



## Board Meeting Minutes ~ Approved at 10/25/17 Board Meeting October 17, 2017

Board Members in Attendance: Matt Bowman, Kent Burggraaf, Richard Maxfield, Dan Griffiths, Diane Johnson (telephonic), Laura Hamilton (non-voting)

Invited Guests in Attendance: Nathan Justis, Jennifer Moulder

| Agenda Items:                                      | Discussion:  | Follow Up Needed:   |
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| Approval of Board Meeting Minutes, October 4, 2017 | Dan Griffiths motioned that the minutes be approved. Matt Bowman seconded the motion. Motion Carried.  |   |
| Public Comment                                     | No public comment.   |   |
| Charter School Board Training                      | Presentation provided by Jennifer Moulder from the Utah Association of Public Charter Schools. Strong recommendation was made that all policies be posted on AISU's website. Jennifer noted that education code is all located at le.utah.gov, 53A and rule at Rules.utah.gov are all in R277. Informational emails can go out to the board members from one individual, but conversations regarding the issue should not be made via reply to all.  | Nathan Justis will run an audit to ensure we have a minimum of one staff member and one board member on all accounts: financial, social media, web admin rights, etc.<br><br>Director review process at a future Board Meeting once Charter Solutions is onboard. |
| Update on Charter Solutions Agreement              | The Board received updated draft agreement. Nate met with Lincoln and the staff from Charter Solutions. Draft includes 1.5 FTE for business services and .5 FTE for temporary audit assistance and training services for an Operations Director. Anticipation that the temporary audit assistance would be necessary for a six month period. This expenditure is outside of the current operating budget. The money needs to be found and the budget balanced in some way. The contract should go out for legal review by Joel Wright, then a vote can occur at a future meeting.  | Report on how the budget will be balanced with this new expenditure to move to Charter Solutions.<br><br>This should go on the next board meeting (October 26) with a vote notice.  |
| Athletics Facility Proposal                        | Nate presented the proposal to the Board on an athletic facility and sale of approximately 5 acres of land. Given that the land is currently owned by Schoolhouse Development and not AISU, there are additional factors that would need to be considered and discussed.<br>Richard shared that when we bond out, the debt will be millions more than what was originally calculated. With some EB-5 commitments that may need to be paid back at a high interest rate, we need to be cautious about how we move forward. Suggestion made that we have legal experts look at the EB-5 redemptions and lay out our obligation as AISU. The Board will need to consider whether we should invest in trying to appeal on behalf of the investors.<br>The master plan for the school included an educational improvement complex, and an elementary school. These facilities would require the land if we were to build out space for these initiatives.<br>If there is a possibility that we can sell out the land and reduce the payment and operating costs, that would be a more acceptable proposal. Once we get Charter Solutions onboard, we can talk with them about the revised master plan and suggestions/financials goals for the Board. The athletic facility can be a separate initiative.<br>The Board will hit pause on this initiative until we can get input from Charter Solutions. |   |



