AEA BOARD OF DIRECTORS
August 6-7, 2010
AEA Headquarters, Board Room
INITIAL DRAFT MINUTES

Present: President Morrill, Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Montes, Morris, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell.

Absent: Berumen, Calhoun, Carreon, Casperson, Conway, and Schnee.

Staff Present: Executive Director Mathis; Manager Aicone; General Counsel Gartell; and, Executive Assistant Mayer.

Observer: Gribble

Friday, August 6, 2010

Agenda Item	Minutes
Call to Order	President Morrill called the meeting to order at 6:32pm. Attendance was taken and a quorum was present. President Morrill seated Marisol Garcia, Alternate Director for Region 6, and Jamie Morris, Alternate Director for Region 7. President Morrill made attendance announcements.
1. Adoption of Agenda	It was moved/seconded by Hydrick/Crego to adopt the agenda with flexibility. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Montes, Morris, Moy, Nicol, Oviatt, Putman, Reed, Rhodes, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**
2. Previous Minutes	It was moved/seconded by Hydrick/Putman to approve the April 22, 2010, May 9, 2010, and May 16, 2010 AEA Board of Directors' meeting minutes as presented. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Barnes, Bufford, Crego, Focht, Fredrickson, Garcia, Hydrick, Kinman, Leyva, Maza, Montes, Morris, Moy, Nicol, Oviatt, Putman, Rhodes, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill, Ackerley, Ireland, Philpot, and Reed. **PASSED**
3. AEA Board of Directors' Financial Responsibility	President Morrill reviewed the Hierarchy of Choices chart to emphasize the strategic nature of decision-making that the directors will take throughout the Board of Directors' meetings. Manager Aicone distributed a summary of the AEA Directors' financial fiduciary responsibilities and discussed the specific actions that are required by the AEA Board of Directors.
4. Review 2010-2012 AEA Strategic Plan	Executive Director Mathis presented and reviewed the 2008-2010 Strategic Objectives, Strategies, and Tactics and the progress that was made to achieve them. She presented the 2010-2012 Strategic Plan. The directors discussed and provided suggestions to modify the strategies for each of the Strategic Objectives.
5. 2010-2012 AEA Budget Review	Treasurer Lias presented the 2010-2012 AEA Strategic Plan and Allocation Resources as recommended by the AEA Finance and Revenue Committee. She detailed the revenue based on January 15, 2010 membership figures and other income from NEA, member benefit contracts, and miscellaneous income. The expenses were outlined by each strategy. The directors asked questions and discussed the resource allocations. Manager Aicone answered questions related to the financial allocations.

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6. 2010-2011 AEA Consent Agenda	Manager Aicone presented the 2010-2011 Consent Agenda which is an AEA Constitution requirement for Authorization of Depositories and an AEA Bylaw requirement for Authorization for Audit. It was moved/seconded by Lias/Thomas to approve the 2010-2011 AEA Consent Agenda as recommended. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Montes, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**
7. 2011 NEA-RA Election Districts	Director Crego presented the Compliance Review Committee's recommendation for Election Districts for the 2011 NEA-RA Regional Delegate elections. It was moved by Crego on behalf of the Compliance Review Committee to approve the 2011 NEA-RA Election Districts as recommended. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Montes, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**
8. Professional Development Credit	It was moved/seconded by Hydrick/Philpot to approve 30 hours of Professional Development credit for Cheryl Allen for her 2009-2010 role as local president. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Montes, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**
9. Recognition of AEA Republican Caucus	President Morrill reviewed the policy requirements for the recognition of an AEA Caucus. It was moved/seconded by Hydrick/Skarhus to approve and recognize the AEA Republican Caucus. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Barnes, Bufford, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Montes, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill and Ackerley. **PASSED**
Recess	At 9:06pm, the AEA Board of Directors recessed the meeting until 9:00am Saturday, August 7, 2010.

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Present: President Morrill, Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Casperson, Conway, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell.

Absent: Berumen, Calhoun, Carreon, Montes, and Schnee.

Staff Present: Executive Director Mathis; Manager Aicone; General Counsel Gartell; and, Executive Assistant Mayer.

