrey Kirkpatrick had nothing to report.

- **Items from Board Members**

Bill Sutter reported that he attended the Saskatchewan ASBO conference and that it was fascinating. He noted that the educational structure in SK is very different from that of the United States. He also commented that it would provide an international focus if *School Business Daily* had an international section. Sutter also reported having attended the Indiana ASBO conference, noting that it was an interesting conference in a great location.

Angela Von Essen reported having attended the Southeastern ASBO and the Kentucky ASBO conferences and that she would be going to Rhode Island ASBO next.

Ed Chabal commented that he was currently attending the Wisconsin ASBO conference where he presented on the Certificate of Excellence program and that the next day, he would recognize the Meritorious Budget Award winners and the Certificate of Excellence Award winners. He noted that he had attended the Minnesota ASBO conference, though not as an official visitor. He also reported having been to the Missouri ASBO conference. He concluded by saying he would be attending the Tri-State ASBO conference the following week.

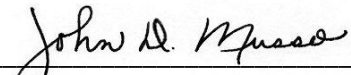
Claire Hertz reported that she had attended the Illinois ASBO conference and that they have a very strong membership. She noted that they are a great association and that she enjoyed the budget and financial planning component of their meeting.

President Peterson announced that he would not be able to attend the New Brunswick ASBO conference due to a personal matter, but that Anthony Dragona was still going to be in attendance. He commented that he liked Bill Sutter's idea to include an international focus in *School Business Daily* and asked that staff please report back on that possibility.

Adjournment

MOTION: Tom Wohlleber made a motion to adjourn the meeting at 4:51 p.m. Bill Sutter seconded. All were in favor and the meeting was adjourned.


Charles Peterson, President


John Musso, Executive Director

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Board Members

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Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past
President

Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Michael Johnston, 2nd Year Director
Angela Von Essen, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Guests

Ellen Enters, Fox Rothschild LLP
Eric Reed, Fox Rothschild LLP

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 7:30 p.m.

- **Roll Call**

All board members were in attendance. Ellen Enters and Eric Reed of Fox Rothschild LLP joined the meeting.

MOTION: Angela Von Essen moved to go into executive session at 7:44 p.m. Tom Wohlleber seconded. All were in favor and the motion carried.

Executive Session

ACTION ITEM: Tom Wohlleber moved to ratify the not-to-exceed expenditure of \$2,000 for Baker Tilly to provide a Phase 1 written report. Angela Von Essen seconded. All were in favor and the motion carried.

ACTION ITEM: Angela Von Essen moved to authorize Fox Rothschild LLP to engage Baker Tilly to conduct a Phase 2 Financial Operations Risk Assessment at a cost not to exceed \$44,000 in auditor fees. Claire Hertz seconded. All were in favor and the motion carried.

ACTION ITEM: Angela Von Essen moved to authorize a special committee of the Board of Directors consisting of Charles Peterson, Anthony Dragona and Thomas Wohlleber, to oversee Phase 2 Financial Operations Risk Assessment and work in conjunction with Fox Rothschild LLP and Baker Tilly to complete such assessment and take such other action as necessary to implement the intent of this motion. Bill Sutter seconded. All were in favor and the motion carried.

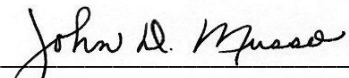
MOTION: Bill Sutter moved to go out of executive session at 8:49 p.m. Ed Chabal seconded. All were in favor and the motion carried.

Adjournment

MOTION: Marvin Dereef made a motion to adjourn the meeting at 8:52 p.m. Angela Von Essen seconded. All were in favor and the meeting was adjourned.



Charles Peterson, President



John Musso, Executive Director



MINUTES

Board of Directors Executive Session

June 19, 2018 | Colorado Springs, CO

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Michael Johnston, 2nd Year Director
Angela Von Essen, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 9:45 a.m.

- **Roll Call**

All Board members, except John Musso who was not invited, were in attendance.

ACTION ITEM: Michael Johnston made a motion to go into executive session at 9:47 a.m. for the purpose of reviewing and discussing the draft Financial Risk Audit and Executive Director evaluation. Marvin Dereef seconded. All were in favor and the Board entered into executive session.

Executive Session

The Board took a recess at 12:15 p.m. for lunch and resumed executive session at 1:14 p.m.

No actions were taken.

ACTION ITEM: Tom Wohlleber made a motion to come out of executive session and adjourn at 3:31 p.m. Ed Chabal seconded. All were in favor and the Board out of executive session and the meeting was adjourned.

Charles Peterson, President

John Musso, Executive Director



MINUTES

Board of Directors Meeting

June 20, 2018 | Colorado Springs, CO

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
John Musso, Executive Director
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Michael Johnston, 2nd Year Director
Angela Von Essen, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhan McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer

Welcome and Opening Business Items

- **Call to Order**

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

- **Roll Call**

All Board members were in attendance. Siobhan McMahon and Sabrina Soto were also in attendance.

- **Simultaneous Approval of Agenda and Consent Agenda**

- Board of Directors Meeting Minutes – May 17, 2018
- Board of Directors Meeting Minutes – May 22, 2018

ACTION ITEM: Angela Von Essen made a motion to add approval of furniture contract for headquarters to the agenda. Marvin Dereef seconded. All were in favor and the motion carried.

Discussion/Action Items

- **Board Policy**

ACTION ITEM: Ed Chabal made a motion to approve the second and final reading of revisions to Policy III (K ii) – Procurement Process and Contract Approval/Reporting – that updates and clarifies the process surrounding contracts. Bill Sutter seconded. All were in favor and the motion carried.

- **COE Advisory Committee Vacancies**

ACTION ITEM: Ed Chabal made a motion to appoint Tim Yetter of Virginia as the new chair of the COE Advisory Committee and Kelly Benusa of Minnesota as the vice chair as recommended by the current chair, Brian DeLucia, and to approve staff to move forward with determining

interest for filling the three general committee membership vacancies using the guidelines laid out in the 2018 Committees Policies and Procedures document. Michael Johnston seconded. All were in favor and the motion carried.

