



***SCHOOL ASSOCIATION FOR SPECIAL EDUCATION IN DUPAGE***

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**Board Protocols Committee  
August 23, 2022  
SASED Administrative Center  
2900 Ogden  
Lisle, IL 60532  
5:30 PM  
AGENDA**

1. Call to order
2. Roll call
3. Discussion
4. Adjournment



Mindy McGuffin &lt;mmcguffin@sased.org&gt;

**FW: 105 ILCS Section 5/10-22.31(b)**

3 messages

Cynthia Baasten <cbaasten@ecbslaw.com>  
To: Mindy McGuffin <mmcguffin@sased.org>

Hi Mindy,

I'm writing to follow-up with our conversation about Dr. Moyer's question on whether a non-Superintendent/non-Board member could serve as an alternate on the Board of Control.

I spoke with Alan and he thinks the language in the By Laws was drafted prior to the current Section 10-22.31(b) of the School Code. He confirmed that the long-standing practice of SASED alternate is vice versa. Non-Superintendents/non-Board members have not been (or were contemplated to be) alternates even though the language doesn't explicitly say so. This practice is SASED's case, the BOC) must be comprised of member district board members or superintendents. See below for your reference.

In short, we think that having non-superintendents/non-board members attend BOC meetings as an alternate would violate both Section 10-22.31(b) and SASED practice.

Cindy

Cynthia M. Baasten

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**From:** Alan Sraga <asraga@ecbslaw.com>  
**Sent:** Friday, January 24, 2020 3:20 PM  
**To:** Cynthia Baasten <cbaasten@ecbslaw.com>  
**Subject:** 105 ILCS Section 5/10-22.31(b)

(b) To either (1) designate an administrative district to act as fiscal and legal agent for the districts that are parties to the joint agreement of the school board of each cooperating district and designated by such boards to act in accordance with the joint agreement. No such governing board shall incur any indebtedness except within an annual budget for the joint agreement approved by the governing board and by the boards of at least a majority of the districts greater than a majority if required by the joint agreement. The governing board may appoint an executive board of at least 7 members for 3-year terms. However, if 7 or more school districts are parties to a joint agreement that does not have an administrative district: (i) at least 7 members of the executive board shall be members of the school boards of the cooperating districts; or (ii) if the governing board wishes to appoint members of the executive board from the cooperating districts.

Alan T. Sraga

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**Mindy McGuffin** <mmcguffin@sased.org>  
To: Cynthia Baasten <cbaasten@ecbslaw.com>

Mon, Feb 3, 2020 at 1:40 PM

Hello,

Thank you very much for the research and clarification. I sincerely appreciate it.



Mindy

[Quoted text hidden]



image004.jpg  
3K

**Cynthia Baasten** <cbaasten@ecbslaw.com>  
To: Mindy McGuffin <mmcguffin@sased.org>

Mon, Feb 3, 2020 at 7:19 PM

My pleasure! 😊

Cindy

[Quoted text hidden]

**JOINT AGREEMENT/BY-LAWS  
FOR  
SCHOOL ASSOCIATION FOR SPECIAL EDUCATION IN DUPAGE (SASED)**

As adopted by the SASED Policy Board, April 30, 1981

Revised: Effective, February 23, 1982  
Revised. Effective, November 22, 1982  
Revised: Effective, July 1, 1991  
Revised: Effective, December 14, 1993  
Revised: Effective, July 1, 1997  
Revised: Effective, May 28, 1998  
Revised: Effective, January 27, 2003  
Revised: Effective February 23, 2010  
Revised: Effective July 1, 2015  
Revised: Effective July 1, 2016

I. Name:

The name of the special education cooperative formed as a result of this joint agreement shall be: The School Association for Special Education in DuPage County, hereinafter called SASED.

II. Purpose:

The purpose of the cooperative formed as a result of this joint agreement shall be to provide special education programs and services to students enrolled in the public school districts that comprise SASED pursuant to Sections 3-15.14 and 10-22.31 of *The Illinois School Code*.

III. Membership:

- A. Membership in this Cooperative, as of July 1, 1997, shall include the Districts listed in Appendix A. Districts that become members of SASED pursuant to the terms of this Joint Agreement subsequent to July 1, 1997, shall be listed in Appendix B.
- B. Membership in SASED shall be open to all public school districts in DuPage County and all public school districts contiguous to school districts within DuPage County. School Districts desiring to join SASED shall submit a request to the Board of Control not later than January 1 of the year the district wishes to Join SASED. The request shall include information related to the district's size and special education needs. The request shall be granted or denied by a majority vote of the entire Board of Control. The Board of Control may grant the request on such terms and conditions as it deems appropriate but in all cases membership shall be conditioned on the express agreement of the Board of Education to abide by this Joint Agreement in its entirety.
- C. The school districts that were members of SASED immediately preceding July 1, 1997, will share in the assets and liabilities of the Century Hill Educational Center (CHEC) Building as previously agreed in the Agreement for Deed, dated August 16, 1995, between the DuPage Intermediate Educational Cooperative (DIEC) and SASED ("CHEC Agreement") as may be amended. Any district joining

SASED after July 1, 1997, shall not share in the assets and liabilities of the CHEC Building. All districts that are members of SASED on the date that SASED acquires improved or unimproved real property after July 1, 1997 (“New Property”), will share in the assets and liabilities of that property.

IV. Governing Board:

- A. Membership: The Governing Board shall consist of a board of education member from each member district. The member district, by Resolution, shall designate its Governing Board representative and shall provide a copy to SASED’s Governing Board Secretary. Additionally, each member district, by Resolution, shall designate a board of education member to serve as an Alternate Representative to attend Governing Board meetings in the event that the representative of the member district is unable to attend.

The Governing Board will hold an organizational meeting prior to September 1, 2016. At that meeting, the Governing Board designate nine (9) of its members to serve until May 2017 and nine of its members to serve until May 2018. Thereafter, all terms will be for two years. Such appointments shall take place at a regularly scheduled meeting in May.

