

Academy for Science and Design (ASD) Board of Trustees

Meeting Minutes - September 11, 2013

REF: Board Minutes 20130911.docx, Approved 10/9/13 with Addendum at bottom.

Board Members Present (11): David Alukonis, Heather Bobbitt, Jane Buck, Thomas Frischknecht, Kent Glossop, Dr. Karen Graham, Kevin Harbison, Kim Lavalley, Heather MacDonald, Joel Preminger, Brian Smith

Board Members Absent (1): Lucille Jordan

Non-Voting Members Present (2): Jennifer Cava, Douglas Belley

Others in Attendance (7): Kym Harmon, Barbara Tierney, Peter Motsis, Kelli D'Amore, Ashley Davison, William Bonner, Dawn Korade

Meeting called to order 6:37PM by Thomas Frischknecht

1. Public Comments

No public comments

2. Approve Minutes from previous meeting

Brian Smith moved that the August 28, 2012 minutes be approved as written , Karen Graham 2nd, all voted in favor,so moved.

3. Nathan Wechsler & Company, PA (Auditors)

a. The audit team from Nathan Wechsler & Company, PA, Kelli Boyle D'Amore, CPA, and Ashley Davison, CPA, MSA, were present and reported to the board they performed a risk based audit with an unqualified opinion which is the highest form of opinion for the fiscal year ending June 30, 2013. This is the 5th audit performed.

b. A powerpoint presentation was delivered and the auditors declared that the Financial statements were free from material misstatements.

c. A copy of the Preliminary Financial Report dated June 30, 2013 was distributed along with an objective overview for the new Form 990. This is ASD's 2nd Form 990 on file.

The auditor, Ashley Davison, CPA, MSA, asked the board outright about one item that was recommended last year regarding the replacement of the debit card with a credit card. Thomas Frischknecht stated that the board approved a credit card however Kym Harmon stated this was not available by the bank until ASD could show a 2nd 990 on file. This will be possible once this audit is approved and the 2nd 990 is in hand. Kym Harmon will be pursuing this recommendation once the appropriate forms and paperwork is filed with the bank.

David Alukonis asked the auditors about the current GASB (Government Accounting Standard Board) Standards input this year and what areas did the auditors see as difficult to meet against this standard. David Alukonis also asked if there are any other non profit GASB Standards that ASD would need to address with regard to presentation or geography. Kelli

D'Amore responded that leases will be an area to be addressed as in a few years leases will no longer be expensed, but rather considered an asset that will be depreciated in the future..

4. ASD Retirement Plan - Idina Holden

a. Heather MacDonald introduced Peter Motsis, CFP, CRPC, the Associate Vice President at Ameriprise Financial in Bedford, NH. He will be the Financial Advisor to the ASD Retirement Plan and is available today at the board meeting for any questions.

b. Idina Holden joined in on a conference call for the discussion and to be available for any questions with regard to the new plan.

c. The ASD Retirement Plan documents were distributed via email prior to the board meeting for review. Heather MacDonald asked if anyone on the board had any questions on the 80 page document.

Heather MacDonald made the motion to respectfully request that the Board of Directors authorize the Academy for Science and Design, effective October 1, 2013, to begin using MassMutual for comprehensive plan and administrative services for the Academy for Science and Design 403(b) Plan as described in the attached Plan Document. Karen Graham 2nd, all in favor, so moved.

Heather MacDonald made a additional motion to respectfully request that the Board of Directors authorize Jennifer Cava, Kym Harmon and Thomas Frischknecht as authorized signers on the MassMutual account. Heather Bobbitt, 2nd, all in favor, so moved.

Idina Holden was conference in on the phone and commented that the fiduciary responsibility will now be transferred into the hands of the ASD Board to take on this plan with periodic investment reviews and make sure they are sound and fiduciary. Idina Holden stated, should anything change about the plan, the board would need to address this document accordingly. This review process will be added to either the Finance Committee or Strategic Planning Committee or combination thereof, this responsibility will be sorted out at the joint meeting of these committees on Sept 17th meeting. Thomas Frischknecht asked that David Alukonis (Finance) and Kent Glossop (Strategic Planning) to follow up with him on this event..