- **Legislative Advisory Committee Appointment**

ACTION ITEM: Claire Hertz made a motion to approve David Lewis as an Affiliate Executive Directors Group representative to the Legislative Advisory Committee. Tony Dragona seconded. All were in favor and the motion carried.

- **Strategic Partnership Contract Renewals**

ACTION ITEM: Tom Wohlleber made a motion to allow staff to renew the three-year strategic partnership contract with Virco. Michael Johnston seconded. All were in favor and the motion carried.

- **Banking Resolution for Depository Services**

ACTION ITEM: Claire Hertz made a motion to approve the banking resolution and depository services for the Bank of Clarke County and the associated corporate resolution authorizing the signatures of the President, Vice President, and Executive Director of ASBO. Ed Chabal seconded. All were in favor and the motion carried.

- **Real Estate Loan**

ACTION ITEM: Marvin Dereef made a motion to approve a loan, not to exceed \$1.1 million, from the Bank of Clarke County to reflect 15-year term payments with full amortization in order to finance the new ASBO International Headquarters office. Angela Von Essen seconded. All were in favor and the motion carried.

- **Approval of Furniture Contract for Headquarters**

ACTION ITEM: Tom Wohlleber made a motion to approve the purchase of furniture from All-Business Systems and Designs with the understanding that kitchen and entryway furniture would need to be purchased later, and also to authorize the 50% deposit be paid so that the order could be submitted. Bill Sutter seconded. All were in favor and the motion carried.

- **Review of the Current Strategic Plan and Discussion on Next Steps and Timeframe for the Next Plan**

Discussion occurred relative to the work to be done at the August meeting. Angela Von Essen requested that a forum be opened for the Board to communicate in advance of the August meeting. It was noted that input from the AEDG Representatives, International Representatives, Board Candidates, and ASBO staff was important.

- **Eagle Institute 2019 Discussion**

Sabrina Soto provided a status update on Eagle Institute 2019, noting that staff are looking at costs and professional development needs.

- **2021 and 2022 Annual Meetings Discussion**

Sabrina Soto reported that the contracts were not finalized, but she noted that final negotiations were in progress at the two locations. She reported that the contracts would include language allowing ASBO to review and reduce the room block by up to 10% one year out. Michael Johnston suggested also adding “pending ratification by the Board of Directors” to contracts when the association is in a time-sensitive situation.

- **Visitation Process Update**

It was discussed that the visitation process was a five-year plan and that there should be an annual report out of goals and achievements for the next two years. Siobhan McMahon shared a request from the AEDG Visitation Task Force to have the Board of Directors consider requests for content and participation or role when the Board makes their visitation selections.

Routine Board Business

- **President’s Report**

President Peterson reminded the Board to send their shirt order to Angie Tombul.

Peterson commented that the president’s allocation had reached the lowest tier that was implemented by the 2013 Policy Committee. He reviewed the step-down approach that brought the allocation from an unlimited amount to \$60K, then \$55K, followed by \$10K decreases annually until the current allotment of \$25K was reached. He reminded the group that the \$30K that was added to the budget was intended to allow the president to work with staff on identifying ways in which ASBO can add additional value to the meeting to enhance the attendees’ experience.

President Peterson thanked Sabrina Soto and Siobhan McMahon for their work preparing for the summer board work session and partner summit and commented that he felt the trip had been valuable. Tom Wohlleber suggested that an evaluation be conducted so that a decision about whether the trip would occur next year could be made well in advance. President Peterson agreed and added that if this trip were to happen next year, it would need to be included in the budget.

- **Executive Director’s Report**

John Musso shared that his update was the building and bank information shared earlier.

- **Items from Board Members**

Tom Wohlleber reported going to Connecticut ASBO for their institute and relayed that the conference was wonderful. He commended Sharon Bruce on the success of the conference.

Ed Chabal reported attending the Tri-State ASBO conference, noting that the attendance was strong and the members were welcoming.

Claire Hertz reported attending the Manitoba ASBO conference and relayed a story about how she recruited an Emerging School Business Leader Scholarship applicant and an Eagle Award applicant. She also

attended the New Jersey ASBO conference and reported that John Donahue announced his upcoming retirement.

Tony Dragona reported attending the British Columbia ASBO conference, noting that Aubrey Kirkpatrick was well respected and doing a great job of spreading the word about ASBO International.

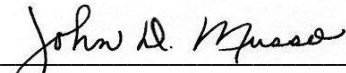
Marvin Dereef commented that due to a difficult work year, he had to miss both of his scheduled visitations.

Adjournment

ACTION ITEM: Tony Dragona made a motion to adjourn. Michael Johnston seconded. All were in favor and the meeting was adjourned.



Charles Peterson, President



John Musso, Executive Director



MINUTES

Board of Directors Executive Session

June 26, 2018 | Phone Conference

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Michael Johnston, 2nd Year Director
Angela Von Essen, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Guests

Ellen Enters, Fox Rothschild, LLP
Eric Reed, Fox Rothschild, LLP

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 9:30 a.m.

- **Roll Call**

All Board members, except John Musso who was not invited, were in attendance. Ellen Enters and Eric Reed of Fox Rothschild, LLP were in attendance.

ACTION ITEM: Angela Von Essen made a motion to go into executive session at 9:35 a.m. for the purpose of reviewing and discussing the draft Financial Risk Audit. Bill Sutter seconded. All were in favor and the Board entered into executive session.

Executive Session

No actions were taken.

ACTION ITEM: Ed Chabal made a motion to come out of executive session and adjourn at 10:45 a.m. Michael Johnston seconded. All were in favor and the Board came out of executive session.

Adjournment

ACTION ITEM: Marvin Dereef made a motion to adjourn at 10:46 a.m. Ed Chabal seconded. All were in favor and the meeting was adjourned.

