



APPROVED 01/17/2020

**Maine Connections Academy, Inc. (MCA)
MINUTES OF THE BOARD OF DIRECTORS MEETING
Friday, November 15, 2019 at 10:00 a.m.**

Held at the following location and via teleconference:

8 Science Park Road
3rd Floor
Scarborough, ME 04074

I. Call to Order and Roll Call

Ms. Linscott called the meeting to order at 10:07 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, Carol Weston, Bernice Stockley and Amy Volk (in person);

Board Members Absent: John Larouche and Billy Thompson;

Guests: Walter Wallace, School Leader; Lauren Thompson, School staff; David Strock, Board Counsel; Rose Mahoney, Maine Education Association; Amy Trunnell, Financial Consultant (all in person); Amanda Jay, Kristie Clements, Hussa Blake, Laura Coleman and Megann Arthur, Pearson Online & Blended Learning (POBL) staff (via phone).

II. Public Comment

There were no comments at this time.

Routine Business

Approval of Agenda

At the request of the Board, this item was moved up on the Agenda. Ms. Linscott asked the Board to review the Agenda distributed prior to the meeting. She then asked if there were any requested changes to the Agenda. The Board requested to move Executive Session, pursuant to MRSA Title 1, Chapter 13, Section 405-6 (e) up on the Agenda to immediately follow the Board Member Discussion with the Third Party Evaluator. There being no further changes noted, a motion was made by Ms. Volk and seconded by Ms. Weston as follows:

RESOLVED, that the Agenda for the November 15, 2019 Maine Connections Academy Board of Directors Board Meeting, as amended, is hereby approved.

The motion passed unanimously.

III. Board Member Discussion with Third Party Evaluator, Bill Nave, Regarding Focus for Next EMO Evaluation

Mr. Nave discussed with the Board their expectations and timeline for the next Educational Management Organization (EMO) evaluation; he reviewed previous evaluations completed for the Board, and highlighted areas of focus he tentatively planned to include in the next evaluation.

EXECUTIVE SESSION

Pursuant to MRSA Title 1, Chapter 13, Section 405-6 (e) – Consultations between a body or agency and its attorney concerning the legal rights and duties of the body or agency

The Board entered into Executive Session at 10:16 a.m. upon a motion being made by Ms. Stockley, seconded by Ms. Weston, and confirmed via roll call vote of all Board Members present pursuant to MRSA Title 1, Chapter 13, Section 405-6 (e) – Consultations between a body or agency and its attorney concerning the legal rights and duties of the body or agency. Board members in attendance were: Amy Linscott, Carol Weston, Bernice Stockley and Amy Volk. The Board invited the following into Executive Session based on their work on this matter: Walter Wallace, Lauren Thompson, David Strock, Kristie Clements, Amanda Jay, Husa Blake, Laura Coleman and Megann Arthur. All others left the meeting at this time.

After the Board concluded their discussion, the Board resumed their open session at 11:00 a.m. upon a motion being made by Ms. Stockley, seconded by Ms. Weston and confirmed via roll call vote of all Board Members present. No action was taken during closed session.

[Ms. Trunnell and Ms. Mahoney rejoined the Board meeting at 11:00 a.m.]

IV. Routine Business

a. Approval of Agenda

This item was considered earlier in the meeting.

b. Approval of Minutes from the October 18, 2019 Board Meeting

c. Approval of Minutes from the October 28, 2019 Special Board Meeting

d. Approval of Staffing Report

The Board indicated their intent to consider the remaining Routine Business items together. There being no changes, a motion was made by Ms. Volk and seconded by Ms. Weston as follows:

RESOLVED, that the Minutes from the October 18, 2019 Board Meeting, as presented, are hereby approved.

FURTHER RESOLVED, that the Minutes from the October 28, 2019 Special Board Meeting, as presented, are hereby approved.

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

The motions passed unanimously.

V. Oral Reports

a. School Leader's Report

i. Enrollment and Staffing Update

Mr. Wallace provided the Board with an update on enrollment. The Board discussed enrollment trends with Mr. Wallace and Ms. Thompson. Mr. Wallace further updated the Board on staffing levels at the school.

ii. Emergency Management Plan Discussion

Mr. Wallace presented the updated Emergency Management Plan to the Board. There being no further discussion, a motion was made by Ms. Stockley and seconded by Ms. Weston as follows:

RESOLVED, the Emergency Management Plan, as presented, is hereby approved.

