

UTAH VIRTUAL ACADEMY CHARTER SCHOOL - MINUTES

March 27, 2012 6:00 pm

Via Conference call: 1-888-824-5783 code:74325098 then #

A. Roll Call – Doug Shaw, Michelle Smith, Wade Farraway, Stacey Hutchings, Kathy VanOrden, Amy Vance, Kayleen Marble, Mary Gifford, and Mary Rackliffe attended from the public. Bryan Maxwell joined.

B. Call to the public – Mary Rackliffe did not have any comment at this time.

School Update

A. Head of school Update

School metrics –Stacey Hutchings reported that the State Charter Board denied our motion to expand our school by 500 seats. There were several indicators in their performance measures that showed we need to improve and other items where we are ok.

- Our Non-Profit status has been updated with the IRS; we are waiting for our paper work to go thru for our 501c(3).
- Our accreditation visit was held on March 20, 2012. Amy Vance headed up the process. We were given the highest amount of accreditation time, 5 years.
- The Close-Up program is something we are looking at for our students this next year.
- The Trust-Lands Funds report has been submitted.
- We are beginning the process of doing a “school-wide” assisted for Title 1.
- The Charter Board conference will be held in June for anyone on the board wanting to attend.

Policy Session

A. Discussion and approval of February 28th and January 24, 2012 board meeting minutes (minutes follow, document A)

ACTION: Wade Farraway motioned to approve the minutes. Michelle Smith seconded the motion. The motion passed unanimously.

B. Finance Committee Report – The board may review and accept the finance committee’s report from February 28, 2012. (minutes for last meeting follow, document B)

ACTION: Michelle Smith made a motion to approve the finance committee report. Wade Farraway seconded the motion. The motion passed unanimously.

C. Parent Organization and Booster Updates – (reports follow; document C) – The PTO President submitted the report. The board would like the attorney to look at the possibility of having the PTO having some funds for different activities (after talking with the PTO to see if they need funds). Also, Mary Gifford suggested that the PTO come up with a different name since the National PTA/PTO has voted against Charter schools.

D. Work Time Software – Presentation and possible approval

Stacey Hutchings explained the Work Time Software. This keeps track of the overall and computer work time. This monitors employee productivity, etc. This monitors productivity, not spying. We can pull reports to analyze various usages. This can be used to establish individual work habits and trends and self-analysis. We would like to add this to all our teachers computers for this next school year. The teachers will be told that this is going to be on their computers. Michelle Smith asked what will be the results of this software. The Policy needs to be transparent. Reports can be customized however we want them.

ACTION: Bryan Maxwell made a motion to approve the adding the Work Time Software to the teachers work computers. Wade Farraway seconded the motion. The motion passed unanimously.

Discussion and election of board officers – The board may nominate and vote on president, vice president, treasurer and secretary board officer positions. Descriptions of officer positions from the UTVA board bylaws are document D. –

ACTION: Bryan Maxwell nominated Doug Shaw as President. Wade Farraway seconded the motion. The motion passed unanimously.

Doug Shaw nominated Bryan Maxwell as Vice President. Wade Farraway seconded the motion. The motion passed unanimously.

Doug Shaw nominated Michelle Smith as Vice President. Bryan Maxwell seconded the motion. The motion passed unanimously.

E. Discussion and election of board members to Finance and Policy Committees – The board may nominate and vote on members of the finance and policy committees.

ACTION: Doug Shaw nominated Wade Farraway to be the Financial Chair. Wade Farraway would rather do policy than Finance. Wade Farraway knows of someone who is interested in the Financial Chair position. Wade Farraway gave Stacey Hutchings his information so he can fill out an application. The board would like to have another meeting to include all board members to discuss and vote on new board members. Stacey Hutchings will set up a phone conference in the next week or so.

The finance committee meets monthly to review financial statements, bids/procurement reports, revenue received and expenditures. The finance committee reviews annually board policies relating to business and finance. The finance committee participates in training on the monthly financial packet.

The policy committee reviews board policies and makes recommendations to the board for changes to existing policies or new policies. The policy committee meets semi-annually prior to a regularly-scheduled board meeting. The policy committee contributes to the planning of the annual board retreat.