- B. Officers: The officers of the Governing Board shall be a Chairperson, a Vice Chairperson and Secretary. For the 2016-2017 school year, officers shall be elected at the organizational meeting held prior to September 1, 2016 to terms expiring in May 2017. Beginning in May 2017, officers shall be elected to one year terms at a Governing Board meeting held in May of each year. The Governing Board shall establish such other officers as it deems necessary. No officer shall receive any compensation. Upon advance approval by the Governing Board and upon submission of an itemized statement therefore, any officer may be reimbursed for cash actually expended by him/her in the performance of his/her duties in connection with SASED.
- C. Voting: Each member of the Governing Board shall have one vote. In order to conduct business, a quorum of the Governing Board must be in attendance. The presence of over fifty percent (50%) of the Governing Board members shall constitute a quorum of the Governing Board. Unless otherwise provided in this Joint Agreement/By-Laws, a majority of a quorum shall constitute action of the Governing Board.
- D. Meetings: The Governing Board shall meet each school year during the month of May. If the annual budget for the 2016-2017 school year is not approved before July 1, 2016, the Governing Board shall approve the annual budget prior to September 1, 2016. Beginning with the 2017-2018 school year, if the annual budget is not approved at the May meeting, the Governing Board shall hold a meeting prior to September 1 to approve the annual budget. The Governing Board shall meet at a time and place established by its own action. The Governing Board shall establish a schedule of its regular meetings for the next school year at its May meeting. Special meetings may be called by the Chairperson or by any five (5) members of the Governing Board. Members of the Governing Board shall receive at least forty-eight (48) hours prior notice of all special meetings except in the case of emergencies. Meetings of the

Governing Board shall be governed in accordance with the *Open Meetings Act, 5 ILCS 120/1 et seq.*

E. The duties of the Governing Board shall be as follows:

1. Shall be the final authority of SASSED and shall conduct the affairs of SASSED under the statutory authority granted in the *Illinois School Code*.
2. Shall serve as the Administrative Agent for SASSED.
3. Shall adopt the annual budget, but may not levy taxes nor authorize the incurring of indebtedness which exceeds the annual budget.
4. Shall delegate operational responsibilities to the Board of Control to conduct the business of SASSED.
5. Shall approve employment of the Executive Director.
6. Shall consider all other matters placed on the agenda.

V. Board of Control:

- A. Membership: The Board of Control shall consist of a board of education member or a superintendent from each member district. The member district, by Resolution, shall designate its Board of Control representative and shall provide a copy to SASSED's Secretary. Additionally, each member district, by Resolution, shall designate an Alternate Representative to attend Board of Control meetings in the event that the representative of the member district is unable to attend. It is the goal of SASSED that the representatives of the member districts to the Board of Control will be equally divided to the extent possible, between Board of Education members and Superintendents. For the 2016-2017 school term, the Board of Control will designate nine (9) of its representatives to serve a one year term and nine (9) of its representatives to serve a two year term. Thereafter, all terms will be for two years. Such appointments shall take place at a regularly scheduled meeting in May.
- B. Officers: The officers of the Board of Control shall be a Chairperson, a Vice Chairperson and Secretary; Officers shall be elected to one year terms at a Board of Control Meeting held in May of each year. The Board of Control shall establish such other officers as it deems necessary. No officer shall receive any compensation. Upon advance approval by the Board of Control and upon submission of an itemized statement therefore, any officer may be reimbursed for cash actually expended by him in the performance of his duties in connection with SASSED.
- C. Voting: Each member of the Board of Control shall have one vote. In order to conduct business, a quorum of the Board of Control must be in attendance. The presence of over fifty percent (50%) of the Board of Control members shall constitute a quorum of the Board of Control. Unless otherwise provided in this Joint Agreement or by law, a majority of a quorum shall constitute action of the Board of Control.

- D. Meetings: The Board of Control shall meet no less than monthly at a time and place established by its own action. The Board of Control shall establish a schedule of its regular meetings for the next twelve (12) months at its May meeting. Special meetings may be called by the Chairperson or by any five (5) members of the Board of Control. Members of the Board of Control shall receive at least forty-eight (48) hours prior notice of all special meetings except in the case of emergencies. Meetings of the Board of Control shall be governed in accordance with the *Open Meetings Act, 5 ILCS 120/1 et seq.*
- E. The Board of Control shall serve as the Executive Board of SASED as provided by Section 5/10-22.31 of the *Illinois School Code*. The Board of Control shall manage and carry out the operations of SASED, unless otherwise provided by the Governing Board, and its duties, responsibilities, and authorities shall include, but not be limited to, the following:
1. To establish general policies to govern the operation of SASED and to monitor the implementation of those policies; such policies shall be in conformance with applicable provisions of Federal and State laws and rules and regulations.
  2. To provide housing for staff and programs operated solely by the cooperative.
  3. To employ necessary personnel, determine terms and conditions of employment, and approve employment contracts and collective bargaining agreements.
  4. To establish an advisory council, Finance Committee, Policy/Governance Committee and such other committees and/or subcommittees as deemed necessary.
  5. To approve contracts with various consultants, professionals and independent contractors when necessary to carry out the purposes of SASED.
  6. To perform all other acts permitted by the *Illinois School Code* and the Joint Agreement/By-Laws unless otherwise provided by the Governing Board.
- F. The Governing Board shall indemnify members of the Board of Control and Executive Director for any and all liability that may arise when acting in the scope of their authority under the Joint Agreement/By-Laws.

VI. Executive Director:

The Chief executive officer of SASED shall be the Executive Director who shall report to the Governing Board and the Board of Control. The Board of Control shall establish the duties and responsibilities of the Executive Director. The Executive Director shall have such staff as is authorized by the Board of Control.

VII. Facilities and Transportation:

A. Facilities:

Facilities required for any program operated by SASSED shall be authorized and funded as determined by the Board of Control.

B. Transportation:

Student transportation for special education programs shall be provided in conformance with general policies and procedures established by the Board of Control.

VIII. Finance:

The Board of Control shall have the authority to establish fiscal policies and procedures which shall be binding on all member districts of SASSED. Such fiscal policies may include, but not be limited to:

- A. Annual assessments/fees to member districts.
- B. Special assessments/fees as approved by the Board of Control.
- C. Guidelines and priorities for the use of grant funds available for special education purposes.
- D. Tuition and fee formulas and specific rates (surcharge for non-members).
- E. Schedules for the completion of tuition bills, fiscal reports, etc.
- F. Forms and procedures for contractual agreements.
- G. Establish the fiscal year as commencing July 1.