Charles Peterson, President

John Musso, Executive Director



MINUTES

Board of Directors Meeting

July 16, 2018 | Telephone Conference Call

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
John Musso, Executive Director
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Angela Von Essen, 2nd Year Director
Michael Johnston, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhán McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations

Guests

Angie Peterman, AEDG Vice Chair
Susan Harkin, Board Candidate
John Hutchison, Board Candidate
Ellen Enters, Fox Rothschild LLP

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 4:00 p.m.

- **Roll Call**

All Board members were in attendance except for Claire Hertz and Angela Von Essen, who were unable to be on the call.

- **Simultaneous Approval of Agenda and Consent Agenda**

- Board of Directors Executive Session Minutes – June 19, 2018
- Board of Directors Meeting Minutes – June 20, 2018
- Board of Directors Executive Session Minutes – June 26, 2018

ACTION ITEM: Ed Chabal made a motion to approve the agenda and consent agenda. Marvin Dereef seconded. All were in favor and the motion carried.

Discussion/Action Items

- **Contracts for Approval**

- **Meeting Management Services**

Contract with Netronix Cooperation of Illinois for attendee credit tracking, session proposal submissions, speaker management, mobile app, exhibit sales and management, and onsite registration for Executive Leadership Forum 2019, Eagle Institute 2019, and Annual Meeting & Expo 2019 pending final approval of legal counsel.

- **Printing and Proofing Service**

Contracts with Communications by George, LLC, of Purcellville, VA, for proofing and editing of ASBO International publications, including *School Business Affairs*, and communications for the period of July 1, 2018 through June 30, 2019.

- **Annual Meeting and Expo**

Contract with Hilton Milwaukee City Center and Hyatt Regency Milwaukee for the Annual Meeting & Expo to be held October 13 – 16, 2021.

Contract with Hyatt Regency Portland, Doubletree by Hilton, and Duniway Portland for the Annual Meeting & Expo to be held September 14 – 17, 2022.

Contract with Courtyard Portland for the Annual Meeting & Expo to be held September 14 – 17, 2022 pending final approval of legal counsel.

- **Eagle Institute**

Contract with the Thayer Hotel at West Point for the Eagle Institute to be held July 16 – 19, 2019 pending final approval of legal counsel.

- **Event Partner**

Contract with Sodexo Operations LLC, of Gaithersburg, MD, to be an Event Partner for the 2018 Annual Meeting & Expo.

- **Printer/Copier**

Contract with Commonwealth Digital Solutions of Sterling, VA, for a three-year lease of a Konica-Minolta printer/copier for ASBO Headquarters.

ACTION ITEM: Bill Sutter motioned to approve the list of contracts. Ed Chabal seconded. All were in favor and the motion carried.

Anthony Dragona noted that the Eagle Institute was amazing and commented that there was great optimism among attendees about West Point.

Routine Board Business

Routine Board Business was moved up to occur before the Executive Session.

- **President's Report**

- **Building Closing**

President Peterson stated the closing and move to the new building would happen soon. John Musso noted that everything was looking good at the new building and that the bank papers were in order.

- **Strategic Partner Contracts – AXA, Office Depot, and VALIC**

President Peterson went over the AXA, Office Depot, and VALIC strategic partner contracts. He noted that they will expire this year and stated that staff are working on having them renewed.

- **Exhibitor Discussion**

There was discussion around whether a non-education-related vendor would be able to exhibit at the Annual Meeting & Expo. The conclusion reached was that a non-education-related vendor is not allowed to exhibit.

- **Eagle Institute**

President Peterson said Eagle Institute was a great success and acknowledged to Sabrina Soto and staff.

- **AEDG Representatives' Report**

President Peterson said that the June meeting was a great success. Angie Peterman reported that they were glad to have had the Board in attendance. She said strategies were discussed to work more closely next year, and that the group would like more time for conversation with the Board.

- **International Representatives' Report**

There was no report.

- **Board Members' Reports**

Tom Wohlleber reported attending the Legislative Conference. He commented that it was extremely well done and that the superintendents association seemed happy to have ASBO partnered with them. He noted that ASBO's presence made a difference. Wohlleber continued that Siobhán McMahon, Elleka Yost, and the Legislative Advisory Committee did a great job, and he hoped to see ASBO expand its legislative efforts.

- **General Comments**

Siobhán McMahon noted that Bulleting Media, who produce *School Business Daily*, are changing their model to a fee-based one that will cost ASBO International \$30,000. An RFP process is taking place and the Board will be updated.

- **Executive Director's Report**

John Musso shared that his update was the building and bank information shared earlier.

ACTION ITEM: Anthony Dragona made a motion to adjourn to Executive Session for the purpose of consulting with legal counsel. Bill Sutter seconded. All were in favor and the motion carried.

Executive Session

No actions were taken.

ACTION ITEM: Ed Chabal made a motion to resume regular session. Michael Johnston seconded. All were in favor and the executive session meeting was adjourned.

Adjournment

ACTION ITEM: Bill Sutter made a motion to adjourn. Marvin Dereef seconded. All were in favor and the meeting was adjourned.



Charles Peterson, President



MINUTES

Board of Directors Meeting

August 9, 2018 | ASBO Headquarters | Ashburn, Virginia

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Angela Von Essen, 2nd Year Director
Michael Johnston, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhán McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations

Guests

Jay Himes, AEDG Chair
Angie Peterman, AEDG Vice Chair
Aubrey Kirkpatrick, International Representative
Susan Harkin, Board Candidate
John Hutchison, Board Candidate

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 9:10 a.m.

- **Roll Call**

All Board members were in attendance except John Musso who was on leave.

ACTION ITEM: Tom Wohlleber made a motion to adjourn to executive session. Angela Von Essen seconded. All were in favor and the motion carried.

Executive Session

ACTION ITEM: Bill Sutter made a motion to resume regular session. Marvin Dereef seconded. All were in favor and the executive session meeting was adjourned.

- **Simultaneous Approval of Agenda and Consent Agenda**

- Board of Directors Executive Session Minutes – July 16, 2018

ACTION ITEM: Tom Wohlleber made a motion to approve the agenda with the additional motions brought forward from the executive session and consent agenda. Angela Von Essen seconded. All were in favor and the motion carried.

