

# Board of Directors – FSAS | MINUTES

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Meeting date, time 3/22/2018 6:00 PM | Meeting location FSAS, Gray, ME

Meeting called by Alison Moser, Chair  
Type of meeting Special Meeting  
Facilitator Alison Moser, Chair  
Secretary Alyson Spencer-Reed

Attendees:  
Alison Moser, Chair  
Adam Gilman, Vice Chair  
Alyson Spencer-Reed, Secretary  
Melanie Prinz, Treasurer  
Penny Collins, Board (arrived at 6:27 pm)  
Bill Doughty, Board  
Vincent Micale, Board  
Also Present:  
Jacinda Cotton-Castro, Executive Director  
Excused:

Meeting called to order at 5:59 pm.  
Quorum of 6 members present at start of meeting.

## AGENDA TOPICS

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### Bylaws Amendment | A. Spencer-Reed

Motion to amend FSAS bylaws as revised over the last four regular Board meetings by A. Spencer-Reed  
2<sup>nd</sup> by A. Gilman  
Discussion: none  
Motion passed 6-0.

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### Announcement of Board Chair Transition | A. Moser, A. Gilman

Alison retiring from Chair position (and Board service) in June; Adam transitioning into the position from now until then. The two of them and Jacinda have met and outlined a transition plan. During the transition, Alison will be external contact person, write the annual report, handle Commission business, open & close meetings; Adam will compose agendas with Jacinda, serve in Chair capacities internally, conduct Board communications, and facilitate meetings. Would like to have the transition plan reviewed by another body or committee at some point in the near future.

Will use a modified tuning protocol for this portion of the meeting; promotes a focused discussion, gathering of feedback, reflection.

### **Presentation of proposal for forming Executive Committee**

Idea came about when discussing the Chair transition and who should be involved in planning. Other functions might be to draft a proposal for the full Board to consider in times of major transitions; time-sensitive responses to emergency situations; built-in support system for Chair.

### **Clarifying questions**

- #1 in committee description – what is meant by “facilitating?” – meant “initiating.”
- #3 - reviewing and adjusting Board work priorities – as a group, or individual EC members? – full committee. Big picture priorities at start of year, maybe once again later in year. What was meant by “adjusting?” - perhaps “recommending” is better.
- What is meant by “depth of discussion precludes full Board involvement” in objective section and “full-Board discussion unwieldy” in #4? - When ED or Chair needs immediate advice or consultation from a small group – if full Board is too large or can’t be called quickly enough and no action is necessary – EC may be more appropriate. Would this ever be used if time were not a factor? No answer offered.
- #6 - are EC and Gov Com both needed for Board protocols and meeting norms? Gov Com may not have time to get to this soon; EC might be able to take it on.

### **Examination of the plan (silent review of Executive Committee description document)**

#### **Feedback**

- #s 3 and 5 could be combined or connected in some way
- Likes the objective. EC is warranted for #s 1 and 2; not sure about the rest of them. Historically, ED & Chair have taken cues from Board & committees and it has worked well. The other 4 tasks should either be done by committees, Chair, or full Board or are already addressed in 1 and 2.
- Agreement with above. Too in-depth or unwieldy doesn’t seem appropriate. Perhaps how to frame an agenda item, information that is needed at a meeting. #s 1 and 2 make sense; issues of emergency, anything time-sensitive. General support for establishing EC because ED and incoming Board Chair are in favor.
- More agreement with above.
- Agreement that #s 1 and 2 are important. Unsure whether ED is a member of the committee; if purpose of EC is to offer advice and consultation to ED, she wouldn’t be a member of it. Important that EC is not an action-taking body, that it is not a gatekeeper for the Board; that it doesn’t take on responsibilities that are already otherwise covered.
- Sees EC as useful but not desperately needed. If it can help us to be responsive and handle things in a timely manner, that’s good.
- “Depth” is subjective – not clear what constitutes depth. To #s 1 & 2, add something about assisting with managerial matters that may need consultation on a short turn-around. Combine #s 2 and 4.
- Questions about how another Board’s EC worked; very well, very effective, when ED or Chair needed a little more support. Sometimes operational issues that wouldn’t typically go to the full Board.

## Reflection of Feedback

- Items 1 and 2 pretty much universally supported & should be main purpose of this committee. Advisory body to ED for things that wouldn't normally go to Board.
- Executive Director seems to be a member of the committee – will always be there – not sure how important it is whether she is officially a member or not.
- Advising on how to frame an item for a Board meeting agenda - would like to take another pass at writing something that covers this.
- #5 means establishing a protocol – not establishing the goals.
- Would like support for Board Chair written in there somewhere.

## Discussion

- What did Adam hear in regard to #6? Heard that it may be largely up to the Chair to direct the meeting protocol.
- Could be useful to use this protocol more often.
- If there is a line written about supporting Board Chair, then the Chair could ask the EC for support in creating norms & protocols. Doesn't need to be written in specifically.
- The more clear & brief this can be, the better. The EC is there to support & advise the ED and Chair.

## Next steps

Adam will revise the committee description and bring new version to April meeting.

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## Proposed FY 2018-19 Budget | J. Cotton-Castro

Reviewed budget assumptions sheet.

Reviewed draft budget, Q&A

- Best not to assume full enrollment – suggestion to reduce student income by 3 students for budgeting purposes. Better to have more income than expected than less than budgeted.
- Bottom line represents approx. 3 students' income.
- What, in general comprises the increase in the teacher salary line? – atelier position, minor salary increases all around.
- Increase to technology for academic use – new laptops for NWEA administration, tech cart,
- Textbooks & curriculum – for the new math curriculum
- Special ed testing – should be raised, as it was higher than this in the current year.
- Literacy specialist – separate from RTI, which is combined with math specialist. Why is this position within Salaries – Teachers? Included in regular ed, not special ed – and is an employee as opposed to a contractor.
- Say more about guidance counselor/social worker? – some kids need more support. Divorced families, homeless students, any number of needs.
- Why is feasibility report included in next year's budget? Save it for a later year, put it toward something else.
- Technology non-academic - replacing computers, possible phone system

Reviewed employee salary grid, Q & A.

JCC verbal review of adjustments she heard from the Board

JCC update on federal grant proposal – may be tricky to apply for expansion rather than replication – will email to Board tomorrow with some thoughts.

**Next meeting Thursday 3/29 6:15 pm – special meeting for continued budget review & discussion**

Motion to adjourn meeting at 8:36 am by A. Gilman

2<sup>nd</sup> by P. Collins

Discussion: none

Motion passed 7-0.

APPROVED