



THE CLASSICAL ACADEMY

BOARD OF DIRECTORS MEETING

(OPEN TO THE PUBLIC)

MONDAY, DECEMBER 12, 2016, 6:00-9:50 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

Presentation/Question Time/Start Time

- | | | |
|------|---|----------------------|
| I. | Call to Order | 1 min (6:00) (6:00) |
| | <ul style="list-style-type: none">• Mr. LaValley (Board Chair) called the meeting to order at 6:00. | |
| II. | Pledge of Allegiance/Mission/Roll Call | 5 min (6:01) (6:01) |
| | <ul style="list-style-type: none">• Roll call: (Mr. Carter; Here //Mr. Dubois; (Arrived 6:03)//Dr. Jennings; Here // Mr. LaValley; Here // Mr. Moulton; Here //Mr. Rudder; Here // Mrs. Van Vleet; Here) A quorum was present. | |
| III. | Approval of Agenda | 5 min (6:06) (6:03) |
| | <ul style="list-style-type: none">• Motion: Dr. Jennings moved to approve the agenda with the following changes and was 2nd:<ul style="list-style-type: none">• Remove Item X.C.7. Conflict of Interest Board Policy and move to January• Remove Item X.C.8. Hiring of Lobbyist• Discussion: None• <u>Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; Yea // Mrs. Van Vleet; Yea)</u> | |
| IV. | Comments from the Audience (Audience members have 5 minutes to address the Board)
(NOTE: Per procedural rules if more than one person is speaking on the same topic we request that one or two specific spokespersons speak on behalf of the group) | 5 min (6:11) (6:03) |
| | <ul style="list-style-type: none">• Mr. Rollie Corneliusen spoke in favor of building a new auditorium. His comments are found at Attachment 1). | |
| V. | Comments from the Board of Directors | 5 min (6:16) (6:10) |
| | <ul style="list-style-type: none">• Mr. Dubois alluded to the importance of ensuring the Board keep to its procedures with respect to contacting legal counsel on routine matters; we should clarify this process when we discuss the GOA• Mr. Carter referenced his talks with Board on Track and the results of the Board survey. He will present the results at the January board meeting• Mr. LaValley mentioned he attended the CASB conference last weekend. He learned a lot and was able to meet with D20 Board members as well as the D20 Superintendent.• Mrs. Van Vleet went on the Central Campus tour last Thursday and was impressed by the hard work of Elder Construction, Mr. Tubb, and Mr. Pacht. She also attended the donor appreciation event at the Fine Arts Center and thanked Dr. Sojourner for his inspiring talk to our key donors. | |
| VI. | Celebrate TCA (Central Campus Letter Writing to Troops) | 5 min (6:21) (6:06) |
| | Action: (Harris)
Motion: (Info)
Rationale: to highlight accomplishments of TCA students, staff, and parents | |
| | <ul style="list-style-type: none">• We celebrated the first year of Central Campus's "Kindness in Action" campaign. The students are learning how to put others before themselves. Aurianna, Kyla and Samantha, 5th graders at Central, shared about some of the actions they participated in such as knitting scarves for the homeless, writing letters to our military service men and women that are deployed, and implementing a "Titan Buddy Bench" on the playground. Through these experiences the Central students are learning what it means to be a friend, to be selfless, and to find simple joys in life! These Titans are truly giving their best to the world! | |
| VII. | Board Development (Legislative Update) | 10 min (6:26) (6:14) |
| | Action: (Miller) | |

Motion: (Info)

Rationale: to review legislative changes that could/will affect TCA

- Mr. Miller introduced us to one of his new hires; Cindy Sovine-Miller. She was hired to be a lobbyist on Mr. Miller's staff.
 - Cindy talked about the services she will provide TCA including:
 - Healthcare issues
 - Tracking Legislative issues
 - Raising the level of visibility of charter school concerns to state representatives
 - Competing school finance bills
 - Rural vs city finance issues
 - Equitable distribution of school funds
 - Taking ACT vs SAT tests as the state measure for aptitude
 - PARCC Testing
 - Charter School waivers
 - State Board of Education and change of control
- Dr. Sojourner asked her to keep a sharp eye out for legislation that will require charter schools to hire only licensed teachers and changes to count date rules

VIII. **Report of the President & Cabinet Spotlights**

5 min/10 min (6:36) (6:22)

Motion: (Info)

Rationale: to highlight cabinet activities (Pres., Ops, Academic Services, HR, and Advancement).

