

**Gettysburg Montessori Charter School
Board of Trustees Official Minutes
May 29, 2019**

Board Members Present

Jill Clinton, Chair
Becky Uppercue, Vice Chair
Rose Thornberry, Secretary
Lieucretia Swain, Member-at-Large
Tom Hockensmith, Member-at-Large (sworn in)

Board Members Absent

Tish Weikel (Family Commitment)
Diana Williams (Family Commitment)

Others Present

Dr. Faye Pleso, CEO

Executive Session

The Board met for executive session at 5:57pm to discuss student and employee-related issues, which if conducted in public would violate a lawful privilege or would lead to a disclosure of information confidentially protected by law. Dr. Pleso was invited to attend for the entire session. Executive session closed at 6:11pm.

Call to Order

Jill Clinton called the meeting to order at 6:12pm. Introductions were made.

Public Comment on Agenda Items

No comment

Old Business

No old business

Approval of Consent Agenda

Lieucretia Swain made a motion to approve the consent agenda as submitted. Becky Uppercue seconded the motion. The consent agenda was approved by unanimous roll call vote.

Report of the Chair

There was a brief discussion about Board content for the next newsletter, which is due May 30th. We will use our space to wrap up the year, introduce our new Board member, Tom Hockensmith, and mention the budget, building concerns, and invite all to the June meeting.

Jill Clinton attended the most recent staff meeting, where they introduced a new streamlined dismissal system. There was a discussion of the content and timing of the student welcome packets that are going out at the end of the school year, rather than the summer, saving significant postage. Dr. Pleso requested a list of accomplishments from staff as well as a celebrity that could potential come to our booth at next year's Giving Spree. Through a student poll, the new name for the newsletter was chosen: "Montessori Moments."

Lieucretia Swain is stepping down at the end of June and reported work continuing on the Board handbooks.

Jill previewed summer tasks for the Board, which include the Executive Committee compiling all proposed policy updates and changes to present at a Board meeting; a report on the results from the Board self-assessment (survey); updating the Board calendar; updating the student/parent handbook; approving the PDE report; and reviewing records retention procedures. We also need to prepare a report on the Parent Survey and review the results of the Staff Survey. In addition, the evaluation for Dr. Pleso needs to be prepared and completed.

The next Governance Committee meeting is June 3rd. The agenda has been submitted. The next Executive Committee meeting is June 11th. If the meeting takes place, Jill will post the agenda by June 4th. The next Finance Committee meeting is due to take place June 12th, and an agenda is due June 5th. The next Board meeting date has been changed from June 27th to June 26th. This was advertised in the Gettysburg Times on May 22nd.

Rose Thornberry has submitted the final FAQ/Q&A for the school website to Dr. Pleso. This will be added to the school website this week. Dr. Pleso informed the Board that she has plans to revamp the website this year.

Rose completed her online Act 55 training and submitted her reflections to Dr. Pleso in return for her certificate, which will be placed on file with the school.

Tom Hockensmith, a GMCS parent, was sworn in as a new member of the Board of Trustees. He replaced Melissa Ring, who resigned before her term expired. Tom's seat is up for re-election in May 2020.

The Board's self-assessment is almost completed, with five surveys returned; there will be an update at the June meeting.

After a discussion about the appropriate processes, it was decided that Jill would reach out to our school's attorney, Kathy Nagel at Conrad O'Brien, for clarification on two issues. One involves the handling of school contract renewals and the other is about vetting and election procedures for Board members seeking a second term. Jill will present the answers from Kathy at the June Board meeting.

Administrators Report

Current enrollment stands at 220. There are 237 students currently enrolled for the 2019-2020 school year.

Dr. Pleso was pleased to announce that the Summer Academic Camp currently has 70 students enrolled. The amount of interested students exceeded her expectations and she will need to increase the \$2,000 originally budgeted to \$5,000 to operate.

Dr. Pleso presented the GMCS Wellness Committee end-of-the-year policy review. The committee would like to stress the importance of health and wellness to staff as a primary focus of the next school year by encouraging walking, group activities, and friendly competition.

