

Minutes for Board Meeting
American International School of Utah
February 20, 2018 @ 4:00 p.m.

Welcome – Roll Call (Board members & staff; present & excused)

Board Members Present: Kent Burggraaf; Richard Maxfield; Craig Lawson; Diane Longhurst Johnson (arrived during Public Comment Period); Lisa Taylor-Swanson (arrived just before vote on 2018 Board Meeting Schedule); Dan Griffiths; Nathan Justis (non-voting)

Excused Board Members: Matt Bowman

Staff: Tasi Young

Public: Mike Farley, Manny Rengale, Nicole Rich, Austin Miles, Sophia Weiss, Jamie Adamson, and Andrea Hurtado Angeles.

Approval of Agenda

Motion: Dan Griffiths

Second: Richard Maxfield

For: Unanimous in favor.

Against: None.

Approval of minutes for January 16, 2018 and January 25, 2018 Board meetings

Motion: Dan Griffiths

Second: Craig Lawson

For: Unanimous in favor.

Against: None.

Approval of 2018 Board Meeting Schedule (to be posted on the Utah Public Meetings Website)

Motion: Dan Griffiths

Second: Craig Lawson

For: Unanimous in favor, including Lisa Taylor-Swanson that had recently arrived.

Against: None.

Subsequent motion (after Diane Longhurst Johnson had arrived) to adjust the dates on the 2018 Board Meeting Schedule for the months of September and December, to Sept. 18 and Dec. 18.

Motion: Lisa Taylor-Swanson

Second: Diane Longhurst Johnson

For: Unanimous

Against: None.

Public Comment

-Andrea Hurtado Angeles (parent): Requested AISU participated in the UVU Prep. program; wants AISU to improve its S.T.E.M. education.

-Sophia Weiss (PTO President): Encouraged attendance of Board members at the PTO Gala, Saturday, February 24th. Funds raised are anticipated to help in the construction of the athletics facility.

-Nicole Rich (staff & parent): Requested improved communication with parents about AISU's safety procedures in place, or measures being taken in relation to school safety.

-Jamie Adamson (PTO Elementary President): Requested that there be an evaluation of what occurred during the first few years of AISU's operation, as compared to now. Requested that it be communicated why certain measures are being taken now, limiting certain expenses/programs (e.g., to ensure AISU's future, financial/budget stability).

State of the School Report – Nathan Justis

AISU International Program (5-8 minutes) – Annie Romano

-Annie Romano's presentation on the International Program is postponed to March's regular meeting, because she could not attend today.

-Nate presented the following information:

-Nate shared a State of the School report with staff about 10 days previous and shared this with the Board prior to the meeting. This report clarified why we encountered a cash shortage in Nov. 2017.

-29 new international students are starting at AISU this term.

-Additional staff has been dedicated to the behavioral support team.

-The school is considering offering C grades.

-The community council will be asked to allocate funds to support the ELL and literacy programs next year.

-More AP classes are scheduled to be offered next year.

-An AISU student, Moriya Nelson, won the Juror's Choice award at the All-State High School Art competition.

-MAP scores show a need for attention in middle school math.

-Nate is working with a mentor from the State Charter School Board.

-School safety is a top priority and staff are receiving additional training. Kent Burggraaf asked if the school has a conceal and carry policy. It currently does not.

-The Board needs to give input on whether the school should build an athletics facility and new middle school classrooms with additional debt service, or try to sell land, or a combination of both.

-The following assignments were made, to be reported on in March:

-Nate will report curriculum changes (offering C grades, offering AP classes, etc.) to the Academic committee and the Board.

-Nate will invite volunteers and substitute teachers to a school safety training this coming Friday.

-Nate will talk to the office manager about onboarding subs and new hires regarding safety procedures.

-Nate will work with Charter Solutions to prepare a financial plan to share with the Board, showing short- and long-term projections that would inform the conversation about building an athletics facility and middle school classrooms.

Consideration for adopting the 2018-2019 School Year Calendar – Nathan Justis

Motion: Dan Griffiths

Second: Craig Lawson

For: Unanimous in favor.

Against: None.