- Dr. Sojourner highlighted the following items from his report:
 - High School is hiring an additional assistant principal to concentrate on the following areas:
 - Discipline
 - Uniforms
 - Assessment
 - D20 denied The Summit Charter School application this year based upon financial (CDE had denied their start up grant application) issues but asked them to reapply next year
 - There were no new course proposals for this year
 - Dr. Jennings asked if the District was concerned with TCA's size that would cause a need for another charter school
 - Dr. Sojourner said D20 were not concerned with our size
 - Summit would most likely target higher elementary grades that are less likely to get into TCA
 - Mr. Weston stated that D20 is open minded about other charter schools being accepted in the district as long as they met the following criteria:
 - Interest in the community
 - There is a niche that is carved out
 - There is a need

IX. **Consent Agenda**

5 min (6:51) (6:30)

Board Directed items to be removed from Consent Agenda:

Motion: to accept the Consent Agenda (vote)

- A. Minutes: Nov 14 (Swanson)
- B. Written Reports of the President and Cabinet
 - 1. Finance (VanGambleare)
 - a. October Financials
- C. Chief Executive Officer Succession Plan Board Policy
- D. SAC Minutes
 - 1. East Elementary, Nov 14, 2016
 - 2. North Elementary, Nov 15, 2016
- **Motion: Mr. Jennings moved to approve the consent agenda with the following changes and was 2nd:**
 - **Remove Item IX.A. Nov 14 Minutes for amendments**
 - **Remove Item IX.C. Chief Executive Officer Succession Plan for amendments**
- Discussion:
 - The Board discussed in general what it meant to vote to approve items listed under the consent agenda
 - What types of items should be included on the agenda (info reports, votes on policies or other items requiring votes, etc.)
 - Mr. Miller cautioned the Board to include some type of action on the part of the Board when including an item on the consent agenda (vote to approve motion, info only item, 1st read, etc.)
 - Refrain from just putting an item on the consent agenda without guidance to the Board on what action it should take
 - The Board asked the Governance committee to determine whether further guidance is required
- **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; Yea // Mrs. Van Vleet; Yea)**

X. Discussion Agenda Items

A. Items removed from Consent Agenda

- **Motion #1: Dr. Jennings moved to amend Item IX.A. Nov 14 Minutes as follows and was 2nd:**
 - **Item X.C.1. FAC Report: Change “clean and unmodified” to “clean and unqualified”**
 - **Item X.G. Closing Comments from the Board: Change comments from “None” to “Dr. Jennings noted an inconsistency between Board discussion surrounding new facility severability with the possibility of being forced into undesired uses of our facilities and TCA’s actual staff policies allowing equal access to our facilities.”**

Discussion: None

Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; Yea // Mrs. Van Vleet; Yea)

- **Motion #2: Mr. LaValley moved to amend Item IX.C. Chief Executive Officer Succession Plan as follows and was 2nd:**
 - **First sentence, first paragraph switch will back to shall.**
 - **2nd paragraph instead of “continue in his/her role a President” it should read “continue in his/her role as President”**
 - **2nd paragraph should read “a Special meeting of the Board shall be called” instead of “will be called”.**

Discussion: None

Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; Yea // Mrs. Van Vleet; Yea)

B. Cabinet Level Reports

1. **Operations Capital Construction Report (Monthly)** 10 min/20 min (6:56) (6:47)

Action: (Tubb)

Motion: (Vote)

Rationale: to review and recommend to the Board that the administration start work on a North Elementary Gym and a North Auditorium/Performing Arts Center

