



Board Meeting Minutes ~ Adopted January 16, 2018

Board Members in Attendance:
Excused
Invited Guests in Attendance:

Matt Bowman, Richard Maxfield, Kent Burggraaf, Dan Griffiths, Lisa Taylor-Swanson, Craig Lawson, Nathan Justis (Non-voting)
Diane Longhurst Johnson and Laura Hamilton (non-voting)
Tasi Young, Craig Lawson, Lincoln Fillmore

| Agenda Items: | Discussion: | Follow Up Needed: |
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| Approval of December 12, 2017, January 2, 2018, and January 3, 2018 minutes | Matt motioned that the minutes be approved. Kent seconded the motion. Motion carried (unanimous). | |
| Public Comment | Michelle Bradley presented an idea of "adopt a teacher" that would allow donors to support a percentage of our teacher's gross salary. She will work with the staff at AISU to review this further for feasibility and implementation. | |
| | Andrea Hurtado presented on partnerships for our advanced students for STEM programs and other avenues to provide advanced learning with little to no cost to AISU. | |
| Advisory Council | The representatives from the advisory council were unable to attend the meeting, but Nate reported Manny's overview of activities and Nicole mentioned that the council is at it's beginning stages and that there are already good connections in place for the anti-bullying work that the council would like to pursue. | |
| Board Composition | Matt introduced Craig Lawson. Diane has completed Craig's interview process. Craig shared his background and interest in serving the Board. Craig currently works as the Director of Accounting at Layton Construction. Dan motioned that Craig be appointed to the Board. Matt seconded the motion. Motion carried (unanimous). | |
| State of the School Report | Nathan Justis sent out a report with the three pillars broken down as well as the Strategic Plan for AISU. He reviewed key points of the document and turned the time over to Lincoln for a financial update. Lincoln reported that there has been an absence of budget discipline. He will work to ensure that more oversight is put into place on the specific areas of concern including Intensives. The overview that Lincoln provided is conservative for enrollment. All programs outside of intensives must be self sustaining. | |
| Athletic Facility | The Brand brothers are interested in partnering to provide finances for this facility. The facility must make sense financially, so Lincoln will provide a review of cost savings vs. investment to assess the debt service and get back to the Board. Nate will communicate with the REIT that the Board needs to get advice from our Business Manager before approval can be given. A master site plan also needs to be completed, which Nate will request the Brands to compose and present to the Board. If we moved ahead with a facility for next school year, we would need to break ground by February. | Nate will follow up with the REIT about a master plan and to provide them an update. |



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| Board Governance | <p>Kent was putting the governance policy together and invites input into the documents he has provided. The Chair, Vice Chair, Treasurer, and Secretary per the charter documents have one year terms with the possibility of serving three consecutive years. There is a five year total term limit for these roles.</p> <p>Dan nominated that Craig be appointed as the Treasurer to the Board. This individual serves as the finance committee chair by nature of the role. Matt seconded the motion. Motion carried (unanimous). Craig accepted the appointment.</p> <p>Kent nominated that Matt be appointed as the Vice Chair to the Board. Dan seconded the motion. Motion carried (unanimous). Matt accepted the appointment.</p> <p>Dan nominated that Kent be appointed as the Chairman to the Board. Lisa seconded the motion. Motion carried with an abstention by Richard Maxfield. Kent accepted the appointment.</p> <p>Kent noted that long term he would like to see all AISU policies in one place with one format. The proposed governance policy adoption will go on the agenda for February.</p> | |
| AIS/AISU Manager | <p>We need to do a national search for this position, but needed to review how to cover the cost temporarily for an acting manager of AIS, LLC. The manager would be 5-10 hours/week. Lincoln shared his hesitancy to expend resources for this role until we know how we will adjust the budget to account for the cost. This role would release Richard from his acting role for AIS providing response on EB-5 issues. This role would have to be project oriented (e.g., EB-5 and AIS investor issues, lawsuit/legal counsel coordination on behalf of AISU, etc.), as opposed to the more expansive role this position previously had. This will be a matter to discuss at the AIS Member meeting.</p> | |
| Executive Session | <p>Dan motioned that the Board enter Executive Session for the purposes of discussing pending litigation. Kent seconded. Motion carried with voice vote by Dan, Kent, Richard, Craig, and Matt (acknowledgement only). Tasi Young should be invited to attend Executive Session and that Nathan Justis as the Director is a non-voting member of the Board and should stay for Executive Session whenever possible.</p> | |
| ReadMate | <p>Dan indicated that there was clear direction at the last meeting that Nathan should review this product and make a recommendation to the Board regarding feasibility of use of the product at AISU. ReadMate sent a new proposal to Nathan and he asked for clarification to which he did not receive a response. ReadMate would like a 60/40 split of the SOEP funding for anyone who enrolls in the program.</p> <p>Direction given for Nathan to vet the program and the issues and come back to the Board with a formal proposal.</p> | |
| Meeting Conclusion | <p>Dan motioned that we adjourn the meeting. Lisa seconded the motion. Motion carried (unanimous).</p> | |