Board Meeting Minutes

May 19, 2020

Time: 6:15 pm

**LJA Promise: Laura Jeffrey Academy provides an environment where students are free – to explore their potential, discover their brilliance and develop their intellect.**

**In Attendance:** Sarah Carter

**Virtual Attendance through Interactive TV:** Danielle Jones-Glaser, Sonia Feder-Lewis, Jason Fritts, Brenna Barrett, Amanda Moon, Mimi Mohamud, Fahima Aziz, Morgan Williams

**Ex officio:** Anna Robinson, Leadership Representative

**Secretary:** Danielle Jones-Glaser

**Guests:** Lizzie Forshee, Leadership Team

Robert Procaccini, Dieci School Finance

Erin Anderson, Audubon Center of the North Woods

**Absent:** Angi Faiks

**Board Practices:** Duty of Care, Duty of Loyalty, Duty of Obedience

1. **Welcome/Introductions**

* Conversation duration: 6:18- 6:23
* Meeting start delayed by several minutes as participants continue to dial in
* Welcome roll call and introductions since a guest has joined the meeting

1. **Public Comment**

* Conversation duration: 6:23-6:23 pm
* No members of the public are in attendance for public comment period

1. **Approval of May Agenda**

* Conversation duration: 6:23-6:26 pm
* Sarah suggests adding another item to the agenda of treasurer and secretary transition
* All other items on the agenda are also reviewed
* Brenna Barrett suggests also adding board contact list and ease of communications between board members to the agenda
* Fahima motions to approve the updated agenda
  + - * Amanda seconds
      * 9 board members vote in favor
      * No objections or abstentions
      * May agenda is approved unanimously

1. **Approval of April Minutes**

* Conversation duration: 6:27-6:30 pm
* Sarah asks for feedback on minutes and displays the meeting notes for review
* Lizzie confirms the spelling of the last name of the community member who joined the previous month's meeting
* Sonia motions to approve
  + Morgan seconds
  + 9 board members vote in favor
  + No objections or abstentions
  + April meeting minutes are unanimously approved

1. **Approval of May Special Board Meeting Minutes**

* Conversation duration: 6:30-6:33 pm
* Sarah displays the meeting notes from the special board meeting and discusses that the meeting was necessary to approve the election slate and comply with timelines for legal notifications for these elections
* Sarah reviews the notes and also summarizes the meeting verbally
* Amanda motions to approve
  + Morgan seconds
  + 7 board members vote in favor
  + No objections
  + 2 abstentions (Jason & Mimi both abstain since they were not in attendance at the Special Board meeting)
  + Special May board meeting minutes are approved

1. **Leadership Team Update**

* Conversation duration is 6:33 - 6:45 pm
  1. Enrollment Update
     + Current enrollment is now at 88
     + 18 8th graders are graduating
     + 46 scholars are confirmed as returning for next year with an additional 20 at unknown status for next year
     + 14 new pending families have applied to attend next year as well
  2. Distance Learning Update
     + Student schedules have been updated with newer clearer links to zoom classes during the day
     + Learning targets have been more clearly established to allow families to better help their children while learning from home
     + 8th Grade graduation has been modified from the standard format and will include individual gift bags delivered to each graduate.
       - A link to the online ceremony will be sent to board members in case they wish to join
     + LJA is still awaiting guidance from the state on what the fall schedule will be (options being discussed include a return to the normal in-school learning format, fully distance learning or a rotating hybrid approach)
     + Current computers on hand are not sufficient for a hybrid model so additional fundraising may be needed if this ends up being the final fall scheduling decision
  3. Marketing/Recruitment Update
     + Cassandra and Terrence have been hosting virtual sessions and feedback has been positive
     + LJA is hosting two family events this week to welcome new families to the school
     + Current teachers are also writing welcome letters to new incoming students
     + The team is following up with families that have contacted the school previously but not yet submitted final paperwork for next year
     + New instagram ads have been posted to promote LJA enrollment
     + Interest this year in tours has been similar to past years. Bring a friend to school day has been a successful marketing opportunity in the past so the school is trying to find a way to update this for the current virtual learning environment
     + Amanda Moon mentions that she's talked to families that have been confused by current webpage and have assumed that they can no longer apply.
       - Anna will talk to Cassandra about updating the web page
     + Movie Monday is also being used to connect prospective families with the school community