Peter Motsis, CFP, CRPC stated he is here for the board and is looking forward to presenting the details of the ASD Retirement Plan to the employees at the September 25th meeting.

5. Policy JFABD- 2nd Reading: Admissions of Homeless Students

Heather MacDonald reviewed that we agreed to pass it as written and this is the 2nd reading. Thomas Frischknecht asked if there are any comments on the floor. None

Karen Graham moved the Policy JFABD: Admissions of Homeless Students be accepted as read, Jane Buck, 2nd, all are in favor, so moved.

6. Items of Board Business

a. Board Chairman (Thomas Frischknecht)

- i. Nothing to report
- ii. Amended later in the meeting: Thomas Frischknecht announced he wanted to officially announce Kent Glossop as the Chair of the Strategic Planning Committee.

b. Board Treasurer (Kim Lavallee)

Had to leave, budget was previously emailed to board prior to meeting. The budget is not much different than 2 weeks ago when we last had our board meeting.

Joel Preminger asked about the “cash position surplus”,(that was brought up by the auditors presentation). He asked if this money was sitting in a regular account?

Kym Harmon stated that we do not have a surplus of cash; Kym Harmon explained, what the auditors referred to were non cash assets not cash in the bank for the year ending June 30, 2013. Kym Harmon went on to state, they did enter the summer with some cash but did not need to draw on the LOC/Bridge Loan. Kym Harmon finished by stating that currently ASD is still waiting for the per pupil aid.

Kent Glossop stated this is the first year in the history of the school that we are entering the start of the school year, September, without borrowing money. This is an accomplishment to be celebrated; a sign showing how ASD is establishing its sustainability.

7. Director's Report (Jenn Cava)

a. Operations Update

- i. Jenn Cava was thrilled to announce breaking news that ASD has 3 National Merit Semifinalists from a class of 22! The semifinalists are:
Michael Collins (from Deering), Tong Xu (from Nashua) and Jesse Hayes (from Pelham)

ASD also had outstanding performance on AP Exams. Jenn Cava showed graphs on how ASD is performing vs the State of NH. ASD's position on these scores are excellent and she is proud to show these scores off and feels this data is important in showing how the students are performing against others in establishing the question of how the students perform in the “AP” areas despite the fact that ASD offers Dual Credit courses rather than official "AP" classes.. This data will be used to update the school's profile.

Physics: 4.75

Calc BC: 4.3

Calc AB subscore: 4.7

Calculus AB: 3.55

Language and Composition: 4.1.

Thomas Frischknecht asked that a press release be done as soon as possible in order to celebrate these students achievement. Jenn Cava will work with Jane Buck (Outreach

Committee Mbr) to see this come to fruition as we have lost our contact at The Telegraph.

ii.. Jenn Cava has also accepted a check for \$5140, from Best Ford. The funds were raised during a Spring 2013 Drive for Your School Campaign which was launched in the ASD parking lot. A Big "Thank You" to Mike Frassica of Best Ford, Lisa Krueger (Parent who coordinated the event), Kym Harmon and Barbara Tierney(Business Office) for making this such a success.

iii. ASDEF Back to School Barbeque & First Meeting (ASDEF in need of a President)

iv. Back to School Night Sept 12th, Board has Informational Table 5:30-8pm

v .Current Enrollment is 453

vi. On site FOCUS training is Monday, September 16th. Trainers are coming in from TX.

vii. First Charter Leaders Meeting at DOE September 10th

viii. Per pupil aid has increased slightly from \$5450 to \$5498.30 per student for the year

ix. Enrichment is a challenge and Jenn Cava has been tasked to create a new edge to the enrichment program that might bring more interest. Therefore she is about to rename it, **SPARK (Symposium Promoting Advancement of Real-world Knowledge)**. She stated she is working on a document to help the promotion of SPARK engaging speakers from the community to participate in the 5 full day sessions offered throughout the 2013-2014 school year.

b. Facility Updates

i. Building ready this year.

ii. Supplies changed as ASD is working with NE Paper and parents can donate financially that drives the delivery to the school

iii.Lab furniture in 2 places

iv.Wireless fix on the way, the wireless antennas are not functioning correctly and they will be replaced 25th

v. Asbestos inspection Sept 25th

vi. Door buzzer security will be installed Sept .

vii. PA system we thought we had donated by Cobham is not serviceable so a new plan is necessary. Maybe telephone can be deployed to solve this issue to reach students in an emergency situation as Jenn Cava is still uncomfortable with the current situation should there be a problem.

