

APPROVED BOARD MINUTES

ASD Board Meeting November 16, 2011 @ 6:30 p.m.

Board Members Present: Matt Collins, Jack Donovan, Thomas Frischknecht, Kent Glossop, Karen Graham, Idina Holden, Patty Humphrey, Brandon Jackson, Kimberly Lavalley and Michael White.

Board Members Absent: Jim Hochberg

The meeting was called to order at 6:43 p.m.

1. Public Comments

Joel Preminger requested an update on the Director search. Mr. Frischknecht responded that not much has occurred so far, as the Board has been focusing on providing the Acting Director the support she needs and stabilizing the current administration. More information will be discussed in the next meeting.

2. Approval of Board Minutes from the Prior Meeting

Mr. White moved to approve the minutes from September 14. Ms. Lavalley seconded. The vote passed unanimously.

Mr. White moved to approve the minutes from October 12. Mr. Collins seconded. The vote passed with 7 in favor and 1 abstention.

3. Items of Board Business

a. Board Chairman

- After the last Board meeting, several Board members met with Ms. Jennifer Cava to put together an organizational chart for school administration. Mr. Frischknecht walked through this for the group. The Board was asked to approve the associated title changes.

Ms. Humphrey moved to approve the change in title for Lisa Moser to Operations Manager and for Kym Harmon to Business Manager. Mr. Collins seconded. The motion passed unanimously.

- Ms. Lavalley purchased items to improve the teacher's room, such as snacks, drinks and a new coffee machine. There was difficulty reimbursing Ms. Lavalley because there was not an appropriate budget line item. Mr. Frischknecht requested that a line item be added. Mr. White asked how much would be needed. Ms. Lavalley replied \$200/month for the school year. Mr. White requested the same approval process that we have on other accounts: Ms. Cava would approve expenses in advance.

Ms. Humphrey proposed adding a line item of \$2,000 to the budget to purchase such necessities for the teachers and recommended that Board members donate to the line item. Mr. White seconded. The motion passed unanimously.

- Meeting with DOE Commissioner Barry. Mr. Frischknecht, Ms. Lavalley, Ms. Cava and Matt Southerton went to Concord yesterday to meet with DOE Commissioner Barry and others from the DOE. Mr. Frischknecht provided an overview of ASD, including the org chart. They were very pleased to see the Board had good control over the school operation. ASD presented itself as professional and credible, and they felt at ease to let the Board continue to govern independently. The ASD representatives asked how ASD could be

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certain the DOE supported the school. The Commissioner offered to make introductions with UNH and other key contacts to help the school with its needs, including facility requirements for next year. Ms. Lavalley shared the new admission policy and procedure, and they were thrilled with it. They no longer feel they need to attend the lottery. A DOE member who had just visited the school spoke very favorably of the school, especially how well it was functioning and how happy the students were.

- Mr. Collins has stepped up to lead the Curriculum Committee.
- Confidentiality Agreement. Mr. Frischknecht handed out a Confidentiality Agreement to the Board members. All Board members are required to sign by the next Board meeting. If any Board members choose not to sign, then Mr. Frischknecht will accept their resignation instead. Mr. Jackson asked if there would be an equivalent for staff. Ms. Cava confirmed that the employee manual covers a non-disclosure agreement. There is no equivalent for volunteers.
- Parent Election Results. The Board opened up three seats and received two candidates: Heather MacDonald and William Bonner. Ms. MacDonald received 53 votes. Mr. Bonner received 45 votes. Mr. Bonner has a daughter in 9th grade and has volunteered periodically through ASDEF. He has a lot of experience with facilities and would like to participate in Strategic Planning and the selection of the new Director.

Mr. Frischknecht stated that the Board expects attendance at at least eight Board meetings per year, for a two year commitment, with a possibility for another two years renewed without going through another parent election. The Board also expects involvement with at least one, preferably two committees.

In response to Ms. Humphrey's question, Mr. Bonner stated that his top priorities would be selecting the right facility and the school's ongoing financial stability. Ms. MacDonald listed as her priorities: Adequate funding, approving and applying the budget, fleshing out the high school curriculum, offering dual credit, closely monitoring the admission process and retaining teachers. Ms. MacDonald suggested that she could take over as chair of the Policy Committee and would also participate on the Admissions Committee.

In response to an inquiry from Mr. Frischknecht, Mr. Bonner expressed concerns about the Board's transparency. Ms. Humphrey asked how the Board is not transparent. Mr. Bonner answered by referring to the Q&A last month regarding the Director transition. Parents had specific concerns about the safety of their children and wished that the Board had answered those questions more directly.

Ms. Lavalley moved that both be invited to join the Board. Mr. Glossop approved. The motion passed unanimously.

Ms. MacDonald and Mr. Bonner participated as Board members for the duration of the meeting.

Mr. Frischknecht appointed Ms. MacDonald to the chair of the Policy Committee. Ms. MacDonald accepted.

