AEA BOARD OF DIRECTORS
August 12-13, 2011
AEA Headquarters, Board Room
INITIAL DRAFT MINUTES

FRIDAY, AUGUST 12, 2011

Present: President Morrill, Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Berumen, Bufford, Calhoun, Carreon, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, and Yandell.

Absent: Casperson, Crego, and Nicol.

Staff Present: Executive Director Mathis; Managers Aicone and Costa; and, Executive Assistant Mayer.

Agenda Item	Minutes
Call to Order	President Morrill called the meeting to order at 6:29pm. Attendance was taken and a quorum was present. He made further attendance announcements.
1. Adoption of Agenda	It was moved/seconded by Hydrick/Moy to adopt the agenda as presented with flexibility. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Berumen, Bufford, Calhoun, Carreon, Focht, Fredrickson, Garcia, Gribble, Hydrick, Kinman, Leyva, Moy, Oviatt, Pursley, Reed, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**
2. Previous Minutes a. June 4, 2011	It was moved/seconded by Hydrick/Yandell to approve the June 4, 2011 AEA Board of Directors' meeting minutes as presented. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Berumen, Bufford, Calhoun, Carreon, Focht, Fredrickson, Garcia, Gribble, Hydrick, Kinman, Leyva, Moy, Oviatt, Pursley, Reed, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**
3. AEA Board of Directors' Fiduciary and Corporate Responsibility	Executive Director Mathis and Manager Aicone presented the Arizona Revised Statutes related to members of a Board of Directors. Manager Aicone presented the duties of the organization's Board of Directors. Executive Director presented the director responsibility related to the confidential nature of executive session. The directors will from time to time enter into executive sessions for issues related to personnel, legal actions, and bargaining. All directors must honor the privacy and confidentiality of executive session.
4. AEA Strategic Plan Review and AEA Priorities	Executive Director Mathis reviewed the AEA Strategic Plan and led the directors in a discussion about the AEA priorities for the 2011-2012 fiscal year. The director began prioritizing the 2010-2012 Strategic Plan strategies.
5. 2011-2012 AEA Budget Review	Manager Aicone reviewed the estimated revenue from membership, other income, and other revenues. Treasurer Lias presented the 2011-2012 Strategic Plan and Resource Allocation proposed adjustments. The directors discussed alternative revenue scenarios and the impact on the organization's resources. During this budget hearing, the directors asked questions for clarification and understanding in preparation for action tomorrow.
Recess	The AEA Board of Directors recessed at 9:13pm until Saturday, August 13, 2011 at 9:00am.

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SATURDAY, AUGUST 13, 2011

Present: President Morrill, Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Calhoun, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell.

Absent: Berumen, Crego, and Nicol.

Staff Present: Executive Director Mathis; Managers Aicone and Costa; and, Executive Assistant Mayer.

Agenda Item	Minutes
Call to Order	President Morrill called the meeting to order at 9:00am. Attendance was taken and a quorum was present. President Morrill seated Alternate ESP Director, M. Thomas, for ESP At-Large Director Berumen. He made further attendance announcements.
6. KEYS Update	AEA's Quality Teaching and Learning program Organizational Consultant, Lisa Guzmán, presented KEYS, a priority schools program survey. The NEA and AEA program surveys teachers, education support professions, parents, and the community to assist in school improvement.
7. AEA Litigation Update	AEA Staff Attorney, Samantha Blevins, reviewed the status of the four legal actions with which AEA is involved or leading. The directors discussed each of the lawsuits and their current status.
8. AEA Financial Statements a. May 31, 2011 b. June 30, 2011	Treasurer Lias presented the AEA Financial Statements for the periods ending May 31, 2011 and June 30, 2011. She reviewed each month in detail regarding the Balance Sheet, Income and Expense Summary, and the major expenditures to date. The directors discussed and asked questions about the expenditures on the Income and Expense Summary. It was moved/seconded by Lias/Gribble to approve the AEA Financial Statements for the periods ending May 31, 2011 and June 30, 2011 and file for audit. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Calhoun, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED** The Education Improvement Fund Income Statement and Balance Sheet was presented by Treasurer Lias for the periods ending May 31, 2011 and June 30, 2011. It was moved/seconded by Lias/Focht to approve the Education Improvement Fund Financial Statements for the periods ending May 31, 2011 and June 30, 2011 and file for audit. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Calhoun, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED**

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9. 2011-2012 AEA Consent Agenda	Manager Aicone presented the 2011-2012 Consent Agenda which is an AEA Constitution requirement for Authorization of Depositories; an AEA Bylaw requirement for Authorization for Audit; and, an NEA requirement of the National Education Employees Assistance Fund for Authorization to Appropriate Funds. It was moved/seconded by Lias/Hydrick to approve the 2011-2012 AEA Consent Agenda as recommended. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Calhoun, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED** Manager Aicone also presented a Corporate Resolution to authorize the Officers to enter into an agreement with Compass Back to extend the current contract for AEA's line of credit in the amount of $200,000.00 through January 2013. Due to AEA's strong financial health, Compass Bank has extended the time period for the line of credit to 17 months. AEA has not used nor does it intend to use this line of credit. It was moved/seconded by Lias/Philpot to authorize the Officers to enter into an agreement with Compass Back to extend AEA's line of credit in the amount of $200,000.00 through January 31, 2013 as presented. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Calhoun, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED**.
10. AEA / AEASO Agreement	At 10:52am, it was moved/seconded by Thomas/Lias to move into executive session for the purposes of discussing the AEA/ AEASO Agreement. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED** At 11:39am, the directors returned to regular session.
11. 2011-2012 AEA Budget Recommendation	Treasurer Lias presented the 2011-2012 AEA Strategic Plan and Resource Allocation budget recommendation. It was moved/seconded by Lias/Oviatt to approve the 2011-2012 AEA Strategic Plan and Budget as presented. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Calhoun, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those voting no: Reed. Those abstaining: President Morrill. **PASSED**

