

**GREEN WOODS CHARTER SCHOOL
BOARD OF TRUSTEES
Board Meeting Minutes
December 9, 2009**

The meeting was called to order at 7:05 pm by Dennis Winters, Board President. Winters asked the board members, school officials, and guests to introduce themselves. Tom Schrand, Board Secretary, called roll.

Present: Joan Carr, Julie Stapleton Carroll, Rick Meketon, Tom Schrand, Laura Schwingel, Barry Sunshine, Dennis Winters
Absent: Dennis Wesley

President's Remarks:

Winters suggested that the duty of taking board minutes be assigned to a school staff person or volunteer, rather than to the Board Secretary. Meketon suggested that this change be validated with a Board resolution, to formalize the decisions

Winters suggested, on the recommendation of the BSP, to reorganize the committees of the GWCS Board. The new committees will be as follows: Facilities, Finance, and Technology; Development; Policy; Curriculum and Assessment; Executive; Audit; and Ad Hoc Committees. Winters asked each board member for a list of their 1st and 2nd choices for these newly defined committees. Each committee will be limited to 3 members, plus the Board president, and the members of each committee elect their own chair. The president will serve on each committee but will not chair any of them.

Winters also announced that the resolution concerning board votes by email will be withdrawn, on the advice of the Board's legal counsel. The resolution on holiday bonuses will be reintroduced for an in-person report, since the email vote was ruled invalid.

The BSP has offered to provide a board professional development day on January 23rd or 30th.

CEO's Remarks:

Jean Wallace reported on school academic developments. An artist-in-residence program will begin in January, with a program based on developing fairy tales involving local ecosystems and wildlife. Wallace noted the passing of former board member and GWCS parent Glenn Vickers and extended the school's condolences to Glenn's family.

Business Report:

Michael Thomson covered the balance sheet, the profit and loss sheet, and disbursements. Meketon asked about a security charge from the city of Philadelphia. Wallace reported that was a permit for the Yule log. Winters asked for a motion to accept the business report; Meketon moved, Sunshine seconded. The motion passed unanimously.

Committee Reports:

- Finance - Joan Carr had no report.
- Nominating - Barry Sunshine reported that his committee has approved a candidate with a background in solar energy. The candidate should visit the January 13th board work session and be voted in at the January 27th session. The candidate should attend the board training session on January 30th.

- Facilities - Dennis Winters is trying to arrange a meeting between the finance committees of GWCS and SCEE to discuss joint planning on Jan. 5th or 6th. Meketon asked about the status of the lease negotiations. Winters reported that the agreement is being vetted by lawyers and insurance agents.
- Curriculum & Accountability - Tom Schrand had no report.
- Strategic Planning - Barry Sunshine had no report. Laura Schwingel reported that Fairmont Ventures has responded to the RFP for the strategic planning process.
- Home and School - Melanie Dudek reported on Kid's Stuff coupon sales, which are winding up. The Yule Log will be held on Dec. 21st, and will be catered, with parents helping with set-up and clean-up. Scholastic Book Sale will be held in spring, with a buy-one, get-one sale. The HSC will be developing a budget for delivery in January. Schwingel asked if there would be a band performance or program for the Yule Log event.

Old Business: there was no old business

New Business: there was no new business

Public Comment on Agenda Items: Kim Birkmire requested revised versions of board meeting agendas if they are changed. Sunshine asked if financial reports could include actual budget numbers from the previous year be added to each report.

Resolutions:

12/9/09 - 1, BE IT RESOLVED that the Board of Trustees approves the November 2009 Bills List. **Moved by Carroll, seconded by Schwingel. The motion carried unanimously.**

12/9/09 - 2, BE IT RESOLVED, that the Board of Trustees delegates authority to the Home & School Committee to spend up to \$1,000 per transaction from the funds raised by their fund raising activities in support of Green Woods Charter School provided:

- It is approved by the Committee
- It is approved by the CEO of Green Woods Charter School
- All expenditures made up to \$1,000 will be reported to the Finance Committee who will inform the Board of Trustees
- All checks will have the signature of the Home & School Committee Chair person and the CEO of Green Woods Charter School
- Any transaction greater than \$1,000 will be requested through the Finance Committee with final approval by the Board of Trustees.

Moved by Schwingel, seconded by Carr. Meketon asked if the resolution should include an annual limit. After brief discussion, the board agreed to leave the resolution as it stands. Carroll suggested that the resolution's first bullet point be revised to state "the Home and School Committee." Winters raised the question of whether the HSC should remain attached as a committee of the GWCS board. Schwingel asked if Santilli and Thomson had a policies manual that the HSC could use. The question of tax ID's was raised and discussed; if the HSC uses the school's ID, then it is ultimately responsible for its expenditures. The HSC president

currently has no signature authority for the school accounts. Dudek asked how the status of the HSC in regards to the board would actually change its operations. She felt that the current perception among parents is that the HSC is relatively independent of the board. Carroll suggested that the HSC needs bylaws to determine its policies for spending its funds. Sunshine suggested that the HSC should be totally independent of the board. This would require that they get their own tax ID. Wallace asked Thomson if the BSP could investigate this possibility. Winters asked that this issue be investigated by the Finance Committee. Birkmire reported that the fundraising committee already has a checking account. The motion carried unanimously.

12/9/09 - 3, BE IT RESOLVED that the Board of Trustees approves the revised Admissions Policy for 2010-2011 school year as described in Attachment A.

Moved by Carroll, seconded by Meketon. Carroll asked about the actual content of the application packet. The motion carried unanimously.

12/9/09 – 4, BE IT RESOLVED that the Board of Trustees approves holiday bonuses for the GWCS as recommended by its Business Services Provider.

Moved by Sunshine, seconded by Schwingel. Carroll reported her objections to the email deliberations on this issue. Winters noted that this won't occur in the future, due to the legal advice the board received. The motion carried with 7 affirmative votes. Meketon abstained.

12/9/09-5, BE IT RESOLVED that the Board of Trustees acknowledges the passing of past Green Woods board member Glenn Vickers and expresses its sympathy to Glenn's family and friends. **The motion passed by unanimous consent.**

12/9/09-6, BE IT RESOLVED that the Board of Trustees asks the CEO to appoint someone from the GWCS staff to take minutes at board meetings, which would be submitted to the board secretary.

Carroll moved, Schwingel seconded. The motion carried with 7 affirmative votes. Sunshine voted nay.

Public comment on non-agenda items:

Christy Coughlin expressed concern with having a GWCS employee as secretary, due to their interactions with the board leadership. Winters explained that the secretary function would be limited to taking minutes, which would then be transferred to the Board Secretary. She also remarked that the board seems to be spinning its wheels with its rearranging of committees and of meeting structures. She wondered if we are making sufficient progress to move the school forward in time for its charter renewal. Meketon expressed that the board is getting more appropriate professional assistance to move forward, from BSP and strategic planning consultants. Meketon also noted that the board is blocked in some areas by forces beyond its control, such as the SRC. Schwingel remarked that the board needed time to define its role clearly and set policies. Kim Birkmire expressed that criticisms of earlier boards is hurtful to the members of those boards. Joyce Clugston echoed her feelings.

The meeting was adjourned at 8:16 pm.