

**Woodbury Leadership Academy
Board of Directors Meeting Minutes
Regular Meeting
December 19, 2017**



Directors Present: Jessica Erickson, Mandi Folks, Claudia George, Ro Krejci, Jason Livingston, Jolene Skordahl

Directors Absent: Mary Hitzemann

Administration/Advisors Present: Dr Kathleen Mortensen (Executive Director), Judith Darling (BerganKDV)

Others in Attendance: Rochel Manders (VOA), Mary Kelly (Director of Special Ed), Shawn Smith (Wildamere), WLA staff

1. Call to Order and Roll Call

1.1 Call to Order

Ms Folks called the meeting to order at 5:34 PM.

1.2 Roll Call

Ms Baumann took roll call.

2. WLA Mission and Vision

Mr Livingston read the WLA Mission and Vision Statements.

3. Approval of Agenda

3.1 Approval of Agenda

Ms Krejci moved “to amend the agenda to add item 3.2 Approval of the Meeting Minutes for November 14, November 28, and December 5, 2017.” Motion was seconded by Ms Erickson. Motion passed unanimously.

3.2 Approval of Board Meeting Minutes

Ms Krejci moved “to approve the minutes of the November 14, 2017, November 28, 2017 and December 5, 2017 Board meeting minutes with the correction of the spelling of a board member’s name.” Ms Erickson seconded the motion. Ms Erickson, Ms Folks, Ms George, Ms Krejci and Ms Skordahl voted for. There were no votes against. Mr Livingston abstained. Motion passed.

4. Conflict of Interest Declaration

4.1 Conflict of Interest Declaration

Ms Folks asked if there were any conflicts of interest of members for items on the agenda. None were noted.

5. Public Comment - There was no public comment.

6. Wildamere Real Estate Presentation

Ms Folks introduced Shawn Smith from Wildamere Capital Management, noting that finding a site for next and future years is the Board's top priority at this time. Mr Smith provided background information on Wildamere and services it could provide to WLA.

7. Recognition of Gifts & Donations to WLA

Ms Folks recognized the many gifts and donations listed in the Board packet which were received by WLA, thanking donors for their generosity.

8. Committee Reports

8.1 Finance Committee

Ms Erickson reported that the Finance Committee had reviewed both proposed facilities consulting agreements distributed to board members for review and recommends the Board approve the Wildamere agreement. The committee also reviewed the November financials, noting that state funding continues to be paid on an overstated ADM, resulting in a negative receivable. This will be corrected by year end. They also began the process of long range financial planning.

Ms Folks and Dr Mortensen explained the financial fees presented in the facilities consulting agreements and differences in the contracts.

8.1.1 Financial Statements

Financial Statements will be addressed under agenda item 9.3 Finance Director Report.

8.2 Governance Committee

Ms Krejci highlighted changes to policies 303 Background Checks, 537 Kindergarten Lottery and 538 Enrollment, noting that policies 537 and 538 have been combined.

Ms Krejci moved "to approve Board policies 303 Background Checks and 538 Enrollment Admissions and eliminate policy 537." Motion was seconded by Ms Erickson. Motion passed unanimously.

9. Board and Administration Reports

9.1 Board Report

Ms Folks acknowledged two individuals for their dedication and service to the school:

- Ms Ro Krejci was presented with a certificate of appreciation for her 1½ years of service on the Board and many hours of work on board governance and policies.
- Ms Diane Thiels was recognized for her service as Volunteer Coordinator, putting in many hours coordinating activities for students and families to connect. She was not present to receive her certificate.

Ms Folks informed the Board that the investigations to the Board complaints have been finalized, responses have been issued and she thanked board members for their work in resolving the complaints.

She noted that January 20, 2018 was previously selected for a Board retreat, but a pancake breakfast fundraiser is also scheduled on that date. Other dates were discussed and February 24th and February 3rd were agreed upon as potential alternate dates. VOA has offered to provide training and Ms Folks will work with them on rescheduling.

9.2 Executive Director Report

Ms Mortensen highlighted several items in the Executive Director Report in the Board packet including an update on school year 17-18 enrollment which opened December 1, current year enrollment, Special Education Corrective Action Plans, class structure for Grades 4 to 6, Grade 5 students are participating in an Academic Triathlon and WLA has been asked to host 7 teams for regionals in March, a Music teacher has been hired to start in January and the Grade 3 toy drive collected over 200 toys, exceeding its goal.

9.3 Finance Director Report

Ms Darling presented the November financial statements which were included in the Board packet. The school is on track financially and actual ADM is trending slightly above budget. She is currently working on completing the IRS 990 tax return for FY17.

10.1 Development & Discussion

10.1 Special Education Finance Training

Mary Kelly, WLA's contracted Special Education Director presented a PowerPoint handout on State and Federal Special Education funding. Topics covered include allowable expenses, MOE (Maintenance of Effort), Tuition Billing, IDEA (Individuals with Disabilities Act) and CEIS (Coordinated Early Intervention Services).

She reported that WLA had undergone an MDE financial audit last year which resulted in 6 areas requiring Corrective Action Plans. 4 CAPS have been submitted, of which 3 have been approved by MDE. The remaining 2 are in process.

10.2 The Growth Mindset

Ms Folks lead a discussion on the first 5 chapters of the book "The Growth Mindset." Board members were asked to read the remaining chapters and prepare for discussion at the next meeting.

10.3 Board and Director Committee Updates

Ms Folks reviewed opportunities for Board members to join the following standing or ad hoc committees or task force. Board members shared their interests.