Observers: Gribble

Saturday, August 7, 2010

Agenda Item	Minutes
Call to Order	President Morrill called the meeting to order at 9:05am. Attendance was taken and a quorum was present.
10. 2010-2012 AEA Budget Recommendation	President Morrill summarized the directors' input on the AEA Strategic Plan strategies in preparation for review and action on the 2010-2012 AEA Strategic Plan and Resource Allocation. It was moved by Treasurer Lias on behalf of the Finance and Revenue Committee to approve the 2010-2012 AEA Strategic Plan and Resource Allocation as recommended. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Bufford, Casperson, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Leyva, Moy, Nicol, Oviatt, Putman, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those voting no: Reed. Those abstaining: President Morrill, Conway, and Kinman. **PASSED**
11. AEA Financial Statements a. April 30, 2010 b. May 31, 2010	Treasurer Lias presented the AEA Financial Statements for the periods ending April 30, 2010 and May 31, 2010. She reviewed each month in detail regarding the Balance Sheet, Income and Expense Summary, and 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/Thomas to approve the AEA Financial Statements for the periods ending April 30, 2010 and May 31, 2010 and file for audit. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Casperson, Conway, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Moy, Nicol, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, 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 for the periods ending April 30, 2010 and May 31, 2010. It was moved/seconded by Lias/Yandell to approve the Education Improvement Fund Financial Statement for the periods ending April 30, 2010 and May 31, 2010 and file for audit. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Casperson, Conway, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Nicol, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**

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Agenda Item	Minutes
12. Ballot Proposition Recommendations	President Morrill presented the position statements related to Propositions 106, 107, 110, 301, and 302. He reviewed AEA Board of Directors' position options related to the November General Election Ballot Propositions. Vice President Thomas presented the background and details regarding Proposition 107, Preferential Treatment Prohibition. He has been working with coalition members and the group Protect Arizona's Freedom to oppose Proposition 107 because it will prohibit those programs designed to close achievement gaps and elevate underprivileged groups. It was moved/seconded by Reed/Roach to take a position of opposition to Proposition 107, Preferential Treatment Prohibition, on the November 2, 2010 General Election Ballot. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Bufford, Casperson, Conway, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell.. Those abstaining: President Morrill. **PASSED** It was moved/seconded by Thomas/Lias to allocate up to $5,000 from the Education Improvement Fund to the opposition campaign for Proposition 107. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Bufford, Conway, Crego, Focht, Fredrickson, Garcia, Hydrick, Kinman, Leyva, Maza, Moy, Nicol, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Stafford, Stemm, and Yandell. Those voting no: Ackerley, Casperson, Ireland, Oviatt, and Skarhus. Those abstaining: President Morrill. **PASSED** President Morrill presented information about the original First Things First initiative and the sound financial management that the First Things First board has exercised with those funds. The First Things First board offered to loan the state of Arizona $300 million dollars over 6 years with no interest and the state legislature refused the offer. It was moved/seconded by Stafford/Ireland to oppose Proposition 302, the dismantling of Early Childhood Development and Health Programs, on the November 2, 2010 General Election Ballot. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Bufford, Casperson, Conway, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED** President Morrill reported on the opposition campaign for Prop. 302 and the coalition partners' contributions to the opposition campaign. He informed the directors about Proposition 302 polling data. It was moved/seconded by Thomas/Crego to allocate $35,000 from the Education Improvement Fund to support the opposition campaign to Proposition 302. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Bufford, Casperson, Conway, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, and Stemm, Those abstaining: President Morrill. **PASSED**
13. Realignment Subcommittee Report	Vice President Thomas and Executive Director Mathis presented the background on the realignment and reconfiguration of local association assignments to Organizational Consultants due to staff vacancies. The realignment sub-committee approved the local realignments and the reassignment of a program OC position to a field OC position. All local associations affected by the realignment have been contacted and notified of the changes.