- Central renovation nearly complete
- Multiuse field \$55,581 under budget
 - Will use funds to mitigate erosion
- **Motion: The Capital Construction Committee recommends that the Board approve TCA Operations to pursue necessary actions for a North Elementary Gymnasium and an Auditorium as the initial projects for the D20 bond funding.**
- Discussion:
 - It is important to get started on determining uses for the Bond revenue
 - Timing of Bond money requires TCA to spend money within 3 years upon issuance of funds
 - Many districts received Bond funding and are looking to build; competition will be high and costs could rise
 - We are not locked into the current master plan
 - Looking at functionality and wise space usage
 - We are looking at budget/design option and using a design/build plan
 - Preliminarily, we are using \$4 million as a base price for the gym
 - Preliminarily, we are using \$8 million as a base price for the auditorium
 - Provides greater competition amongst contractors
 - Value engineering could save money
 - Goal is start building this summer
 - No guarantee that the contractors will be able to meet the base prices nor will we get a GMP until much later in the process
 - The Board was intrigued by getting a lower cost; \$12 million vs previous estimates of \$16 million
- **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; Yea // Mrs. Van Vleet; Yea)**

2. **Parent Survey Plan** 5 min/5 min (7:26) (7:29)

Action: (Jolly)

Motion: (Info)

Rationale: to provide the Board an opportunity to review the parent survey plan

- Mr. Jolly has parent survey results from the last 12 years and has a good pulse of what the community thinks about TCA
 - It is important to ensure we maintain consistency when we write questions for the survey
 - Minor changes in the wording can change the entire meaning or perception of the questions
 - We will again have questions that will be the same for all schools to answer as well as questions that are unique to each school (between 10 to 15 questions)
3. **Current Year Budget Modification** 5 min/5 min (7:36) (7:31)

Action: (VanGambleare)

Motion: (1st Read)

Rationale: to review and recommend changes to the current year budget based upon an increase in Per Pupil Revenue and possible increase in health care spending

- Mr. VanGambleare highlighted the following reasons to have a midyear budget modification:
 - Account for the low attrition rate for this year (about \$600,000 in additional revenue)
 - May need to adjust attrition model for the future
 - This year we have had unusually high Health Insurance Benefit claims for acute medical circumstances

Break (7:37)

C. Board Level Reports

1. **Grant of Authority Discussion** 5 min/5 min (7:46) (7:47)

Action: (Dubois)

Motion: (Discussion)

Rationale: to discuss the implementation of the Grant of Authority

- The discussion revolved on the capacity of any single Board member's capability/authority to get routine legal counsel from the Board's appointed Legal Counsel (Mr. Miller)
 - The Grant of Authority approved in August 2016 did not match what had been approved and voted on previously (error made in not updating the document)
 - GOA should have included the following update:
 - Obtaining legal representation or advice for routine matters requires concurrence from the Chair and Vice Chair of the Board with a subsequent e-mail notification to all members; this could also be a monthly summary.
 - Obtaining legal representation or advice for serious matters that could result in litigation requires concurrence from the Chair and the Vice Chair and an immediate notification to all members.
 - The Board agreed that the Chair with concurrence from the Vice Chair should be able to converse with TCA's Legal Counsel on routine and/or emergency matters as voted by the Board in Nov 2015
- The Board asked the Governance Committee to bring back recommendations on these topics:
 - Whether or not the GOA needed a separate policy to outline and make changes or could the GOA be included in a current policy
 - Provide the Board with a 1st read of a GOA policy

2. **Adopt a School Report** 14 min (7:56) (8:10)

Action: (All Board Directors)

Motion: (Info)

Rationale: to report on the activities associated with each Board Director's assigned school

- Overall, the Board was impressed by the expertise of the administrators, teachers, and staff. They enjoyed seeing students that reflected TCA's Core Values and hope to visit more classrooms next year.
- Mr. Dubois
 - Mr. Dubois has visited the Central campus where all of the construction is going on. It is evident that the teachers, students, and parents are pleased with the renovations and the expanded space that will be ready soon and that it will be a safe environment.
- Mr. Carter
 - Mr. Carter remarked on the "Kindness in Action" effort at the East Elementary. Students place a card on an 8 foot wall whenever they find someone doing an act of kindness. He also found it was a challenge for students to transfer into a grade with a larger class size; even if it was only by 2 students. Teachers were helping adjust them to the new changes.
- Mr. LaValley
 - Mr. LaValley mentioned in his visit to the Cottage School how Mrs. Upchurch used the Core Values as she was explaining why and what the cottage school does. He was able to visit the SAC and back to school nights.