There were several goals of the committee accomplished this 2018-19 year:

- Daily announcements regarding health and wellness were made during morning announcements
- The first school garden at our Coleman Road campus was planted and is continuing for a second year
- Field trips to nearby animal and dairy farms, as well as orchards, were held for Kindergarten and 3/4 classes
- Hydration was promoted with signs near water fountains – the committee would like to encourage reusable water bottles next year
- Celebratory and reward snacks, as well as lunches and daily snacks, were strongly encouraged to be healthy choices and the school sent home two reminders of this during the school year
- Students received 40 minutes of physical education per week, which is not meeting the recommended amount of 60-89 per week. However, the faculty works to include extra recesses when possible and hosts the Soccer Shots program, as well as participating in the American Heart Association's jump rope campaign and organizes an annual 5k walk/run.

Dr. Pleso presented the 2019-20 Personnel Report, which includes four current postings: two 1/2 instructional aides and 2 p/t MTSS learning support teachers. After that, she will advertise for the breakfast/lunch server and Assistant Principal positions. She has completed interviews with

seven candidates, out of 10 applicants, for the new 1/2 classroom teacher and will have a hiring recommendation at the June meeting.

Finance Committee

Review of Budget

- Becky Uppercue gave a detailed overview of the April balance sheet, which includes a net income of almost \$333k for the year, up from \$236k total income the prior year. And over \$2.5 million in total income, which is more than \$143k than we budgeted for. We are going to have to run an even tighter budget, however, in the coming years in order to get through constructions costs, as net income will be lower next year.

2019-2020 Final Budget Proposal

- The final budget is based on 237 students next year and was calculated using a 0% rate increase for traditional students and anticipating a 2% increase for special education students. Typically, charter schools see a 2% increase on traditional students – usually 84% of the population - and a 5% increase for special ed students.
- We are anticipating a \$158,000 budget surplus, but this could increase due to our fiscal management and additional student enrollment. If we see a decrease, Dr. Pleso will hold off hiring for the Assistant Principal/Instructional Coach position.
- Other highlights of the proposed budget include \$500k for construction costs, 3% staff raises, and a continued \$8k for grant writing.

Building Project Funding Update

- Citizen's Bank recently had a management turnover that resulted in a delay in our financial proposal, which now may not come for another several weeks.
- Centric Bank was offering \$4.4 million and several banking relationship perks.
- Member's 1st was determined to be the best financial partner for GMCS going forward. They are offering \$3.4 million (80% of projected costs) at a significantly lower interest rate (\$213k over the life of the loan, versus \$329k from the Reinvestment Fund and \$331k from Centric), but they initially insisted on hiring a project manager. Both Charter Choices and the USDA believed there was a work-around, and told Members 1st that because we are planning and budgeting for an owner's representative (who works much like a project manager, but in a contractor, rather than employee, capacity), and the USDA also has several levels of oversight on the project, including from the Pennsylvania State Architect, that it would preclude the school from having to hire a separate project manager. Members 1st was willing to waive that requirement in light of these facts. In addition to the benefits of working with Members 1st for the school, Dr.

Pleso was told that the USDA looks favorably on loan applicants who work with local financial institutions.

Becky Uppercue made the motion to pass the 2019-20 GMCS Budget as submitted. Lieucetia Swain seconded the motion. The motion passed by unanimous roll call vote.

Becky Uppercue made a motion, based on the recommendation of the Finance Committee, Dr. Pleso, and Charter Choices, to approve the release of \$500,000 from its committed fund balance during the school year 2019-20 to pay for expenses related to the school's upcoming construction project. These funds also represent a portion of the 20% equity contribution required as part of the school's anticipated direct loan from the US Department of Agriculture. These funds will be captured on the school's FY20 Budget as offsetting Income and Expenses. Lieucetia Swain seconded the motion. The motion passed by unanimous roll call vote.

Tom Hockensmith made a motion, based on the recommendation of the Finance Committee, Dr. Pleso, and Charter Choices, to approve the borrowing of \$3.4 million dollars from Members 1st Federal Credit Union during the 2019-20 school year to assist with expenses related to the school's upcoming construction project. This "bridge loan" will consolidate the school's current, outstanding debt through Centric Bank, provide short-term (18-24 months) construction financing and will be paid on an interest-only basis until a direct loan from the USDA takes out the principle amount of the "bridge loan" in Summer 2021, at which point construction is scheduled for completion. Jill Clinton seconded the motion. The motion passed by unanimous roll call vote.