Discussion/Action Items

- **FY18 Audit Presentation (to be sent under separate cover)**

James Poulous of Calibre Group presented the Draft FY18 Audit Presentation. There were several areas of discussion that led to Poulos being requested to get back to the Board with follow-up information. Additionally, several questions arose regarding the Statement of Activities and the classification of

expenditures in areas of membership, affiliate visitations, annual meeting, and Board of Directors. Specifically, questions focused upon the method of validation used to determine percentage of staff salary allocated to the above classifications. Poulos said he would meet with staff to discuss reclassification of expenses.

ACTION ITEM: Anthony Dragona moved to table the acceptance of the FY18 audit. Ed Chabal seconded. All were in favor and the motion carried.

- **Additional Motions from the Executive Session**

ACTION ITEM: Anthony Dragona made a motion to authorize the Finance Committee and ASBO staff to do a Request for Proposals for auditing services. Tom Wohlleber seconded. All were in favor and the motion carried.

ACTION ITEM: Claire Hertz made a motion to authorize the recommendation of the Finance Committee to utilize the services of Dr. Wayne McCullough, Dr. Timothy Shrom, and Jay Himes to assist and support the ASBO staff with ASBO financial operations and to reimburse them for travel expenses only. Angela Von Essen seconded. All were in favor and the motion carried.

ACTION ITEM: Ed Chabal made a motion to authorize the Board President, Finance Committee and ASBO staff to evaluate internal controls and make necessary modifications and report back to the Board. Angela Von Essen seconded. All were in favor and the motion carried.

ACTION ITEM: Tom Wohlleber made a motion to authorize the Chief Operations Officer, Siobhan McMahon, and/or the Chief Business and Leadership Officer, Sabrina Soto, to execute documents that require the signature of the Executive Director, John Musso, while he is on leave. Anthony Dragona seconded. All were in favor and the motion carried.

ACTION ITEM: Bill Sutter made a motion to authorize the Chief Operations Officer, Siobhan McMahon, and/or the Chief Business and Leadership Officer, Sabrina Soto, to initiate investment transactions in consultation with the Finance Committee Chair. Claire Hertz seconded. All were in favor and the motion carried.

ACTION ITEM: Michael Johnston made a motion to authorize the Chief Operations Officer, Siobhan McMahon, to supervise the Accounting and Office Manager, Melissa Williams, and the Executive Assistant and Governance Relations, Angela Tombul, while the Executive Director, John Musso, is on leave. In the absence of the Chief Operations Officer, this supervision will go to the Chief Business and Leadership Officer, Sabrina Soto. Tom Wohlleber seconded. All were in favor and the motion carried.

- **Executive Leadership Forum (ATTACHMENT B)**

Discussion on the locations for the 2020 and 2021 Executive Leadership Forums.

ACTION ITEM: Angela Von Essen made a motion to authorize staff to move forward with contract negotiations for the Executive Leadership Forum for 2020 in New Orleans and 2021 in San Antonio and to send out an RFP for 2022 in Savannah. Tom Wohlleber seconded. All were in favor and the motion carried.

Discussion on the location of the 2022 Executive Leadership Forum.

- **MBA and COE Advisory Committee Vacancies (ATTACHMENTS C & D)**

ACTION ITEM: Anthony Dragona made a motion to appoint Derek Jess and Jeremie Hittle as members of the COE Advisory Committee effective January 1, 2019. Claire Hertz seconded. All were in favor and the motion carried.

ACTION ITEM: Ed Chabal made a motion to appoint Lisa Bracken as member of the MBA Advisory Committee effective January 1, 2019. Angela Von Essen seconded. All were in favor and the motion carried.

- **Government Accounting Standards Advisory Council (GASAC) (ATTACHMENT E)**

The following is contained in board policy:

The Governmental Accounting Standards Board's (GASB) mission is to establish and improve standards of state and local governmental accounting and financial reporting. ASBO is a contributing member of GASB and has a representative on their Governmental Accounting Standards Advisory Committee (GASAC). The ASBO member is appointed by the Board as requested by GASB to serve in accordance with the GASAC terms of service. That representative's duties are to attend GASAC committee meetings and to keep the ASBO Headquarters' staff, Certificate of Excellence Coordinator, and Research Committees apprised of the most current governmental accounting standards and GASAC/GASB activities.
(Internal Board Policy adopted: 10/91 and amended: 8/05)

Mark Pepera is the current ASBO representative on the GASAC. Pepera is completing his second two-year term. The deadline to notify GASAC of the ASBO representative for the next two years is September 21, 2018.

ACTION ITEM: Tom Wohlleber made a motion to thank Mark Pepera for his commitment and service to the GASAC committee for the past four years and to appoint John Hutchison as the ASBO representative on GASAC for a two-year term. Bill Sutter seconded. All were in favor and the motion carried.

- **2019 Annual Meeting and Expo Registration Rates**

Presentation and discussion concerning the 2019 AM&E registration rates.

- **New Board Orientation (ATTACHMENT F)**

Proposed program review and discussion.

CONTRACTS

- **AM&E General Services Contract**

Review of the RFP results and authorize staff to finalize a three-year contract for future AM&E audio visual and decorator contract services.

ACTION ITEM: Claire Hertz made a motion to authorize staff to finalize a three-year contract for future AM&E audio visual and decorator services. Angela Von Essen seconded. All were in favor and the motion carried.

- **AASA Memorandum of Understanding (MOU)**

Review the MOU with AASA for services rendered from July 1, 2018 to June 30, 2019 that encompasses the advocacy work and consultation provided by Noelle Ellerson Ng for and on behalf of ASBO International, as well as the monetary contribution ASBO International makes toward the cost of the joint Legislative Conference.

- **2019 Executive Leadership Forum All-Attendee Team Building Contract**

Review of proposed all-attendee team building activity with Play with a Purpose for 2019 Executive Leadership Forum.