The motion passed unanimously.

iii. Approval of Additional Part-time Teaching Position

Mr. Wallace reviewed the justification and needs analysis for an additional part-time social studies teaching position. The Board discussed budgetary implications and expressed their desire to consider this item after the financial report.

iv. Approval of Employee Handbook Revision(s)

The Board reviewed the Employee Handbook revisions relating to paid time off, as included in the Board meeting materials, and Ms. Linscott confirmed her previous review of all revisions. There being no further discussion, a motion was made by Ms. Stockley and seconded by Ms. Volk as follows:

RESOLVED, that the Employee Handbook Revision(s), as presented, is hereby approved.

The motion passed unanimously.

b. Financial Report

i. Review and Approval of Financial Report and Connections Academy of Maine, LLC Invoices for October

Ms. Trunnell reviewed the school's current financial state, including budgetary implications such as enrollment and facility costs. She further detailed specific revenue streams and expenses for the school.

ii. Management Letter Update

Ms. Trunnell reviewed the management letter, as included in the Board meeting materials, highlighted communications regarding the audit, including due dates and submission details.

iii. Form 990 Update

Ms. Trunnell provided the Board with an update on the progress and expected timeline for completion of the Form 990.

Ms. Trunnell and the Board discussed the school's financials in detail. The Board expressed their desire to use unrestricted reserves, not to exceed \$100,000, to fill the aforementioned part-time teaching position and facility relocation expenses. There being no further discussion, a motion was made by Ms. Weston and seconded by Ms. Linscott as follows:

RESOLVED, that the use of Unrestricted Reserves not to exceed \$100,000 to fill the part-time teaching position and facility relocation expenses, as discussed, is hereby approved.

The motion passed unanimously.

VI. Action Items

There were no action items.

VII. Information Items

a. Legislative Update

There was no report at this time.

b. State and Strategic Client Relations (SSCR) Update

i. Benefits Program Update(s)

Ms. Jay provided the Board with an overview of recent medical benefit offering enhancements, as included in the Board meeting materials. She highlighted the contribution increases to the health savings account, paid maternity leave, increased parental and serious illness leave, among other added or increased benefits.

c. School Leadership Team (PSLT) Update

Ms. Clements presented to the Board on behalf of POBL's School Leadership Team.

i. School Leader Review Process Update

Ms. Clements reviewed the annual school leader review process with the Board. She reminded Board members that the process includes feedback from the Board through a survey. Ms. Clements further reminded the Board that Mr. Wallace's mid-year review will be discussed during the January meeting and the final review will take place during the Board's Annual Meeting in June. She also reiterated the importance of Board member participation in the review process.

VIII. Strategic Planning

a. Funded Balance Allocation Update

The Board advised that no discussion or action was necessary at this time. This item was tabled.

IX. EXECUTIVE SESSION MAY BE REQUIRED

a. Pursuant to MRSA Title 1, Chapter 13, Section 405-6 (e) – Consultations between a body or agency and its attorney concerning the legal rights and duties of the body or agency

This item was discussed earlier in the meeting.

b. Pursuant to MRSA Title 1, Chapter 13, Section 4-5-6 (a) – Discussion of the appointment or assignment of an individual or appointee of the body or agency

The Board entered into Executive Session at 11:42 a.m. upon a motion being made by Ms. Stockley, seconded by Mr. Weston, and confirmed via roll call vote of all Board Members present pursuant to MRSA Title 1, Chapter 13, Section 4-5-6 (a) – Discussion of the appointment or assignment of an individual or appointee of the body or agency. Board members in attendance were: Amy Linscott, Carol Weston, Bernice Stockley and Amy Volk. The Board invited the following into Executive Session based on their work on this matter: Walter Wallace, Amanda Jay, and Megann Arthur. All others left the meeting at this time.

After the Board concluded their discussion, the Board resumed their open session at 12:05 p.m. upon a motion being made by Ms. Weston, seconded by Ms. Volk and confirmed via roll call vote of all Board Members present. No action was taken during closed session.

X. Strategic Planning (cont.)

a. Approval of Engagement of Third Party Evaluator for the 2019-2020 School Year EMO Evaluation

Ms. Linscott reminded Board members of the discussion during Executive Session regarding the options for direction and engagement of a third party evaluator for the school's next annual EMO evaluation. Board members had brief discussion, and indicated their intent to table this item to a future meeting.

XI. Adjournment and Next Regular Meeting Date – Friday, January 17, 2019 at 10:00 a.m.

Ms. Linscott noted that the Board was at the end of its agenda and concluded all business for the day. The next Board meeting is scheduled for January 17, 2019 at 10:00 a.m. There being no further discussion and the Board being at the end of its agenda, the meeting was adjourned 12:10 p.m.