



# THE CLASSICAL ACADEMY

## BOARD OF DIRECTORS SPECIAL BOARD MEETING

### (OPEN TO THE PUBLIC)

WEDNESDAY, APRIL 8, 2015, 7:00-9:00 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.   | <b>Call to Order</b> (7:00 pm)<br>Dr. Woody (Board Chair) called the meeting to order at 7:00 pm.   | 1 min       | (7:00)(7:00) |
| II.  | <b>Pledge of Allegiance</b> / Roll Call<br>The following Board members were present: Mr. Carter, Mr. Dubois, Dr. Harrington (Arrived at 7:39), Dr. Jennings (Phoned in), Mr. LaValley, Dr. Woody, Dr. Sojourner (non-voting member).  | 1 min       | (7:01)(7:01) |
| III. | <b>Approval of Agenda</b> <ul style="list-style-type: none"><li>• <b>Motion: Mr. LaValley moved to approve the agenda and was 2<sup>nd</sup>.</b></li><li>• Discussion Topics:<ul style="list-style-type: none"><li>○ When calling a Special meeting of the Board, it is important to communicate to the rest of the Board who called the Special meeting and the purpose of the Special meeting.</li><li>○ In this case, Dr. Woody (Chair), Mr. LaValley (Vice Chair) and Mr. Carter (Secretary), called the meeting noting that the April 13 meeting was overflowing with agenda topics and some of the topics could be added to the April 8 meeting turning it from a working session into a Special meeting.</li><li>○ The purpose of the Special Meeting was specified in its published agenda.</li></ul></li><li>• <b><u>Vote: Buy a 5-0 roll call vote the Board Approved the agenda. (Mr. Carter; Yea, Mr. Dubois; Yea, Dr. Jennings; Yea, Mr. LaValley; Yea, Dr. Woody; Yea)</u></b></li></ul> | 2 min       | (7:02)(7:02) |
| IV.  | <b>Consent Agenda</b> <ul style="list-style-type: none"><li>A. Items to be removed from the consent agenda</li><li>B. Naming of Buildings and Facilities (FF/FFR; Adopted from ASD20)</li><li>C. Advancement Policy (KCD-TCA; removed reference to Board Advancement Committee)</li><li>D. Board Agreement (BC-TCA; added reference to conflict of interest statement and amended Board requirements for professional development)</li><li>• <b>Motion: Mr. LaValley moved to approve item B. Naming of Buildings and Facilities and remove items C. and D. for further discussion.</b></li><li>• Discussion Topics: None</li><li>• <b><u>Vote: Buy a 5-0 roll call vote the Board approved the motion. (Mr. Carter; Yea, Mr. Dubois; Yea, Dr. Jennings; Yea, Mr. LaValley; Yea, Dr. Woody; Yea)</u></b></li></ul>  | 5 min/5 min | (7:04)(7:10) |

#### Items Removed form Consent Agenda:

##### C. Advancement Policy

- **Motion: Mr. Carter moved to approve the Advancement Policy with the following change:**
  - **Remove “Item 4. The President receives recommendations/guidance from the President’s Advancement and Advisory Committee” under Process.**
- Discussion Topics:
  - Item 4 delved into how the President should do his job. The Board did not want to force the current President or future Presidents to have an Advancement Advisory Committee.

##### D. Board Agreement

- **Motion: Mr. Carter moved to approve the revised Board agreement the following change:**
  - **Add item #25 under Board Conduct:**
    - **In our continuing effort to further Board development and training, members will be required to attend a minimum of one conference in their first two years on the Board. Board officers, will be required to attend a minimum of one conference every year that they are serving as an officer of the Board. A non-officer must attend one conference in each term that they are elected.**
- Discussion Topics:
  - It is important for Board members to broaden their knowledge of the educational issues facing TCA
- **Vote: Buy a 4-1 roll call vote the Board approved the motion. (Mr. Carter; Yea, Mr. Dubois; Yea, Dr. Jennings; Nay, Mr. LaValley; Yea, Dr. Woody; Yea)**
- **Motion: Mr. Carter moved to approve the amendment to the Board Agreement concerning Conflict of Interests provided it will be amended (if needed) based upon the requirements set forth in the discussion of the Board’s new Conflict of Interest Policy.**
- Discussion Topics:
  - To satisfy requirements set forth in complying with the IRS 990 as a 501(c)(3) organization, it is important to have a Conflict of Interest Policy and notification requirements.
- **Vote: Buy a 5-0 roll call vote the Board approved the motion. (Mr. Carter; Yea, Mr. Dubois; Yea, Dr. Jennings; Yea, Mr. LaValley; Yea, Dr. Woody; Yea)**

V. **Strategic Plan (Strategic Goals)** 15 min/45 min (7:14)(7:35)

Action: Sojourner/Woody

Motion: (Info)

Rationale: to continue the discussion of the strategic plan (the second round of discussions)