ACTION ITEM: Angela Von Essen made a motion to approve the AASA Memorandum of Understanding and the 2019 Executive Leadership Forum All-Attendee Team Building Contract as presented. Michael Johnston seconded. All were in favor and the motion carried.

Routine Board Business

- **President's Report**

- AM&E Opening Exercises
- President's Dinner

President Peterson remarked that he would like to have the national anthems for the United States and Canada sung at the first general session of the Annual Meeting & Expo. He also invited the group to the 2018 Presidential Dinner. He also noted that Pennsylvania ASBO and others have been providing eLearning opportunities and he encouraged ASBO International to explore this revenue source.

- **Executive Director's Report**

There was no report.

- **Staff Reports**

- AM&E Schedule & Logistics
- Potential New Zealand Affiliation
- Feedback on Board Visitations

Angie Tombul reviewed important calendar events for the Board at the Annual Meeting & Expo. Siobhan McMahon reported on a prospective New Zealand affiliate and the changes to the visitation process and provided feedback from the affiliates.

- **Affiliate Executive Directors' Report**

Jay Himes reported that the meeting in June was successful and reiterated that the AEDG would like the Board to plan to attend the 2019 meeting in Cleveland. Angie Peterman noted that the AEDG would like to see more collaboration between the two groups at the 2019 meeting.

- **International Representatives' Report**

- Discussion on dues rates for international members as a way to increase international participation.

Aubrey Kirkpatrick noted that his report reflected the input of Karen Starr who was unable to attend the summer meeting. He noted that the cost of attending meetings and currency conversion rates are always a topic of discussion among international members, reporting that often the conversion rate is prohibitively high. He encouraged the Board to introduce incentives to international members to allow more of them to attend the meetings. It was noted that the logistics of this type of incentive would be a benefit of the dual membership program.

ACTION ITEM: Tom Wohlleber made a motion to revise the 2019 membership fees and the 2019 Annual Meeting & Expo conference registration fees for international members to be in their native currencies when the exchange rate is advantageous to the member. Tony Dragona seconded. All were in favor and the motion carried.

Kirkpatrick also asked for clarification on the role of the international representatives. President Peterson clarified that the international representatives, the AEDG representatives, and the board candidates were non-voting guests at board meetings.

- **Board Member Reports**

- Tom Wohlleber – Legislative Advocacy Conference

Tom Wohlleber reported that the Legislative Advocacy Conference was highly successful and thanked Siobhan McMahon, Elleka Yost, and the rest of the ASBO staff.

Anthony Dragona reminded the group that the 2018 election would begin soon.

Tom Wohlleber also noted that he has selected a theme of “Working Together to Make a Difference” for his presidency.

- **General Comments**

There were no comments.

Adjournment

ACTION ITEM: Ed Chabal made a motion to adjourn. Bill Sutter seconded. All were in favor and the meeting was adjourned.



Charles Peterson, President



MINUTES

Board of Directors Meeting

September 20, 2018 | Gaylord Palms | Kissimmee, Florida

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Angela Von Essen, 2nd Year Director
Michael Johnston, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhán McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations

Guests

Jay Himes, AEDG Chair
Angie Peterman, AEDG Vice Chair
Aubrey Kirkpatrick, International Representative
Karen Starr, International Representative
Susan Harkin, Board Candidate
John Hutchison, Board Candidate

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 9:11 a.m.

- **Roll Call**

All board members were in attendance except John Musso who was on leave.

- **Approval of Agenda and Consent Agenda**

- Board of Directors Meeting Minutes – August 7, 2018
- OFFICIAL RATIFICATION:
 - o Annual Meeting Program Committee Vacancy
 - o Janipro Inc. Contract

ACTION ITEM: Ed Chabal made a motion to approve the agenda with the addition of USAC Board Vacancy as an agenda item and the consent agenda with Anthony Dragona's proposed clarification to the minutes relative to the tabling of the acceptance of the FY18 audit at the August board meeting. Marvin Dereef seconded. All were in favor and the motion carried.

Action Items

- **FY18 Audit Presentation**

ACTION ITEM: Bill Sutter made a motion to accept the FY18 audit as presented. Michael Johnston seconded. All were in favor and the motion carried.

- **FY19 May and June Financial Report Presentation**

ACTION ITEM: Angela Von Essen made a motion to accept the FY19 May and June financial reports as presented. Ed Chabal seconded. All were in favor and the motion carried.

- **2019 AM&E Exhibits Pricing and Registration Fees**

ACTION ITEM: Tom Wohlleber made a motion to approve the registration fee and exhibit fee increase. Marvin Dereef seconded. All were in favor and the motion carried.

- **Emerging Leaders Scholarship**

ACTION ITEM: Angela Von Essen made a motion to authorize continuation of program and continuation of funding to the program in 2019 until a new sponsor is identified. Claire Hertz seconded. All were in favor and the motion carried.

- **Contracts**

- Early Morning Media (new *School Business Daily* provider)
- Event Partner Renewals:
 - Public Trust Advisors Contract for 2019
 - Tyler Tech Contract for 2019

ACTION ITEM: Tom Wohlleber made a motion to approve the contracts as presented. Angela Von Essen seconded. All were in favor and the motion carried.

Discussion Items

- **Strategic Plan Review**

Claire Hertz reviewed the timeline for the next steps as they relate to updating the strategic plan. It was noted that all of the next steps and timeframes discussed depended on the feedback received from the members and the affiliate executive directors. A discussion about how long the strategic plan would last occurred, with the group deciding it would be a five-year plan. The board also discussed memorializing the process for yearly reviews and larger-scale revisions in the policy manual.

- **ASBO Director of Finance**

The board discussed the necessity of bringing the financial management responsibilities back in-house, noting that this would be a budget-neutral move since some external expenses would be eliminated and other resources would be reallocated to balance the numbers.

