



THE CLASSICAL ACADEMY

BOARD OF DIRECTORS MEETING

MONDAY, AUGUST 13, 2012, 6:00-9:00 P.M.

NORTH CAMPUS – TCA ROOM 2213/2214 (SECONDARY)

The Classical Academy exists to assist parents in their mission to develop exemplary citizens, equipped with analytical thinking skills, virtuous character, and a passion for learning, all built upon a solid foundation of knowledge.

MINUTES

- I. Call to Order (6:00 p.m.)
 - Called to order 6:02pm
 - Dr. Leland recounted his recent speech to all TCA staff where he acknowledged the board's commitment to staff and to the education of our students and apologized to staff if the Board had distracted teachers from their primary duties.
 - II. Pledge of Allegiance / Roll Call
 - Board members present: Dr. Cameron, Mr. Carter, Dr. Leland, Mr. Palmer, Mr. Pope, Dr. Woody, Mr. Kretchman (Board Member Elect)
 - Board members not present: Mr. Mast (Excused)
 - III. Hail & Farewell for Mr. Ron Mast
 - Dr. Leland thanked Ron Mast for his service to TCA.
 - IV. Induction of Mr. Jim Kretchman
 - Dr. Leland thanked Jim Kretchman for his willingness to take on the role of leadership.
 - V. Election of 2012-2013 Board Officers
 - Slate of officers for nominations presented: Chair: Dr. Chris Leland, Vice-Chair: Jim Kretchman, Secretary: Steve Pope; Treasurer: Dr. Jim Woody.
 - Vote voice passed unanimously.
 - VI. Signature Ceremony – Board Agreement
 - Dr. Cameron motioned to accept the Board Agreement as amended on item #9, with a second by Chris Carter
 - Vote: Dr. Cameron – Aye, Mr. Carter – Aye; Dr. Leland – Aye; Mr. Kretchman – Aye; Mr. Palmer – Aye; Mr. Pope – Aye; Dr. Woody – Aye. Motion passes
 - All Board members signed the Board Agreement (see attached).
 - VII. Comments from the Audience (Audience members have 3 minutes to address the Board)
 - There were no comments from the audience.
- RECESS (5 minutes)
- VIII. Report of the Interim Executive Director

- Dr. Leland welcomed Dr. Coulter as the new Interim Executive Director.
- Dr. Coulter expressed his alignment to TCA's founding vision and core values and that he looked forward to working with the Board. Success is not always measured by the grades one receives, but more from the deep and abiding respect for the founding principles of our school.
- Dr. Coulter provided the following updates:
 - a. Student Safety and Security is priority number one.
 - i. Two security officers have started at the North Campus; one will monitor the entrance of the school and the other will roam the area.
 - ii. Dr. Coulter will make it a point to concentrate on safety and security and be vigilant as he visits each campus on Wednesday and Thursday.
 - b. TCAP results are out and the preliminary results are very good; Data will be reviewed and disaggregated to determine any meaningful patterns.
 - c. Ribbon cutting ceremony and the all staff back to school meeting went well; District 20 Board Member Tracey Johnson visited both events.
 - d. Financial Audit starts tomorrow and the final report will be completed in October.
- Dr. Leland said that the goal for the Board is to have a proposed Board Agenda prepared and sent to the Cabinet NLT two weeks prior to a Board meeting so that read ahead material can be prepared NLT the Tuesday prior to the Board meeting.