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- Board Training. Our insurance provider, LGC, has offered a Board training class. This will be scheduled for January or February, in a separate meeting from the regularly scheduled Board.
- b. *Board Treasurer.* In preparation for recharter and completion of the audits, Mr. White held two meetings on November 8. First, in order to accelerate and facilitate the completion of those projects, operational responsibilities as Business Manager were transferred from a long-standing volunteer to paid administrative staff: Barbara Tierney, Kym Harmon and Jen Cava. The school owes a great debt to Ms. Mohnkern for her ongoing service and commitment to the school. Secondly, Mr. White met with Nancy Chabot from NCC Business Solutions. She is a consultant who helps schools with the accounting to complete audits and has worked with New Hampshire charter schools in the past. Since that meeting, she has been working with the new and former Business Managers to accomplish the necessary tasks for mid-January completion.

The Board will also need to select an auditing firm soon. Ms. Chabot can recommend three well-qualified accounting firms. Mr. Frischknecht suggested that the Treasurer, Business Manager and Chair of the Finance Committee make that selection. Mr. Glossop inquired on the status of the audits. One year has been completed and paid for. Mr. White would like to work with a different firm for the remaining audits. Ms. Holden asked who would be managing the preparation for and the execution of the audits and requested milestones be established to monitor progress. Mr. Frischknecht said this would require a retainer be paid to NCC. Mr. Donovan asked the state of the financial records. Mr. White said Ms. Chabot had areas of concern, but they weren't serious. At some point we will need to bring the accounting firm and answer the questions as they come up, even though things are not yet perfect. Mr. White is concerned about securing an accounting firm for the audits during tax season. Mr. Frischknecht had followed up with Ms. Chabot before the Board meeting and she was less optimistic about the state of the books. There are things that are wrong, and this is still being unraveled.

Mr. Jackson asked for a timeframe. Ms. Chabot needs to get the books in order first, and then they will be exposed to an audit. The school needs to submit the rechartering papers by the third week in January, so by December 31 the audits should be complete and the finding responses completed by Ms. Chabot. This may not be realistic. If it is not realistic, then the Board needs to understand the impact. Ms. Chabot has indicated that the DOE may provide an extension for the audits to be completed. Mr. Frischknecht mentioned to the Commissioner yesterday that the audits are one of the fallouts that the Board is working through.

Mr. Glossop asked when the Board would be likely to see a spreadsheet with cash flow projections through the end of the fiscal year. Mr. White expects to have that for the next Board meeting. Mr. Jackson asked if there is a deadline for having information about the budget in order to move forward with facility decisions. Mr. Frischknecht answered that we can find a building without a budget, because we know the limits of what we can afford. Mr. Glossop added that the issue is expenses associated with the move occurring over the summer, at a time when cash flow is usually bad for the school. One of Ms. Chabot's specialties is forensic accounting; where the school has different versions of budgets she can figure out what are the right things and where they belong.

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Mr. White will manage the process of preparing for and executing the audits.

4. **Director's Report** (provided by Ms. Jennifer Cava)
 - a. *State of Operation.* Ms. Cava reported that things have been going very smoothly. There has been a shift of focus back to the teachers and into the classroom. The teachers have appreciated the items that were provided in the faculty room, especially when supplies were replenished after they were originally depleted. Ms. Cava also stated that she has really appreciated the support from the ASD community. Ms. Cava has focused especially on communication and relationships. Every day at 10, all the staff members who are available meet for 15 minutes. She checks in weekly with every faculty member to find out what they need. The Annual Fund letter will be going out on Friday. The goal this year is \$90,000 (last year we raised \$66,000, so this seems realistic given the growth of the student population). Ms. Cava has also spoken recently to Mr. George Rogers, who is starting a charter school in Pennichuck, who has offered to help ASD build partnerships with local companies to focus on juniors and seniors.
 - b. *Visit from the Charter School Oversight Committee.* Mr. Frischknecht, Ms. Lavallee, Ms. Humphrey and Ms. MacDonald also attended. The visit went well.
 - c. *Office of Civil Rights:* The complaint with the OCR has been closed. The first part had been closed previously. The second part has now been closed, effective November 8. Ms. Holden asked if long-term adjustments to policy or procedures were required. Ms. Cava does not think so. The OCR is concerned about following the correct process. The first part of the complaint required developing a communications agreement with an outside school district for a specific student. Recently the responsibilities of sending districts and charter schools for special education students has been clarified, which will help ASD work with sending districts more smoothly in the future. The second part of the complaint is resolved through an agreement to have a 504 team meeting which has now been done.
 - d. *Teacher Evaluation.* Ms. Cava is rolling out a more formal teacher evaluation process that Ms. Jill Cane has helped to develop. ASD will utilize Danielson's matrix that teachers can use to think about how they are teaching. It will also include aspects of the charter, such as real world experiences, project-based learning, etc. Teachers will measure their success that way, along with the school.

