

# Board of Directors – FSAS | MINUTES

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Meeting date, time 08/22/19 6:00PM | Meeting location FSAS, Gray, ME

Meeting called by William Doughty, Chair

Type of meeting Regular Meeting

Facilitator William Doughty, Chair

Secretary Carolyn Beem,  
Secretary

**Attendees:**

Bill Doughty, Chair

Penny Collins, Vice Chair

Carolyn Beem, Secretary

Sally Morris, Board

Ben Kramer, Board

Doug Lynch, Board

**Also Present:** Jacinda Cotton-Castro, Executive Director

**Excused:**

Melanie Prinz, Treasurer

Vincent Micale, Board

**Meeting called to order at 6:09pm**

Quorum of 6 present

Rachel McMullen, Business Manager, in attendance through most of meeting

**AGENDA TOPICS**

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**Public Comment**

Allyson Spencer-Reed offered the observation that having teachers to attend future meetings would be worthwhile for all.

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**Review of Minutes**

*Motion to accept July 2, 2019 minutes by: Sally*

*2nd by: Doug*

Discussion: none

*Motion passed 6-0*

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### Executive Director Update:

Additional recommendation of SPED candidate

Open position of assistant first grade teacher

Expansion Grant application in submitted

Ongoing facilities discussion/negotiations

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### Review Fiddlehead Vision/Mission

Keeping the Students' education and development as the board's central focus

Key points for Board:

Unfolding, happy and vibrant learners -

Honoring children's curiosity

Sustaining sense of wonder, fostering love of learning

Sense of wonder is unique - important to consider how we do that as part of a systematic plan

Respectful loving culture - easier with 30 vs. 100

Interconnectedness in life and curricula

Variety of medium

Place - how that plays into moving into a new space

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### By-laws:

Orientation on By-laws provided by Alyson Spencer-Reed, Governance Committee and former Co-Chair of Board walked Bard through pertinent parts of the by-laws:

- By-laws tell us what we need to do, but not how. Provisions in place to tell us what we need to do month to month
- Important that we, as Board members, take our jobs seriously
- ED is a member of the Board, while non-voting, voice is exceedingly important
- By-laws state membership states, at least 1 no more than 2 parents - important to value voice of parents
- Pointed out the location of policies, procedures; encouraged all Board members to become more familiar and that there are Norms and Protocols in place for conducting meetings

By-Laws are updated every other year - review to take place January- March 2020

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### Budget:

Closeout 2018-2019 budget (July '18 - June '19)

Jacinda provided a walkthrough of year-end results including Commission fee, CAM charges. Clarified for any year, budget is set, only significant changes are incorporated into any current budget

Bill: walked through the structure of the budget, how funds are moved from specific line items

Discussion:

Bottom line  
CAM charges  
Reserve accounts  
Employee Benefit Reserve Account  
Action on FY19 Surplus

*Motion to create an Employee Benefit and Compensation Money Market Reserve account, from Charter School Commission*

*Motion to approve: Penny  
Seconded: Ben*

Discussion: How to save for future benefits, how/if funds are earmarked, and or restricted.

*Motion passed: 6-0*

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Motion to transfer \$31,000 (commission rebate) from the general fund to the EE Benefit & Compensation MM acct

*Motion to approve: Doug  
Seconded: Penny*

Discussion: How to access money, potential need for immediate access

*Motion passed: 6-0*

Motion to transfer \$70,000.65 from the SPED Contingency Reserve Account (to be closed out) and put into the SPED Money Market account - for higher gains (account already exists)

*Motion to approve: Sally  
Seconded: Carolyn*

Discussion: None

*Motion passed: 6-0*

Motion to transfer \$25,000 from general fund to the Reserves Money Market acct (this is essentially the FY 2018-19 bottom line\$)

*Motion to approve: Carolyn  
Seconded: Doug*

Discussion: None

*Motion passed: 6-0*

**Action:** Approve revised budget for 2019-2020 (FY20): The updated budget includes changes due to hiring and other summer projects

Adjustments: salary changes, COLA, K-8 English Learners

*Motion to approve: Penny*

*Seconded: Carolyn*

Discussion: funds for Diversity goals \$1600 total (board training / staff development training); how to move money from one-line item to another; increase staff recognition line item to create flexibility to respond to needs in a challenging transition year with tight space; how bottom line is handled

*Motion to amend the above motion to include moving \$4,000 to employee recognition from bottom line:  
Penny*

*Second: Sally*

*Amended motion approved: 6-0*

Parking Lot: None

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#### Site Search Committee

Jacinda provided an update on current negotiations on new site for our school; walked through her meeting with broker, including financials, and space requirements; waiting on a follow-up response from broker

Discussion: build out options, costs

Action item: none

Parking Lot: none

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*Motion to enter Executive Session(s): 405.6.A to consider hiring recommendation from the Executive Director 7:56 PM*

*Motion by: Sally*

*Seconded by: Penny*

*Motion to exit Executive Session(s): 405.6.A 8:05 PM*

*Motion by: Carolyn*

*Seconded by: Penny*

*Motion to approve slate of candidates: Penny*

*Second: Sally*

Motion approved: 6-0

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*Motion to enter Executive Session(s): 405.6.A to discuss a personnel matter 8:28PM*

*Motion by: Carolyn*

Seconded by: Penny

*Motion to exit Executive Session(s): 405.6.A 9:00PM*

*Motion by: Doug*

Seconded by: Sally

*Motion to enter Executive Session(s): 405.6.A to discuss lease negotiations 9:04PM*

*Motion by: Sally*

Seconded by: Doug

*Motion to exit Executive Session(s): 405.6.A 9:06 PM*

*Motion by: Penny*

Seconded by: Carolyn

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**Committee readouts:**

**Diversity Committee:**

Penny updated Board on the planned work of the Diversity Committee. Search for a facilitator underway for next year, building curriculum based on embracing culture, and possible budgetary needs

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**Personnel Committee:**

Penny Updated: questions and discussion focused on budgetary needs and hiring of slate of candidates approved

**Action:** Approve \$3000 for employee compensation from 2018/19 budget bottom line of remaining funds

*Motion to approve: Sally*

*Second: Penny*

*Discussion: None*

*Passed: 6-0*

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**Other Items**

Results of Board survey on meeting days and times:

Strong preference for weeknights; Thursdays and start time of 6:00PM; 2 hours in length

Noted:

3rd Thursday of the month

March: budget meeting(s)

February 1: potential date for board retreat

Bill to develop board calendar

Reviewed approved Board Goals from 2018/19. Consideration for creating our goals for the current school year. To be taken up in September

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**Closing:**

Meeting Evaluation: What went well; what went not so well; need for improvement:

- Receiving meeting materials in advance most helpful
- Moved through a lot of materials expeditiously

Net meeting: September 19, 6:00 pm

*Motion to adjourn:* Penny

*Seconded:* Sally

*Discussion:* None

*Passed* 6-0

*Meeting adjourned at 9:12 PM*

APPROVED