IX. Withdrawal of Member District from SASSED:

A. General: Procedures for the withdrawal of a member board of education from SASSED will be in accordance with the *Illinois School Code* (See Sections 5/10-22.31 and 5/7-6) and consistent with the requirements and rules adopted by the Illinois State Board of Education.

B. Procedures.

- 1. Initiation of Withdrawal Process: A member board that seeks to withdraw from SASSED shall adopt a written resolution approving its withdrawal. Such written resolution shall state the proposed effective date of the withdrawal, the specific reason(s) for withdrawal, the benefits of withdrawal to the withdrawing board and its students, and the projected financial and educational impact of the proposed withdrawal upon SASSED and the remaining member districts and their students. Within thirty (30) days after adopting the written resolution, and no

later than months (12) months prior to the proposed effective date of withdrawal, a member board seeking withdrawal shall present such written resolution and a petition to withdraw to the Chairperson of the SASSED Board of Control and the Chairperson of the Governing Board, the SASSED Executive Director, and the Superintendents of Schools for the remaining member districts by certified mail, return receipt requested, or personal delivery with receipt.

2. Member Boards Concur: If all SASSED member boards adopt written concurring resolutions agreeing to the proposed withdrawal, the withdrawing member board need not file a petition with the regional board of school trustees, or the applicable board(s) of school trustees or boards of education of the member districts, as may be applicable, seeking approval of the proposed withdrawal. Withdrawal will be effective on July 1 of the school year as proposed by the withdrawing member district in accordance with these Articles of Joint Agreement and following the approval of a written concurring resolution by all of the member boards. If all of the member boards adopt concurring resolutions, the withdrawing member board shall provide written notice of the approved withdrawal to the Illinois State Board of Education.
3. Member Boards Do Not Concur: If the SASSED member boards do not adopt written concurring resolutions agreeing to the proposed withdrawal within one (1) year following the adoption of its written resolution approving withdrawal, the member board seeking withdrawal must file its petition with the regional board of school trustees, the board(s) of school trustees or the boards of education for those districts that fall under the oversight of the abolished regional board, as may be applicable, seeking approval of the proposed withdrawal. Such petition shall be filed no later than fourteen (14) months following the member board's adoption of its written resolution approving withdrawal. Withdrawal shall be effective on July 1 after approval of the withdrawal becomes final, or as may be otherwise provided under the *Illinois School Code*. In the event that the member board seeking withdrawal fails to file its petition with the regional board of school trustees, board(s) of school trustees or boards of education, as may be applicable, within fourteen (14) months following adoption of its written resolution approving withdrawal, the member board seeking withdrawal shall reinitiate the withdrawal process under subsection B.1 above.

C. Disposition of Assets and Liabilities:

Except as may be otherwise provided in these Articles of Joint Agreement, and as a condition of withdrawal, a member board seeking withdrawal shall be deemed to irrevocably waive any interest in the assets of SASSED, including but not limited to real property, buildings, equipment and materials, and funds, provided, however, that SASSED shall return to the withdrawing member board any unspent Federal IDEA Part B Funds generated by students in the withdrawing member district (i.e., "carryover"). The member board seeking withdrawal shall remain liable for its share of any SASSED liabilities that arose or accrued before the effective date of withdrawal. Such liabilities shall include, but not be limited to notes, bonds, and debt certificates; retirement incentives and other costs related to staff retirements, including employer contributions

or other payments to the Illinois Teachers' Retirement System or the Illinois Municipal Retirement Fund; and the contractual continued service of certificated staff employed for joint agreement programs as determined pursuant to Sections 14-9.01, 24-11 and 24-12 of the *Illinois School Code*. Unless otherwise provided by these Articles of Joint Agreement or by law, the withdrawing member board's share of SASSED liabilities shall be determined based on the withdrawing member board's district enrollment as a percentage of the total current enrollment of all member districts as identified in the last fall public school housing report for each member district prior to the effective date of withdrawal.

D. Specific Financial Provisions Related to Withdrawal:

1. **CHEC Building:** If one or more of the 15 district members listed on Appendix A, which were members of SASSED on July 1, 1997, withdraws in compliance with the procedure outlined in this Joint Agreement, that district is entitled to its share of the CHEC Building as previously agreed to by DIEC and SASSED in the CHEC Agreement as may be amended.
2. **Improved and Unimproved Real Property (New Property):** If a district that has a share in the New Property withdraws in compliance with the procedures outlined in this Joint Agreement, then that district is entitled to its share of the New Property based on the following formula:

$$\frac{\text{District Enrollment}}{\text{Total SASSED Enrollment}} \times \text{Depreciated value of New Property (Effective end of fiscal year of withdrawal)}$$

3. **Cash and Personal Property:** A withdrawing district shall not be entitled to any portion of SASSED cash reserves, fund balances or personal property upon withdrawal from SASSED, provided, however, that SASSED shall return to the withdrawing district any unspent Federal IDEA Part B Funds generated by students in the withdrawing member district (i.e., "carryover").

In summary a member district that fails to provide timely notice of withdrawal will be liable for any and all resultant costs and liability due to the district's failure to give timely notice, including but not limited to the costs of any additional staff retained by SASSED. In addition, a member district that fails to give timely notice of withdrawal shall forfeit all rights and interests in SASSED real and personal property to which it would have been entitled upon withdrawal from SASSED pursuant to this Article.

X. Amendments:

The following procedures shall be used in amending this joint agreement and by-laws:

- A. A proposed amendment to this joint agreement may be submitted to the Board of

Control by any member district. Such proposed amendment must be in writing and must include an effective date and must be received by the Secretary of the Board of Control at least the ten (10) calendar days prior to the date of the Board of Control meeting at which the submitter wishes the proposed amendment to be considered.

- B. If two-thirds of the Board of Control members present and voting approve a proposed amendment, the proposed amendment shall be forwarded to the Board of Education of each member district of SASED for ratification.
- C. A proposed amendment shall become effective upon its ratification by two-thirds (2/3) of member districts' boards of education.
- D. The ratification of a proposed amendment by a member district board of education shall be verified to the Board of Control by written notification from the member district superintendent to the Secretary of the Board of Control. A proposed amendment shall be deemed approved by the member district if the member district fails to take action on the proposed amendment and notify the Secretary of the Board of Control of the district's vote within sixty (60) days after the Board of Control forwards the proposed amendment to the member district.

