



THE CLASSICAL ACADEMY

BOARD OF DIRECTORS MEETING

(OPEN TO THE PUBLIC)

MONDAY, JANUARY 9, 2017, 6:00-9:01 P.M.

NORTH CAMPUS – TCA ROOM 2213/2214 (SECONDARY)

The Classical Academy exists to assist parents in their mission to develop exemplary citizens, equipped with analytical thinking skills, virtuous character, and a passion for learning, all built upon a solid foundation of knowledge.

MINUTES

Presentation/Question Time/Start Time

- | | | |
|------|--|----------------------|
| I. | Call to Order | 1 min (6:00) (6:00) |
| | <ul style="list-style-type: none">The Chair (Mr. LaValley) called the meeting to order at 6:00 p.m. | |
| II. | Pledge of Allegiance/Mission/Roll Call | 5 min (6:01) (6:02) |
| | <ul style="list-style-type: none">Roll call: (Mr. Carter; Here //Mr. Dubois; Here//Dr. Jennings; Here // Mr. LaValley; Here // Mr. Moulton; Here //Mr. Rudder; Absent // Mrs. Van Vleet; on the way) A quorum was present. | |
| III. | Approval of Agenda | 5 min (6:06) (6:03) |
| | <ul style="list-style-type: none">Motion: Mr. Moulton moved to approve the agenda and was 2nd:Discussion: None<u>Vote: By a roll call vote of 5-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea //Mrs. Van Vleet; on the way)</u> | |
| IV. | Comments from the Audience (Audience members have 5 minutes to address the Board)
(NOTE: Per procedural rules if more than one person is speaking on the same topic we request that one or two specific spokespersons speak on behalf of the group) | 5 min (6:11) (6:04) |
| | <ul style="list-style-type: none">There were no comments from the audience | |
| V. | Comments from the Board of Directors | 5 min (6:16) (6:04) |
| | <ul style="list-style-type: none">Mr. Dubois queried about adding new agenda items after the agenda was approved and accepting any late read aheads after the dead line; these types of items should be carried over to the next meeting; we should follow our proceduresMr. Carter informed the Board that he had only received two e-mails since last Board meeting and they were distributed to the proper peopleMr. LaValley added minor items to the agenda and allowed a late read ahead that he felt was within the responsibilities of the Board Chair to create the Board's agendaDr. Jennings brought up the strategic topic of technology and where is TCA going with it in the future as a possible topic for the March 6 Special Meeting or the Board's Summer offsite meeting | |
| VI. | Celebrate TCA (East Campus St. Jude Hospital Project) | 5 min (6:21) (6:06) |
| | Action: (Harris)
Motion: (Info)
Rationale: to highlight accomplishments of TCA students, staff, and parents | |
| | <ul style="list-style-type: none">We celebrated East Elementary School's Annual Service Run. Coach Zane Leaf (2011 TCA Grad) shared how students raised money by receiving pledges for laps run around the East field and campus. The students raised just over \$7,400 for St. Jude Children's Research Hospital. East Elementary picked St. Jude's as its beneficiary since one of their students was treated for cancer at St. Jude's last year. This is just another example of our students living out TCA's Creed, "Striving to be our best, do our best, and give our best to the world..." | |
| VII. | Board Development (Board on Track Survey Results) | 10 min (6:26) (6:13) |
| | Action: (Carter)
Motion: (Info)
Rationale: to review information gleaned from the Board on Track Survey | |
| | <ul style="list-style-type: none">Mr. Carter thanked the Board for completing the Board on Track Board Self Evaluation<ul style="list-style-type: none">He reviewed the results with the Board (See Attachment 1, Board on Track Board Survey Results)There are many services that Board on Track can provide TCA | |

- He will research them more and report back to the Board on his findings

VIII. Report of the President & Cabinet Spotlights

5 min/10 min (6:36) (6:19)

Motion: (Info)

Rationale: to highlight cabinet activities (Pres., Ops, Academic Services, HR, and Advancement).

