

**Woodlands School
Board of Trustees Meeting**

Minutes

April 17, 2014 - APPROVED

<p>Attending:</p>	<p>Officers: Chair – Loretta Cephus – Y Vice Chair – Sue Bay - Y Treasurer – Brad Hoeschen - Y Secretary – Matt O’Neill - Y Ex-Officio – Maureen Sullivan, Principal – Woodlands East Patty Rogers, Principal, Woodlands</p> <p>Trustees: Acevedo, Rafael - Y Coby-Beaver, Jacqueline - Y Caruso, Carolyn - N Hartwig-Rahmani, Brenda – Y Leazar, Naryan - Y Newell, Dr. Markeda - Y Sheka, Lynn - Y Wittig, Catherine - Y</p> <p>Guests: Shari Wiemer, Business Manager; Brian Mitchell (PTO Liaison); Woodlands Student Council, with Advisor Jeff Rauworth</p>
<p>1. Woodlands Student Council</p>	<p>The Woodlands Student Council attended the Board meeting to fill us in on what the Council has been doing.</p> <p>Council President Nzinga Acosta told the Board about Student Council, their focus, and their goals. They aim to represent not only the students, but also the teachers, staff and general community. Council VP Adrianna Galindo explained the achievements of the Council this year so far. Council members are learning leadership skills by seeing what it takes to put on a big event; this year the Council raised \$4,300 (much clapping); after hitting the \$2,500 mark the students earned the right to Silly String Ms. Rogers – that happened today. Look for the video on YouTube.</p> <p>[Note; Chair Loretta Cephus was tearing up throughout the presentation.]</p> <p>Sam Schuster talked about the Council meetings and what they discuss; Isaac Cephus explained the leadership skills necessary to be</p>

	<p>on the Council – take risks, work with and listen to others; Malena Grimm talked about responsibility of being on Council, the commitment they have to make, and how they know they are an example for younger students; Audrey O’Neill talked about the courage and leadership needed to be the voice of your peers; Frankie Roth talked about how being on the Council makes her aspire to be more mature and take more responsibility.</p> <p>Loretta talked to the Board about our appreciation for their visit and all of their successful work. The Board members introduced themselves to the Council and gave further insights on the Board of Trustees and governing the Woodlands Way.</p>
<p>2. Google Chrome – Mitch Hartman</p>	<p>Prior to the meeting, Mitch Hartman (5/6 teacher) provided a summary of his ongoing work to secure funding for new Google Chromebooks for the 5/6 unit:</p> <p>“We are looking to purchase a class set of Chromebooks to use in the 5/6 unit. Each unit costs \$279, which means we could purchase 25 for approximately \$7500. We have been using CrowdTilt to raise funds to purchase these Chromebooks, and to date we’ve raised over \$2700. I also applied for a matching \$1500 grant from the Morgridge Family Foundation and Khan Academy. We’ll know if we received those funds in a few weeks. We can use built-in management software to manage the Google Accounts, and I would be willing to administer those accounts for the Chromebooks and our unit. We will need to provide Google Accounts for students in order for the Chromebooks to work, but we can limit their access to only approved places. For example, we would not provide access to email. There would be no liability risk for websites using Google Accounts, because our current web filter would also filter the web traffic from the Chromebooks.”</p> <p>Ms. Rogers presented further details to the Board. Mr. Hartman is a few credits away from being an accredited teacher for Google. She addressed potential security concerns, and the advantages of Chromebooks over other tablets and laptops. The CrowdTilt fundraising is up over \$4,000 today, well on the way to the goal of \$6,000.</p> <p>Maureen explained this is a “philosophical” shift of sorts, as Woodlands has been all on Mac products; moving to Chromebooks may require some changes in how the school operates. The</p>

	<p>fundamental idea is to purchase 25 for use as a pilot program. Maureen is interested in Board and parent feedback concerning the potential shift in hardware. Board and parent feedback was exceedingly positive, and all members expressed their admiration and appreciation for Mr. Hartman’s work.</p> <p>MOTION by Brad Hoeschen to approve transition to trial of Chromebooks, using designated non-budget funds to purchase, second by Brenda Hartwig-Rahmani, motion passes unanimously.</p>
<p>3. Bylaws Review</p>	<p>Narayan Lezar passed out revised bylaws. He had emailed a copy prior to the meeting. Narayan walked the Board through some of the changes in the revised bylaws; confirmed he incorporated comments from Board members; discussed some open questions for Board consideration. Recommendation is to have Board approve the revised bylaws, but also to set review date out 6 months for a Committee to examine if the new bylaws are operating properly.</p> <p>Question posed about specific descriptions of Executive Committee positions – Chair, Vice Chair, Secretary and Treasurer, in Art. V, Sec. 5. Loretta expressed her preference for specific descriptions of the Board and officer duties. Brad prefers a bullet point list for each of the officers, rather than a detailed narrative as included in the draft – he noted that the draft description for Treasurer far overstates the actual duties of the office; Brad offered to draft a revised description and circulate to Executive for final formatting, with a motion to incorporate that impending change;</p> <p>Narayan posed question on Article II, section 6 on vacancies; Board prefers option (a) of the draft over option (b).</p> <p>MOTION to approve Bylaws with deletion of Art III, sec. 6(b), and with descriptions of Executive Committee in Art. V, sec. 5 to be revised and finalized by Executive Committee, motion seconded by Rafael; discussion regarding the size of the Board and keeping achievable quorum; motion approved unanimously.</p>
<p>4. Fundraising/Marketing</p>	<p>Rafael Acevedo, Brenda Rahmani and Lynn Sheka distributed the 2014 Funds Development and Marketing Priorities Plan to the Board.</p> <p>Rafael ran through the Plan, which identifies the Development Priorities for the next 6-12 months. They include:</p>

