



APPROVED 08/29/2017

**Maine Connections Academy, Inc. (MCA)
MINUTES OF THE BOARD OF DIRECTORS ANNUAL MEETING
Friday, June 2, 2017 at 10:00 a.m.**

**Held at the following location and via teleconference:
75 John Roberts Road, Suite 11B
South Portland, ME 04106**

I. Call to Order and Roll Call

Ms. Linscott called the meeting to order at 10:10 a.m. when all participants were present and able to hear each other. The meeting was open to the public.

Board Members Present: Amy Linscott and Bernice Stockley (in person), Carol Weston and John Larouche (via phone);

Board Members Joined During Meeting: Nick McGee and Amy Volk;

Guests: Doug Bourget, School Leader; Heather Neal, Financial Consultant (in person); Rachel Graver, Ray Lambert, Amanda Jay, Heather Woodward, Shawn Soltz, Ben Shifflet and Megann Arthur, Connections staff (all via phone).

II. Public Comment

There were no comments at this time.

III. Routine Business

- a. Approval of Agenda
- b. Approval of Minutes from the May 5, 2017 Board Meeting
- c. Approval of Staffing Report
- d. Approval of Board President as Board Designee to Approve Summer Staffing Decisions for the 2017-2018 School Year
- e. Approval of Board Meeting Schedule for the 2017-2018 School Year

The Board indicated their intent to consider the Routine Business items together. The Board Chair indicated her intent to begin the Educational Efficiencies and Opportunities Grant Discussion earlier in the meeting, at the start of the Financial Report section. There being no additional changes, a motion was made and seconded as follows:

RESOLVED, that the Agenda for the June 2, 2017 Maine Connections Academy Board of Directors Annual Meeting, as amended, is hereby approved.

FURTHER RESOLVED, that the Minutes from the May 5, 2017 Board Meeting, as presented, are hereby approved.

FURTHER RESOLVED, that the Staffing Report, as presented, is hereby approved.

FURTHER RESOLVED, that the Board President as Board Designee to approve summer staffing decisions for the 2017-2018 school year, as presented, is hereby approved.

FURTHER RESOLVED, that the Board Meeting Schedule for the 2017-2018 school year, as presented, is hereby approved.

The motions passed unanimously.

IV. Oral Reports

a. School Leader's Report

i. End of Year Activities Update

Mr. Bourget reviewed recent end of school year activities for students, staff and families. He expressed his gratitude for all staff contributions to school activities, highlighting efforts for successful field trips, picnics and the graduation ceremony.

ii. MCSC Site Visit Update

Mr. Bourget reviewed this item with the Board. He detailed the recent authorizer representatives' site visit, the information requested and reviewed, as well as the team that assisted the school for the visit.

iii. Advanced Ed Site Visit Update

Mr. Bourget reviewed the process for the recent site visit, as well as the immediate feedback received regarding accreditation. He indicated that the site visit personnel were positive about the school, staff and program, and he expected a formalized report later in the calendar year.

iv. Results of Parent Satisfaction Survey

Mr. Bourget presented this item to the Board. He noted that a third party independent vendor conducted the survey. A copy of the results of the survey was sent to the school Board's President directly from the third party vendor. The Board reviewed the results in detail, a copy of which was included in the Board materials. Board members had discussion on the results and the data included.

v. Approval of Board President as Board Designee to Finalize Staff Compensation Plan for the 2017-2018 School Year with School Leadership

Mr. Bourget reviewed the process completed to date regarding school staff compensation documentation, as well as preparation and recommendations for the upcoming school year. He reviewed the proposed compensation structure, and requested that the Board President be authorized as Board Designee to finalize the staff compensation, following the Board's adoption of a budget for the 2017-2018 school year.

vi. Approval of Revision(s) to the 2017-2018 School Year State Specific School Handbook: Credit Requirements

Mr. Bourget reviewed the proposed revisions to the 2017-2018 School Year State Specific School Handbook, as included in the Board materials, and briefly outlined the background to the request, and his support of the changes.

The Board noted their intent to consider several items discussed thus far in the meeting in one motion. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the following items:

- v. Approval of Board President as Board Designee to finalize staff compensation plan for the 2017-2018 school year with school leadership; and
- vi. Approval of revision(s) to the 2017-2018 School Year State Specific School Handbook: Credit Requirements; are hereby approved.

The motions passed unanimously.

[Mr. McGee joined the meeting at 10:18 a.m.]

b. Financial Report

As mentioned during the earlier Approval of Agenda, Ms. Linscott requested that the Board hold discussion at this time regarding the Educational Efficiencies and Opportunities Grant, including the participation of those associated with the school. Board members had extensive discussion about the Grant, as well as the Financial Consultant contract; they discussed bandwidth for the Financial Consultant, and the number of clients that would be served potentially beginning in fall 2017. The Board also had extensive discussion on the Grant itself, and whether or not the school wished to be a part of it, and the potential impacts on the schools outside financial services received. Board members expressed concerns about the timing of documents that they have received and review thus far, and potential impacts if their Financial Consultant had a larger client list. At this time a motion was made and seconded as follows:

RESOLVED, that the Board deny signing on to the Educational Efficiencies and Opportunities Grant, as discussed.