- Dr. Sojourner highlighted the following items from his report:
 - TCA is in the process of selecting this year's distinguished teacher award (DTA)
 - Last year there were 4 teachers nominated and this year we have 3 teachers nominated
 - The major difference between this award and the Titan of the Year (TOTY) are:
 - Anyone can nominate a staff member for Titan of the Year; Distinguished teacher award is made by our Principals
 - TOTY is more about serving the community, core values, character, teaching whereas DTA is more about excellence in teaching and are evaluated by a team to ultimately determine the DTA
 - The DTA award includes a stipend whereas the TOTY award enjoys recognition through a sword and gifts of recognition

IX. Consent Agenda

5 min (6:51) (6:23)

Board Directed items to be removed from Consent Agenda:

Motion: to accept the Consent Agenda (vote)

- A. Minutes: Dec 12 (Swanson)
- B. Written Reports of the President and Cabinet
 1. Finance November Financials (VanGambleare)
- C. SAC Minutes
 1. CP/CSP Nov 8, 2016
 - **Motion: Mr. Moulton moved to approve the consent agenda and was 2nd.**
 - Discussion: None
 - **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea //Mrs. Van Vleet; Yea)**

X. Discussion Agenda Items

A. Items removed from Consent Agenda

B. Cabinet Level Reports

1. Operations Capital Construction Report (Monthly)

5 min/5 min (6:56) (6:25)

Action: (Tubb)

Motion: (Info)

Rationale: to provide the Board with a construction update

- Mr. Tubb highlighted the following items from his report:
 - The building addition at the Central Campus should be complete by next Board meeting; there will still be several things left to do this summer after school lets out
 - Mrs. DeMeyer has a tentative plan for moving the teachers into the new building
 - Mr. Tubb provided the following time line with respect to the North Campus Contractor Selection
 - Sent out RFP on 16 Dec to 9 contractors
 - Provided tours to contractors from Dec 20-22
 - Contractors intent to bid was due on Dec 30 (5 contractors turned in intents to bid)
 - Contractor proposals due Jan 20
 - Contractor selected on/about Feb 1
 - Severability is still a concern, however, District 20 is willing to work with us as much as possible

- **Motion: Mr. Dubois moved that The Capital Construction Committee recommends that the Board approve TCA Administration to engage with bond counsel, as required, to represent TCA in bond project construction discussions/negotiations with D20, in accordance with Grant of Authority stipulations. Bond counsel agreements and provisions will be shared with the FAC and Capital Construction committees.**
- Discussion: It is important to begin these discussions if we want to begin construction this summer.
- **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea //Mrs. Van Vleet; Yea)**

2. School Calendar Review/Approval

3 min/2 min (7:06) (6:40)

Action: (Jolly)

Motion: (Vote)

Rationale: to provide the Board an opportunity to approve the 2017-18 school year calendar and preliminary approval of 2018-2019 school year calendar

- **Motion: Mr. Carter moved to approve all of the 2017-2018 School Calendars and preliminarily approve the 2018-2019 school calendars and was 2nd.**

- Discussion: Mr. Jolly highlighted the following item from his report:
 - The agendas meet the policy requirements set forward
- **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley: Yea // Mr. Moulton; Yea //Mrs. Van Vleet; Yea)**

3. **Current Year Budget Modification** 5 min/5 min (7:11) (6:46)

Action: (VanGamble)

Motion: (Vote)

Rationale: to approve changes to the current year budget based upon an increase in Per Pupil Revenue and possible increase in health care spending

- **Motion: Mr. Moulton moved that the Board of Directors approve the adjustment of the FY2016-17 General Fund Budget, based on changes in certified pupil counts, per pupil funding, and audited fund balances, and modifications in expenditures as described in the current year budget modification schedule and was 2nd.**
- Discussion: None
- **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley: Yea // Mr. Moulton; Yea //Mrs. Van Vleet; Yea)**

C. **Board Level Reports**

1. **TCA Building Corp** 5 min/5 min (7:21) (7:51)

Action: (Bender)

Motion: (Vote)

Rationale: to approve the TCA Building Corp Board of Directors

- **Motion: Mr. Carter moved that the TCA Board approve the Building Corp Board of Directors:**
- Discussion: Mr. Bender was unable to attend the meeting due to family matters but had sent along his list of Building Corps Board members for the TCA board to approve.
- **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley: Yea // Mr. Moulton; Yea //Mrs. Van Vleet; Yea)**