XI. Member District Obligations:

Each member district expressly agrees:

- A. To work cooperatively through SASED and its governing structure, pledging to accept the minimum standards, policies, procedures, and guidelines adopted by the Board of Control of SASED.
- B. To meet its financial commitments in a timely manner within guidelines established by the Board of Control.
- C. To cooperate with all monitoring activities implemented by the Board of Control and accept such sanctions as imposed by the Board of Control.
- D. To adhere to the procedures and practices established by the Board of Control regarding billing, grants, preapproval and claim forms, and any other items related to special education as outlined in this joint agreement, and as provided by federal and state laws, rules or regulations.

XII. Dissolution of SASED:

SASED may be dissolved by the approval of a written resolution by all of the member boards of education. For dissolution to take effect, all such resolutions must be adopted within a twelve-month period. Dissolution will be effective on July 1 following the approval of a written resolution by all of the member boards, or on such other July 1 as all of the member boards' resolutions authorize. In the event of dissolution, the Joint Agreement's assets will be liquidated and the net proceeds thereof, after satisfaction of liabilities, distributed to the boards of education that were members of the Joint Agreement on the date when the last member board approved the written resolution for dissolution.

In the event SASSED dissolves, SASSED's assets will be distributed as follows:

- A. The SASSED buildings or real property will be offered for sale to the SASSED's successor, if any ("Successor") or SASSED's current member district/s, at the average appraised value based on a minimum of two appraisals with payment agreements interest free over a 15 or 20 year period.

If the Successor or one of SASSED's member districts does not purchase the building/s, the Board of Control will place the site/s on the commercial market.

After the property has been sold, the net proceeds will be distributed to the appropriate member districts utilizing the preceding average ten (10) year enrollment of the member districts. Those districts entitled to a share of improved or unimproved real property upon withdrawal from SASSED pursuant to Article IX shall be entitled to a share upon dissolution.

The education equipment and materials assigned to student programs will be transferred to the Successor with the stipulation that it is the Successor's intent to operate these programs for more than two (2) years. If no Successor exists, the equipment and material will be sold with non-program equipment and materials.

Any non-program equipment and materials will be offered at an auction and assets distributed to the member districts utilizing the average preceding ten (10) year enrollment of the member districts.

- B. Personnel reimbursement generated by SASSED during the school year prior to dissolution will be distributed when forwarded by ISBE to the Regional Office of Education and flow to the Successor of that position (employee), if any, except for User Fee positions.

Personnel Reimbursement for User Fee positions will be disbursed as follows:

1. Program User Fee Teachers and Program User Fee Teacher Assistants (not one-to-one aides) will flow to the Successor with the stipulation that it is the Successor's intent to operate the programs for more than two (2) years based upon the five (5) year average user fee use for the position.
  2. The Reimbursement for the remaining User Fee positions will be distributed utilizing the average prior five (5) year enrollment of the member districts.
- C. The SASSED grant carryover funds will be allocated to member districts as determined by the Board of Control, provided, however, that SASSED shall return to each member district any unspent Federal IDEA Part B Funds generated by students in the member district (i.e., "carryover").
  - D. The self-insurance fund balance of SASSED, if any, will be allocated for residual claims based on the current Plan Document (School Association for Special Education/DuPage County Health Care Plan ) and any fund balance (residual or

deficiency) be distributed/charged based on the employees participating in the SASSED Health Care Plan, i.e., to the Successor at the time of dissolution.

- E. Any remaining fund balances and/or deficits will be distributed and/or charged to SASSED's current member districts utilizing the average prior ten (10) year enrollment of the member districts.

### XIII. Professional Worker Teaching Schedule

Any full-time professional (i.e., "qualified") worker employed by SASSED who spends more than fifty percent (50%) of his/her time in one member school district shall not be required to work a different teaching schedule than the other professional workers in that member district.

### XIV. Effective Date:

This revised Joint Agreement will become effective July 1, 2016 upon passage and ratification by two thirds of the member districts.

**APPENDIX A**  
**MEMBER DISTRICTS OF SASSED**  
**AS OF JULY 1, 1997**

**Keeneyville Elementary School District 20**

**Benjamin School District 25**

**West Chicago Elementary School District 33**

**Winfield Elementary School District 34**

**Downers Grove Grade School District 58**

**Maercker District 60**

**Cass School District 63**

**Center Cass School District 66**

**Woodridge School District 68**

**Puffer Hefty School District 69**

**Community High School District 94**

**Community High School District 99**

**Community Consolidated School District 180**

**Community Unit School District 201**

**Lisle Community Unit School District 202**

**APPENDIX B**  
**MEMBER DISTRICTS OF SASSED**  
**AS OF JULY 1, 2004**

**Keeneyville Elementary School District 20**

**Benjamin School District 25**

**West Chicago Elementary School District 33**

**Winfield Elementary School District 34**

**School District 45, DuPage County**

**Salt Creek School District 48**

**Downers Grove Grade School District 58**

**Maercker District 60**

**Cass School District 63**

**Center Cass School District 66**

**Woodridge School District 68**

**DuPage High School District 88**

**Community High School District 94**

**Community High School District 99**

**Community Consolidated School District 180**

**Community Unit School District 201**

**Lisle Community Unit School District 202**

**Elmhurst Community Unit School District 205**

## Governance

### Board Meeting Procedure

#### Agenda

The Board Chairperson is responsible for focusing the Board meeting agendas on appropriate content. The Executive Director shall prepare agendas in consultation with the Board Chairperson. The Chairperson shall designate a portion of the agenda as a consent agenda for those items that usually do not require extensive discussion before Board action. Upon the request of any Board member, an item will be withdrawn from the consent agenda and placed on the regular agenda for independent consideration.

Each Board meeting agenda shall contain the general subject matter of any item that will be the subject of final action at the meeting. Items submitted by Board members to the Executive Director or the Chairman shall be placed on the agenda for an upcoming meeting. SASED member district residents may suggest inclusions for the agenda. The Board will take final action only on items contained in the posted agenda; items not on the agenda may still be discussed.

A detailed, tabulated list of all SASED bills shall be prepared and made available to each member of the Board of Control. All unpaid invoices shall be available for inspection by the Board of Control members.