Standing Committees:

- Finance Committee: Ms Erickson (chair), Ms Folks, Ms Darling, Dr Mortensen
 - No additional members needed
- Governance Committee: Ms Krejci and Dr Mortensen
 - Additional members needed
 - Ms Krejci moved "to add Ms Hitzemann, Ms Skordahl and Ms George to the Governance Committee." Motion was seconded by Ms Erickson.
 - Motion passed unanimously.

Ad Hoc Committees (vote not required for appointment):

- Facilities Committee: Ms Erickson was added and Ms Krejci was removed.
- Marketing & Fundraising Committee: Mr Livingston was added.
- Enrollment Committee: Ms George and Dr Mortensen were added.
- Elections Committee: Ms Skordahl, Ms Erickson, and Ms Krejci were added.

Task Force (vote not required for appointment):

- Personnel Task Force: Ms Folks, Ms Hitzemann, and Dr Mortensen were added.

Mr Livingston moved “to recess for a short break.” Motion was seconded by Ms Krejci. Motion passed unanimously and meeting recessed at 7:42 PM.

Ms Krejci moved “to resume the meeting.” Motion was seconded by Ms Erickson. Motion passed unanimously and meeting resumed at 7:48 PM.

11. Business/Board Action

11.1 Music Teacher Contract

Ms Krejci moved “to approve the contract with Elizabeth Trites for Music Teacher for the remainder of the 2017-18 school year.” Motion was seconded by Mr Livingston. Motion passed unanimously.

Ms Erickson pointed out that it was an agreement and not a contract. Ms Krejci amended her motion to state “to approve the employment agreement with Elizabeth Trites for Music Teacher for the remainder of the 2017-2018 school year.” Amended motion was seconded by Mr Livingston. Motion passed unanimously.

11.2 Change Signers on Anchor Bank Account

Ms Krejci moved “resolved that the Board Treasurer or Executive Director are authorized to accept and release collateral as required; and the Board Treasurer and Executive Director are authorized to sign checks, signature cards, and other forms and documents required from time to time by the bank; and this resolution shall be valid until superseded.” Seconded by Ms Erickson. Motion passed unanimously.

Upon further discussion about who should be signers on the WLA bank account, Ms Krejci amended her motion to “resolved that the Board Chair or Executive Director are authorized to accept and release collateral as required; and the Board Chair and Executive Director are authorized to sign checks, signature cards, and other forms and documents required from time to time by the bank; and this resolution shall be valid until superseded.” The amended motion was seconded by Ms Erickson. Motion passed unanimously.

11.3 Remove Nancy Baumann from IoWA status

Ms Mortensen reported that there had previously been two individuals approved by the Board for IoWA status, but typically only one is approved per school and that she had removed Ms Baumann from IoWA status this week. Ms Krejci moved “to ratify the removal of Ms Baumann from IoWA status.” Seconded by Ms Erickson. Motion passed unanimously.

11.4 Facility Update

11.4.1 Wildamere Contract

Ms Krejci moved “to approve the Wildamere contract.” Mr Livingston seconded the motion. Ms Folks stated that the contract that the Board received was not in final status, was reviewed by legal counsel and is in negotiation with minor changes. There was discussion. Ms Krejci amended the motion “to grant Ms Folks and Ms Mortensen the authority to negotiate and sign a contract with Wildamere.” Mr Livingston seconded the amended motion. Motion passed unanimously.

11.5 Spirit Wear Update

Ms Folks provided background information on a situation where the now inactive PTA had purchased spirit wear which was not sold, and the PTA has an outstanding debt of approx \$4,000 to the vendor. WLA families have expressed a desire to purchase spirit wear, but currently none is available. Ms Folks shared a proposal whereas the PTA would donate the approx \$10,000 sales value of spirit wear to the school and the school would apply the first \$4,000 of sales proceeds to pay the vendor balance. There was discussion. Ms Darling and Ms Manders indicated that the financial transaction proposed was not permissible under state law. No action was taken and other options will be explored.

Ms Erickson pointed out that the November financials were not approved under agenda item 8.1.1 or 9.3. She moved “to accept the November financial statements and disbursements as presented.” Seconded by Ms Krejci. Motion passed unanimously.

12. Board Communication and Future Items

12.1 Board Communication

Ms Folks lead Board members in a reflection of their thoughts on the meeting. There was discussion.

12.2 Future Items

Ms Folks reminded members to read pages 63 thru the end of the book “The Growth Mindset” prior to the next meeting as there will be a discussion about it during the professional development portion of the agenda.

Mr Livingston stated that he had difficulty with the 5:30 meeting time. Members agreed to move the start time back by 15 minutes.

Items requested for future meetings included a discussion regarding reinstating the PTA, a presentation from the Marketing Committee about ongoing marketing efforts, and a request to have students or teachers present on current school activities, for example, Student Council.

13. Housekeeping Items

13.1 Next regularly scheduled meeting

Ms Folks reminded members that the next regular Board meeting is scheduled for Tuesday, January 23, 2018 at 5:45 PM in the 2nd Grade pod area.

13.2 Delegation of Public Comment

There were no Public Comment items for which to delegate follow-up.

14. Adjournment

14.1 Adjournment

Ms Krejci moved to adjourn. Ms Erickson seconded. Motion passed unanimously. The meeting adjourned at 8:23 PM.

Minutes drafted by Nancy Baumann, Board Clerk (non-Board member); submitted by Ro Krejci, Board Secretary.