- Mr. Jennings
 - On his visit to the North Elementary, he noted how the teachers were taking the best practices from all the elementary schools and putting them to good use. He went to back to school nights, PTO meetings and Principal coffees. He complimented Mr. Stump on being an excellent principal.
 - Mr. Moulton
 - Mr. Moulton attended the CP back to school night. He met with Mr. Wright and was impressed by his hard work.
 - Mr. Rudder
 - Observed that the High School was challenged by recent tragedy (both students and teachers). He was encouraged to see administration giving students the lead in working through this difficult time.
 - Mrs. Van Vleet
 - Spoke of her vis tot back to school night at the Junior High. She encouraged parents to continue to give to TCA as well as consider running for the Board of Directors. She praised Mr. Carroll and Mr. DiPreto dedication to students. Learned more about their accreditation results.
3. **Appointment Process of Board Members** 5 min/10 min (8:10) (8:19)
 Action: (Moulton)
 Motion: (Vote)
 Rationale: to discuss a policy for the appointment of a Board member
- **Motion: The Board Member Appointment Committee moved that we approve the Committee recommendation for the timeline and process for the appointment of board members.**
 - Discussion:
 - The Board discussed what is important in appointing a Board member
 - Skill set the Board may need or
 - Specific person in mind and
 - Knowledge of charters schools especially knowledge of TCA
 - At the January Board meeting the Bard should be prepared to give names to Mr. Moulton as possible appointment candidates
 - The goal is to have a policy 1st read by April and a vote in May
 - The Board thought the election cycle was too long and suggested moving the election up one month earlier
 - **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; yea // Mrs. Van Vleet; Yea)**
4. **Annual Board Evaluation Results** 5 min/5 min (8:25) (8:36)
 Action: (LaValley)
 Motion: (Info)
 Rational: to review the results of the Board’s annual evaluation results
- The Board reviewed the results of the annual evaluation
 - Mr. LaValley will accumulate inputs from the Board and the Governance Committee to form an action plan
 - Mr. LaValley asked if it was possible to take just the Board answers out of the survey results
 - Bob will check with Mr. Gronski
5. **Board Election Policy BBB-TCA/Bylaws** 5 min/5 min (8:35) (8:40)
 Action: (LaValley)
 Motion: (Vote)
 Rationale: to review the election policy/bylaws to recommend changes to eligibility of Board members with respect to having immediate family members working for TCA while also being a Board member
- **Motion #1: The Governance Committee moved to approve the changes to the Board Election Policy to include changing the eligibility of a Board Candidate from “not have a spouse” to “not have an immediate family member on staff as a regular employee.”**
 - Discussion:
 - The definition for an immediate family member can be found in the TCA Employee handbook
 - Regular employee refers to a FTE employee (salaried) which is different from a coach or stipend only paid employee
 - **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; yea // Mrs. Van Vleet; Yea)**

- **Motion #2: The Governance Committee moved to approve the changes to the TCA Bylaws section 4.2 (a) (ii) delete “any spouse of an employee and add “a director with an immediate family member on staff as a regular employee”.**
- Discussion: None
- **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; yea // Mrs. Van Vleet; Yea)**
- **Motion #3: The Governance Committee moved to approve moving the Board Election forward by one month.**
- Discussion: None
- **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; yea // Mrs. Van Vleet; Yea)**

6. Board Decision Making Policy

5 min /5 Min (8:45) (9:00)

Action: (LaValley)