1. **Financials**

* Conversation duration: 6:45p - 7:52p
* The finance committee met last week to discuss financials
* The end of April is 83% through the fiscal year. 80% of budgeted revenue has been received
* Expenses are lower than budget with 69% of expenses incurred
* Budget adjustments may need to be made due to differences in actual students vs projected.
* LOC has been fully paid back so no interest charges will be accrued.
* Cash flow is very positive
* PPP funds of ~$200K received around 5/1.
  + Forgiveness application was released on 5/15 and is very complicated so it's unclear if LJA will qualify or not
  + Dieci Finance will continue to review and see if charter schools qualify for forgiveness under this program
  + Sunrise Bank had originally not processed LJA's application because of confusion on charter school qualification for the PPP program overall.
  + Forgiveness application deadline is generally 8 weeks from fund deposit date but this date may change due to ongoing changes in the PPP guidelines.
  + If LJA does not qualify for forgiveness, then loan will need to be repaid within 2 years
* Fahima motions to approve April financials
  + Sonia seconds
  + 9 board members vote in favor
  + No objections or abstentions
  + April financials are approved unanimously
* FY2021 Budget
  + Jason and Robert review the proposed FY2021 budget
  + No funds from donations or grants are included in the budget
    - Technology will be the focus for donations and grants this year. This expense will be presented for board approval after funding is obtained
    - Brenna recommends instead adding this expense into the budget so that funders understand that this is a true need for the school that has been planned for. Historically, LJA funders have not asked to review the budget before making donations
    - Lizzie notes that 3M has earmarked funding for an LJA maker-space. As the Covid-19 situation develops, many funders are permitting a change in the use of dedicated funds due to operating challenges during this period.
  + Board debates the pros and cons of putting all needs in the budget and showing a potentially negative net flow
    - Dieci Finance and ACNW recommend not adding these discretionary expenses into the budget
  + The board discusses how to proceed with fundraising for non-budgeted items. As technology expenses are likely to occur during this calendar year, discussion on board approval for these purchases will continue at the June meeting
  + Leadership Team preference is to approve the budget tonight so that teacher contracts for next year can be completed.
  + FY2021 lease line assumes that Macalester lease agreement will continue next year at the current rates.
    - As Macalester leadership has changed, the budgeted rate is not guaranteed.
* Jason moves for a vote on FY2021 budget
  + Morgan seconds
  + 5 board members vote to approve the FY2021 budget as is
  + 3 board members vote against the FY2021 budget as is
  + 1 board member abstains
  + FY2021 budget is approved by majority vote
* The board continues to discuss the Macalester lease agreement negotiations.
* Resolution is that Robert & Fahima will talk tomorrow through the exact numbers of the lease agreement so Fahima is prepared
* Sonia moves to vote for Fahima to talk to Macalester and try to renegotiate lease
  + Morgan seconds
  + 9 board members vote in favor
  + No objections or abstentions
  + The motion for Fahima renegotiate FY2021 lease payments with Macalester is approved unanimously

1. **Annual Meeting**

Conversation duration: 7:52-7:54 pm

* The annual meeting will take place on 6/16 at 5:45 just prior to the June board meeting

1. **Fund Balance**

Conversation duration: 7:54-7:57 pm

* The remaining ~$1865 fund balance for the Community Ed fund needs to be reallocated to general fund balance
* Sonia motions to move
  + Morgan seconds
  + 9 board members vote to approve
  + no objections or abstentions
  + The motion to reallocate Community Ed funds into the general fund is approved

1. **Board Officer Elections**

Conversation duration: 7:57-8:06 pm

* Finance chair/Treasurer
  + The board member position of finance chair will be open after the June board meeting when Jason Fritts' term ends
  + The obligations and requirements of the positions are outlined for the board members to consider
    - The finance chair needs to meet regularly the with leadership team to ensure that they are thinking through the financials properly (current schedule is monthly meetings for one hour)
    - The position also requires close oversight of expenses and occasional alignment with Dieci Finance to ensure that financials can all be explained well to interested parties
    - The finance chair also creates the financial dashboard for board meetings
    - These responsibilities are in addition to the regularly scheduled board meetings
  + Morgan volunteers to be the next Finance chair
  + Amanda motions to approve Morgan's appointment as Finance Chair
    - Sonia seconds
    - 8 board members vote in favor
    - 1 board member (Morgan) abstains
    - No objections
    - Morgan is approved as the next Finance Chair beginning after Jason's term has ended
* Secretary
  + The chairwoman asks for volunteers of current board members that would like to be secretary after Danielle's time is over
  + Angi Faiks expressed interest during a past meeting but is not in attendance tonight
  + Other present board members are not interested in the position
  + The topic of the next secretary is postponed until the June board meeting

1. **Committee Updates**
   * Changes to bylaws (conversation duration: 8:07-8:14pm)
     + Several changes to the bylaws are proposed
     + Instead of any community member being able to vote, the revised language will give each board member a vote (so volunteers are not included)
     + Each parent or legal guardian is entitled to one vote to elect LJA board members
     + Statute number was inaccurate so this has been updated in Article IV
     + Sonia motions to approve the changes
       - Morgan seconds
       - 8 board members vote in favor
       - 1 board member abstains (Mimi has left the meeting)
       - The changes to bylaws are approved to be included on the annual board meeting ballot
   * Leadership team evaluation (conversation duration: 8:15-8:34pm)
     + The board needs to approve the evaluation timeline today and make sure that the performance evaluation surveys are aligned with other surveys that the school might be sending out
     + The timeline has been updated to show a June survey mailing date
     + Lizzie Forshee requests that surveys be updated to ensure that post-Covid environments and distance learning transitions not be used to evaluate staff performance for the full year
     + Committee will meet with leadership team to discuss what updates need to be made to the LT review rubrics and surveys
     + An emergency board meeting will need to be called so that the changes can be board approved before the end of the school year
     + Sonia motions to have an emergency meeting to approve final leadership team evaluation documents
       - Amanda seconds
       - 7 board members vote in favor
       - No objections
       - 2 board members abstain (Mimi, and Brenna have left the meeting as it is now past the scheduled meeting end time)
       - An emergency board meeting will be held in the next few weeks to approve leadership team evaluation documents
   * Development Committee Update (conversation duration: 8:34-8:36pm)
     + Fahima will connect with Robert tomorrow and include Leadership Team representation (Anna Robinson or Lizzie Forshee) to get precise details needed for the Macalester lease conversation
     + A Zoom meeting will be set up with Macalester's finance person after the internal alignment meeting

1. **Adjournment**

Conversation duration: 8:36-8:37 pm

* + Fahima motions to adjourn
    - Amanda seconds
    - 7 board members vote in favor
    - No objections
    - 2 board members abstain (Mimi and Brenna have left the meeting as it is now past the scheduled meeting end time)
    - Meeting is adjourned at 8:37 pm