Rose Thornberry made a motion, based on the recommendation of the Finance Committee, Dr. Pleso, and Charter Choices, to approve the selection of Members 1st Federal Credit Union as its new banking services provider. The Board hereby directs the transfer of all of its cash accounts – operating, savings, parent organization, and others – currently held at Centric Bank, to Members 1st Federal Credit Union, commencing in Summer/Fall 2019 by Charter Choices. The also directs them to work with its new bank to secure long-term investments for its Committed Fund Balance once all construction expenses and debt service covenants and obligations have been satisfied, and to secure both a Line of Credit and a Credit Card from its new bank at the earliest opportunity. Becky Uppercue seconded the motion. The motion passed by unanimous roll call vote.

Statement of Financial Interest forms have been received by all except AJ Warner, who is no longer a parent at the school. Becky Uppercue has been unsuccessful in her attempts to reach him about this matter. A certified letter, including the SOFI, was prepared for AJ Warner and will be sent before the end of May.

Personnel Committee

The 2018/19 Parent and Staff surveys have been sent out, as well as the Board's self-assessment. Rose Thornberry sent out reminder emails and extended the deadline, due to the relatively low response rates. Reminder posts on the school's Facebook page and website will be done this week. Once the surveys are closed in June, they will be analyzed and presented to the Board.

Governance Committee

Because committee member Jill Clinton is running for re-election to the Board, she has had to step down from the committee. Tom Hockensmith will take her place.

The committee met on May 6th to interview candidate Ashley Reid. She is the parent to an incoming Kindergartener and comes to us with a lot of volunteer, PTA, and non-profit experience. She has also had previous involvement as a parent with Westminster Montessori in Maryland. All clearances and required paperwork have been submitted. After the interview, the committee members deliberated and decided that she would be an excellent addition to the Board. However, the committee would like to take the time to recruit additional candidates, so there is not a recommendation to the Board at this time.

The committee did decide to recommend candidate Shanin Caplener to the Board, to fill the seat being vacated by Lieucetia Swain at the end of June. This term will expire in May 2020. Shanin has submitted all clearances and necessary documents to the committee.

Becky Uppercue made a motion to appoint Shanin Caplener to fill the remainder of the term being vacated by Lieucetia Swain. Jill Clinton seconded the motion. The motion passed by unanimous roll call vote.

The following Board members' terms expire August 31st: Jill Clinton, Tish Weikel, Becky Uppercue, and Rose Thornberry. Jill is running again, with the caveat that she will be unable to continue in the Chair position. Becky and Rose will also run again. Tish will not seek re-election.

Board members running for re-election need their clearances checked by the Governance committee and will be re-interviewed, as well, although it is not required to do so according to our Bylaws. Jill Clinton and Becky Uppercue will be re-vetted and re-interviewed at the next regular Governance committee meeting on June 3rd. They have been invited to revise or update their resumes and/or statements of interest. Rose Thornberry will be re-vetted and re-interviewed either at a specially scheduled meeting in June or at the July Governance committee meeting.

Building Committee

The USDA did not accept the feasibility report submitted by Dr. Pleso at this time. They have informed her that they will not close on our loan until after we go through the charter renewal process. The earliest we can now expect to close is July 2020, but it may likely be later. In addition, the USDA has added two additional requirements: letters of support from local residents and a record of when the Board approved the building project. Dr. Pleso is working on the former, and the Board will provide minutes to reflect the latter, which are also stored on Dropbox.

Jesse Bean from Charter Choices will approach our new banking partner, Members 1st Federal Credit Union, so see if they may be interested in providing the entire construction loan if the USDA loan does not come to fruition.

Dr. Pleso has informed Digsau of the delay and they will pivot to focus on our renovations to the existing building for the coming year. By completing these by in 2020, the delayed loan will not affect the timeline for opening the doors to our new addition in July 2021.

New Business; for the good of the order

None

Public Comment

None

Adjourn

The meeting was adjourned by the Chair Jill Clinton at 8:32pm.

Approved:



Rose Thornberry, Secretary