The Executive Director shall provide a copy of the agenda, with adequate data and background information, to each Board member at least 48 hours before each meeting, except a meeting held in the event of an emergency. The meeting agenda shall be posted in accordance with Board policy 2:200, *Types of Board Meetings*.

The Board Chairperson shall determine the order of business at regular Board meetings. Upon consent of a majority of members present, the order of business at any meeting may be changed.

#### Voting Method

Unless otherwise provided by law, when a vote is taken upon any measure before the Board, with a quorum being present, a majority of the votes cast shall determine its outcome. A vote of “*abstain*” or “*present*”, or a vote other than “*yea*” or “*nay*”, or a failure to vote, is counted for the purposes of determining whether a quorum is present. A vote of “*abstain*” or “*present*”, or a vote other than “*yea*” or “*nay*”, or a failure to vote, however, is not counted in determining whether a measure has been passed by the Board, unless otherwise stated in law. The sequence for casting votes is rotated.

On all questions involving the expenditure of money and on all questions involving the closing of a meeting to the public, a roll call vote shall be taken and entered in the Board’s minutes. An individual Board member may request that a roll call vote be taken on any other matter; the Chairperson or other presiding officer may approve or deny the request but a denial is subject to being overturned by a majority vote of the members present.

## Minutes

The Board Secretary shall keep written minutes of all Board meetings (whether open or closed), which shall be signed by the Chairperson and the Secretary. The minutes include:

1. The meeting's date, time, and place;
2. Board members recorded as either present or absent;
3. A summary of the discussion on all matters proposed, deliberated, or decided, and a record of any votes taken;
4. On all matters requiring a roll call vote, a record of who voted "yea" and "nay";
5. If the meeting is adjourned to another date, the time and place of the adjourned meeting;
6. The vote of each member present when a vote is taken to hold a closed meeting or portion of a meeting, and the reason for the closed meeting with a citation to the specific exception contained in the Open Meetings Act (OMA) authorizing the closed meeting;
7. A record of all motions, including members making the motion and the second;
8. Upon request by a Board member, a record of how he or she voted on a particular motion; and
9. The type of meeting, including any notices and, if a reconvened meeting, the original meeting's date.

The minutes shall be submitted to the Board for approval or modification at its next regularly scheduled open meeting. Minutes for open meetings must be approved within 30 days after the meeting or at the second subsequent regular meeting, whichever is later.

Every six months, or as soon after as is practicable, in an open meeting, the Board: (1) reviews minutes from all closed meetings that are currently unavailable for public release, and (2) determines which, if any, no longer require confidential treatment and are available for public inspection. This is also referred to as a *semi-annual review*. The Board may meet in a prior closed session to review the minutes from closed meetings that are currently unavailable for public release, but it reports its determination in open session.

The Board's meeting minutes must be submitted to the Board Treasurer at such times as the Treasurer may require.

The official minutes are in the custody of the Board Secretary. Open meeting minutes are available for inspection during regular office hours within 10 days after the Board's approval; they may be inspected in SASSED's central office, in the presence of the Secretary, the Executive Director or designee, or any Board member.

Minutes from closed meetings are likewise available, but only if the Board has released them for public inspection, except that Board members may access closed session minutes not yet released for public inspection (1) in the SASSED's central office or their official storage location, and (2) in the presence of the Recording Secretary, the Executive Director or designated administrator, or any Board member. The minutes, whether reviewed by members of the public or the Board, shall not be removed from the Executive Director's office or their official storage location except by vote of the Board or by court order.

The Board's open meeting minutes shall be posted on SASSED's website within ten days after the Board approves them; the minutes will remain posted for at least 60 days.

## Verbatim Record of Closed Meetings

The Executive Director, or the Board Secretary when the Executive Director is absent, shall audio record all closed meetings. If neither is present, the Board Chairperson or presiding officer shall assume this

responsibility. After the closed meeting, the person making the audio recording shall label the recording with the date and store it in a secure location. The Executive Director shall ensure that: (1) an audio recording device and all necessary accompanying items are available to the Board for every closed meeting, and (2) a secure location for storing closed meeting audio recordings is maintained close to the Board's regular meeting location.

After 18 months have passed since being made, the audio recording of a closed meeting is destroyed provided the Board approved: (1) its destruction, and (2) minutes of the particular closed meeting.

Individual Board members may access verbatim recordings in the presence of the Recording Secretary, the Executive Director or designated administrator, or any Board member. Access to the verbatim recordings is available at SASSED's central office or the verbatim recording's official storage location. Requests shall be made to the Executive Director or Board Chairperson. While a Board member is listening to a verbatim recording, it shall not be re-recorded or removed from the SASSED's central office or official storage location, except by vote of the Board or by court order.

Before making such requests, Board members should consider whether such requests are germane to their responsibilities and service to SASSED. In the interest of encouraging free and open expression by Board members during closed meetings, the recordings of closed meetings should not be used by Board members to confirm or dispute the accuracy of recollections.

#### Quorum and Participation by Audio or Video Means

A quorum of the Board must be physically present at all Board meetings. A majority of the full membership of the Board constitutes a quorum.

Provided a quorum is physically present, a Board member may attend a meeting by video or audio conference if he or she is prevented from physically attending because of: (1) personal illness or disability, (2) employment or SASSED business, or (3) a family or other emergency. If a member wishes to attend a meeting by video or audio means, he or she must notify the recording secretary or Executive Director at least 24 hours before the meeting unless advance notice is impractical. The recording secretary or Executive Director will inform the Board Chairperson and make appropriate arrangements. A Board member who attends a meeting by audio or video means, as provided in this policy, may participate in all aspects of the Board meeting including voting on any item.

#### No Physical Presence of Quorum and Participation by Audio or Video: Disaster Declaration

The ability of the Board to meet in person with a quorum physically present at its meeting location may be affected by the Governor or the Director of the Ill. Dept. of Public Health issuing a disaster declaration related to a public health emergency. The Board Chairperson or, if the office is vacant or the Chairperson is absent or unable to perform the office's duties, the Vice Chairperson determines that an in-person meeting or a meeting conducted under the **Quorum and Participation by Audio or Video Means** subhead above, is not practical or prudent because of the disaster declaration; if neither the Chairperson nor Vice Chairperson are present or able to perform this determination, the Executive Director shall serve as the duly authorized designee for purposes of making this determination.