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12. MPAC Recommendation – Manager Contract	At 12:55pm, it was moved/seconded by Thomas/Lias to move into executive session for the purposes of discussing the contract for the Manager of Field Services & Organizing. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Calhoun, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED** At 1:54pm, the directors returned to regular session. It was moved/seconded by Hydrick/Casperson to approve the 2011-2012 contract for the Manager of Field Services & Organizing as presented. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Calhoun, Carreon, Casperson, Focht, Garcia, Gribble, Hydrick, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those voting no: Fredrickson, Ireland, and Reed. Those abstaining: President Morrill. **PASSED**
13. Officer Reports	President Morrill provided a written activity report. President Morrill committed that the officers will be out in the field working with local associations and the EFT Campaign. President Morrill talked about his work with three coalitions that are developing education-funding ballot initiative, the Keegan group, the Arizona Education Network, and the Arizona Coalition for Quality Education. The ballot initiative groups are bifurcated in their approach to funding public education and support of quality education. The Arizona Business and Education Coalition is facilitating meetings to achieve common ground. Vice President Thomas provided a written activity report. He highlighted his work with grassroots efforts and community coalition groups. He met with Arizona Redistricting Commission, an independent commission, to discuss the legislative and congressional district Treasurer Lias reported on her association work during the NEA-RA and NEA State Leaders Workshop. NEA State Director Hydrick distributed the NEA Fund fundraising activity for AEA Committee Day on September 17, 2011. She asked directors to create an NEA Fund GO Page at **http//:go.neafund.org**. She announced the Grijalva ESEA Forum in Tucson on August 24th at Rincon High School. AEA is partnering with NEA, Children's Action Alliance, Voices for Education and the Tucson Education Association to sponsor the ESEA Forum event. NEA State Director-elect Carreon reported on his foray into his new role as NEA State Director with NEA training and a recent TV interview on teacher performance pay.
14. Executive Director Report a. Personnel Update b. WR Organizing Institute c. NEA Funding	Executive Director Mathis updated the directors on personnel. Each of the program staff has been assigned to regional offices to assist in the EFT Campaigns. She shared the plans for the Western Region Organizing Institute scheduled for August 21-26, 2011 in Utah. The AEA team is Sheryl Mathis, Andrew Morrill, Joe Thomas, Renae Costa, Nell Pederson, and Quinn Chesir. The team will learn more about the art and practice of organizing and be the responsible for sharing that knowledge upon their return. Executive Director Mathis thanked NEA for their financial support for the *eDues* transfer.

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15. Management Reports a. Business & Technology b. Legal Services & Advocacy c. Field Services & Organizing	Manager Aicone reported that the AEA headquarters building will be painted next week. Recently-retired General Counsel Gartell submitted a written report through July 7, 2011 and Staff Attorney Blevins submitted a written report for Legal Services and Advocacy through August 4, 2011. Manager Costa reported that the realignment/reconfiguration went into effect July 15, 2011 and she has been working with each of the OCs in their new role.
16. Professional Development Credit	It was moved/seconded by Philpot/Schnee to approve 30 hours of Professional Development credit for Cheryl Allen for her role as local president in the 2010-2011 school year. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Carreon, Casperson, Focht, Fredrickson, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED**
17. 2011-2012 AEA Committee / Task Force Charges	President Morrill reviewed the 2011-2012 recommended AEA Committee and Task Force charges. He emphasized the organizational need to focus the work and to have a manageable group of members contributing to that work. He discussed how the Committee and Task Force charges were developed. It was moved/seconded by Thomas/Skarhus to approve the 2011-2012 AEA Committee and Task Force Charges as presented. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Carreon, Casperson, Focht, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED**
18. 2011-2012 AEA Committee / Task Force Appointments	President Morrill presented the member appointments to the 2011-2012 AEA Committees and Task Forces. The appointments were made based on prior work, leadership interest, dues payment conversion, and balancing the geographic, membership, and ethnic diversity on each committee or task force. Leadership interest was gathered through a series of electronic notices that were sent to prior committee/task force members, Delegate Assembly delegates, local association presidents, and Leaders' Conference participants. It was moved/seconded by Bufford/Ireland to approve the 2011-2012 AEA Committee / Task Force appointments as presented with flexibility to adjust as acceptances are recorded. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Carreon, Casperson, Focht, Garcia, Gribble, Hydrick, Ireland, Kinman, Leyva, Moy, Oviatt, Philpot, Pursley, Reed, Richards, Roach, Rumery, Schnee, Skarhus, Stafford, Stemm, M. Thomas, and Yandell. Those abstaining: President Morrill. **PASSED**
19. EFT Campaign / Membership a. Directors' Role b. Partnership with OC / Regional Office	President Morrill discussed the role of a director and their organizational consultants and the development of that partnership. Executive Director Mathis presented the data on members that have converted from payroll deduction as their dues collection method. Manager Costa facilitated a discussion and resulting leadership commitments
23. Wrap Up Summary	President Morrill reviewed the key decisions and discussions that were had during the meeting.

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Adjourn	There being no further business before the AEA Board of Directors, the directors adjourned at 4:49pm.

Respectfully submitted,

Sheryl Mathis, Recording Secretary
Arizona Education Association