No vote was taken on the motion and discussion continued.

[Mr. Larouche left the meeting at 11:00 a.m.]

The Board continued their discussion of the origination of the Grant, the funding for it, as well as those currently signed onto it. There was discussion on the process and evolution, and about Ms. Neal's proposed involvement.

[Following an invitation from the Board, Ms. Neal joined the meeting at 11:06 a.m.]

Ms. Neal answered the Board's questions about the Grant and the contract for financial services to be provided to MCA, as presented. She discussed shared services and time specifically dedicated to MCA each week, as well as funding for technology, accounting software, and potential support staff.

[Ms. Neal left the meeting at 11:20 a.m.]

Mr. McGee then reviewed the financial report included in the Board Meeting materials, highlighting the budget and forecasting areas of the financial statements. He reviewed the balance sheet and the school's revenue and expense statements with the Board.

Review and Consideration of the 2017-2018 School Year Budget and Fee Schedule from Connections Academy of Maine, LLC

Mr. McGee review of the proposed annual budget for the school, based on development that included the School Leader, Financial Consultant and himself. He further reviewed the accompanying fee schedule from Connections Academy of Maine, LLC with the Board. Mr. McGee advised the Board that the 2017-2018 Fee Schedule being presented summarizes the basis for all charges from Connections to the school under the Educational Products and Services Agreement (EPSA), and that the basis for all charges is drawn directly from the Budget. Board members discussed the budget, including related staffing, staff compensation and bonus structure, outreach and other specific expenses for the school, as well as the fee schedule and all services provided by Connections under the schedule. Board members had discussion on the Treasury Services from Connections and agreed that the school could take on the responsibility of those functions. The Board next discussed the current Facility Services received from Connections, and the school's desire to potentially explore a new facility within 1-2 years. Following this discussion, the Board agreed that there were significant advantages of maintaining that service from Connections for the time being.

[Ms. Volk joined the meeting in person at 11:45 a.m.]

Board members had discussion on compensation increases to specific positions within the school's leadership team. The Board further discussed the potential increase in the base pay of \$3,000, and applicable adjustments for teachers based on the current point system and pay structure. Board members had extensive discussion on compensation, and determined there was additional information required and it would be advantageous for the Board to approve a Board Designee to finalize this aspect of the budget. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the Proposed Budget for the 2017-2018 school year and all assumptions provided therein and the Fee Schedule for the 2017-2018 school year, as amended at meeting, and the appointment of Board Treasurer as Board Designee to finalize the Budget on the behalf of the Board, is hereby approved.

The motion passed unanimously.

[Ms. Jay left the meeting at 11:58 a.m.]

Ms. Linscott asked the Board to revisit the discussion of the Grant and proposed contract for shared accounting services with Cornville School District. She reminded the Board of the earlier motion to deny signing onto the Educational Efficiencies and Opportunities Grant, and called for a vote at this time. There being no additional discussion, the following vote was taken:

RESOLVED, that the Board denies signing onto the Educational Efficiencies and Opportunities Grant, as discussed.

The motion passed with four (4) affirmative votes by Ms. Linscott, Ms. Volk, Ms. Stockley and Ms. Weston, and one (1) dissenting vote by Mr. McGee.

The Board briefly discussed needing additional information on the school's financial consultant services, and expressed an intent to hold a special meeting at a later date.

i. Review and Approval of Connections Academy of Maine, LLC Invoice for April

Mr. McGee reviewed in detail the April invoice as included in the Board meeting materials. He recommended approval of the invoice pending final review by himself and the Financial Consultant. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the Connections Academy of Maine, LLC invoice for April, in the amount of \$277,974.85, as presented, pending the final review and approval of the Financial Consultant and Treasurer, as discussed, is hereby approved.

The motion passed unanimously.

ii. Approval of Revised Contract with Financial Consultant

This item was tabled to a future meeting.

iii. Review and Consideration of the 2017-2018 School Year Budget and Fee Schedule from Connections Academy of Main, LLC

This item was discussed earlier in the meeting.

V. **Action Items**

a. Approval of Directors

Ms. Arthur advised the Board that two Board member terms were up for renewal at this meeting, Bernice Stockley and Amy Volk. Following previous confirmation that Ms. Stockley and Ms. Volk wished to continue on the Board, discussion was held on the renewal of their terms. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the appointment of Bernice Stockley to the Maine Connections Academy Board of Directors, as Class 2 Director, for a term of three (3) years to the 2020 Annual meeting, as discussed, is hereby approved.