1. Create Funding Goals.
2. Database. Crucial to maintain complete database of alumni, current donors, potential donors, and others.
3. Annual Direct Mail Appeal
4. Donor Cultivation and Engagement Events. One mid-size event and 2-3 smaller strategic “friend” events.
5. 100% Board Giving Participation. Not just talking about writing checks, but being fully involved. Btu we would like to tell potential grantors that we have 100% Board donor participation.

Rafael discussed the proper roles and responsibilities for Development and Marketing. Both by the Board as a whole, the Development and Marketing Committees, and individual members.

Lynn Sheka discussed marketing priorities, including:

1. Branding/Naming Clarity & Education. Clearly differentiating the two campuses. Loretta stressed that our new webpage will be critical to this effort.
2. Woodlands one-pager and PowerPoint. Easy branding handout or Powerpoint for use as needed. “Ambassador tool.”
3. Update Website.
4. Media Relations. Example – if we win a national Character award, we need to have plan of how to maximize the media impact on the school.

Maureen Sullivan discussed social media, and a marketing campaign being led by one of the East parents (Denise Cauley). Loretta may ask Ms. Cauley if she is interested in joining the marketing committee.

Rafael discussed the need to eventually expand the Committee, as the scope of its work progresses. Maureen showed a professional program from Milwaukee Montessori Annual Program as an event to strive towards.

Ms. Rogers discussed a recent presentation she attended by Sue Ela,

	<p>former CEO of Aurora. Ms. Ela offered to make introductions for Ms. Rogers in the community.</p>
<p>5. Finance Committee</p>	<p>Finance Committee Chair Brad Hoeschen provided an update regarding issues surrounding invoicing for K4/Extension and Book/Tech Fees, and the ASO/PEO issue.</p> <p>Brad explained the developments with Empower after the last very surprising and disappointing meeting. As of April 1, 2014, we have moved forward with a month to month contract with Empower. The Finance committee met with Diversified on April 10, 2014 to discuss options, as they do provide the same level of servicers as Empower. They will be presenting a proposal to the Finance Committee once they receive specifics regarding employee demographics and a comparison to the servicers we receive from Empower.</p> <p>Brad would like to form a 4-person PEO/ASO committee to help with these issues. Catherine, Sue and Matt have agreed to be on the committee.</p> <p>MOTION by Brad to go into closed session to discuss the budget, second by Rafael, motion passed unanimously.</p> <p>Upon coming out of closed session, Board notes the following motions were made and approved:</p> <ul style="list-style-type: none"> • MOTION to authorize administration to pursue refinancing of our current Park Bank loan up to \$425,000, motion by Brad Hoeschen, second by Matt O’Neill; motion carries unanimously. • MOTION by Brad Hoeschen to authorize administration to increase current line of credit from \$175,000 to \$230,000, second by Lynn Sheka, motion carries unanimously.
<p>6. Financial Statement Review</p>	<p>Shari Wiemer (Business Manager) and Maureen Sullivan distributed prior to the meeting cash flow documents for Woodlands and Woodlands East. This is a new view for the board and presents cash and expenses in and out and projections for the remaining of the year.</p> <p>Shari walked Board through Woodlands School, Inc. “Cash Flow Overview.” Sheet shows we are undercapitalized; we need to have better financial position; our banker has confirmed the need for more permanent financing, and believes the bank will approve it.</p>

	<p>Shari discussed the impact of the under-enrollment at East, and how that translates into the \$215,000 projected cash shortfall; discussed how our software tracks the expenses by location;</p> <p>Shari discussed the Woodlands School, Inc. Statement of Financial Position (as of 1/31/14 – half-way point); covered in great detail for the Board; currently we are well off budget, caused primarily if not entirely by the enrollment shortfall. But, with restructured financing and future growth and expansion in enrollment in East, we will be able to achieve a proper balance.</p> <p>MOTION by Brad Hoeschen to approve financials through 1/31/14, second by Rafael, motion passes unanimously.</p> <p>Loretta explained we will need to have one more meeting to approve teacher contracts and have movement on budget; the meeting is set for May 8, 2014.</p>
<p>7. Adjourn</p>	<p>Motion to adjourn by Brad, second by Jacquie, motion passed unanimously.</p>

Prepared by: Matt O’Neill