

# Board of Directors – FSAS | MINUTES

---

Meeting date, time 6/9/2018 8:30 AM | Meeting location FSAS, Gray, ME

Meeting called by Alison Moser, Chair  
Type of meeting Regular Meeting  
Facilitator Adam Gilman, Vice Chair  
Secretary Alyson Spencer-Reed

Attendees:  
Alison Moser, Chair (left 11:17 am)  
Adam Gilman, Vice Chair  
Alyson Spencer-Reed, Secretary  
Melanie Prinz, Treasurer  
Penny Collins, Board  
Bill Doughty, Board  
Vincent Micale, Board

Meeting called to order at 8:33 am.

Quorum of 7 present at start of meeting.

Also Present:  
Jacinda Cotton-Castro, Executive Director

Excused:

## AGENDA TOPICS

---

### Review of Minutes

Motion to accept May 19th, 2018 minutes by P. Collins

2<sup>nd</sup> by M. Prinz

Discussion: remove B. Doughty from the Diversity Committee report section, change sentence about ED letter signing

Motion passed 7-0.

---

### Executive Directors' Report | J. Cotton-Castro

Reviewed written report.

#### Questions

- Did they grant our request to use the NWEA test as the measure for our renewal condition in place of the MEA? –No.
- What is the number of students on which our income will be based? -134.
- Rationale for basing upcoming school year's budget on past year's student #'s? –current numbers are too volatile.

### Changes to Lease Agreement

- Reviewed space-sharing spreadsheet for accuracy of calculations and for realistic view of actual space use. Need to ensure this has been put together in consideration use over a full 12 months. Jacinda & Vin to follow up with Center to continue moving toward greater accuracy.

### Storage buildout

- The Center plans to renovate the storage space. Though they will fund that 100%, we may front some of the cost and return in the form of credits to our CAM charges over time.
- Will add 5 locking, rolling cabinets for the hallway by 1<sup>st</sup> grade and the Center will have use of 1.
- May also add minor cabinets and/or carts to classrooms to be shared according to the use-sharing split for each room.

### Long-term strategic planning

- Planning to hold a joint meeting with the Center's Board following our 7/19 meeting. We will meet at 5:30 and that meeting will include discussions of our space and budget needs moving forward; how do we increase our revenue? We will also talk with the Center about shared and conflicting needs and concerns.

---

### Finance Committee Report | M. Prinz

Reviewed written report and P&L statement. Addition: learned recently of an unexpected propane charge.

### Question

- The Center doesn't add charges to CAM until they have actually paid their bills. We will work with them to establish a more predictable process for receiving CAM charges.

*Motion to authorize an additional \$2500 to pay higher-than-expected CAM charges to Center by A. Spencer-Reed 2<sup>nd</sup> by P. Collins*

*Discussion: June cleaning bill appears to be twice the other months' – this is because they missed one payment and then doubled up later. We would like to work toward a more accurate monthly CAM payment that accounts for the charges that only come up once or twice a year. We should be budgeting additional funds for repairs & maintenance in addition to the monthly CAM payments. Make a recommendation to the Center that they get on a payment plan with their propane provider. Let's take another look at what we've budgeted for CAM for FY 2018-19 and make sure it is reasonable & accurate.*

*Motion passed 7-0.*

Transfer of funds to cover increased rent – shall we authorize this transfer now? Around-the-table temperature read:

- Need more accurate figures and understanding of agreement before doing so. Several comments in agreement.
- Will also be impacted by what happens with the Atelierista position, which is undecided.
- Table until next month.

## Storage upgrade

- Center will budget \$4000 for this work; we would pay that up front; they would repay us through CAM credit over 3 months, Sep-Nov of 2018.
- How much involvement would we have in the planning of the storage space upgrade? –none.
- If we do this, we should pay only upon receipt of an invoice (deposit, installment, balance – however it goes). School pays the bill directly.
- One person thought \$4000 sounded really high; another thought it sounded low.

*Motion to authorize up to \$4000 for storage room upgrades to be repaid by Center as monthly CAM credits for September through November of 2018 by A. Spencer-Reed*

*2<sup>nd</sup> by M. Prinz*

*Discussion: what happens if we choose not to do this? It may affect our space sharing agreement negotiations.*

*Motion passed 7-0.*

---

## Personnel Committee Report | P. Collins

Update on ED evaluation – behind schedule due to abundance of other personnel work these last couple of months. Sent a brief evaluation survey to ED recently and will send one to Board members shortly for our feedback. Will meet with ED to review near end of June.

### Update to changes in administrators' schedules

- Admin team brought a number of concerns to the committee and talked through them. For example, we were asking major changes to schedule with no notice, which seemed unrealistic. Strong desire to be closed during school vacations; committee felt this was a reasonable request as long as communication is clear to school families about when they can and cannot reach administrators at the school. Very strong feedback about the need to build our employee benefits, and soon.

### Questions

- What does “more robust schedule” mean? – means we will continue to move over time toward the administrative schedule we had proposed in the first pass. We just need to get there more gradually.
- How about front desk person and special education director? – special education director position was negotiated at 3/5 time from the beginning, so it outside these changes. Front desk/admin – a conversation hasn't occurred with her yet about potential changes. This increase in time was not yet added to the budget. ED will have the conversation.
- What is the change for COTL in # of days? 218 to 205.