The individual who makes this determination for the Board shall put it in writing, include it on the Board's published notice and agenda for the audio or video meeting and in the meeting minutes, and ensure that the Board meets every OMA requirement for the Board to meet by video or audio conference without the physical presence of a quorum.

## Rules of Order

Unless State law or Board-adopted rules apply, the Board Chairperson, as the presiding officer, will use the most recent edition of Robert's Rules of Order Newly Revised, as a guide when a question arises concerning procedure.

### Broadcasting and Recording Board Meetings

Any person may record or broadcast an open Board meeting. Special requests to facilitate recording or broadcasting an open Board meeting, such as seating, writing surfaces, lighting, and access to electrical power, should be directed to the Executive Director at least 24 hours before the meeting.

Recording meetings shall not distract or disturb Board members, other meeting participants, or members of the public. The Board Chairperson may designate a location for recording equipment, may restrict the movements of individuals who are using recording equipment, or may take such other steps as are deemed necessary to preserve decorum and facilitate the meeting.

LEGAL REF.:           5 ILCS 120/2a, 120/2.02, 120/2.05, 120/2.06, and 120/7.  
                          105 ILCS 5/10-6, 5/10-7, 5/10-12, and 5/10-16.

CROSS REF.:           2:80 (Board Member Conduct), 2:150 (Committees), 2:200 (Types of Board Meetings),  
                          2:210 (Organizational Board Meeting), 2:230 (Public Participation at Board Meetings and  
                          Petitions to the Board)

UPDATED: August 4, 2022

Please see the information below regarding remote participation and attendance at meetings.

Question: What is the possibility of remote attendance/participation at the Governing Board meeting?

Answer:

Per the online Open Meetings Act Training for School Board Members NBMT 2021 Mandatory Board Training handouts and video:

#### REMOTE PARTICIPATION:

IF a board member is prevented from physically attending the meeting because of:

- a. Personal illness or disability,
- b. Employer or District business, or
- c. Family emergency:

AND a quorum is physically present;

AND the board has an applicable policy:

THEN the board member may participate remotely.

#### REMOTE PARTICIPATION DURING A PUBLIC HEALTH EMERGENCY

IF the Governor or IDPH Director issues a disaster declaration based on public health concerns;

AND the board president determines an in-person meeting is not practical or prudent;

AND the board meets additional requirements, such as recording the open session and conducting all votes by roll call;

THEN the board can meet by audio or video conference without a physical quorum present.

The board must still provide the opportunity for public participation and comply with all the other OMA requirements

March 4, 2021

Board of Control  
C/o Dr. Matt Rich, Chairperson  
Dr. Mindy McGuffin, Executive Director  
SASED  
2900 Ogden Ave  
Lisle, Illinois 60532

Dear Dr. McGuffin and Board of Control Members:

Thank you for your participation in a board self-evaluation held on March 3, 2021. I appreciated your willingness to engage in a conversation on improving the team's effectiveness. The following are the areas discussed:

1. Communication to the Board of Control, member superintendents, district administrators and stakeholders:
  - a. It was recommended by Dr. McGuffin to compose a 'grid' that details the communication tool, key audience, frequency and content. This will be shared with the Board of Control.
  - b. Board of control communication needs to be targeted to specifics needed in decision-making related to agenda items.
  - c. The future topic around the possibility of personnel in public relations.
2. The recording secretary will not be in attendance during executive session.
3. Meeting processes
  - a. Identify board members upon entering closed session by name and district.
  - b. Utilization of consent agenda-policy is below. Verify with legal. If legal informs you differently, your policy should say what is needed to say!

SASED policy 2:220- Board Meeting Procedure

Agenda

The Board Chairperson is responsible for focusing the Board meeting agendas on appropriate content. The Executive Director shall prepare agendas in consultation with the Board Chairperson. **The Chairperson shall designate a portion of the agenda as a consent agenda for those items that usually do not require extensive discussion before Board action.** Upon the request of any Board member, an item will be withdrawn from the consent agenda and placed on the regular agenda for independent consideration

PLEASE REPLY TO:

☐ 2921 Baker Drive  
Springfield, Illinois  
62703-5929  
217/528-9688  
Fax: 217/528-2831

☐ One Imperial Place  
1 East 22nd Street  
Suite 20  
Lombard, Illinois  
60148-6120  
630/629-3776  
Fax: 630/629-3940

**OFFICERS**

Thomas Neeley  
*President*

Simon Kampwerth Jr.  
*Vice President*

Joanne Osmond  
*Immediate Past President*

Linda Eades  
*Treasurer*

Thomas E. Bertrand, Ph.D.  
*Executive Director*

- c. Voting- SASSED policy 2:220- Board Meeting Procedure  
Voting Method

The sequence for casting votes shall be rotated.

On all questions involving the expenditure of money and on all questions involving the closing of a meeting to the public, a roll call vote shall be taken and entered in the Board's minutes.

The policy does not state a roll call is needed to adjourn a meeting. A voice vote is sufficient.

4. Agenda Questions:

- a. Ask questions before the meeting, understanding the question(s) can be asked at the board table. This not only helps inform you as a decision maker prior to the meeting, but assists the administration in providing information needed for a decision. This process also negates surprises.
- b. Dr. McGuffin will keep a list of the questions and answers around the agenda items. This will be shared with all Board of Control members. One gets, all get.
- c. Be mindful of OMA around the process.

These items should be brought forth at a regularly scheduled meeting. This was an excellent start. As Dr. Rich stated, there is additional work ahead around protocols. I have included the ppt for reference from the session.

There will not be an invoice for the facilitation as it was a virtual meeting. I appreciate the opportunity to work with the team. I look forward to working with you in the summer.

Sincerely,

*Dee*

Dee Molinare, Ed. D.  
Director, Field Services  
Illinois Association of School Boards  
630/629-3776, ext. 1263  
[dmolinare@iasb.com](mailto:dmolinare@iasb.com)

encl: PPT SASSED 3/3/2021

# School District

## Sample Board Protocols

### Date

*Does your board have agreement on some common board process questions? How might you come to agreement and develop board protocols?*

- Placing items on the agenda
- Asking questions about upcoming agenda items
- Communicating with members
- Communicating with staff
- Visiting campuses
- Responding to complaints
- Communicating with the media
- Communicating with the public
- Orienting new members
- Conducting closed sessions
- Participating during public forums
- More...?