IX. Consent Agenda

- a. Minutes: June & July
- b. Written Report of the Executive Director
 1. Academic Services Report
 - a. Discussion arose concerning TCAP scores in 9th and 10th grade math and overall writing scores. Although scores have not been disaggregated, there is a decelerated math schedule in secondary that matches with state wide and District test results.
 - b. In Writing, since there were new standards and a new test, some of the divergence could be attributed to a new format. There was not a significant drop in scores, but Admin will still research the data to ensure they are not missing a trend.
 - c. Since TCAP is a new test, we do not have two data points to connect results and therefore compare results. However, we will still review the data to help understand student performance.
 2. Human Resources Report → moved to Discussion item h.
 3. Operations Report
 - a. There are six more days until school starts and we are concentrating efforts to make sure our schools are prepared for students to begin school.
 - b. 1st and 3rd floors are almost complete and staff have moved into their permanent locations.
 4. Advancement Report
 - a. Dr. Coulter and Mrs. Stump conducted a donor heritage group last Friday.
 5. Finance Report
- c. Disbanding of Transition Team
- d. Initiate subcommittee on Accountability Report response
 - a. Motion: Form a temporary adhoc Board Accountability subcommittee to address the issues of conciliation, restoration, and preservation raised by the Lead Team with an initial report in the September regular board meeting.
 - b. Mr. Kretchman and Mr. Pope will be members of the committee.
- e. Compensation issues related to Deputy Executive Director/Director of Operations and Director of Human Resources
- f. Executive Director Evaluation Process Subcommittee Initiation
 - a. Motion: Form an adhoc board subcommittee led by Steve Palmer to review and establish the evaluation process and standard for the Executive Director of TCA with an initial report due in the October regular board meeting.
- g. Approval to purchase new recording equipment for Board of Directors
 - a. Motion to have Bob Swanson and Steve Pope investigate and purchase new digital recording equipment to not exceed \$1000.

- h. Final Report of Communication Subcommittee
 - i. Initial Board Strategic Annual Calendar (2012-2013)
- Jim Kretchman reminded the board to be careful to not individually task administration, but instead ensure that any request made to administration is approved by the entire TCA Board speaking with one voice.
 - a. He challenged the Board to concentrate on items that focused on “how well” rather than the “how to” in developing the Board thought process.
 - b. Dr. Coulter and Board members are encouraged to monitor one another to ensure they comply with the direction/guidelines developed during the Board July retreat.
 - Dr. Leland thanked Bob Swanson for his excellent support in preparation for board meetings and the board retreat.
 - The Board removed item i. Initial Board Strategic Annual Calendar (2012-2013) from the consent agenda and intends to confer with Dr. Carpenter in more detail before bringing to the Board.
 - The Board added item j. to the consent agenda whereby Dr. Leland was selected by the Board to replace Mr. Mast on the FAC. In addition, the Board tabled the vote on the recommendation presented by the FAC in July to September.
 - Motion to approve Consent Agenda made by Dr. Woody with second by Mr. Kretchman.
 - Motion passed via unanimous voice vote.
 - At 7:15 pm a break was called for and discussion resumed at 7:24 pm

X. Discussion Agenda Items

- a. Procedural Guidelines - Temporary Policy
 Motion: Chris Carter
 Rationale: to institute the use of Robert’s Rules of Order and official procedural guidelines
 - Motion to “institute the use of Robert’s Rules of Order as an official procedural guideline until the bylaws revisions are approved in November” made by Mr. Carter with 2nd by Dr. Cameron:
 - Motion passed via unanimous voice vote.
- b. Governance Model Policies
 Motion: Jim Woody
 Rationale: to consider the approval of over-arching policies of Board Governance
 - Motion made by Dr. Woody with second by Mr. Pope: “Only majority votes of the TCA Board constitute binding instructions to TCA Administration.”
 - a. The Board wants to ensure it speaks clearly with one voice without confusion of tasking done by individual Board member.
 - b. Vote: Dr. Cameron – Aye, Mr. Carter – Aye; Dr. Leland – Aye; Mr. Kretchman – Aye; Mr. Palmer – Aye; Mr. Pope – Aye; Dr. Woody – Aye. Motion passes.
 - Motion made by Dr. Woody with second by Mr. Pope: “The TCA Board will not take any action on an administrative matter until the Executive Director has had an opportunity to resolve the same matter.”
 - a. Dr. Woody explained that this policy addresses matters so that individual board members do not provide any direction to administration/staff, but instead directing stakeholders to address issues initially through normal administrative processes.
 - b. Jim Kretchman clarified that the board needs to concentrate on not telling the executive director how to solve a problem but give him the parameters to work within.
 - c. Steve Pope clarified that this does not constrain the board when it deems that the Executive Director has had due opportunity to address the matter.
 - d. Vote: Dr. Cameron – Aye, Mr. Carter – Aye; Dr. Leland – Aye; Mr. Kretchman – Aye; Mr. Palmer – Aye; Mr. Pope – Aye; Dr. Woody – Aye. Motion passes.
 - Motion made by Dr. Woody with second by Mr. Pope: “The TCA Board will follow a Governance Model of leadership and not a Co-Management Model of leadership. In general, this Governance Model means that TCA administration will decide how majority Board directed objectives and instructions ‘will’ be accomplished and the TCA Board will evaluate how ‘well’ they are being accomplished. We recognize that exceptions to the Governance Model have already been made and accepted in our Core Values document via a thorough collaborative process between the Board and