ACTION ITEM: Angela Von Essen made a motion to authorize staff to work with the Executive Committee to create a new staff position to be responsible for the financial management of the association and to identify potential areas of savings within the budget that would off-set the cost of the position. Marvin Dereef seconded. All were in favor and the motion carried.

- **Future Eagle Institute Locations**

The board noted that because of the winter conditions, an Executive Leadership Forum could not be held in Canada, but that they would like to explore Quebec City for the 2020 Eagle Institute. The suggested cities to explore are: Quebec City, Boston, Detroit, Minneapolis, Atlanta, and Pittsburgh.

- **Future AM&E Locations**

The board noted that since Annual Meeting & Expo locations are set through 2023, they would like staff to explore holding the Executive Leadership Forum in the same city as that year's Annual Meeting & Expo

when it is feasible to do so. For Executive Leadership Forum 2020, New Orleans, San Antonio, and Savannah are being explored. Contracts will be presented to the board soon.

- **Board Policy Review – Next Steps**

The board commented that the policy manual will continue to be reviewed. It was also noted that the policy manual needed to be more user-friendly.

- **Universal Service Administrative Company Board of Directors Vacancy**

The Federal Communications Commission (FCC) recently issued a public notice seeking nominations from the education community to fill a vacancy on the USAC Board of Directors. As a leading organization within the education community and a member of the influential Education and Libraries Network Coalition (EdLiNC), ASBO International has been asked to weigh in on the nomination process for the open USAC position. Two candidates were proposed: Cheri Rhinhart and Julie Tritt Schell. The board deliberated and decided to align with the other associations and groups who are in the EdLiNC.

ACTION ITEM: Claire Hertz made a motion to endorse Cheri Rhinhart for the appointment to the USAC Board of Directors. Marvin Dereef seconded. All were in favor and the motion carried.

Routine Board Business

- **President's Report**

- Status of the investment of funds received from U.S. Communities
The investment of funds received from U.S. Communities will need to be invested with guidance from the Finance Committee.
- Committee to evaluate the feasibility of an educational visit to Singapore
The board discussed the benefits and take-aways that would result in another international educational visit, but noted that the cost of such a trip would need to be a personal cost to those who go on the trip and not a cost to the ASBO members. Anthony Dragona will head the committee to research this trip.
- Update on PASBO visit to ASBO Headquarters
President Peterson reported that Jay Himes, Wayne McCullough, and Tim Schrom went to the ASBO Headquarters to meet with staff. After spending a day reviewing budget process and format, the group left with a goal to help the ASBO International staff with reformatting and restructuring the association's budget to make the product more efficient and effective in reporting.
- Nashville Gaylord
President Peterson reported that he had recently attended a conference for NIGP that was held at the Gaylord in Nashville. He noted that the property was very nice and that he felt members would find it to be accessible to many popular areas of Nashville.
- Additional Bylaws amendments
President Peterson noted that Fox Rothschild had reviewed ASBO International's bylaws and had identified numerous areas that may need to be addressed.

- **Affiliate Executive Directors' Report**

President Peterson thanked Jay Himes for his input over the past two years. Himes noted that Peterson had accurately reported his findings relative to the PASBO visit to the ASBO International headquarters. He reported that David Martell had been selected by the AEDG to be the 2019 vice chair. He thanked the board for allowing the AEDG to have representation at the board level. He spoke to the board about his observances during the past year and encouraged the board to find a positive role for past presidents to keep them engaged.

- **International Representatives' Report**

Karen Starr reported that school business management programs continue to grow in Indonesia, Africa, China, and Singapore and that these should be the next places that ASBO International considers as they look for increased international growth. She also noted that Peter Thompson of New Zealand's School Executive Officers was in attendance and was looking to affiliate with ASBO International.

Aubrey Kirkpatrick thanked the board for the accommodation to allow Canadian members to pay for registration using Canadian dollars.

- **Board Member Reports**

Marvin Dereef reported that he had tried to engage over the years with Georgia ASBO and had finally been given an opportunity to speak at their upcoming annual meeting.

Angela Von Essen thanked the group for the work already done to date on the visitation process but acknowledged that there was still work to be done.

Tom Wohlleber noted that international visits should be strategic so there is a value to members.

Jay Himes noted that many of the affiliates may be confused at times by the number of visitors that they have between the official visitor and the candidates campaigning. He recommended that the official visitor reach out the affiliate executive director and to volunteer to do anything.

Tony Dragona asked for an update on the leased space in the new building. Staff informed the group that three groups had been by to see the space recently, but none had signed a lease agreement yet.

President Peterson thanked Ed Chabal and Tony Dragona for their years served.

Ed Chabal thanked the group for the friendships that had been formed over the years.

Tony Dragona expressed that his time on the board had been an amazing experience and that he appreciated being able to take an up-close look at the issues and challenges that the association faces. He commented that board members only have a short time to make an impact and that this board had made great strides in being responsive to members.

ACTION ITEM: Tom Wohlleber made a motion to adjourn to executive session at 1:53 p.m. Angela Von Essen seconded. All were in favor and the motion carried.

Executive Session

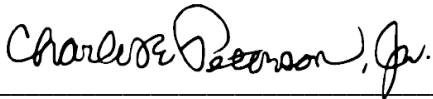
- **Personnel Issues**

The Board met in executive session to discuss personnel issues and receive advice from the attorneys. Ellen Enters and Eric Reed participated by phone.

ACTION ITEM: Angela Von Essen made a motion to resume regular session. Bill Sutter seconded. All were in favor and the executive session was adjourned.

Adjournment

ACTION ITEM: Claire Hertz made a motion to adjourn at 3:42 p.m. Ed Chabal seconded. All were in favor and the meeting was adjourned.



Charles Peterson, President



MINUTES

Board of Directors Meeting

October 18, 2018 | Telephone Conference Call

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Angela Von Essen, 2nd Year Director
Michael Johnston, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhán McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations
Melissa Williams, Accounting & Office Manager

Guests

Jay Himes, AEDG Chair
Angie Peterman, AEDG Vice Chair
Aubrey Kirkpatrick, International Representative
Karen Starr, International Representative
Susan Harkin, Board Candidate
John Hutchison, Board Candidate
Deborah Elmes, Morgan Stanley

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 4:03 p.m.