Chairman's Report– Kent Burggraaf

Compliance with Open and Public Meetings Act - AISU Board member email accounts

Board Secretary Position

Assignment: Diane Longhurst Johnson to work with Nate in creating a job description for the Board Secretary position; will then send out an email announcement to the AISU community, or otherwise distribute the job announcement. They will screen applicants, similar to the process for screening other Board applicants, with a goal to present someone at the March meeting for consideration.

Committee Reports

Academic Excellence – Lisa Taylor-Swanson

-Assignment: Nate will confer with this committee about the amount of credit awarded in intensives.

Advisory Council – Diane Longhurst Johnson

-3 members of the Advisory Council were present:

Manny Rengale: Presented on the issue of decreasing bullying at AISU, buddy-box, Safe Utah App, bully prevention/intervention specialist, and a workshop Parents Empowered night.

Nicole Rich: Spoke about anti-bullying training with younger grades.
Austin Miles: Suggests a student anti-bullying committee be established.
Advised to coordinate the suggestions with Nate and Jen Humphries.

Audit – Dan Griffiths: Squire Audit Report; USBE LEA Audit – corrective action/policies

-Dan reported that most of the policies that are suggested by the audit, are not Board level policies to be adopted and, based on input from Nate, believes the necessary policies have been adopted; he will confirm that and report back. Dan is working with Nate and Lincoln to prepare a response/report for the State Board of Education regarding managements actions in addressing the audit findings. Will present on the proposed response at our March meeting or bring to the Board any policies that should be considered.

Board Membership/Recruitment – Diane Longhurst Johnson

Richard Maxfield replacement upon resignation

Laura Hamilton interested in a voting-member position –

Consideration for appointing Laura was postponed to the March meeting, since she could not be present at this meeting.

-Assignment: Nate will discuss with Communications Committee adding language to the Newsletter about the Board’s and Advisory Council’s need for new members, outlining some needed expertise.

-Assignment: Diane will verify if Mindy Young is still interested in a Board position.

Financial Responsibility – Craig Lawson & Lincoln Fillmore

Dan Griffiths suggested we be more proactive in communicating with parents about our finances.

Capital Fundraising & Innovations – Diane Longhurst Johnson

Undertaking the project of the athletic facility

Communications – Matt Bowman (excused)

They are meeting in March.

Executive Committee – Kent Burggraaf

Currently the Contracts Committee, until/if the Governance Policy is adopted, which would then create the Executive Committee with the Chair, Vice Chair, and Treasurer as members.

School Trust Land Council – Nathan Justis: Status of SITLA Funds and Plan Development

Nate currently on this council. Operated with staff and parent members mostly. Discussed the proposed governance policy and how it corresponds to the council’s current operation (e.g., Board could appoint additional Board members to this council, in addition to the other council members). AISU has received SITLA funds each year it has been in operation. Council is in the plan development process.

Consideration of Appointment of Nathan Justis as Acting School Director for AISU (and ratification of documents previously signed by him on behalf of AISU, within the scope of his role; his current position is Acting Superintendent, under AIS, LLC)

Motion: Dan Griffiths moved to table the issue (it being moot based on verification of a similar action by the Board in 2017).

Second: Craig Lawson

For: Unanimous Against: None.

AISU School Director and AIS Manager Job Description and Search

An executive search needs to be commenced to search for a permanent AISU School Director and/or AIS Manager. Consideration will be given to whether to use a recruiter.

Assignment: Nate will contact Charter Solutions and the Utah Association of Public Charter Schools to see what familiarity they have with the school director recruiting process, including template job descriptions, RFPs for using recruiters. He will circulate a draft job description. Tasi Young will give input, as it pertains to the AIS Manager position.

Consideration of adoption of Board Governance Policy – Kent Burggraaf

The proposed policy was reviewed. Nathan Justis had several questions/suggested changes, and due to time limitations it was proposed we postpone the decision to adopt the policy to the next regular meeting.

Motion: Dan Griffiths moved to postpone consideration of adopting the Governance Policy to the March meeting.

Second: Craig Lawson.

For: Unanimous.

Against: None.