2. **Announce Board of Director Vacancies** 5 min (7:31) (6:42)

Action: (LaValley)

Motion: (Info)

Rationale: to announce vacancies on the TCA Board of Directors for the upcoming election and to search for eligible candidates for the TCA Board

- There will be three Board of Director positions up for election (Mr. Carter; term limited, Mr. Dubois, and Mr. LaValley) in the 2017 TCA Board Election. These positions serve 3 year terms. This year, two positions will be voted on while one will be appointed.
- We will continue to have an online election combined with an in-person opportunity to vote at each TCA campus (See Election Time Line).
- The 2017 TCA Board election will take place from March 13, 2017 through April 6, 2017 and will include opportunities for on-line as well as in person voting at each TCA campus. On-line voting will occur from March 13, 2017 through March 31, 2017. Additionally, there will be an opportunity to vote in person at North, East, and Central Campuses on April 4, 5, and 6, 2017 respectively.
- Results of the election will be announced at the April 10, 2017 Board meeting.

3. **Consent Agenda Discussion** 5 min/5 min (7:36) (6:50)

Action: (LaValley)

Motion: (Info)

Rationale: to discuss Governance Committee recommendation for consent agenda items

- The Board discussed what it actually means to place an item under consent and then vote
 - Does the vote mean the Board understands and has read the report?
 - Does the vote mean the Board accepts the item or does it mean the Board approves the report?
 - Mr. Miller thought it was important that if you put an item under consent that there is also a recommendation/motion to let the Board know what they are voting for on each item
 - The Board considered not putting any item that required action by the Board on the consent agenda but later asked the agenda setting group to give their input
 - It was suggested that the consent agenda could be split into two parts; One set of items would be information items only; if the Board votes on these items it is saying we read the information and understand what is written. The other group of items under consent could be Board action items, but would require a recommendation/motion for the Board to consider
 - It was noted that any Board member can request a consent item be removed from consent and discussed further as a normal agenda item

- It was recommended that the Governance Committee review consent agenda items and how they should be used in the future (common understanding amongst Board members)
4. **Grant of Authority** 5 min/10 min (7:46) (6:58)
 Action: (LaValley)
 Motion: (1st Read)
 Rationale: to determine whether the grant of authority should be attached to a current policy or whether it is a stand-alone document/policy of its own
- Eventually the GOA will be split in two parts; administrative and a Board allocated portion
 - The Board discussed who could contact the Board legal advisor with questions; should at least one other Board member be in that decision loop with the Chair
 - The President still has the authority to contact legal counsel to ask questions and when incidents occur that require a quick grasp of information (legal opinions) to understand the effects of each situation upon the people involved make timely decisions
 - It is granted that the Board Chair may need to contact legal counsel in a timely manner as well as confer with the TCA President on a regular basis to fulfill his duties as the Chair
5. **Annual Board Evaluation Action Plan** 5 min/5 min (8:01) (7:20)
 Action: (LaValley)
 Motion: (Discussion)
 Rationale: to review the results of the Board's annual evaluation results and determine an action plan
- Mr. LaValley highlighted the following items gleaned from the Board's annual evaluation to formulate the Board's action plan:
 - We must still be diligent and deliberate to seek out and find good quality candidates for the board.
 - The chair must be more proactive in allowing everyone to feel comfortable speaking up during board meetings.
 - We need to work at keeping our role as governance and not co-management. We need to politely hold each other accountable in this regard.
 - We must continually work at being respectful to one another, even when we disagree.
6. **Board Election Policy BBB-TCA** 3 min/2 min (8:11) (7:25)
 Action: (LaValley)
 Motion: (Vote)
 Rationale: to review the election policy and to recommend changes associated with moving the Board Election forward by one month
- **Motion: Dr. Jennings, on behalf of the Governance Committee, moved to approve the changes to the Board Election Policy, BBB-TCA.**
 - Discussion: None.
 - **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mrs. Van Vleet; Yea)**
- Conflict of Interest Board Policy** 5 min/5min (8:16) (7:30)
 Action: (Dubois, Miller)
 Motion: (1st Read)
 Rationale: to review changes to the Conflict of Interest Policy
- Mr. Dubois highlighted the following items from his presentation:
 - Changes to the policy will provide added clarity by defining confusing terms
 - Board members may recuse themselves from a topic of conversation but the Board is allowed to vote on whether it (the Board) thinks there is a conflict of interest
 - Allows for an undisclosed conflict of interest to be grounds for removal from the Board
 - A Board member that recuses themselves from a Board decision may be included in the discussion but not the final vote
7. **Talk2tcaboard Communication Process** 5 min/5 min (8:26) (7:35)
 Action: (LaValley)
 Motion: (Vote)
 Rationale: to review the expanded duties of the Board Secretary to include having two Board officers review e-mails and determining the best way to distribute to the rest of the Board and or Dr. Sojourner
- **Motion: Mr. LaValley, on behalf of the Governance Committee, moved to approve the changes to the Board Responsibilities, Election of Board Officers, and Board Officer Job Descriptions Policy, BBA-TCA.**
 - Discussion: None.
 - **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mrs. Van Vleet; Yea)**
8. **Conflict Resolution Policy** 3 min/2 min (8:36) (7:40)

