

**Woodlands School
Board of Trustees Meeting**

**Minutes
June 20, 2013 - FINAL**

<p>Attending:</p>	<p>Officers: Chair – Loretta Cephus – Y Vice Chair – David Abelson - Y Treasurer – Brad Hoeschen - Secretary – Matt O’Neill - Y Ex-Officio – Maureen Sullivan, Principal – Y</p> <p>Trustees: Bay, Susan - Y Coby-Beaver, Jacqueline - N Suozzi, Paula – Y [through 7:10pm] Hartwig-Rahmani, Brenda – N Leazar, Naryan - Y Maney, Jennifer – Y Mueller, Jennifer – Y Smokovicz, Jan - Y</p> <p>Guests: Jim Foster</p>
<p>1. Approval of Minutes</p>	<p>Minutes from 5/16/13 meeting were distributed prior to the meeting; Motion to approve minutes by Jan Smokowicz, second by Jennifer Maney, motion approved, Paula Suozzi abstains.</p>
<p>2. Approval of Financials</p>	<p>Prior to the meeting, the Board received copies of and reviewed completed financials through April 30, 2013.</p> <p>Jim Foster went over the financial statements, and made a few points. Extension fees are as of April, we have had good collections in past 6 weeks. The large receivable for charter aid will go down to zero when we are funded later in the summer.</p> <p>Budget is uncertain because we do not know the per pupil increase for 2013-2014. Current proposed budget passed Assembly with \$150 per pupil, still pending before the Senate.</p> <p>Chair Loretta Cephus discussed the lunch program. Prior to the meeting she distributed a report showing the projected loss for this year and next, which will be \$7,000 for this year and over \$8,000 for next. This is an issue we will need to revisit and make final decisions on whether we can accept the loss. Jim Foster gave additional background on how the state reimbursement for free and reduced</p>

	<p>yields no real profit, while the increased paying students have kept the losses to just this level.</p> <p>Sue Bay asked what will happen if parents did not make a lunch, and there was no program. The answer is we will have material on hand to make sandwiches, and possibly have fruit available. Paula pointed out that it is much easier today than in the past to provide a healthy cold lunch alternative. David Abelson suggested we should consider whether stopping the hot lunch is one major change too many, in a year where we are opening a second campus. Loretta reminded everyone of the compounding budgetary issues we are facing, with needed facility repairs, potential health care increases, and the like. Need to give a very serious consideration of the fiscal issues.</p> <p>Motion by Matt O’Neill to approve the April 2013 financials, second by Paula Suozzi, motion approved unanimously.</p>
<p>3. Laurus Group Presentation</p>	<p>Bruce Stahl from Laurus Group made a presentation to the Board, and walked through a sheet explaining the PEO Opportunity. PEO stands for “Professional Employer Organization,” and refers to businesses providing services that get together in a group to cost-effectively manage HR responsibilities and create a larger group for negotiating health care premiums. The sheet sets forth potential savings in changing to a PEO plan as opposed to a PPO plan we currently have.</p> <p>If we elect to go with Laurus, they are ACA (Obamacare) compliant, and we can rely on them for those issues.</p> <p>Loretta went over the potential impact on our budget if we elect to sign a contract with Laurus; she calculates approximately \$96,000 of savings. Paula asked what their HR resources are, and Bruce explained their HR person is responsive to the school and backed by an attorney; we would have one person assigned to us. Paula asked if there are other schools/nonprofits that they work with; Bruce confirmed and gave examples.</p> <p>Maureen asked Bruce to explain the expected ACA impact on employees and the 30-hour threshold. All employees working 30 or more hours must be covered or the employer is subject to a tax/fee. Many employers are looking at offering only 29 hours per month to avoid the issue. Bruce explained how for many employees, it may actually be better to be under 30 and participate in the exchange, because with the available subsidy (for up to 400% of poverty level)</p>