- **Roll Call**

All Board members were in attendance except for John Musso, who was on leave. Melissa Williams, ASBO International staff, and Deborah Elmes, of Morgan Stanley, also joined the group.

- **Simultaneous Approval of Agenda and Consent Agenda**

- Executive Committee Meeting Minutes – September 20, 2018
- Board of Directors Meeting Minutes – September 20, 2018
- FY19 July Financial Statement

ACTION ITEM: Ed Chabal made a motion to approve the agenda and consent agenda. Michael Johnston seconded. All were in favor and the motion carried.

Action Items

- **Investment Plan**

President Peterson introduced Deborah Elmes of Morgan Stanley who reported on the short-term proposal for investments that follow policies. Discussion focused on the possibility of paying off the building loan.

Melissa Williams and Deborah Elmes left the call after this portion of the discussion.

- **Contracts for Approval**

- **Carter Publishing Studio Proposed Contract – 2019 SBA and SBL**
- **Event Partner Renewals/Initiation:**
 - Aflac
 - U.S. Retirement and Benefits Partners
 - VALIC

ACTION ITEM: Claire Hertz motioned to approve the list of contracts. Ed Chabal seconded. All were in favor and the motion carried.

Discussion Items

- **Strategic Plan Update**

Claire Hertz reviewed the survey results from the membership.

ACTION ITEM: Angela Von Essen made a motion to approve the strategic plan. Claire Hertz seconded. All were in favor and the motion carried.

- **Visitation Process Update**

Tom Wohlleber reviewed the shell for the 2019 Affiliate Visitations selections, noting that there were more on the list than in previous years. Discussion ensued on the best way to fill the additional slots.

- **Foundation for the Improvement of Public Services (*formerly U.S. Communities*) Update**

President Peterson noted that the money received from the Foundation for the Improvement of Public Services, formerly U.S. Communities, could be used to run the operations of ASBO International and that there were no tax liabilities for using the money.

- **Potential Affiliations – New Zealand**

Tom Wohlleber reported that Peter Thompson of New Zealand School Executive Officers Association expressed interest in affiliating with ASBO International.

Routine Board Business

- **President's Report** – There was no report.

- **AEDG Representatives' Report** – There was no report.

- **International Representatives' Report**

Karen Starr commented that Deakin University was looking forward to welcoming Chuck Peterson and Tony Dragona at their conference.

- **Finance Committee**

Anthony Dragona thanked Pennsylvania ASBO for their help with the chart of accounts work and noted that the committee was reviewing RFPs for new auditor services.

- **Staff Comments**

Siobhán McMahon reported that for the Executive Leadership Forum, Canadian attendees would receive a \$125 discount. She also said a new broker firm was being explored to rent Suite 220 and that Fox Rothschild was reviewing the listing agreement. Sabrina Soto noted that staff was negotiating contracts for hotels for Leadership Forum 2020 and 2021 to present to the board soon.

- **Board Members' Reports** – There were no reports.

- **General Comments** – There were no comments.

ACTION ITEM: Tom Wohlleber made a motion at 4:52 p.m. to adjourn to executive session. Anthony Dragona seconded. All were in favor and the motion carried.

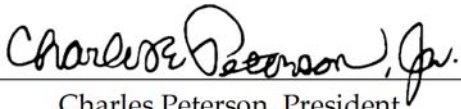
Executive Session

- **Personnel**
No actions were taken.

ACTION ITEM: Ed Chabal made a motion to resume regular session. Michael Johnston seconded. All were in favor and the executive session meeting was adjourned.

Adjournment

ACTION ITEM: Bill Sutter made a motion to adjourn at 5:04 p.m. Marvin Dereef seconded. All were in favor and the meeting was adjourned.

A handwritten signature in black ink, reading "Charles Peterson, Jr.", is written over a horizontal line.

Charles Peterson, President



MINUTES

Board of Directors Meeting

October 29, 2018 | Video Conference Call

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Angela Von Essen, 2nd Year Director
Michael Johnston, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Welcome and Opening Business Items

- **Call to Order**
President Peterson called the meeting to order at 10:15 a.m.
- **Roll Call**
All board members were in attendance except John Musso.

ACTION ITEM: Anthony Dragona made a motion at 10:18 a.m. to go into executive session. Tom Wohlleber seconded. All were in favor and the motion carried.

Executive Session

- **Personnel**

ACTION ITEM: Tom Wohlleber motioned at 10:34 a.m. to resume the regular session. Marvin Dereef seconded. All were in favor and the motion carried.

Action Items

ACTION ITEM: Anthony Dragona made a motion to accept the retirement notice of Executive Director John Musso, effective October 31, 2018. Bill Sutter seconded. All were in favor and the motion carried.

Adjournment

ACTION ITEM: Bill Sutter made a motion to adjourn. Marvin Dereef seconded. All were in favor and the meeting was adjourned.

Charles Peterson, President



MINUTES

Board of Directors Meeting

November 20, 2018 | Telephone Conference Call

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Angela Von Essen, 2nd Year Director
Michael Johnston, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Staff

Siobhán McMahon, Chief Operations Officer
Sabrina Soto, Chief Business and Leadership Officer
Angie Tombul, Executive Assistant and Governance Relations

Guests

Jay Himes, AEDG Chair
Angie Peterman, AEDG Vice Chair
Aubrey Kirkpatrick, International Representative
John Hutchison, Board Candidate

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 4:04 p.m.

- **Roll Call**

All board members were in attendance except for Marvin Dereef.