Motion: (Vote)

Rationale: to suggest deleting this policy from the list of Board policies

- **Motion #1: The Governance Committee moved to delete the Board Decision Making Policy.**
- Discussion: None
- **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; delayed // Mrs. Van Vleet; Yea)**

- **Motion #2: The Governance Committee moved to approve the changes to the Board Meeting Policy to include Item 1. (h) by adding “Any Board member may add an agenda item through a timely request to the agenda planning group”.**
- Discussion: None
- **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley; Yea // Mr. Moulton; Yea // Mr. Rudder; yea // Mrs. Van Vleet; Yea)**

7. Conflict of Interest Board Policy

5 min/5min (8:55) Dropped

(Dropped)

Action: (Dubois, Miller)

Motion: (1st Read)

Rationale: to review changes to the Conflict Resolution Policy

- Removed from agenda

8. Hiring of Lobbyist

5 min/10 min (9:05) Dropped

Action: (LaValley)

Motion: (Vote) to approve the cost for hiring a lobbyist

Rationale: to evaluate the need for hiring a lobbyist

- Removed from agenda

9. Talk2tcaboard Communication Process

5 min/5 min (9:20) (9:05)

Action: (LaValley)

Motion: (Info)

Rationale: to review the process for Talk2tcaboard e-mail communication

- The Board agreed to have the Board Secretary’s Expanded Job Description to include the following:
 - The Board Secretary and one other Board Officer would review all e-mails coming into the Talk2tcaboard e-mail site (Mr. Moulton volunteered to review the e-mails)
 - The two officers would determine whether to delete or forward the e-mails to the Board and/or President
 - A monthly report pertaining to the distribution of e-mails would be presented to the Board during the “Board Communication” item on each month’s agenda

D. Board Communication

5 min (9:30) (9:13)

Action: Secretary

Rationale: to develop and approve of communication update to community

- Celebrate TCA
- TCA Elections
- E-mail Traffic

E. Executive Session

5 min (9:35) (9:16)

Action: (LaValley)

Motion: to move into executive session pursuant to C.R.S. 24-6-402 (4)(f) TCA President feedback

- **Motion: Mr. Rudder moved to move into executive session pursuant to C.R.S. 24-6-402 (4)(f) TCA President feedback (The Board and Dr. Sojourner moved into executive session)**

- Discussion: None
- **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley: Yea // Mr. Moulton; Yea // Mr. Rudder; Yea // Mrs. Van Vleet; Yea)**

F. **Closing Comments from the Board** 5 min (9:40) (9:20)

- Mr. LaValley will send out an invitation for an informal get together at his house on Dec 30.

G. **Future Board Agenda Items** 5 min (9:45) (9:21)

1. **Recruitment, Appt., Eval. of TCA President, Jan, Governance Committee**
2. **Conflict Resolution, Jan, Governance Committee**
3. **School Calendar Review/Approval, Jan, Jolly**
4. **TCA Building Corp (Appoint Directors), Jan, Bender**
5. **Announce Board of Director Vacancies, Jan, LaValley**
6. **Board Evaluation Action Items, Jan, Governance Committee**
7. **Bylaw Update/Review, Jan, Governance Committee**
8. *** Evaluate Monthly Construction Reports, President's Reports, Board Meetings, Jan, LaValley**

XI. **Adjournment** (Approx. 9:50 p.m.) (9:50) (9:21)

- **Motion: Mr. Carter moved to adjourn the meeting and was 2nd.**
- Discussion: None
- **Vote: By a roll call vote of 7-0 the Board approved the motion. (Mr. Carter; Yea // Mr. Dubois; Yea // Dr. Jennings; Yea // Mr. LaValley: Yea // Mr. Moulton; Yea // Mr. Rudder; Yea // Mrs. Van Vleet; Yea)**

Attachment:

- 1) Audience Comments (Mr. Rollie Corneliusen)



Chris Carter
TCA Board Secretary

Note: Items highlight with an (*) are tied to the Strategic Plan and deliverables by the Administration to the Board