

FCMS School Board Meeting

3-24-16

Present: John Sanderson, Lorie Federman, Frank Vincent, Eric Danielson, Nancy Tellez, Robyn Hoxie

Parents / Public: Jessica Knight, Shoshana Leis

Vision, Mission, Values: Read by Mr. Sanderson

Consent Agenda: Board members will be asked if they wish to discuss any items listed on the Consent Agenda. If so, these items will be moved from the Consent Agenda and placed under Items for Action. Items remaining on the Consent Agenda will be voted on together.

Consent agenda:

Ms. Tellez made a motion that the we approve the agenda for today's meeting and the minutes from last meeting. Ms. Federman seconded. Motion Passed unanimously.

Community Comment: No community comment

Facilities (Presentation and possible Vote; Ms. Tellez)

- Long-term facilities needs
 - Update from facilities meetings since the last Board meeting.
 - Next steps.
- Meeting short-term needs around Westminster Presbyterian Church

Long Term needs update:

- options that may exist for future facilities, ie. rental properties, purchasing/renovation, new build
- what people were needed: realtor, owner rep
- determine how much money we have to spend

Discussion: How do we get concrete action points moving forward.

- Ms. Tellez responded that there is a Facilities Committee meeting next week to start to develop action points to bring to the board.
- Mr. Vincent suggested that facilities goals should be put into a timeline.

- How do we communicate what is happening in the Facilities Committee meetings with Fort Collins Montessori School stakeholders and community; that is, how building progress is moving forward? Ms. Tellez will be following up with the Facilities Committee on that action point of how to communicate Facilities Committee minutes.

Short Term Needs around Westminster Presbyterian Church

Discussion: Project manager for WPC

- Ms. Tellez and Ms. Federman are pursuing bids for project management for all the facilities requirements for WPC.
- Ms. Federman shared that the bids for WPC have not come in yet, and that the firms she has contacted have been unresponsive to repeated requests for bids. Ms. Tellez suggested special meeting once those bids come in. Mr. Sanderson suggested potentially using the upcoming training meetings on March 31, or April 5.

Discussion: how to keep moving forward with current contracts without a project manager in place.

- Mr. Sanderson describe what he learned at the Charter School Conference Conflict of Interest (CoI) breakout session, where he learned details of federal and state CoI law. Mr. Sanderson also shared some of what he learned about Poudre School District CoI policy, which we are contractually obligated to follow unless specifically exempted (no exemptions exist at this time). Consequences of failing to follow CoI law and policy could be severe, including revocation of our charter and/or loss of 501(c)(3) status (which we are in the process of seeking).
- Our goal is to hire a “lowest responsible bidder,” which means the lowest price that we believe will meet all our needs. Ms. Ronnie Estelle intends to bid on this work. Since she is Mr. Sanderson’s spouse, this is a conflict of interest, which means that CoI procedures must be diligently followed, including--in the event that Ms. Estelle is selected--documenting that she is the lowest responsible bidder. Mr. Sanderson noted that “sole source” is a red flag in CoI situations, so the motion from the February meeting to award the work to Ms. Estelle on a sole-source basis will need to be retracted.
- Mr. Vincent suggested we are paying a project manager on a task completion basis, not an hourly basis.
- Mr. Vincent suggested that Ms. Federman ask the two bidding companies to communicate their intention to bid or not bid so that due diligence is done.
- Mr. Sanderson also stated we could get a professional opinion on the pricing of the bid.

No motion was made at this time

Financial Report and Draft FY16-17 Budget (Presentation; Mr. Danielson)

Status report on FY16 budget and how our understanding of the current year budget is influencing thinking on the FY17 budget.

- Mr. Sanderson noted that our ‘revenue vs. expense’ report suggests that our surplus at the end of FY16 will be larger than currently anticipated, which will leave our reserves in a better position.
- Mr. Sanderson explained that our charter contract requires FCMS to submit a draft budget to PSD by April 15. The goal would then be to adopt a final budget in May.
- Need to add budget items for 501c3 Applications and 990 form for all the years of our existence.
- 990 in the future will need to be in the accounting line of the budget as a yearly expense

Mr. Danielson suggested to not make a motion until we have the budget items updated. Final review of budget will be at one of the next meetings on March 31 or April 5.

Mr. Danielson communicated that Jessica Knight - FCMS office manager - will be taking over daily financial bookkeeping. Ms. Sarah-Gennie Collazio, who has guided our accounting for nearly 2 years, has taken a full-time job as Finance Director at Windsor Charter Academy, so she can no longer do contract work for us. Ms. Collazio was incredibly helpful as advisor and accounting during her time working with us.

Head of School Report (Presentation; Mr. Vincent)

Enrollment and waitlist status.

- Eight full-time openings in 3 & 4 year olds. These ages typically remain in flux through the summer, and we expect those openings to fill during the summer or, at worst, fall.
- Update on staffing, including hiring new staff for two additional classrooms and additional administrative staff required due to split facility.
 - Hiring 3 classroom assistants for next school year. We briefly discussed our high assistant turnover. Mr. Vincent explained that there are probably several reasons for that turnover, among them being that being an “assistant” in a Montessori classroom is not the same as being a “teaching assistant” in a traditional classroom. Mr. Vincent will explain this difference more thoroughly for future

hires. We may also increase pay substantially in the future, but at this time Mr. Vincent is requesting a relatively modest 6% increase for assistants.