Mr. Frischknecht commended Ms. Cava for her accomplishments in closing out the OCR complaint and for the improvement in the school atmosphere that can be felt when someone walks in the door. Ms. Holden added that she is very excited about the teacher evaluation process.

5. Committee Reports

- a. *Curriculum:* Mr. Glossop will meet with the new Chair.
- b. *Policy:* The committee has been focused on admissions. A few typos were fixed on the policy. Several of the forms were adjusted to match up with the online versions. Currently 11 applicants have registered on line. So far, it seems very clear.
- c. *Personnel*
 - The Personnel Committee would like to recommend that the Board add a non-voting member elected from the faculty by the faculty to the Board. A Board member asked if this member would be held to the same expectation of eight meetings. Ms. Holden replied that this could be left to the faculty to decide. Ms. MacDonald asked if it has to be just one member of several faculty could share the one seat. Ms. Holden replied that this could also be

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left to the faculty to decide. Mr. Overman asked if that position would attend closed sessions. Ms. Holden replied that they usually would not, unless their input was relevant to the topic being discussed.

Ms. Holden moved that the Board approve adding a non-voting faculty member, elected by the faculty, to the Board. Ms. Lavalley seconded the motion. The motion passed unanimously.

Ms. Cava will invite Ms. Holden to an upcoming faculty meeting to present the opportunity on behalf of the Board.

Mr. White moved that Kym Harmon be kept on in the position of Business Manager at a salary of \$30,000. Ms. Lavalley seconded the motion. The motion passed unanimously.

The Board discussed the possibility of creating a permanent part-time bookkeeper position. Ms. Chabot believes that ASD does need the position, as it would be much more expensive to hire an outside firm. The Board appreciates what Ms. Tierney has been doing in this position so far. Ms. Cava is in favor of having a full-time bookkeeper position. Ms. Tierney is on a contract basis currently.

Mr. White expressed concern about the increase in staff for a small school. The Personnel Committee discussed the efficiency of the positions and how they are being used. The staff is pulled into other work such as supervising student free time and substituting in classes. Mr. Glossop asked whether the school has an appropriate administrative staff for a school of 450. Mr. Frischknecht said that when things in the Business office have calmed down, the Business Manager can get involved in more things to assist the Director. He also reminded the Board that the school cannot hire someone until the budget is understood. Ms. Tierney has asked ASD's intention toward the position, even though she is flexible to stay on as a contractor in the meantime.

Ms. Holden moved that the Board hire a part-time bookkeeper up to 20 hours, pending budget, at the Director's discretion. Mr. White seconded the motion. The motion passed unanimously.

Mr. Glossop asked the distribution of spending be assessed by the Strategic Planning Committee *vs.* other similar schools.

Ms. Holden shared that the Personnel Committee also recommended that a line item to pay for substitute teachers so that the staff could stay in their proper positions. No motion was made. Instead, Mr. Donovan agreed that the Strategic Planning and Finance Committee would consider the request when the budget is reviewed.

The Personnel Committee has also reviewed the Assistant Director's compensation in light of the new responsibilities. Ms. Lavalley said that this salary is still below the median range for other Assistant Directors in the area.

Ms. Holden moved that the Board increase Ms. Cava's compensation to \$65,000 for the duration of her contract, retroactive to when she took over

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the Acting Director responsibilities, assuming there is budget to cover the increase. Mr. White seconded the motion. The motion passed unanimously.

- d. *Outreach:* Mr. Collins thanked Ms. Cava for taking the time to exchange ideas. Mr. Collins created a turkey drive that will donate turkeys and food. The class that gives the most food will get a pizza party. There is now food all around the school. The ASD community has come up with about 52 turkeys in a week. The donation will be split between St. John Neumann's in Nashua and the Nashua Soup Kitchen. Mr. Collins will bring in the Union Leader to take pictures of the students and the faculty. The students in the winning classrooms will also have a chance to present the donation.

Mr. Collins is also working on a "Toys for Tots" drive, focusing on children in hospitals and who are homeless. The homerooms will have a chance to create toys or bring toys in and donate them to the children. He is also looking at media attention for this event. The school is already creating education and leadership for the students and these initiatives show it is also giving the students a chance to learn how to give back to the community. Mr. Collins is focusing on the communities of Nashua, Merrimack, Amherst and beyond.

Mr. Collins encouraged fellow Board members to participate as well.

In December, Mr. Collins will bring in some key people in to look at health plans, 401(k) and life insurance to see if any of these benefits can be offered to the faculty.

- e. *Strategic Planning and Finance:* The Committee has not met because the members have been distracted by the budget issues. The critical issue is space. The Board will have to make a decision by the end of February on whether we will renew in the current space. The Committee will make a recommendation to the Board by the January meeting. The school faces considerable constraints: Expense, location, space. Several options are available which are being pulled together.
6. The next Board meeting will cover non-voting student board members, facilities and budget and is scheduled for December 14 at 6:30 p.m.

The Board meeting adjourned at 8:53.

Respectfully submitted,

Idina Holden
Secretary