- Dr. Woody outlined the Strategic Planning Process (See Attachment 1) and focused attention on the Strategic Plan.
- Dr. Woody presented his strawman for a Strategic Plan. He hopes that the Board can approve a Strategic Plan by June and adjust the strategic calendar to include information from the Strategic plan at the July Board retreat.
- Dr. Sojourner presented his Strategic Plan focusing on Strategic Assumptions and four main Strategic Goals.
  - Dr. Sojourner was looking for a general consensus from the Board that he was heading in the right direction with the Strategic Plan.
  - Although there could be tweaking to the wording of the assumptions and strategic goals, the Board felt that Dr. Sojourner was on the right track.
    - The next step in the process is for each Board member to send him suggestions on how to improve his strategic plan so that he can present an updated plan at the May Board meeting.
    - Of particular interest to the Board is ensuring TCA Core Values are included in the plan:
      - Selecting the appropriate measures that signify “How Well” TCA is doing
      - Determine time frames for reporting measurements (integrate into the Strategic Calendar)
      - Outline “initiatives” that the President would implement
      - Determining the “target/targets” of the strategic plan; how is it not redundant in what we are already doing (President’s Goals, TCA’s Core Values, Etc.)
      - Ensure the Strategic Planning Goals are compatible with the President’s yearly goals
      - Make the strategic plan exciting so that everyone buys into it
      - Strategic Plan should not exceed 5 pages.
      - Interwoven in the strategic plan, should be a well thought out communication plan
      - Strategic plan should be forward looking and decisions made on long term outcomes rather than the day to day or the year to year
      - The Strategic Plan must be reviewed yearly to ensure all Board members understand the plan, support the plan, adjust the plan for unforeseen occurrences or changes to assumptions, and keep the plan in mind as they make decisions that could affect strategic outcomes/initiatives

**BREAK** 5 min (8:14)(8:33)

VI. **Board Budget** 5 min/5 min (8:19)(8:38)

Action: Dubois/Carter

Motion: to the approve the Board Budget for the 2015-16 school year (vote)

Rationale: to review and approve the estimated Board budget for the 2015-16 school year

- **Mr. Dubois moved to approve the Board Budget for 2015-2016 school year.**

- Discussion Topics: None
- **Vote: Buy a 5-0-1 roll call vote the Board approved the motion. (Mr. Carter; Yea, Mr. Dubois; Yea, Dr. Harrington; Yea, Dr. Jennings; Abstained, Mr. LaValley; Yea, Dr. Woody; Yea)**

VII. **Conflict of Interests Policy** 10 min/10min (8:29)(8:45)

Action: Dubois/Miller

Motion: to discuss the proposed TCA Board Conflict of Interests Policy (1<sup>st</sup> read)

Rationale: to expand the current TCA Conflict of Interest Policy to include references applicable to 501(c)(3) organizations and to abide by IRS 990 requirements

- Discussion Topics:
  - Mr. Miller outlined the need to have a thorough Conflict of Interest Policy since TCA is both school Board and is a 501(c)(3) Board as well.
  - Mr. Miller will amend Item 5. Appropriate Corporate Opportunities and bring back to the May Board meeting.
  - Bob will amend the Board Agreement concerning the Conflict of Interest Notification to include Article V. Annual Statement of the Conflict of Interest Policy.

VIII. **Roll Call Voting** 5 min/5 min (8:49)(9:02)

Action: Dubois

Motion: for the Board to take roll call votes on all motions presented to the Board, except Board Officer Elections.

Rationale: based on Colorado State School Statute requiring votes of School Boards on motions to be roll call votes, to determine whether TCA will continue to use voice votes to approve/disapprove Board motions

- **Motion: Mr. Carter moved for the Board to take roll call votes on all motions presented to the Board, except Board Officer Elections.**
- Discussion Topics:
  - Based upon Colorado State School Law (22-32-108) “All voting at any meeting shall be by roll call. The names of the members shall be called alphabetically, and each member present shall orally vote “Aye” or “No” upon each question unless excused from voting by the board for good cause. Election of the president and vice-president may be by secret ballot.”
  - Mr. Miller (Board/TCA Legal Counsel) concurred with this recommendation.
- **Vote: Buy a 6-0 roll call vote the Board approved the motion. (Mr. Carter; Yea, Mr. Dubois; Yea, Dr. Dr. Harrington; Yea, Dr. Jennings; Yea, Mr. LaValley; Yea, Dr. Woody; Yea)**

IX. **Adjourn (8:59 p.m.)** (8:59)(9:08)

- **Motion: Mr. Carter moved to adjourn the meeting at 9:08 pm.**
- Discussion Topics: None
- **Vote: Buy a 6-0 roll call vote the Board approved the motion. (Mr. Carter; Yea, Mr. Dubois; Yea, Dr. Dr. Harrington; Yea, Dr. Jennings; Yea, Mr. LaValley; Yea, Dr. Woody; Yea)**

**Attachments:**

- 1) Strategic Planning Process Diagram (Dr. Woody)



Chris Carter  
TCA Board Secretary