

**Nova Classical Academy
Board of Directors Meeting Minutes
Regular Meeting
January 26th, 2009**

Directors Present: Damon Fraser, Dianne Krizan, Simon Fung, Becky Lund, Jason Belter, Diane Cossairt, Ken Silver, Robert Kreischer, Brandon Foat, Tom Blindt, John Bujan

Advisors Present: Wendy Swanson-Choi, Brian Bloomfield, Miranda Morton, Dawn Ellerd (PTO representative), Charles Speiker

Others in Attendance: Nova parents and faculty

I. Call to Order

The meeting was called to order at 5:03 PM. Damon Fraser led the meeting.

II. Approval of Agenda

Mrs. Krizan noted the fund raising policy was not included in the packet and should not be included in the agenda. Mrs. Krizan moved to approve the agenda as amended. Mr. Belter seconded the approval of the agenda as amended. Ms. Lund, Mrs. Krizan, Mr. Blindt, Mr. Bujan, Mr. Foat, Mr. Belter, Mr. Fraser, Mr. Kreischer, Mr. Silver and voted for the motion. The Motion passed.

III. Internal Control Training

Mrs. Cossairt arrived at 5:06 PM. Dr. Speiker asked if we could go over the Treasurer's report before he spoke. Mr. Belter moved to amend the agenda. Mr. Kreischer seconded. There was discussion. Mr. Belter withdrew the amendment. Dr. Speiker began by discussing some items from the Treasurer's report. There was discussion of the new items in the report. He reviewed some of the points at the previous board training (in November). He emphasized the rule of 3 for guiding internal control policies. He also reviewed some additional internal controls; the primary emphasis was having different people handle the different stages of requisitioning, authorizing, and receiving. Mr. Fung arrived at 5:59 PM. Mr. Fraser suggested that the Finance and Budget committee draft some motions for the next board meeting on Internal Controls.

IV. Public Comment

There was public comment. The following individuals submitted written comments: Meagan Doust, Gina Zelinka, Laura Burkhardt, Katie Tuma, Rebecca Urbrock, Chad Long, Claudia Crifasi.

V. Consent Agenda

- i. Add David Schelzel to the HOS Search Team
- ii. Add Nick Zinos and Byron Williams to the Curriculum Committee
- iii. Add Jared Taggart to the Budget and Finance Committee
- iv. Resolved, that the registered office of the corporation is changed to its principal place of business: 1668 Montreal Avenue, St. Paul, MN 55116, and there shall be no registered agent.
- v. Approve Roller Skating fundraiser for March 14, 2009
- vi. Development Report
- vii. Curriculum Report
- viii. Accountability Report
- ix. Budget and Finance Report

The NPTO report (was not included in the board packet), approval of board minutes, and wireless services fundraiser were removed from the Consent Agenda. Mrs. Krizan moved to approve the amended Consent agenda. Mrs. Lund seconded. The motion passed unanimously.

Mrs. Cossairt asked to make some corrections to the minutes.

Mrs. Lund moved to approve the corrected minutes. Mr. Foat seconded. The motion passed unanimously.

Mr. Silver left the meeting at 6:55 PM.

Mrs. Krizan moved to authorize the cell phone fund raiser. Mrs. Lund seconded. There was discussion of the cell phone fundraiser. The motion was withdrawn.

VI. Treasurer Finance Update

Mrs. Bauman gave an overview of the treasurer's report. Some of the items in that report were being looked at for cost savings and budgeting. They are planning to add an end of the year projection to the report and improve the accuracy of the ADM figures.

VII. Board Updates/Action Items

Ms. Lund gave an update on the policy review. She noted that there was going to be the first readings of some of the policies later. Ms. Morton noted that the enrollment policy had changed to fit MDE rules on having a new lottery for all non-sibling applicants every year. There was discussion of future policies to be reviewed and the priorities for review. There was discussion of the change in enrollment procedure. Mrs. Cossairt suggested changing the Policy on Policy to requiring a 2/3 vote for an emergency policy adoption and changing the wording to "limited" discretion in determining what constitutes an emergency situation."

Mrs. Cossairt discussed the Governance Committee recommendation for board composition for the upcoming election, based on the skills and expertise that the committee determined will be needed on the board. Mr. Fung requested that the names of committee members present at meetings be added to all committee board reports. Mrs. Cossairt moved the Governance Committee recommendation: "Be it resolved that the 7 seats up for election of the Nova Classical Academy Board of Directors in May '09 be designated as 4 parent seats, 2 community member seats, and 1 teacher seat resulting in a board membership of 7 parents, 2 teachers, and 2 community members." There was no second. The motion failed.

Mrs. Cossairt moved, "Be it resolved that the 7 seats up for election of the Nova Classical Academy Board of Directors in May '09 be designated as 4 parent seats, 1 community member seat, and 2 teacher seats resulting in a board membership of 7 parents, 3 teachers, and 1 community member." Mrs. Lund seconded. There was discussion. Mr. Belter, Mr. Kreisler, and Mrs. Cossairt voted for the motion. Ms. Lund, Mr. Fung, Mrs. Krizan, Mr. Bujan, Mr. Fraser, Mr. Blindt and Mr. Foat voted against the motion. The motion failed.

Mr. Blindt moved, "be it resolved that the 7 seats up for election of the Nova Classical Academy Board of Directors in May '09 be designated as 3 parent seats, 2 community members, and 2 teacher seats resulting in a board membership of 6 parents, 3 teachers, and 2 community members." Mrs. Krizan seconded. Ms. Lund, Mrs. Krizan, Mr. Blindt, Mr. Bujan, Mr. Foat, Mr. Belter, Mr. Fraser, Mr. Kreisler, and Mr. Fung voted for the motion. Mrs. Cossairt vote against. The motion passed.

Mr. Silver returned at 7:50.

Mr. Belter moved, "be it resolved that the term lengths for the 7 seats up for the election of Nova Classical Academy in May 2009 be designated as 2 parent seats for 3 year terms, 1 parent seat for a 1 year term, 1 teacher for a 3 year term, 1 teacher for a 1 year term, 1 community member for a 3 year term, and 1 community for a 1 year term." Mr. Blindt seconded. The motion passed unanimously.

Mrs. Krizan Be it resolved that the modified recommended Call for Notification letter dated Feb 13th, 2009 be approved for distribution. Mrs. Lund seconded. The motion passed unanimously.

There was the second reading of the Reserve Balances and Fiscal Management policy

There was a first reading of the Policy on Policy

There was a first reading of the Enrollment Policy

There was a first reading of the Student Parental, Family, and Marital Status

VIII. Administration Update and Q&A

Mr. Bloomfield gave an update about efforts to help students with the transition between grammar and logic stages, and logic and rhetoric stages. Mrs. Swanson Choi gave an update on the facility options being explored. There was discussion of the budget projections and site options.

IX. Closed Session—Executive Director Performance review

The meeting was closed at 8:50 PM to discuss the performance review of the Executive Director, Wendy Swanson Choi. Mrs. Cossairt left at 8:50 PM. There was a vigorous discussion of the performance review submitted by Mrs. Krizan, Mr. Foat, and Mr. Blindt. Silver left at 9:15 PM.

The meeting was re-opened at 9:26 PM

Mr. Kreischer moved to accept the performance review and note that Mrs. Swanson Choi has exceeded expectations. Mr. Blindt seconded. The motion passed unanimously.

X. Public Comment

There was no public comment.

XI. Adjournment

Mr. Fraser moved to adjourn. Mr. Belter seconded. The motion passed unanimously. The meeting adjourned at 9:27 PM.

Minutes submitted by Jason Belter.