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| Update Charter Implementation Plan | <p>This is an ongoing work with six key objectives that were shared a few months ago. Nathan Justis would like to work with one to two Board Members regarding this plan on a first pass. Lisa Taylor-Swanson would provide great input based on her academic background, then Nathan would invite any other Board Members who would be interested in providing input to participate, possibly Diane Johnson. Given the strategic nature of the plan, it would be advisable to allow all members to review the information and give input so we aren't burning up time at the Board meetings addressing the plan.</p> <p>Kent Burggraaf suggested a the Board have a resolution book as well as a policy book.</p>  |  |
| Building Open Access Hours         | <p>The school would like to have a welcoming approach to having students in the building after 4 p.m. as long as those students are being supervised. The practice will be that students cannot be supported in the building before 8 a.m. and after 4 p.m. unless specific supervision is in place with a location for them to be supervised.</p> <p>Concern voiced last year was that students were being picked up at the Trax Station to come to school and were dropped off at AISU, but the building was not open. None of the Board wants the liability of unsupervised children on school grounds. Eventually we could look at having programs in the morning and evening to attract and recruit students, but this cannot happen until we are stable.</p> <p>The Board communicated that this was a management decision and that the Board would support whatever decision Nathan Justis would like to make but would appreciate consideration of the feedback provided.</p> |  |
| Finance Committee Update           | <p>Nathan Justis reported that due to the enrollment shortfall as well as the funds that have not been returned to AISU, there will be a need for a short term loan starting in January. Steve Finley's summary indicates that we will be short in November, but Nathan would like to see a further review as he feels that the school will be solvent through December. In the current forecast we end the year with \$300K in reserves, but we will need a short term loan to buffer cash flow until the funds are available. The credit line will need to be \$200K to \$300K. Zion's Bank has expressed an interest in providing such a loan to the school.</p> <p>The Board will need to locate a new Board member with finance background given Mike's need to drop off of the Board. Charter Solutions is looking at some possible suggestions.</p>  |  |
| Audit Committee Update             | <p>There is nothing requiring an update that has not already been discussed. The State Offices continue to be concerned regarding our audit results, but feels Charter Solutions will help us to bridge the gap. The State has an obligation to ensure funds have been dealt with in accordance with policies with regards to the legal use of those funds. 44% of the transactions conducted during the audit had not documentation or support.</p>  |  |
| Communications Committee Update    | <p>There are no updates on communications. The newsletter is going out on a regular basis. There is a regular staff presence on Facebook. The PTO feels that there is an uphill trajectory on the communications occurring at the school.</p>   |  |



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| Clarification on R277-474-3        | <p>At the last Board Meeting we reviewed the policy for the school regarding sexual content. The policy and committee necessary surrounding the new rule.</p> <p>Nathan Justis indicated there is a new committee for this policy that is headed by Robin Tenbrink. There needs to be a Board Member who is assigned to curriculum review, sexual content, and needs with regards to this rule. Lisa Taylor-Swanson would be the recommended member to serve on this committee. Matt Bowman has the notes from previous meetings to provide to Lisa should she be interested.</p> | Richard will meet with Lisa to see if she will accept the assignment to serve on the Curriculum Committee. |
| Board Members Committee Membership | <p>Kent volunteered to serve on the Contract Committee. We need to ensure that the correct entity is controlling the contracts including oversight of AIS as the single manager, being the Board.</p> <p>We also have an Audit Committee headed by Dan Griffiths, a Finance Committee headed by Mike Edmonds, and a Communications Committee headed by Matt Bowman. Curriculum Committee is suggested to be headed from the Board side by Lisa Taylor-Swanson.</p> <p>Richard wonders if we are at a time eventually that we should consider a Development Committee.</p>         |  |
| Executive Session                  | <p>Motion by Dan to go into executive session to address matters of character, professional competence, and pending litigation.</p> <p>Seconded by Matt Bowman.</p> <p>Motion carried: verbal vote by Dan Griffiths, Matt Bowman, Kent Burggraaf, Diane Johnson (telephonic), and Richard Maxfield</p>  |  |
| Board Action                       | <p>Motion was made by Dan Griffiths to direct Nate Justis to extend a salary agreement to Mark Smith in the amount of \$65,000 annually to continue in his teaching responsibilities as he is currently handling them.</p> <p>Seconded by Matt Bowman.</p> <p>Motion carried.</p>   |  |
|                                    | <p>Motion was made by Kent Burggraaf to accept resignation of Mark Smith as Acting AIS Manager received by the Chairman of the Board via email. Provide letter as such to Mark Smith.</p> <p>Seconded by Dan Griffiths.</p> <p>Motion carried.</p>  | Kent and another Board Member will notify Nate and will put together a letter to Mark                      |
|                                    | Meeting adjourned due to departure of Dan Griffiths and loss of a quorum to conduct business.   |  |