Action: (Sojourner)

Motion: (Vote) to approve changes to the conflict resolution policy

Rationale: yearly review and amendment of Conflict Resolution Policy

- **Motion: Mr. LaValley moved to approve the Conflict Resolution Policy and was 2nd:**
- Discussion: Dr. Sojourner revised the policy to include non-discriminatory wording.
- **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea //Mrs. Van Vleet; Yea)**

9. Board Member Appointment

3 min/ 2 min (8:41) (7:43)

Action: (Moulton)

Motion: (Info)

Rationale: to collect names of individuals willing to be considered for appointment to the Board, and review/discuss candidate package recommended by the committee

- Mr. Moulton highlighted the following points from his report:
 - BMAC is in the process of collecting names of possible interested parties to be appointed to the Board. If you have not done so, send names to Mr. Moulton.
 - Once the BMAC receives the names, it will have informal coffees with each potential nominee to determine whether they want to be candidates in the appointment process
 - The whole Board will see the entire list of interested parties who want to be candidates
 - The BMAC will recommend to the Board their top two choices
 - The Board asked to include the following items when reporting back to the Board
 - Some general information about each candidate
 - Selection criteria the BMAC used to determine top two choices to the Board
 - Names of all the interested parties that agreed to become candidates for appointment

D. Board Communication

5 min (8:46) (7:52)

Action: Secretary

Rationale: to develop and approve of communication update to community and to update the Board on e-mail traffic and distribution

- School Calendars Approved
- Board Openings and Appointment of one Board member
- Construction Progress
- Celebrate TCA

E. Closing Comments from the Board

5 min (8:51) (7:53)

- Mr. Moulton thanked the Board for their constructive and informative discussions during the evening

F. Future Board Agenda Items

5 min (8:56) (7:54)

1. Quarterly Financial Report. Feb, VanGampleare
2. Announce Board of Director Candidates, Feb, LaValley
3. Curriculum Review/Text Review (Elementary), Feb, Jolly
4. Board Budget, Feb, Moulton
5. *Annual Capital Construction and Capital Infrastructure List, Feb, Tubb
6. Core Values, Feb, Governance Committee
7. D20 Relations with District Charter Schools, Feb, Governance Committee
8. Executive Session, President Feedback, Feb, Board
9. Student Support Services, Board Update on How TCA Supports Struggling Students, Feb

XI. Adjournment (Approx. 9:01 p.m.)

(9:01) (7:55)

- **Motion: Mr. Carter moved to adjourn the meeting and was 2nd:**
- Discussion: None
- **Vote: By a roll call vote of 6-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea //Mrs. Van Vleet; Yea)**

Attachments:

- 1) Board on Track Board Survey Results

Note: Items highlight with an (*) are tied to the Strategic Plan and deliverables by the Administration to the Board