	<p>the cost to the employee for insurance through the exchange may be cheaper than employer-provided packages. But we won't know the precise levels and impacts until later in the year.</p> <p>Sue Bay asked if Laurus would be able to help us communicate these issues to TAs if in fact we make such a decision, because the Board does want to provide coverage and not exclude our TAs. Bruce confirmed this is precisely part of what they offer.</p> <p>Board members questioned when we will need to make these decisions. Bruce explained and Loretta agreed that it is best to have the decision in place before the start of the new school year.</p> <p>Paula asked if we can have different hours for different TAs depending upon their circumstances. Bruce thinks this will be the case, though the employer needs to be in a certain position compliant with the ACA or the employees will not get any subsidy. Bruce further discussed some of the uncertainties still swirling about the ACA and its implementation.</p> <p>[Paula was excused from the meeting, with a prior appointment]</p>
<p>4. KaBoom Playground</p>	<p>Prior to the meeting Loretta Cephus circulated a presentation and outline for a playground grant for Woodlands East. The organization would come in, along with additional volunteers on the day of build. In order to be considered, the Letter of Intent along with additional attachments needs to be provided and if selected Woodlands East playground would be completely paid for. Also provided to the Board were several documents the Board will need to approve in order to move forward with the selection process.</p> <p>Ms. Sullivan explained the opportunity. If approved, KaBoom provides an \$80,000 play environment. We have certain obligations to be participants, including student and parent input. Ms. Sullivan has already budgeted \$30,000 of implementation funds for the Woodlands East play structure; this could obviously be so much more.</p> <p>They had a conference call last week with KaBoom regarding the opportunity. Need to have corporate sponsor, and to provide 175 volunteers for a 3-day install. Committee will need to raise \$8,500 as part of the effort; the City can provide a matching half, so only \$4,250 would need to be raised. Ms. Sullivan is already gathering statements of support from families. Paula asked what happens if we</p>

	<p>can't raise the funds from the Woodlands East community. Ms. Sullivan pointed out that we can use our implementation grant funds for this, \$30,000 of which is already earmarked for the Woodlands East playground. So that is not a big hurdle.</p> <p>MOTION to authorize Ms. Sullivan to go forward with the KaBoom application process, motion by Matt O'Neill, second by Jennifer Mueller, motion passes unanimously.</p>
<p>5. Budget Preview</p>	<p>Chair Loretta Cephus circulated budget previews for Woodlands and Woodlands East. There are two columns, corresponding to potential per pupil increases of \$75 or by \$150, the two most likely outcomes of the state budget. In the proposal with an increase of \$150 per pupil, funds are also set aside for "beautification" such as painting, PA system in both gym and main building and addressing the leaking in the tunnel and pavement on both the top and lower lot. Ms. Sullivan, Ms. Rogers and Loretta are going to be meeting with the Sisters to discuss updates and costs.</p> <p>Woodlands School – In the current budget, 25% of Maureen Sullivan's salary is being absorbed by Woodlands. The Chair is proposing that a much greater percentage of Ms. Sullivan's salary be paid through the Woodlands East budget for the first year, based on the tremendous amount of her time will be spent running the school and working with the planning and dissemination grants. Board discussed that Ms. Sullivan will still have some level of involvement here (as Exec Director of Woodlands, Inc.), but physically all of her time and almost all of her energy will be at Woodlands East. Perhaps the proper result is to assign a more realistic percentage - maybe 5% - to the Woodlands budget. This decision will be made with the final budget. Jim Foster explained how, on an accounting basis, employing a reasonable and systematic allocation will be viewed as proper. In subsequent years, we can ascertain if the allocation needs to be adjusted.</p> <p>Woodlands East School - There are still some variables with Title I funds and salaries, as hiring is ongoing.</p> <p>Jim Foster discussed budgetary issues, and potential other impacts of the state budget. While the per pupil amount is likely to increase, title funding and other government funding is all headed downward, which will cut against the net effect of the per pupil increase. The health care aspect of the budget is likely to go down, and even more</p>