- **Approval of Agenda and Consent Agenda**

- Board of Directors Meeting Minutes – October 18, 2018
- Board of Directors Meeting Minutes – October 29, 2018
- FY19 August Financial Statement
- Contracts to Ratify:
 - 2020 Hyatt Regency New Orleans Contract
 - 2021 Hyatt Regency San Antonio Contract
 - Marathon Realty Group, Inc., Listing Agreement
 - Ariane de Bonvoisin (2019 Annual Conference Speaker) Agreement
 - Mark Eaton (2019 Annual Conference Speaker) Agreement

ACTION ITEM: Tom Wohlleber made a motion to approve the agenda and the consent agenda. Ed Chabal seconded. All were in favor and the motion carried.

Action Items

- **American Fidelity Platform**

With VALIC's decision to become an Event Partner in 2019, the Certificate of Excellence sponsorship platform was available. American Fidelity expressed interest in sponsoring the COE program.

ACTION ITEM: Tom Wohlleber made a motion to approve that American Fidelity change from their current sponsorship of Annual Meeting Workshops to sponsorship of the Certificate of Excellence program and in doing so to restart their three-year contract. Michael Johnston seconded. All were in favor and the motion carried.

- **Contracts:**

- Anna Billman Contract – Writer
- Fern Contract – General Service Contractor for the Annual Conferences

ACTION ITEM: Michael Johnston made a motion to approve the Fern contract to be the general service contractor for the 2019-2021 Annual Conferences and the Anna Billman contract. Angela Von Essen seconded. All were in favor and the motion carried.

- **Content Area Leader Position to be Filled**

John Hutchison has been the content area leader for sustainability but will be required to step down once his term on the board of directors begins January 1, 2019. Sara Paul was recommended to replace him.

ACTION ITEM: Ed Chabal made a motion to approve Sara Paul as the content area leader for sustainability effective January 1, 2019. Tom Wohlleber seconded. All were in favor and the motion carried.

- **MBA, Pathway to the MBA, and COE Registration Fees**

Sabrina Soto noted that there had not been a registration fee increase for MBA since 2014 nor for *Pathways* since its inception.

ACTION ITEM: Anthony Dragona made a motion to approve a registration fee increase for MBA (2%), *Pathway to the MBA* (1%), and COE (2%) in 2019. Angela Von Essen seconded. All were in favor and the motion carried.

- **Strategic Plan Metrics**

Claire Hertz reported that staff had proposed metrics and noted that the next steps would be to gather current statistics to use as a baseline.

ACTION ITEM: Tom Wohlleber made a motion to approve the metrics related to the Strategic Plan. Claire Hertz seconded. All were in favor and the motion carried.

- **Executive Director Search**

Next steps and reassurances that the board of directors and various stakeholders will be consulted during the process were discussed.

ACTION ITEM: Claire Hertz made a motion to utilize the American Society for Association Executives (ASAE) Executive Recruitment Services to search for a candidate for the executive director vacancy. Angela Von Essen seconded. All were in favor and the motion carried.

- **School Executive Officers Association (New Zealand) Affiliation Agreement**

Tom Wohlleber reported that the previously used affiliation agreement was being reviewed by Fox Rothschild, but that minimal returned edits were anticipated.

ACTION ITEM: Angela Von Essen made a motion to approve affiliating with the New Zealand School Executive Officers Association. Anthony Dragona seconded. All were in favor and the motion carried.

Discussion Items

No items for discussion.

Updates and Report Outs

- **President's Report**

- Audit RFP

President Peterson noted that the RFP for auditing firms was posted and that an initial screening would occur soon. He also noted that he had been to Australia where he was a keynote presenter for the Deakin University conference and had also traveled to the United Kingdom to attend the ISBL annual conference.

- **AEDG Representatives' Report**

There was no report.

- **International Representatives' Report**

Aubrey Kirkpatrick noted that a conference call was held between a number of international members with a goal of promoting the profession. He also commented that the Canadian affiliates would be meeting soon to discuss Canadian issues and ways to promote Canada within ASBO International.

- **Staff Report**

Siobhan McMahon reported that applications had been received for the finance manager position and that interviews would begin in December. She updated the group on the status of the rental space and on the new board orientation that was recently held. She noted the upcoming ASBO Headquarters closings.

Sabrina Soto reported that a call between Forecast5 and the ad hoc committee formed last month had taken place and that possible collaborations were discussed, including Strategic Partnership and sponsorship of Annual Conference Workshops.

- **Board Members' Reports**

Tom Wohlleber noted that the CEO Symposium was outstanding. He reviewed some 2019 board housekeeping items.

Michael Johnston reported that he had attended the Tennessee ASBO Annual Conference and had an opportunity to speak at a luncheon.

- **General Comments**

There were no comments.

Adjournment

ACTION ITEM: Michael Johnston made a motion to adjourn at 4:53 p.m. Angela Von Essen seconded. All were in favor and the meeting was adjourned.



Charles Peterson, President



MINUTES

Board of Directors Meeting

December 17, 2018 | Telephone Conference Call

Core Purpose: To lead the school business profession by providing growth opportunities and a network of support.

Board Members

Chuck Peterson, President
Tom Wohlleber, Vice President
Anthony Dragona, Immediate Past President
Ed Chabal, 3rd Year Director
Claire Hertz, 3rd Year Director
Angela Von Essen, 2nd Year Director
Michael Johnston, 2nd Year Director
Marvin Dereef, 1st Year Director
Bill Sutter, 1st Year Director

Welcome and Opening Business Items

- **Call to Order**

President Peterson called the meeting to order at 7:06 p.m.

- **Roll Call**

All board members were in attendance.

ACTION ITEM: Ed Chabal made a motion to go into executive session. Marvin Dereef seconded. All were in favor and the motion carried.

Executive Session

- **Other**

ACTION ITEM: Anthony Dragona made a motion to resume regular session. Marvin Dereef seconded. All were in favor and the motion carried.

Adjournment

President Peterson thanked Anthony Dragona and Ed Chabal for their service to ASBO. Tony and Ed thanked the board and indicated what a wonderful experience they had while serving.

ACTION ITEM: Anthony Dragona made a motion to adjourn at 7:31 p.m. Michael Johnston seconded. All were in favor and the meeting was adjourned.

Charles Peterson, President