FURTHER RESOLVED, that the appointment of Amy Volk to the Main Connections Academy Board of Directors, as a Class 2 Director, for the term of three (3) years to the 2020 Annual meeting, as discussed, is hereby approved.

The motion passed unanimously.

b. Approval of Officers for the 2017-2018 School Year

Ms. Arthur presented this item to the Board. She reviewed with the Board each Officer position as set out in the Board-adopted Bylaws, and advised the Board that all positions would be for a term until the Annual Meeting 2018. Nominations were opened for each position. Following the closure of nominations, and there being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the appointment of:

Amy Linscott, Board President;
Nick McGee, Board Treasurer; and
Carol Weston, Board Secretary; as discussed, are hereby approved.

The motion was approved unanimously.

Mr. McGee asked for the record to reflect his intent to step down as Board Treasurer if the current structure and personnel responsible for financial support of the school should change.

VI. Information Items

a. Legislative Update

Ms. Weston provided the Board with an update on recent legislative activities in Maine, which may impact the school. The Board discussed recent legislative activities in detail.

b. School Leadership Team (PSLT) Update

Ms. Graver updated the Board on behalf of Connections' School Leadership Team. She introduced the Program Manager role and detailed the additional support the position would provide for the school. Also, Ms. Graver introduced Mr. Lambert and advised that he will primarily be the PSLT rep to the school, with Ms. Graver still working closely with the school in the Program Manager role to MCA for the 17-18 school year. Mr. Lambert also introduced himself to the Board, and they welcomed him.

VII. Strategic Planning

a. Strategic Plan Report

Ms. Linscott referred Board members to the Strategic Plan report, as included in the Board materials. She asked Ms. Woodward to review the benchmarks completed to date, and upcoming, with those in attendance. Board members discussed the Strategic Plan progress, as well as specific items of assignment to members of the Board and school leadership, as well as Connections staff.

i. Goal 1: Ensure Student Success

1. Review Parent and Student Satisfaction Surveys and Take Appropriate Action
2. Hold Staff Accountable to Student Success through Annual Evaluations

ii. Continuation of 17-18 Budget Process in Support of the following Goals/Actions

1. Goal 1: Ensure Student Success – Provide necessary tools
2. Goal 2: Achieve Charter Renewal - Long-term Planning (student Size; location; goals) during budget review process
3. Goal 3: Retain Staff, Families and Board – Staff - Compensation, Bonus and Benefits Package

iii. Goal 4: Maintain Effective Governance

1. Committee Update(s)
2. Confirm Alignment with Mission: *The mission of Maine Connections Academy (MCA) is to help each student maximize his or her potential and meet the highest performance standards through a uniquely individualized learning program in grades K-12 throughout the state of Maine for students who need an alternative to the traditional classroom.*

3. Hold frequent Board meetings – dates set at Annual Meeting
4. Meet Commissions Expectations as hands-on Board annually during site visit

iv. Goal 5: Build and Strengthen Relationships

1. Educational Efficiencies & Opportunities Grant Discussion

This portion of the Plan was discussed earlier in the meeting.

[Ms. Woodward left the meeting at 12:17 p.m.]

The Board took a brief recess, and resumed the meeting at 12:22 p.m.

VIII. EXECUTIVE SESSION: Pursuant to MRSA Title 1, Chapter 13, Section 405-6, discussion of employment, promotion, evaluation, discipline, or resignation of an individual regarding public employment

The Board entered into Executive Session at 12:22 p.m. upon a motion being made, seconded and confirmed via roll call vote of all Board Members present pursuant to MRSA Title 1, Chapter 13, Section 405-6, for discussion of employment, promotion, evaluation, discipline, or resignation of an individual regarding public employment. Board members in attendance were Amy Volk, Nick McGee, Amy Linscott and Carol Weston. The Board invited the following into Executive Session based on their work on this matter: Rachel Graver, Ray Lambert and Megann Arthur. All others left the meeting at this time.

After the Board concluded their discussion, the Board resumed their open session at 12:35 p.m. upon a motion being made, seconded and confirmed via roll call vote of all Board Members present. No action was taken during closed session.

IX. Approval of School Leader Compensation for the 2017-2018 School Year

Ms. Linscott reminded the Board of the discussion held in Executive Session regarding the School Leader evaluation and compensation for the upcoming school year. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the School Leader compensation for the 2017-2018 school year in the amount of \$80,000 with a 10% bonus potential and for the Board President to act as Board Designee to finalize the School Leader's Annual Evaluation with Connections, as discussed, is hereby approved.

The motion passed unanimously.

X. Adjournment and Next Meeting Date – September 1, 2017 at 10:00 a.m.

Ms. Linscott noted that the Board was at the end of its agenda. The next Board meeting is scheduled for September 1, 2017 at 10:00 a.m. The Board being at the end of its agenda, the meeting was adjourned at 12:36 p.m.