Administration. The Governance Model does not exclude such collaborative exceptions. Board policies to assist with this model can be added or amended as appropriate.”

- a. Mr. Kretchman commented that he agrees this is a critical topic and it would be helpful to discuss various scenarios to better understand the implications of the motion
 - b. It is important to put in place a model that the Board will follow
 - c. Dr. Leland explained a potential process is to either table the motion or rescind the motion or take a five minute recess.
 - d. Mr. Palmer expressed his desire to approve of the motion since it does not limit the Boards role and that it will move the Board in a proper governance direction.
 - e. It was discussed to potentially rescind the motion with the understanding that this motion will be brought back in a later regular board meeting.
 - f. Dr. Coulter expressed his concern that if the Board did not pass the resolution tonight that the Board would place in jeopardy the confidence of the Cabinet in the direction the Board was headed during the Board retreat in July.
 - g. Mr. Pope expressed concerns that we still needed to fully understand the motion and discussed the option of tabling the motion until September’s Board meeting.
 - h. The Board took a short recess from 8:30 pm until 8:37 pm.
 - i. Upon returning, the Board agreed to amended the motion by removing references to “staff” and replacing them with “administration”, adding “TCA” before Board in line three, and adding the last sentence “Board policies to assist with this model can be added or amended as appropriate” and voted on the motion as amended.
 - j. Vote: Dr. Cameron – Aye, Mr. Carter – Aye; Dr. Leland – Aye; Mr. Kretchman – Aye; Mr. Palmer – Aye; Mr. Pope – Aye; Dr. Woody – Aye. Motion passes.
- c. Initial Statement of response to accountability measures
Motion: Steve Pope/Jim Kretchman
Rationale: to consider the approval of an initial board statement toward accountability measures.
- Motion to accept the following statement on behalf of the Board was made by Mr. Kretchman with second by Dr. Cameron:
 - a. “During the last school year, the working relationship between Dr. David Bohn, TCA President, the leadership team, and the Board became stressed and fractured. Our inability to work together made it harder to advance our mission effectively. In retrospect, we see more clearly that inappropriate Board behavior was a significant factor in that fracture. As a Board, we recognize that some Board members confused their various roles and responsibilities, leading to violations of proper governance. We apologize for that confusion and the resulting violations and hindrance to Dr. Bohn’s leadership. We also wish to recognize and thank Dr. Bohn for his significant service and leadership contributions to TCA prior to his resignation.”
 - b. The Board realizes that there is more to be done, but this is the 1st step in the right direction and is consistent with the conclusions found by Mr. Hall and Dr. Carpenter
 - c. Dr. Leland and or Dr. Cameron will contact Dr. Bohn regarding the motion and express their thanks on behalf of the Board for his contributions to TCA
 - Vote: Dr. Cameron – Aye, Mr. Carter – Aye; Dr. Leland – Aye; Mr. Kretchman – Aye; Mr. Palmer – Aye; Mr. Pope – Aye; Dr. Woody – Aye. Motion passes.
- d. Bylaw Subcommittee Update
Motion: Steve Pope
Rationale: to initiate final stage of Bylaw update and revision to be completed in 60 days for first read in October regular board meeting with final approval by November regular board meeting.
- Motion to approve the following made by Mr. Pope with second by Mr. Carter:
 - a. “Initiate final stage of updating TCA Bylaws using the governance subcommittee’s February 2012 baseline revision to be completed in 60 days for first read in the October regular board meeting with final approval by the November regular board meeting”
 - b. Motion passed via unanimous voice vote.
- e. Permanent Executive Director Search Committee

