



THE CLASSICAL ACADEMY

BOARD OF DIRECTORS SPECIAL BOARD MEETING

(OPEN TO THE PUBLIC)

WEDNESDAY, MARCH 4, 2015, 7:00-8:50 P.M.

COMMUNITY BIBLE STUDY BUILDING (NEXT TO THE TCA NORTH
CAMPUS) 790 STOUT ROAD, COLORADO SPRINGS, 80921

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

	Presentation/Question Time/Start Time
I. Call to Order (7:00 pm)	1 min (7:00)(7:03)
<ul style="list-style-type: none"> • The Board Chair (Dr. Woody) called the meeting to order at 7:03 pm. 	
II. Pledge of Allegiance / Roll Call	1 min (7:01)(7:04)
<ul style="list-style-type: none"> • The following Board members were present: Mr. Carter (Excused), Mr. Dubois, Dr. Harrington, Dr. Jennings, Mr. LaValley, Dr. Woody, and Dr. Sojourner (non-voting member). 	
III. Approval of Agenda	2 min (7:02)(7:06)
<ul style="list-style-type: none"> • Motion: Dr. Harrington moved to approve the agenda and was 2nd. • Discussion Topics: None • <u>Vote: By unanimous voice vote the agenda was approved.</u> 	
IV. July 11, 2015 Board Retreat/Working Session	30 min (7:04)(7:07)
Action: Woody	
Motion: to approve the July 11 Board Retreat/Working Session Agenda	
Rationale: to review the agenda for the July 11 Board Retreat/Working session	
<ul style="list-style-type: none"> • Motion: Dr. Jennings moved to accept the July 11, 2015 Board Retreat/Working Session Agenda and was 2nd. • Discussion Topics: <ul style="list-style-type: none"> ○ Purpose of strategic planning topics are to review the implementation plan of the strategic plan ○ Strategic plan and facility plan should coincide ○ Ensure the strategic planning calendar has the required information/topics/reporting dates derived from the strategic plan ○ Provides an update of the facility management plan and provides the last opportunity to review the corporate knowledge of Mr. Collins ○ Board development and legislative update will be provided by Mrs. Flood (CEO of the Colorado League of Charter Schools) <ul style="list-style-type: none"> ▪ The Board will take the short survey NLT May to prepare for the Board development portion of the agenda ○ Dr. Woody will invite Mrs. Van Matre (and any other ASD20 Board members) to lunch on July 11 as well as Mrs. Flood and Mrs. Malli from CLCS ○ The Board will wait until May/June to determine other participants ○ Dr. Sojourner will make an open invitation to the Cabinet and Principals if they would like to attend the retreat • <u>Vote: By unanimous voice vote the Board approved the July 11, 2015 Board Retreat/Working Session Agenda.</u> 	
V. 990 Review (FAC Report)	15/10 min (7:44)(7:40)

Action: Dubois/VanGambleare

Motion: (Info)

Rationale: to review the 990

- **Motion: Mr. Dubois moved to approve the following changes to strengthen TCA's 990 by the end of FY 2014:**
 - **Approve re-characterization and administration of overhead for the FY 2014 (14-15).**
 - **Add annual disclosure information each year to Board Agreement prior to end of FY 2014 (and forward)**
 - **Increase the specifics and details of conflict of interest language in Board Agreement prior to the end of FY 2014.**
 - **Draft a TCA Whistle Blower policy by the end of FY 2014.**
- Discussion Topics:
 - Purpose of the 990 is to gain info on organizational policies, procedures, and governance practices
 - It is not a review of the finances; that is the purpose of the annual audit
 - Currently, we have 55% of our budget assigned to program support vs overhead (we can improve that percentage by reviewing how TCA categorizes these funds)
 - The 990 includes a list of donors who have donated \$5,000 and above (this information is not for public dissemination)
 - The Board conflict of interest policy contained in the Board Agreement needs more specifics to include an annual disclosure statement
 - TCA needs to have a whistle blower policy that includes the TCA Board
- **Vote: by unanimous voice vote, the Board approved the motion to make the four changes listed above that would strengthen TCA's 990.**

Break

10 min

(7:34)(8:15)

VI. Board Self Evaluation Action Plan Update Reports

10 min/10 min

(8:09)(8:24)

Action:

- Governance Committee
- Training Committee
- Finance Committee

Motion: (Info)

Rationale: to review the progress on the Board's Self Evaluation Action Plan

- Dr. Woody highlighted the Governance Committees work to develop an emergency succession plan for the TCA President. The draft policy will be included in the Chief Operations Officer policy and will be presented at the March 9 Board meeting.
- Mr. Carter will present an update of the Training Committee's progress on the Board's self-evaluation action plan in April.
- The Finance Committee did not have any tasking to complete for the Board's self-evaluation action plan

VII. President's Bonus Rubric

10 min/10 min

(8:29)(8:26)

Action: LaValley

Motion: Discussion/1st Read

Rationale: to discuss the criteria for awarding the TCA President a yearend bonus

- Discussion Topics:
 - The Board discussed the options of having a bonus or not having a bonus (rolling bonus into salary)
 - What is the motivational impact of a bonus and the Board's desire to ensure a highly prized President does not leave TCA?
 - In the past, full bonuses were automatically given to the President (the Board would like to re-address this paradigm and develop a rubric designed to give bonuses to reward above and beyond performance, or by achieving specific goal related measures, or eliminating a bonus and including it in the President's salary)
 - PERA considerations (Bonuses do not count in retirement salary calculations whereas rolling the bonus into a salary would provide a long term "bonus" upon retirement)
 - A bonus can be used to ensure specific outcomes are achieved
 - Proceeding in that direction, the Board and the President would mutually agree on specific, measurable goals and determine the threshold for success
 - A bonus can be used to reward outcomes based upon achieving a level of excellence on the President's annual evaluation
 - Mr. LaValley's bonus rubric follows this pathway
 - The Board is interested in restructuring the President's bonus so that there are criteria attached to the bonus or eliminating the bonus and rolling it into the President's salary
 - The Board thanked Mr. LaValley for his work and asked him to come back in April with a proposal/motion that either includes a rubric (amended if required) or rolls the President's bonus into his salary

VIII. Adjourn (8:50 p.m.)

(8:49)(9:06)

- **Motion: Mr. LaValley moved to adjourn the meeting at 9:06 pm and was 2nd.**
- Discussion Topics: None
- **Vote: By unanimous voice vote the Board adjourned the meeting.**



Chris Carter
TCA Board Secretary