

C.S. LEWIS ACADEMY
Board Meeting Minutes
September 20, 2007 – 7:30 pm

I. Introduction

a. Welcome

Board Members Present: Gwen Heath, Kelly Carter, Reba Vest, Lauren Ploeger, Marilyn Roberts, and Karen Monsen

Board Members Absent: Tracy Roberts

Others Present: Jason Finch – Principal, Brynn Janke – Business Manager, Mariah Haws, Debbie Lewis, Katie Sorensen, Tamara Atkin, Catherine Stites, Jessica Anderson, Noele Corrigan, Alvarado family

b. Approval of minutes

Motion to approve: Reba Second: Marilyn

Vote: Aye 6 Nay 0 (Karen – Aye, Marilyn – Aye, Lauren – Aye, Reba – Aye, Kelly – Aye, Gwen – Aye)

II. Governing Board Elections

By ballot following nominations

Concurrent discussions: 1) Can an absent member of the board be nominated and voted into an office?

Phone calls to Marlies Burns and Lincoln Fillmore to determine. Lincoln told Brynn yes.

2) Do we need/want a treasurer? What would their role be? Yes, someone other than CAO who is authorized to sign checks and someone to review budget reports prior to board meetings – liaison between Board and Business Manager.

a. Positions: CAO, VP, Secretary, Treasurer (?)

CAO: Reba Vest – nominated by Marilyn, seconded by Gwen

Marilyn Roberts – nominated by Reba, seconded by Lauren

Vote: **Reba Vest**

Vice Pres: Gwen Heath – nominated by Reba, seconded by Marilyn

Tracy Roberts – nominated by Marilyn, seconded by Kelly

Lauren Ploeger – nominated by Gwen, seconded by Kelly

Vote: **Tracy Roberts**

Secretary: Lauren Ploeger – nominated by Marilyn, seconded by Karen

Marilyn Roberts – nominated by Reba, seconded by Gwen

Vote: **Lauren Ploeger**

Treasurer: Gwen Heath – nominated by Reba, seconded by Karen

Kelly Carter – nominated by Gwen, seconded by Marilyn

Karen Monsen – nominated by Reba, seconded by Marilyn

Vote: **Gwen Heath**

b. Lengths of terms

i. 4 Founder appointed positions – (2) 6-year, (2) 5-year

(2) 6-year positions: Reba Vest, Lauren Ploeger

(2) 5-year positions: Marilyn Roberts, Gwen Heath

ii. 3 other appointed positions – (2) 2-year, (1) 3-year

(2) 2-year positions: Kelly Carter, Tracy Roberts

(1) 3-year position: Karen Monsen

III. Board Education

a. Books on Policy Governance™

Resolution 092007-1: Purchase 8 copies of (2) John Carver books on Board Governance.

Carver, John. (2006) *Boards that make a difference: a new design for leadership in non-profit and public organizations* (3rd ed.). San Francisco, CA: Jossey Bass A Wiley Imprint.

Carver, John. (2006) *Reinventing your board: a step-by-step guide to implementing policy governance* (Rev. ed.). San Francisco, CA: John Wiley & Sons, Inc.

Motion: Reba Second: Marilyn

Vote: Aye 6 Nay 0 (Karen – Aye, Marilyn – Aye, Lauren – Aye, Reba – Aye, Kelly – Aye, Gwen – Aye)

Lauren will give Brynn names of books, Brynn will order.

b. Charter, Bylaws, Current Policies

Board in agreement that we all need to read and be familiar with these documents. Further discussion tabled until Agenda item V.a.

IV. Policy Governance™

Discussion of whether to use policy governance. Can we make decision without having first read the books? What do we do until then? We can always adopt it now and begin using it based on what we already know. Either way, we will be “winging it” for a few months. If needed, we can change decision later.

Resolution 092007-2: Adopt Policy Governance™.

Motion: Marilyn Second: Kelly

Vote: Aye 6 Nay 0 (Karen – Aye, Marilyn – Aye, Lauren – Aye, Reba – Aye, Kelly – Aye, Gwen – Aye)

V. Schedule for

a. Reviewing Charter, Bylaws, Current Policies

All Board members need to **read these items by the Board meeting in October** and be ready to discuss necessary amendments to the documents. Brynn will get us a list of mandated policies. Lauren will compile a list of policies we as a Board have adopted.

b. Reading Books

All Board members need to read *Boards that make a difference* by the **November** Board meeting and *Reinventing your Board* by the **December** Board meeting.

c. Monthly Board Meetings: Third Thursday, 7:30 p.m.

VI. Policies and Procedures

a. Purchasing Policy

Business Manager Brynn Janke asked to have this item on the agenda so that she doesn't need to come to the Board for approval of small purchases, i.e. classroom flags. The Board discussed that this should be included in the existing financial policy previously adopted by the Board. However, a copy of that policy was not available.

Policy 092007-1: Purchases over \$1000 need Board approval.

Motion: Kelly Second: Gwen

Vote: Aye 6 Nay 0 (Karen – Aye, Marilyn – Aye, Lauren – Aye, Reba – Aye, Kelly – Aye, Gwen – Aye)

b. Debit Approval Policy

Business Manager Brynn Janke asked to have this item on the agenda so that she doesn't need to come to the Board for approval of small purchases, i.e. classroom flags. The Board discussed that this should be included in the existing financial policy previously adopted by the Board. However, a copy of that policy was not available.

Policy 092007-2: Debit purchases are to follow same procedures as other purchase including the use of a request form.

Motion: Gwen Second: Reba

Vote: Aye 6 Nay 0 (Karen – Aye, Marilyn – Aye, Lauren – Aye, Reba – Aye, Kelly – Aye, Gwen – Aye)

VII. Loan Application

Board discussed applying for a loan for between \$25,000 and \$50,000. The due date of the loan is October 1st. We are unsure if we will need it, but it wouldn't hurt to apply and then decide not to use it.

Resolution 092007-3: Apply for loan – then reassess whether we need it or not once we have renegotiated facility lease payment.

Motion: Gwen Second: Reba

Vote: Aye 6 Nay 0 (Karen – Aye, Marilyn – Aye, Lauren – Aye, Reba – Aye, Kelly – Aye, Gwen – Aye)

VIII. Financial Report from Business Manager

Brynn reported that we are within the budget for 181 students. (However, the budget sheet that was passed out was based on 350 students.) Reba requested that Brynn look into whether we can afford to join the association for Utah charter schools. Jason reported that we may be able to get more funding for special education.

Brynn also requested to have the Board discuss the school's 401K program.

Resolution 092007-4: Contract with Hartford to provide 401K program.

Motion: Reba Second: Lauren

Vote: Aye 6 Nay 0 (Karen – Aye, Marilyn – Aye, Lauren – Aye, Reba – Aye, Kelly – Aye, Gwen – Aye)

Policy 092007-3: CSLA to contribute 6% into employees' 401K funds.

Motion: Reba Second: Kelly

Vote: Aye 6 Nay 0 (Karen – Aye, Marilyn – Aye, Lauren – Aye, Reba – Aye, Kelly – Aye, Gwen – Aye)

IX. General Status Report from Principal

Jason gave report of school status. See attached handout.