*Motion to enter executive session to discuss personnel matters at 10:11 am, per ME Title 1, Chapter 13, Subchapter 1, §405, 6. A. (1), by P. Collins*

*2<sup>nd</sup> by B. Doughty*

*Discussion: none*

*Motion passed 7-0.*

*Motion to leave Executive Session at 10:37 am by A. Spencer-Reed*

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

*Motion passed 7-0.*

*Motion to approve slate of candidates for hire as presented by Personnel Committee at compensation levels as determined by salary grid by P. Collins*

*2<sup>nd</sup> by A. Spencer-Reed*

*Discussion: none*

*Motion passed 7-0.*

*Motion to amend FY18-19 budget to reflect hires and adjustments to administrators' salaries by A. Spencer-Reed*

*2<sup>nd</sup> by A. Moser*

*Discussion: none*

*Motion passed 7-0.*

---

### Governance Committee | A. Spencer-Reed

Reviewed written report. Verbal additions:

- The Commission approved our bylaws.
- Review of Board candidates has been moved to the July meeting. They will join us to introduce themselves and observe, we will review résumés and letters, and we will vote. There is a provision in the bylaws for adjusting term length to ensure expiration at the annual meeting.
- Board evaluation: our goal now is to create a simple survey over the next few weeks, which we will all take in late June or early July, and then to review the results and use them for goal-setting at the July meeting.

The Bloodborne Pathogens Exposure Control Plan we approved last month contained a few minor errors and outstanding questions. Committee has addressed them all and presents a revised version for approval.

*Motion to approve the revised Bloodborne Pathogen Exposure Control Plan as presented by the Governance Committee by B. Doughty*

*2<sup>nd</sup> by M. Prinz*

*Discussion: none*

*Motion passed 7-0.*

---

### Diversity Committee | A. Spencer-Reed

Brief verbal report: Nondiscrimination policy needs more time; not as straightforward as we had thought. Postponed our June meeting in favor of awaiting the School Counselor hire; will invite them to join the committee and schedule a meeting for June or July. Summer work will be to plan a new set of visuals to post around the school with curricular elements in place to support them.

---

## Annual Elections and Committee Appointments | A. Gilman

Annual election of Board officers for Fiscal Year 2018-19

- We have four candidates for four positions: Penny as Secretary, Melanie as Treasurer, Alyson as Vice Chair, Adam as Chair

*Motion to elect the slate of officer candidates as presented above for the SY 2018-19 A. Spencer-Reed  
2<sup>nd</sup> by M. Prinz*

*Discussion: none*

*Motion passed 7-0.*

*Motion to commend A. Moser for her years of dedicated service to the Board by B. Doughty  
2<sup>nd</sup> A. Gilman*

*Discussion: none*

*Motion passed 6 in favor, 1 abstention (Alison herself).*

Committee appointments

- Education Committee – Adam, Chair = Bill
- Finance Committee – Alison, Vin, Chair = Melanie
- Personnel Committee – Penny = Chair (with Adam on reserve in case of official Personnel complaint). Will invite new member to join.
- Governance Committee – Adam = Chair, Bill & Alyson to stay on briefly to assist in transition. Will invite new member to join.
- Diversity Committee – Penny, Alyson = Chair

Formation/composition of Executive Committee

- ED and Chair will consider composition and propose a committee to the Board in July.

---

## Charter Renewal & Commission Visit | J. Cotton-Castro

Review revised & renewed charter contract. Already approved – presenting for questions and to ensure clarity and understanding.

- One member suggested that the Charter Contract should have been presented to the full Board earlier in the process for review and discussion.

Reminder of annual meeting with Charter Commission, Tuesday, June 12, 2:00-4:00pm at Fiddlehead.

Annual committee reports due June 12.

Reporting/compliance burden

- We are asked as a Charter school to do the same amount of reporting as public schools *plus* an additional series of reports. It is a tremendous burden on our administrative team. Would like to speak about this burden at our annual meeting with the Commission and ask for their support in reducing this burden. Also, some of the requirements push us to be a more traditional type of school than we set out to be.

---

Meeting Dates for FY 2018-19 | A. Gilman

Regular Board meeting schedule — has typically been 3<sup>rd</sup> Saturday of each month at 8:30 am. Discussed possible change. Around-the-table opinions: many in favor of returning to an evening time. Decided on July and August dates; will continue discussion later about regular day and time before deciding on future meetings.

July 19 5:30 pm	August 21 6:15 pm	September 15	October 20
November 17	December 15	January 15 (Tues) or 19 (Sat)	February 9 (Sat) or 12 (Tues)
March 16	April 9 (Sat) or 23 (Tues)	May 18	June 8

Request for no committee reports or committee items to be addressed at the July meeting, in light of our goal-setting intentions and our joint meeting with the Center. All in agreement.

Amended budget to be presented to Board at outset of July 19 meeting, containing all changes approved herein as well as changes to income as explained by ED.

---

Public Comment

None.

*Motion to adjourn at 11:23 am by A. Spencer-Reed  
2<sup>nd</sup> by M. Prinz  
Discussion: none  
Motion passed 6-0.*