Dawn Korade commented on the failed PA system and the expense associated with putting in a new system. She suggested an alternative be considered that was less costly or an alternative plan be made.

viii. HVAC still an issue and felt this is an ongoing issue

ix. Network is shaky

x. Today had our first successful fire drill

Heather MacDonald asked if anyone has approached Tamposi for HVAC as she felt that the

building lease should be revisited as the units were to be in good working order and there has been much maintenance on these units since ASD moved in. The issue is the maintenance for HVAC. Thomas Frischknecht will discuss the HVAC with Mr. Tamposi.

XI. Jenn Cava is working on a brochure for the SPARK (formerly called Enrichment) Conference to assist in gaining support from parents. Currently faculty is asked to do 2 presentations on the first SPARK event, October 9th. There are 4 additional dates: Dec 4th, Feb 12, April 2 and June 4th. Presentations are planned to deliver material for a minimum of a 90 min, however, longer sessions as well as portions of the day can be arranged. The next step will be to work out the descriptions for each workshop..

Thomas Frischknecht asked if we have a CO (Certificate of Occupancy) for the new portion of the buildout done this summer. The Fire Marshall stopped in and heard we had done construction and informed Jenn Cava that these permits were not on file with the City of Nashua. Jenn stated the permits were paid for and will follow up with Gary Thomas of NorthPoint Construction as she has set up a walkthru for the 3 of them to work this issue out. We do not have a Certificate of Occupancy for the extension. The City Fire Marshall will work with ASD to resolve this CO and there may be fines assessed.

c. Faculty and Staff

Jenn Cava shared the Organizational Reporting Structure using a flowchart to establish new positions, roles and responsibilities for the staff. A significant change in faculty is the establishment of a Dean of Academics(Stephanie Dumoski) and a Dean of Students (Jessica Golden).

Thomas Frischknecht stated he wanted to add an item in Board Business; as he announced Kent Glossop the new Chair of the Strategic Planning Committee. (Note, this entry will remain here for minutes, but will be inserted in Board Chairman's statements at 6a.)

Thomas Frischknecht also stated that the ASD June 30, 2013 End of Year Audit discussed earlier, be accepted by a motion. David Alukonis and Joel Preminger brought up their concerns that the audit has "Preliminary" on the audit and should it not state "Final" if the Board is to approve it? David Alukonis objected to approving the preliminary audit and wanted time to review it as board members were not given time to review this document prior to this meeting. Heather Bobbitt stated the auditors presented to the Finance Committee last fall and that the Committee then recommended acceptance of the audit of June 31, 2012 at the following board meeting later that evening. The process was discovered to be different this year and that the board needed more time to review the document prior to voting to approve it. Kym Harmon requested we not delay the motion so that ASD could be on time with the reporting of this audit to the State of NH as the Business Office has been diligent all summer to be ready for this timely event. She stated if we wait until the next board meeting we will miss the deadline. Thomas Frischknecht offered a solution to table the motion for 48 hrs and asked all board members to review it as a final version by Friday EOB, Saturday latest so that we can

produce questions to the auditors. Thomas Frischknecht will then request all board members be ready to receive an electronic motion on Sunday, September 15th, to approve the audit as final and vote so that a solution can be timely. The electronic vote will then be ratified at next board meeting. Thomas Frischknecht stated that since there is a time factor in this audit that in the future, the Finance Committee would get the first review and then the board would have the opportunity to also ask questions of the audit and address them to the auditors with a chance to preview the documents.

8. Faculty and Student Affairs

a. Faculty Report (Doug Belley)

i. Doug Belley stated school is session for 2 weeks and that the faculty will be thrilled at the news of the fruition of an ASD Retirement Plan and looks forward to that presentation at the Sept 25th meeting.

ii. Met with his department teachers this week and stated the overall feedback is all is going well. He felt it was important to acknowledge a new teachers comment that he felt he was working harder here at ASD than a previous public school teaching position, however he never felt so rewarded in this hard work.

b. Student Body Report (TBA)

No report, student body representative TBA; to be elected by the students.