Motion: Kirk Cameron

Rationale: to approve development of ED search committee charge, membership and timeline

- Motion made by Dr. Cameron with second by Mr. Palmer: “The TCA Board approve the formation of a search committee for the purpose of selecting a permanent Executive Director, to be formally interviewed and hired prior to the end of the 2012-2013 academic year.”
 - a. The Board needs to determine the costs and set a limit for expenditures associated with hiring a search firm to help in locating an executive director.
 - b. Dr. Cameron is soliciting inputs for names of potential search committee members.
 - c. Mr. Cameron will amend the charge and time table to reflect a reduction in finalists brought to the board to be 3-5 finalists.
 - d. Motion passed via unanimous voice vote.

f. TCA – “DAC” Proposal

Motion: Kirk Cameron

Rationale: to begin process of development of overall school accountability committee

- Motion that “TCA create a TCA Senate within the parameters outlined in the enclosed proposal, and to begin meeting and conducting business during the 2012-2013 academic year. The TCA Senate will, in part, serve the statutory function parallel to the D20 District Accountability Committee (DAC), and which is applicable to an organization with multiple School Accountability Committees (SAC)” was made by Dr. Cameron with second by Mr. Carter.
- Dr. Cameron made the following points in his discussion:
 - a. TCA has seven (7) SACs (almost a small district), which is different than most charter schools who only have one SAC.
 - b. A Senate will help unify the voices of all the SACs and will help filter information.
 - c. The TCA Senate will provide an additional conduit of information to the Board to help make informed decisions.
 - d. SAC reports are delivered to the building Principal in line with state statutes.
 - e. Current SAC members would be selected for the Senate by the Principal of given SAC.
 - f. There will be at large members appointed to the Senate by the TCA Board
 - g. Senate input to the Board is only advisory and there is no “authority” vested in the Senate to mandate, enforce, or create any policies.
- Dr. Leland said he would distribute SB 163 (DAC requirements) to the Board to help ensure the TCA Senate is in line with state statutes.
- Although the proposal outlines a good plan, there needs to be a time table included to determine when the Senate will be first convened.
- A subcommittee of the Board, headed by Dr. Cameron and Mr. Carter, will outline a recommended timeline with a report on their efforts due in the regular October board meeting.
- Dr. Coulter would like an administrative voice in the transition efforts in developing the Senate.
- The Board amended the proposal associated with the motion by changing “the D20 Board also reports to the DAC” to the D20 Board also communicates to the DAC” under Analysis line 5 and voted to approve the motion as amended.
- Vote: Dr. Cameron – Aye; Mr. Carter – Aye; Dr. Leland – Aye; Mr. Kretchman – Aye; Mr. Palmer – Aye; Mr. Pope – Aye; Dr. Woody – Aye. Motion passes.
- 9:31pm Motion by Mr. Carter and second by Dr. Woody to move into Executive session to discuss item b. in Executive Session pursuant to CRS 24-6-402(4)(b, e, and f).
 - a. Dr. Woody needed to leave early and he had input for the executive session discussion.
- Vote: Dr. Cameron – Aye; Mr. Carter – Aye; Dr. Leland – Aye; Mr. Kretchman – Aye; Mr. Palmer – Aye; Mr. Pope – Aye; Dr. Woody – Aye.
- At 10:10 pm Jim Woody left the meeting.
- At 10:13 pm Mr. Carter moved to end the executive session and return to the open session and was seconded by Dr. Cameron.
- Vote: Dr. Cameron – Aye; Mr. Carter – Aye; Dr. Leland – Aye; Mr. Kretchman – Aye; Mr. Palmer – Aye; Mr. Pope – Aye; Dr. Woody – Excused.
- 10:15pm resumed public session