### **Unity of Purpose**

We affirm the unique role of public education, whereby each community collectively pools its resources for the common good through the education of its students. Therefore, we seek to uphold and improve public education for our community.

- We want to build trust and move the district forward.
- We want to become an effective team.
- We want to understand our individual jobs and collective responsibilities.
- We want to be a team with a common, focused direction.
- We want to create a district culture that supports positive change.
- We want to perpetuate a positive district culture that survives in the face of board member and staff turnover.

*Please refer to the PRESS Policy Reference Manual:*

*2:20 Powers and Duties of the School Board*

*2:80-E Board member Code of Conduct*

### **Roles & Responsibilities**

The board will seek always to:

- govern with a focus on the future, on results, and on continuous improvement;
- encourage collective decision making and diversity in viewpoints;
- respect the distinction between board and superintendent /staff roles, and
- pursue rigorous and continual improvement in its ability to define community values and its vision of the future.

### **Behavioral Expectations**

- Start with the common belief that everyone has good intentions.
- Create a safe environment for the productive exchange of ideas.
- Sincerely listen and seek to understand the viewpoints of others.
- Solve problems through a collaborative process where all participants support the decision and actively work toward its implementation.

## **Board Meeting Agenda**

- a. The School Board President is responsible for focusing the Board meeting agendas on appropriate content.
- b. The Superintendent shall prepare agendas in consultation with the Board President.
- a. Items submitted by Board members of the Superintendent or the President shall be placed on the agenda for an upcoming meeting.

*2:200 School Board Meeting Procedure*

## **Asking Questions about Items on Upcoming Meeting Agendas**

- a. Whenever possible, board members will contact the superintendent with any questions on the agenda.
- b. Board members will attempt to ask questions prior to the board meeting.
- c. Board members understand that even if they ask questions prior to the meeting, they have a right to ask those questions at the meeting as well.
- d. If emailing the business manager with questions, board members will “cc” the superintendent.
- e. Board members will “cc” the board president on all questions emailed to the superintendent and/or the business manager.

## **Meetings of the Board**

- a. We understand that board meetings are meetings of the board held in public, not open-forum town-hall meetings.
- b. We will keep this in mind as we conduct our meetings, allowing the public to provide input at the time allotted on the agenda to ensure the multiple voices of the community inform board deliberations.
- c. Board members will model the behaviors expected of students, staff, and community members.
- d. Members will listen respectfully to each other and staff (no side conversations).

*2:230 Public Participation at School Board Meetings and Petitions to the Board*

## **Concerns from the Community and Staff**

- a. When hearing a concern from a community member or staff member, board members will listen carefully, remembering they are only hearing one side of the story.
- b. Board members will direct a community member or staff member with a concern to the most appropriate person in the district to help them resolve their concern (chain of command).
- c. Board members handling concerns in this manner will clarify that one board member has no individual authority to fix a problem.
- d. Board members will take no private action that might compromise the board or administration.
- e. Board members will inform the superintendent if they think this is an issue of concern, and will cc the board president.

*2:140 Communications To and From the Board*

## **No Surprises!**

- a. No one (superintendent or board members) gets surprised at any time – in the meeting or between meetings.
- b. The truth of no surprises is respect. Each board member and superintendent must respect all the other participants, and the processes the board team shares.

*Please review your written board policy to ensure alignment with your Board Protocols.*

## **Board Member use of Electronic Forms of Communication**

- b. Board members will be judicious in their use of email/texting and understand that most emails concerning district business are subject to the Freedom of Information Act and as such may be made public.
- c. In compliance with the Open Meetings Act, board members will not “reply to all” to any district email.

*2:140 Communication To and From the Board*

## **Abiding by Majority Decisions of the Board**

- a. No board member or subset of the board of education has the authority to act or speak on behalf of the board without the consent of the board.
- b. The relationship between the superintendent and any individual board member is collegial not hierarchical, based on mutual respect for their complimentary roles.
- c. The superintendent is accountable only to the full board of education.
- d. Board members have an obligation to express their opinions and respect others’ opinions.
- e. Board members understand the importance of speaking with one clear voice to the superintendent.
- f. Board members have the right to disagree with the decision of the board, but understand the importance of abiding by the majority decisions of the board.

*2:80 Board Member Oath and Conduct*

*2:130 Board/Superintendent Relationship*

## **New Board Member Orientation**

- a. Each Board Member is responsible for their own compliance with mandatory training laws.
- b. The board desires to be a team where all members contribute to effective board leadership. The board takes initiative in helping new members learn, understand and practice effective governance.
- c. The board president shall arrange a meeting of the whole board to review board processes and procedures.
- d. The superintendent shall meet with new board members to answer questions and acquaint the member with the district.
- e. If desired by the new board member, a veteran member will be identified as a mentor.

*2:120 Board Member Development*

## **Board Member Request for Information**

- a. Individual board members will self-monitor to ensure one person's request for information does not divert an inappropriate amount of time from staff efforts to achieve district goals.
- b. If one board member’s request is estimated to take more than 30 minutes of staff time to prepare the information, the request will go to the full board for consensus.
- c. One member’s request for additional information results in all members receiving or having the same access to the information. (“One gets, all get.”)

## **The Board Takes Responsibility for Itself**

- a. The board will schedule an annual workshop to complete a board self-evaluation and review governance team protocols and processes.

*2:120 Board Member Development*

*Please review your written board policy to ensure alignment with your Board Protocols.*

**SASED**  
**Board/Executive Director Communications**  
**March 3, 2021**

**This board expects:**

1. To receive regular communication from the executive director every \_\_\_\_\_ via \_\_\_\_\_ (meeting, email, phone call, delivered letter).
2. To be notified (by phone, by email, \_\_\_\_\_) as soon as possible for:
  - a. School emergency (lock down, fire, etc.)
  - b. Bus accident
  - c. Student emergency (arrest, injury, death)
  - d. Staff emergency (arrest, injury, death)
3. To receive board packets and supporting documentation \_\_\_\_\_ days before the scheduled board meeting.
4. To receive regular monthly expenditure reports.
5. That all board members will receive the same information.
  - a. One member's request for additional information results in all members receiving or having the same access to the information.
6. That board members will treat each other and staff with respect.
7. That the executive director and staff will treat all board members with respect.
8. That reasonable requests for additional information will be satisfied in a timely manner.
9. That there will be no surprises!
10. Other?