Motion: Dan Griffiths moved to go into executive session (exiting open/public session) in accordance with the Utah Open and Public Meetings Act for the following or other purposes outlined in the law: 1) to discuss the character, professional competence, or physical or mental health of individuals; 2) to discuss pending or reasonably imminent litigation; 3) to discuss the sale or transfer of land.

Second: Craig Lawson

For: Dan Griffiths, Craig Lawson, Lisa Taylor-Swanson, Diane Longhurst Johnson, Richard Maxfield, and Kent Burggraaf.

Against: None.

Executive Session

Motion: Lisa Taylor-Swanson moved to exit executive session and re-enter public session.

Seconded: Craig Lawson

For: Dan Griffiths, Craig Lawson, Lisa Taylor-Swanson, Diane Longhurst Johnson, Richard Maxfield, and Kent Burggraaf.

Against: None.

Craig Lawson and Dan Griffiths excused themselves from the meeting, leaving Diane Longhurst Johnson, Lisa Taylor-Swanson, Richard Maxfield, and Kent Burggraaf.

Assignments and Future Agenda Items – Open & Public Meetings Act Training; Conflict Disclosure; Policies

Assignments previously covered during the meeting. Future agenda items discussed.

Adjournment

Motion: Diane Longhurst Johnson

Second: Richard Maxfield

For: Unanimous.

Against: None.

Minutes for AIS, LLC Members Meeting

February 20, 2018

Start time: 6:00 p.m. (or immediately following the AISU Board meeting)

Welcome – Roll Call and Confirmation of Proper Notice

AIS Members Present:

Representing AISU: Kent Burggraaf; Richard Maxfield; Diane Longhurst Johnson; Lisa Taylor-Swanson;
Nathan Justis (non-voting)

Representing China Online/51-Talk: Mike Farley

Staff: Tasi Young

Explanation that notice and agenda of AIS Member meetings will be posted and available on the Utah Public Notice website, under the agenda of the AISU Board meeting.

Public allowed to attend, because a quorum of the AISU Board is present and conducting business.

Approval of Minutes of November 21, 2017 and January 16, 2018 meetings

Motion: Lisa Taylor-Swanson

Second: Richard Maxfield

For: Unanimous.

Against: None.

EB-5 Status Report – Tasi Young

Tasi reported about the measures and strategy for going forward, utilizing the services of attorney and EB-5 expert Ron Haslim. Ron's legal fee would be paid by the EB-5 investors, but Ron would be retained by AIS. AIS would adjust the capital contributions/ledger to reflect the specific amounts contributed towards Ron's legal fee. This would not affect the individual investors' equity position in AIS.

Discussed the issue of the TEA and reserve requirement. Both issues may require further discussion and a legal opinion(s), and will be considered at the appropriate time during Ron's outlined plan.

Business plan component of the EB-5 documentation discussed, including exit strategy alternative(s) to bonding out. Individuals present encouraged to provide input and ideas to Tasi Young.

Ratification of AIS, LLC Operating Agreement, with updates to Schedule A – Tasi Young

Tasi discussed the need for getting a copy of the most recent signed version of the operating agreement. Kent will send the digital copy he has that was signed by Richard Maxfield. Some discussion about their being more recent versions; question

Motion: Diane Longhurst Johnson moved to postpone this item to March's AIS Member meeting.

Second: Lisa Taylor-Swanson

For: Unanimous.

Against: None.

Consideration of Options for Office Space in Downtown Salt Lake City – Tasi Young

Tasi described the circumstances of the office space, and intent to let the space be re-leased by the landlord, at which point AIS will realize a monthly cost savings. Holding this location incurs an unnecessary cost currently (\$2,100 - \$2,300 per month). The space is not being used and presently is not in a usable state. If a TEA location is needed in the future, if AISU's location cannot be added to an adjacent TEA or otherwise qualified as a TEA, then another TEA location can be sought and incorporated into the Business Plan, possibly at a lower cost.

Discussion regarding the value of keeping versus allowing the location to be re-leased ensued.

Additional Action Items/Future Agenda Items

Adjournment

Motion: Lisa Taylor-Swanson
Second: Diane Longhurst Johnson
For: Unanimous.
Against: None.

[Notice: This meeting included a meeting of a quorum of the AISU Board, representing the Class A Member of AIS, LLC.]