	if we sign with Laurus for external HR.
<p>6. New Board Members</p>	<p>The Governance Committee is recommending: (1) Rafael Acevedo, a Woodlands Parent with a tremendous amount of experience in fund raising, and (2) Dr. Markeda Newell, a Woodlands East Parent with a wealth of knowledge regarding Psychology in Education. Their respective resumes were circulated prior to the meeting.</p> <p>Chair Loretta Cephus explained that the Governance Committee met with Rafael Acevedo and believes he will greatly improve the Board and be a terrific asset. The only concern is that his resume reflects a lot of Board involvement, so his time availability is a question. Rafael explained why he will have time and will make the proper commitment, even volunteering to chair the fundraising committee.</p> <p>Loretta explained what a great asset Dr. Newell will be for the Board, being a new Woodlands East parent and a professor in education psychology. She has experience in writing grants, as well. Jennifer Mueller knows Dr. Newell and assures us she will be fabulous and we will love her.</p> <p>The following slate is proposed for the Board’s consideration:</p> <ul style="list-style-type: none"> a. Rafael Acevedo – Parent – Woodlands b. Dr. Markeda Newell – Parent - Woodlands East c. Executive Committee <ul style="list-style-type: none"> i. Loretta Cephus – Chair ii. Sue Bay – Vice-Chair iii. Brad Hoeschen – Treasurer iv. Matt O’Neill – Secretary <p>MOTION by Jennifer Mueller to approve the selection of Rafael Acevedo and Dr. Newell to the Board, motion seconded by Jennifer Maney, motion passes unanimously.</p> <p>MOTION by Jennifer Mueller to approve the proposed Executive Committee, motion seconded by Jan Smokowicz, motion passes unanimously.</p>
<p>7. Committee Updates</p>	<p>a. Governance Committee. Chair Loretta Cephus circulated two PAVE resumes. We are now a PAVE school, which is a great advancement. Loretta briefly discussed the two candidates; Jennifer Maney knows one of the candidates, Carolyn Caruso, and has a very high view of her. We will be moving forward with interviews and the Committee will make a recommendation at the next meeting.</p>

	<p>b. By-Laws Committee. Naryan is ready to begin drafting the new bylaws for the school. He is reaching out to other school groups for some samples, and is attending a National Charter School meeting, and will then do the drafting and circulate a proposal for the Board to consider. Ideally this will happen before the next meeting. The goal is to have the new bylaws in place and approved by the August meeting.</p> <p>Maureen Sullivan discussed that we may also need to update our incorporation papers. The documents are dated – they still list our old address and the old principal. The last time they changed was when we changed our name. Jan Smokowicz and Matt O’Neill expressed a mutual opinion that it is unlikely we have any legal obligation to update the letters of incorporation. Our annual reporting to the State properly informs them of our appropriate contact information.</p> <p>Ms. Sullivan also gave the Board an update on the Woodlands East recruitment efforts. They are going well and we have many ongoing efforts, including yard signs with families that enroll children and a television commercial. The neighborhood response has been extremely positive. The groundbreaking was yesterday and went well. We are 50% towards the student goal, and we have hired 4 teachers, with second interviews already scheduled.</p> <p>c. Workforce Development. Jennifer Mueller gave a report. Committee worked on 3 items – (1) technology issues: identifying our real infrastructure needs, IT needs, and instructional and curricular needs; (2) rollout issues with new teacher effectiveness requirements – the State is just now putting out some further information on these, she will stay on top of it; (3) need to determine how to fold in Woodlands East staff to the committee. Loretta will circulate the committee’s meetings. The Board further discussed technology issues, challenges, and frustrations.</p> <p>Loretta thanked Jennifer for her report, and stressed the importance of Workforce Development and its continuing work.</p>
<p>8. Farewell</p>	<p>Chair Loretta Cephus expressed our profound sadness and great appreciation for the services of our departing members.</p> <p>Thank you to Jan Smokowicz for his long and dedicated service to the Board, and his highly insightful input and work for the Board.</p>

	<p>Thank you to Jennifer Mueller for her guidance and leadership on educational issues and Workforce Development. Loretta gave Jennifer personal thanks for all of her help with Loretta when she became the Chair.</p> <p>Thank you to Dr. David Abelson for his fabulous term on the Board, and his brilliant contributions to the School. We will miss him, our loss and South Dakota's gain. Best of luck in your new endeavor. David expressed his thanks and his admiration for the Board's work, especially in making Woodlands East a reality.</p>
<p>9. Adjourn</p>	<p>Motion to adjourn properly made by Jan Smokowicz and second by Jennifer Mueller; their final motion passed unanimously. Next meeting is July 18, 2013.</p>

Prepared by:
Matt O'Neill