**SASED**  
**Board/Executive Director Communications**  
**March 3, 2021**

**This executive director expects:**

1. That requests for additions to the agenda will be received at least \_\_\_\_\_ days before the meeting.
2. That a majority of the board will agree before putting an item on a future agenda before significant staff time is expended, when preparing the agenda item would impact meeting previously approved goals.
3. That direction is only given at board meetings when a majority of the board agrees to give direction.
4. That board members will be respectful toward staff and be respectful of staff's time.
5. That board members will read all board packets and supporting documentation before the board meeting.
6. That board members will contact \_\_\_\_\_ (who) with questions about agenda items or supporting materials at least \_\_\_\_\_ (days, hours) before the scheduled board meeting.
7. That there will be no surprises!
8. Other?

## Board Protocols Worksheet

### How We Do Business

These are the items from the survey.

<b>Issue</b>	
Board/meeting room layout	
Seating arrangement at the board table	
Placement of the superintendent and/or staff in the board/meeting room	
Development of the agenda	
Structure of the agenda	
Placing something on the agenda	
Getting questions answered about agenda items before the board meeting	
Handling executive sessions	
Confidentiality	
Process of the Director's evaluation	
Instrument tools utilized in evaluation	
Communication between board members and director	
Deliberation at board meetings	
Bringing up new ideas	
Individual board member directives to the director	
Use of consent agenda	
Format and language of motions	
Length of packet	
Format of packet	
Format and contents of memos (bullet or paragraph)	
Video attendance at meetings	
Achieving a quorum	
Purchases over 10,000 that are in budget (4:60)	

# Board Agreements and Protocols

## SASED Board of Control

Adopted September 28, 2022

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*The following Board Agreements and Protocols were developed by the Board of Control and the Executive Director as a means to memorialize and continue a culture of effective Board governance at SASED.*

### **I. Roles and Responsibilities (Board Policy 2:10, 2:20, 2:80, 2:130, 3:40)**

- A. Board members will respect and follow the Code of Conduct for Members of School Boards by the Illinois Association of Schools Boards, as well as the Board Member Oath and Conduct per Board Policy.
- B. Board members understand the importance of maintaining a positive Board culture and serve on the Board in support of public education and for the students in the cooperative.
- C. Board members understand the importance of effective school governance, recognize that their collective authority is only present at a legally called meeting of the Board, and that the role of day-to-day management of the school district is the responsibility of the Executive Director and not of the Board.
- D. Board members will review all information communicated by the Executive Director and shared with the Board prior to its meetings.
- E. Board members recognize that each member has a right to speak and be heard at a legally called meeting, as well as a right to vote his or her individual conscience.
- F. Board members recognize that each member has a right to disagree with the decision of the Board but will support the Board by abiding by the will of the majority.

### **II. Respect for Confidentiality**

- A. Board members understand that they will have access to information which requires the strictest standards of confidentiality.
- B. Board members respect the confidentiality of this privileged information and will not divulge conversations, discussions, or deliberations that take place during closed session.

### **III. Meeting Agenda and Related Questions (Board Policy 2:220)**

- A. Prior to any specified deadline, Board members who wish to have an item placed on the agenda will contact either the Board Chairperson or the Executive Director.
- B. As needed prior to the Board meeting, the Board Chairperson and Executive Director will confer regarding the development of the agenda.
- C. Whenever possible, Board members will contact the Executive Director with any questions on the agenda or other meeting materials prior to the Board meeting.
- D. Board members understand that although they are encouraged to ask questions prior to the meeting, they retain the right to ask the questions at the meeting as well.
- E. Questions received from Board members by the Executive Director will be shared as information in the Weekly update and will include the question and response.

### **IV. Conducting Closed Session**

- A. Follow the Open Meetings Act.
- B. The Executive Director will prepare a closed session agenda.
- C. Closed session participants respect the confidentiality of privileged information will not divulge conversations, discussions or deliberations that take place during a closed session meeting.

#### **V. Communication Via E-mail, Text and Electronic Communications (Board Policy 2:140)**

- A. Board members will be judicious in their use of email, text and other electronic messaging, and understand that communications of this nature are subject to the Freedom of Information Act and as such can be made public.
- B. To ensure compliance with the Open Meetings Act, Board members will not “reply all” to informational communications from the Executive Director or others.
- C. Board members will not use any electronic communications to hold any discussion of any kind that could violate the Open Meetings Act, or the goal of transparency to our taxpayers and local community.
- D. The Executive Director will be the primary conduit of communication to the Board and will provide informational updates as needed between meetings of the Board.
- E. Board businesses should be discussed between members at legally called meetings.

#### **VI. Communication with Employees (Board Policy 2:140, 8:110)**

- A. The Board of Control views its “one employee” as the Executive Director and directs all communications with cooperative employees through the Executive Director or designee.
- B. In the event an employee communicates directly with a member of the Board, unless necessary, the Board member will redirect that employee to the proper staff member or to the Executive Director.
- C. In the event a Board member is also a parent in the cooperative, that Board member should communicate and interact with staff as appropriate for any other parent, keeping in mind that staff will view the individual as a Board member first. The role of the Board member should remain separate from the role of the parent.

#### **VII. Communication with Parents and the Community (Board Policy 8:95, 8:110)**

- A. When hearing a concern from a parent or community or member district, Board members will listen carefully, remembering they are only hearing one side of the story.
- B. Board members will direct a parent or community or district member to the proper staff member or to the Executive Director.
- C. If necessary, Board members hearing concerns of this nature will clarify that one Board member has no individual authority to resolve an issue.
- D. After hearing the concern, Board members will contact the Executive Director so that there is awareness of the issue within the cooperative.

#### **VIII. Communication with the News Media (Board Policy 8:10)**

- A. The Governing Board Chairperson is the official spokesperson for SASSED. In their absence, the Board of Control Chairperson is the cooperative's chief chairperson (conflicts with policy 2:110 naming the BOC chairperson as official spokesperson)
- B. The Executive Director is the cooperative's chief spokesperson.