9. Committee Reports

a. Finance: (David Alukonis) no report, anyone interested in being part of the Finance Committee meet him after the meeting

b. Outreach: (Brian Smith)

i. announced the Outreach Committee will meet the 3rd Wed monthly at 6:30pm at ASD

ii. Learning about grants along the way, STEM \$15K pushing back on working on a rewrite on the grant. Will be writing one for smartboards. Stephanie Dumoski would like to see every classroom to have a smartboard at ASD.

iii. Jane Buck suggested a look at Moby as a resource.

iv. Joel Preminger asked Board Committee Chairs keep Lisa Moser up to date in order to announce committee meetings in the weekly newsletter, as well as prepare an updated goal statement for their respective committees so that the Board section on the ASD website can be updated with that information. This request is being made to each chair to help keep open communication with the ASD Community.

Thomas commented that he has asked that already from the committee chairs, and he would be happy to get them by next week.

Joel Preminger proceeded to ask about transparency that did not occur regarding a meeting of the Executive Committee prior to tonight's board meeting and why this was not announced for others to have the opportunity to attend. He asked that these meetings be announced in advance and that the topics and content of this latest meeting be shared.

Thomas Frischknecht responded, Yes.

c. Personnel: (Kim Lavallee) No report as Kim Lavallee had to leave earlier.

d. Policy: (Heather MacDonald) nothing to report, meeting is scheduled for next week. Heather also reminded the Board its Policy BEAA that states, "Before actions by the Board are requested or recommended, the Board Members shall be provided adequate data and backup information at least four calendar days in advance to assist them in reaching sound and objective decisions consistent with established goals."

e. Strategic Planning :(Kent Glossop) No report, however announce a joint Finance and Strategic Planning Committee meeting will occur next week and those interested should gather after the meeting to establish the date and time most could attend. The Strategic Planning Committee will then meet on the 1st Wed of the month starting Oct 2 at 6:30pm.

Motion to adjourn was made by Kevin Harbison and 2nd by Joel Preminger at 8:34 PM

7. Next Meeting- Wed, Oct 9th , 2013 at 6:30pm

Respectfully submitted,
Heather Bobbitt
Secretary

See Approved Amendment of minutes reflecting Addendum: 9/15/13 Electronic Vote details follow, Approval to amend the minutes was approved at the Board of Trustees Mtg on 10/9/13:

ADDENDUM TO THE SEPTEMBER 11, 2013 BOARD MINUTES

RE: Electronic Vote to accept the 2012/13 Financial Audit performed and as reported to the Board on September 11, 2013 by the Nathan-Wechsler firm.

From: "Thomas Frischknecht (Parent)" <thomas.frischknecht@asdnh.org>
To: "ASD Board of Trustees" <asdboard@asdnh.org>
Cc: "Kym Harmon" <kym.harmon@asdnh.org>, "Douglass Belley" <douglass.belley@asdnh.org>, "Dominique Dadekian (S)" <dominique.dadekian@asdnh.org>
Sent: Monday, September 16, 2013 9:30:18 AM
Subject: [asdboard] Fwd: BOARD BUSINESS: Vote request results for accepting the Nathan Wechsler's ASD Audit Report for the year 2012/13 school year

Good morning,

The result of the electronic vote is as follow:

- David Alukonis = APPROVE
- Heather Bobbitt = APPROVE
- Jane Buck = APPROVED
- Kent Glossop = APPROVED
- Dr. Karen Graham = APPROVED
- Kevin Harbison = No Vote received
- Lucille Jordan = No Vote received
- Kimberly Lavalley = APPROVE
- Heather MacDonald = APPROVED
- Joel Preminger = APPROVED
- Brian Smith = APPROVED
- • The Board voted nine (9) votes in favor accepting the 2012/13 Audit, as presented by the Auditors.
- • with regards
- Thomas Frischknecht
- ASD Board Chairman

----- Forwarded message -----

From: **Thomas Frischknecht (Parent)** <thomas.frischknecht@asdnh.org>
Date: Sun, Sep 15, 2013 at 12:39 AM
Subject: BOARD BUSINESS: Vote request to accept the Nathan Wechsler's ASD Audit Report for the year 2012/13 school year
To: ASD Board of Trustees <asdboard@asdnh.org>