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14. Officer Reports a. President b. Vice President c. Treasurer d. NEA Directors	President Morrill distributed a written activity report. He has been speaking throughout the state at new employee / back to school events. President Morrill is serving on the Prop 302 Opposition Steering Committee. Vice President Thomas distributed a written activity report. His efforts have been focused on speaking at new employee events. Treasurer Lias had no further report. NEA Director Hydrick thanked the directors for the phone calls, tweets, and emails in order to pass the Jobs Bill in the US Senate.
15. Program Assessment Report Discussion	President Morrill and Executive Director Mathis facilitated discussions on the Structural and Operational recommendations from the NEA Program Assessment report. The directors processed the section in small group discussions and reported out their responses.
16. Executive Director Report	Executive Director Mathis reported the hiring of Faith Risolo and Quinn Chesir for the Phoenix Metro Organization Consultant positions effective September 1. Over 30 applications were received for the open positions.
17. Management Reports a. Business & Technology b. Legal Services c. Field Services & Organizing	Manager Aicone had submitted a written report. He reminded the directors to promptly submit their expense vouchers in preparation for year-end and the annual audit. He reported that NEA is changing the format for dues collection to 10% every month for 10 months, October through July. This will mean that AEA will change our format to coincide with NEA's dues collection calendar. General Counsel Gartell had submitted a written report. She presented the legal responsibilities of the AEA Board of Directors under Arizona law. General Counsel reviewed the two (2) major legal cases and the financial implications related to those. Manager Costa had submitted a written report.
18. MPAC Recommendations	At 1:48pm, it was moved/seconded by Thomas/Lias to enter into executive session for the purposes of discussing the Executive Director, management, and confidential employee contracts. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Casperson, Conway, Crego, Focht, Fredrickson, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Roach, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED** At 3:27pm, the directors returned to regular session. It was moved/seconded by Thomas/Lias to approve the Management Performance and Appraisal Committee's recommendation for the Confidential Employees' contract and compensation. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Casperson, Crego, Focht, Garcia, Hydrick, Leyva, Maza, Moy, Oviatt, Philpot, Putman, Reed, Rhodes, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those voting no: Conway, Ireland, Kinman, and Nicol. Those abstaining: President Morrill. **PASSED**

Agenda Item	Minutes
	It was moved/seconded by Thomas/Lias to approve the Management Performance and Appraisal Committee's recommendation for the Manager's contract and compensation. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Barnes, Bufford, Casperson, Crego, Focht, Garcia, Hydrick, Leyva, Maza, Moy, Oviatt, Philpot, Putman, Rhodes, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those voting no: Ackerley, Conway, Ireland, Kinman, and Nicol. Those abstaining: President Morrill and Reed. **PASSED** It was moved/seconded by Thomas/Lias to approve the Management Performance and Appraisal Committee's recommendation for the Executive Director's contract and compensation. A roll call vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Barnes, Bufford, Casperson, Conway, Crego, Focht, Garcia, Hydrick, Leyva, Maza, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those voting no: Ireland and Kinman. Those abstaining: President Morrill and Ackerley. **PASSED** It was moved/seconded by Ireland/Skarhus to divide the main motion to separate Executive Director contract term and contract compensation. A voice vote was taken. **FAILED**
19. Membership & Election Update	Executive Director Mathis reported on the current membership numbers by governance region. Executive Director Mathis presented an overview of the Legislature Special Session that has been called for to refer Proposition 113 to the General Election ballot. Members of the Independent Expenditure campaigns left the room. She also announced the launch of the AEA Fund for Public Education website, www.vote4schoolsaz.com . She briefly updated the directors on the progress and grassroots efforts for the primary campaigns.
20. 2010-2011 AEA Committee/Task Force Charges	President Morrill reviewed the draft of the AEA Committee and Task Force charges emphasizing the need to focus the work and to have a more manageable group of members to contribute to the work. He discussed how the Committee and Task Force charges were developed. It was moved/seconded by Yandell/Bufford to approve the 2010-2011 AEA Committee / Task Force Charges as amended. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Casperson, Conway, Crego, Focht, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**
21. 2010-2011 AEA Committee / Task Force Appointments	President Morrill presented the member appointments to the 2010-2011 AEA Committees and Task Forces. The appointments were made based on prior work, leadership interest, and balancing the geographic, membership, and ethnic diversity on each committee or task force. The directors recommended further appointments of members interested in serving on committees and task forces.

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	It was moved/seconded by Crego/Putman to approve the 2010-2011 AEA Committee / Task Force appointments as presented with flexibility. A voice vote was taken. All those present voting yes: Vice President Thomas, Treasurer Lias, Ackerley, Barnes, Bufford, Casperson, Conway, Crego, Focht, Garcia, Hydrick, Ireland, Kinman, Leyva, Maza, Moy, Nicol, Oviatt, Philpot, Putman, Reed, Rhodes, Rumery, Skarhus, Stafford, Stemm, and Yandell. Those abstaining: President Morrill. **PASSED**
22.	
23.	
24. Wrap Up Summary	President Morrill reviewed the key decisions and discussions that the AEA Board of Directors had during the meeting so that directors could share the information with their constituents.
Adjourn	There being no further business before the AEA Board of Directors, the directors adjourned at 4:52pm.

Respectfully submitted,

Sheryl Mathis, Recording Secretary
Arizona Education Association