- Jessica Knight communicated about some a potential new hire in administration. This person would help with office work, to cover breaks, before/after care responsibilities, testing support for Mr. Vincent. This role may be filled by one person, but potentially a couple part-time people. They will help manage both school sites.
- Whatever is done with this new administration position (one person or two, full-time or part time, etc.), the cost will be maintained within the approved draft budget.

Bylaws revisions (Presentation and Discussion; Mr. Sanderson)

Completing our 501(c)(3) application requires Board adoption of dated bylaws. Prior to putting the by-laws to a vote, we need to make multiple revisions to our existing bylaws, which were adopted by default as part of our Charter application. Most of the revisions we need to make are formulaic and will not require discussion. There are a few items, however, that require Board input. Mr. Sanderson will explain these items and seek Board input.

Discussion around Board Terms limits:

- Mr. Sanderson explained that our current bylaws were included in our Charter application. As with all policies and procedures that were included in the Charter, they serve as existing policy etc. until the Board chooses to pass a policy that supersedes the charter.
- After the Board's professional development training in May 2015, Doc Wiener--mentor to Frank Vincent--commented extensively on our bylaws. Incorporating Mr. Wiener's "best practices" is one reason to revise bylaws. Also, some portions of the bylaws (e.g., recruiting board members) need to be revised to be made consistent with policy that has been passed by the board subsequent to the Charter application.
- Term limits were strongly suggested. Currently bylaws indicated terms last two years, with no limit to the number of terms. Suggested board member terms last 3 years to ensure high-performance after coming up to speed and continuity, with a two term consecutive limit. The two term limit should apply to "elections" so that a Board member brought on between terms could complete the partial term and still serve two 3-yr terms (this is how PSD does it, although the PSD term is 4 yrs.).
- Staggered Board term expirations. Suggested board transition in May.
- Mr. Wiener also suggested that Board member time in an officer position be limited. The Board indicated a desire to have Officers remain in their position for no more than two years at a time, except for the original officers whose terms should be > 2 yrs because it

is so difficult to come up to speed in the early years (final duration of initial officers t.b.d.). The Board expressed a desire to allow Board members to rotate back into an office two years after being limited out of that office.

No motion was made on this item. Mr. Sanderson will make revisions, seek counsel on final draft and share with Board in advance of April meeting in anticipation of adoption at that meeting.

Executive Session

Mr. Sanderson made a *Motion: The FCMS Board will move into Executive Session to discuss a personnel issue which is allowable use of Executive Session per C.R.S. § 24-6-402(4). Ms. Federman seconded. Motion Passed.*

[Note: Executive Session was recorded as required by law.]

Moved out of executive session.

Policy Regarding Supervision of Relatives

This agenda item addressed the fact that Mr. Vincent's spouse Martha applied for the Upper Elementary teaching position that must be filled for next year.

After executive session, the Board spent considerable time creating a motion that expressed the Board's intentions.

Ms. Tellez moves that: The FCMS is contractually obligated to follow the PSD policy number GBEA that states relatives should not directly or indirectly evaluate, supervise or be supervised by another family member. Hence, the Fort Collins Montessori School Board resolves that, to be in alignment with the letter and the spirit of the PSD policy GBEA and in order to avoid issues arising from actual or perceived bias for all stakeholders, there should be no differentiation in supervision of employees and staff holding the same roles.

Mr. Danielson seconds.

From discussion:

- Hiring Mrs. Vincent would have presented a financial conflict of interest, but Board members were of the opinion that the financial conflict was not a basis for disallowing the hiring of Mrs. Vincent.
- Mr. Sanderson goes on the record saying for all of us, this was a hard decision. We have sought counsel on this question, deliberated long and hard on this topic, and discussed the

issue for 1.5 hours in Executive Session. What made the decision most difficult is that Mrs. Vincent is very well qualified for the position, including substantial training, years of experience and supportive references. There would be very good reasons to hire Mrs. Vincent. We also want to acknowledge our appreciation for past contributions that Mrs. Vincent has made to our school.

- PSD policy states that relatives should not directly or indirectly evaluate, supervise, or be supervised by another family member. We are required to be in alignment with this policy, which is to say that Mr. Vincent--who supervises all teachers--would be precluded from supervising his wife. We could have created a work-around, i.e., have another administrator or possibly Board member supervise Mrs. Vincent. In seeking counsel, we were strongly advised from multiple parties that we should not implement such a workaround.
- The Board concluded--based on counsel, real examples of problems that have occurred at other schools (including a lawsuit), and conceivable problems--that there should be no differentiation in supervision of people holding the same roles, that it would create conflict through issues arising from actual or perceived favor.
- Ms. Tellez says there were definite positives to making the other decision. We heard from our other teachers that they have great respect for Mrs. Vincent and the ways she has and can make our school stronger. There are also other ways that we can utilize Martha's skill. The Board discussed its support for contracting with Mrs. Vincent for mentoring, coaching, curriculum development, or other support services. We would like to encourage Mr. Vincent to consider how this could be done in a way that works for Mrs. Vincent, would benefit the school, would avoid supervision problems, and would fit in our budget.

Vote: Motion passes unanimously.

Meeting closure

Mr. Sanderson moves that the FCMS board moves to adjourn. Ms. Federman seconds. Motion passes.

John Sanderson, Board President

