

**Minutes of the Board of Governors Meeting of
Irvington Community School, Inc.**

November 28, 2017

Irvington Community Elementary School
6705 E. Julian Avenue

I. Opening Items

- a. Dr. Stephanie Kelly, Board Chair, presided over the meeting and called the meeting to order at 6:00 p.m. The following Governors were present and available to vote on matters presented to the Board: Stephanie Kelly, Chris Welty, John Britain, Suzanne Koehler, L. Leona Frank, and Tom Lannan. Jennifer Darby arrived at 6:18 pm.
- b. Minutes from the October 24, 2017 meeting were reviewed. Motion was made by S. Koehler and seconded by J. Britain to approve the minutes for October *with corrections* as discussed at meeting. Motion passed unanimously.

II. Board Chair Report

- a. SPEA Innovation Board Fellows Program. Dr. Kelly reported on Board Fellow follow up with SPEA. Dr. Kelly provided two descriptions of potential projects for the Fellow: 1. Board related project including structure, development, orientation of new members, expectations, and policies 2. ICS advancement and fundraising. Will need a Board member mentor but this will depend on the project SPEA chooses.

Actions to be taken: Dr. Kelly will report when SPEA responds with follow up.

- b. Dr. Kelly reports that an Executive Committee meeting will be scheduled in December. Topics of discussion will include board retreat, how we will evaluate future strategic opportunities such as IPS Innovation school status and Board giving.

Actions to be taken: Dr. Kelly will schedule meeting and updates will be provided in future.

III. Governance Committee Report

- a. ICS Policies Inventory and Review. T. Mulherin reported that all ICS policies were collected and information provided to the Governance Committee. The Governance Committee recommended that outside counsel Alex Curlin attend a committee meeting for discussion and information. T. Mulherin provided the list of current policies to Counsel and asked if there are policies that we need that are not currently in place. Counsel responded that an FMLA policy and a Special Education Policy would be useful. Counsel has questions on 8 policies and recommended a resolution to eliminate policies that are outdated. After Board discussion, the consensus that creation of new policies is best tasked to staff determined by topic and need versus the Board. The Committee however will handle the organization and clean up currently underway.

Actions to be taken: T. Mulherin will share google file with all current Policies and Procedures and share with the Committee. The Committee will determine the tasks needed and will ensure follow up with the Board on clean up of old policies, a Resolution eliminating outdated policies and determination of any new policies needed. In addition, outside legal counsel will continue to be engaged to assist. L. Frank will add current Board policies to BoT.

IV. Financial Report

A. October Financials Overview. Harold Allen reported. Financial report as provided in Board packets is incorporated herein by reference as **Addendum I**. Enrollment is currently 981 (but does not affect funding). Elementary enrollment is down 12, Middle-7, High School- 15. Governors expressed concern about the drops. Principal Weinstein and Vandekamp offered the following reasons for majority: Discipline, transportation, transfer to other schools and families moving out of neighborhood. Strategies for enrollment for 2018-2019 school year will be prioritized in early 2018.

Action: Harold Allen will continue to work on Financial Policies for ICS which will include safeguards on staff spending authority.

B. 2017 Audit Update. Audit completed at end of October.

C. Refinance Update: Harold Allen reported. \$7.75M of ICS long term debt is with Zions and focus is refinancing LTD to 6 to 6.5% interest rate. Invesco, a large holder of ICS' current debt through Zions is interested. The refinance is time sensitive since once tax reform passes, ICS will not be eligible.

D. Health care: It is open enrollment season. Harold Allen reported that a 48% premium increase with Anthem forced ICS to shop for new health care. The increase is understandable because ICS had \$90k of claims over premium cost. IU plan appears to be the best plan. Information sheet provided in Board packet attached hereto as **Addendum II**. Other avenues were explored such as pooling of health care with other charter schools which may be options in the future for ICS to assist with cost reduction.

V. CEO Report:

a. Board on Track. S. Koehler attended a seminar for Board on Track and met the owner. She shared our concerns from a Board perspective of the cost involved with the continued use. The owner expressed willingness to address the cost to ensure our continued use. T. Mulherin followed up and spoke with the owner and a BoT representative, both echoing what had been shared with S. Koehler. All are currently working to renew the grant with Fairbanks that underwrites BoT. The cost for 2017 is \$2,550.00. They have made additional improvements to the platform.

Action: After Board discussion, the Board agreed it will continue with BoT for the 2017 year. Future use will be dependent on funding and response from BoT in lowering cost.

b. Innovation School update. T. Mulherin reported that after review of the complexity index, IPS has determined that the original invitation to ICS to apply for innovation school status is premature. Brian Dickey with OEI and Brandon Brown with Mind Trust were present to answer questions.

After the October board meeting, H. Allen and T. Mulherin met with an IPS representative and were informed that the complexity index differential (ours is lower than IPS) is too great at this time. The complexity index differential is based upon the overall population below poverty and the percentage of ESL students. The difference is significant enough that IPS is concerned it will lose money by adding ICS to its portfolio of schools.

IPS may have renewed interest after the referendum in 2018. In response, T. Mulherin is exploring how IPS may assist ICS such as providing space for graduation ceremonies, performing arts, and athletics in addition to potential access to professional development opportunities for our teachers.

No letter of intent or application was made for Innovation School status and after much discussion, Innovation School exploration will be tabled until further notice.

Action: Discussion tabled until further notice. T. Mulherin will continue to discuss how IPS can assist ICS informally by offering of resources.

VI. Advancement Committee Report

John Britain reported as Chair of Committee. The committee held its first meeting October 26 at 7:30 am. Karen Hensley, former OEI staff and Jaime Scott, a former student and employee of local business have joined the Committee. Work has begun on the development of a needs assessment page and alumnae tracking and involvement. Next meeting will be November 30, 2017 at 7:30 am.

T. Mulherin reported that a new grant writer may be retained via contract in December. It is with great hope that a part time service learning coordinator may be funded in the future.

VII. OEI Compliance

Report provided by Brian Dickey Improvement at attached hereto as **Addendum III**. Overall, ICS has positive movement forward. ICS moved up from Approaching Standards to Meeting Standards in two areas and one area saw a regression.

VIII. Academics

A. Principals Reports

IPA: Principal Weinstein reported. Service learning planning has begun again. Guest speakers are scheduled to visit and speak. Graduation pathways are potentially changing. Service or project based learning may be future pathways to graduation (in addition to ISTEP).

Middle School: Principal Venekamp reported. NWEA winter starts next week. Two teachers of record are needed for middle school students and we have had difficulty hiring a second teacher. The first however is currently on medical leave. The elementary school has made available one of its two teachers of record 3 days a week. An English teacher is also needed.

Elementary School: Principal Dehner was absent and did not report.

IX. Other Business.

No other business was discussed.

VIII. Closing items

a. Adjourn meeting. Meeting adjourned at 7:35 pm.

Respectfully Submitted,

L. Leona Frank, Secretary