- g. Absolute, Relative, Growth and Mission Specific Academic Outcomes Questions
 Motion: Jim Kretchman (w/ Peter Hilts)
 Rationale: initiate development of framework to guide data collection/reporting.
- Jim Kretchman and Peter Hilts provided thoughts and recommendations of forming an administrative Academic Services Committee to accomplish the following:
 - a. Clarify what TCA does and focus attention on students.
 - b. Committee will focus on the “how to” rather than the “how well”.
 - c. Determine how to measure indicators of success and be able to monitor those indicators.
 - d. Formulate the right questions to ask so that we are better able to measure what needs to be evaluated.
 - e. Engage the Board on developments within the Academic Services department.
 - f. Delve into issues that have to delineate whether items are Board concerns or Administrative concerns.
 - g. Make sure the Board and Administration are heading in a mutually agreeable direction rather than on independently derived courses, so it would be beneficial to have a Board member on the committee.
- h. Human Resources Report
 Rationale: initiate development of framework to guide data collection/reporting.
- Dr. Cameron moved with and second by Mr. Carter to task Mr. Carter to work with Interim Executive Director to provide additional details to the Board on the annual staff attrition report for the next regular Board meeting in September.
 - a. Refine the data to help discern reasons for staff attrition.
 - b. Potentially categorize based on experience levels of staff (0-3 yrs, 4-8 yrs, and 9-15 yrs)
 - Motion passed via unanimous voice vote.

Board Development and Assessment

- i. TCA Board Training Module Discussion
 Action: Jim Woody
 Rationale: to recognize Board Member completion of Colorado Department of Education (Division of School Choice) Board Training Modules.
- All current board members have completed the required 30 training modules of CDE Board Training. Certificates of completion were turned into the Board Clerk for verification
- n. Board Development & Training
 Action: The Board will listen to and respond to a short podcast on “Preventing Board Schizophrenia” presented by Dr. Brian Carpenter, nationally recognized expert on charter school board development and training.
- The board listened to a podcast by Dr. Carpenter that outlined the following topics:
 - a. For actions and decisions to have any lawful meaning, they need to be voted on.
 - b. The Board needs to state clearly what it wants so Administration is not confused.
 - c. Expressed, voted upon, and recorded actions by the Board (not necessarily unanimous votes, the majority rules and counts) carry authority whereby suggestions and discussions do not.
- o. Board Communication Planned
 Action: Chris Carter
 Rationale: to develop and approve of communication update to community
- d. Introduction/welcome of Dr. Gary Coulter
 - e. New Board Officers
 - f. Board apology to Dr. Bohn (after delivered personally to Dr. Bohn by Dr. Leland)
 - g. Passing of the Board Governance Policy motions

XI. Executive Session

- a. Executive session pursuant to C.R.S. 24-6-402(4)(h) for discussion of individual students where public disclosure would adversely affect the person or persons involved.
 - b. Executive session pursuant to CRS 24-6-402(4)(b, e, and f) to receive legal advice on specific legal matters, determining positions relative to matters that may be subject to negotiations, and personnel matters. Deputy Executive Director/Director of Operations and Director of Human Resources.
- Dr. Leland postponed Executive Session item a. based on latest communication with parents involved with the issue.

XII. Adjournment

- At 11:05pm Dr. Cameron made a motion to adjourn the TCA Board meeting with second by Mr. Kretchman.
- Motion passed unanimously via voice vote.

Minutes Approved by: _____ Date: _____