Board Development Session

A. **Board Training** – Review of first section of Brian Carpenter’s board training series. “Where the Heck are We?”

The board listened to Brian Carpenter’s audio presentation on “navigating the intersection of governance and management series”. This included board self-appraisal questions and recommendations. This was the first podcast in the series.

B. **Adjournment** –

ACTION: Wade Farraway motioned that we adjourn the meeting. Bryan Maxwell seconded the motion. The motion passed unanimously. Meeting adjourned at 7:20 PM.

UTAH VIRTUAL ACADEMY CHARTER SCHOOL GOVERNING BOARD MINUTES

January 24, 2012 6:00 pm

Via Conference call: 1-888-824-5783 code:74325098 then #

- A. **Roll Call** – Doug Shaw, Brian Maxwell, Alison Holmes, Michele Smith and Karen Rackliffe attended from the board. Stacey Hutchings, Kayleen Marble, Kathy VanOrden, Amy Vance, and Mary Gifford attended from UTVA/K12. Mary Rackliffe attended from the public.
- B. **Call to the public** – Mary Rackliffe explained her family’s experience of relocating to Utah from New Hampshire and struggles with traditional public schools. Mrs. Rackliffe’s daughter is enjoying UTVA.

School Update

- B. **Head of school Update**
School metrics – Stacey Hutchings reviewed school metrics, including retention and student on-boarding processes. Stacey Hutchings will provide information to the board regarding student on-boarding.

Policy Session

- F. **Discussion and approval of November 15 and 29, 2011 board meeting minutes**

ACTION: Michele Smith made a motion to approve the minutes for November 15 and 29, 2011. Doug Shaw seconded the motion. The motion passed unanimously. Brian Maxwell abstained from this vote.

- G. **Finance Committee Report** – The board may review and accept the finance committee’s report from November, 22, 2011. Doug Shaw reported on the January 24 finance committee meeting. Mr. Shaw reported that “all is well” and there are no exceptions. Abe Barela prepared a training packet for board members.

ACTION: Brian Maxwell made a motion to approve the finance committee report. Michele Smith seconded the motion. The motion passed unanimously.

- H. **Parent Organization and Booster Updates** – Stacey Hutchings reviewed the parent organization and booster reports. Mrs. Hutchings highlighted the upcoming charter school day at the capitol.

- I. **Approval of Comprehensive Guidance Plan**– The UTVA counselor, Meghan Meredith, presented the school’s comprehensive guidance plan at the November meeting. Board members asked for the January agenda to include approval of the plan.

ACTION: Doug Shaw made a motion to approve the Comprehensive Guidance Plan. Michele Smith seconded the motion. The motion passed unanimously.

- J. **Discussion and possible action regarding new UTVA board members** – The board may meet with prospective board members. Stacey Hutchings reported that two parents expressed interest in joining the board. An attorney expressed interest in joining the board. Doug Shaw suggested an election of officers for the next board meeting. Karen Rackliffe is resigning from the board at the conclusion of tonight’s meeting.

K. Discussion and possible action regarding the 2012-13 school calendar – Document E

ACTION: Alison Holmes made a motion to approve the 2012-13 school calendar. Brian Maxwell seconded the motion. The motion passed unanimously.

Board Development Session

C. **Board Training** – The board tabled these training topics until the next regularly-scheduled board meeting. The board asked Stacey Hutchings to schedule a meeting in February with prospective board members. Doug Shaw asked to have a discussion topic regarding subcommittee assignments at the next meeting.

1. Services Agreement – The board will discuss specific components of the services agreement to review in detail during the January board meeting, including the financial guarantee section.
2. Financial Packet Review – Doug Shaw suggests the board receive training regarding the documents included in the monthly financial packet.

B. Adjournment

ACTION: Michele Smith made a motion to adjourn the meeting at 7:28 pm. Doug Shaw seconded the motion. The motion passed unanimously.

DOCUMENT B

UTAH VIRTUAL ACADEMY CHARTER SCHOOL – MEETING MINUTES

February 28th, 2012 6:00 pm

Via Conference call: 1-888-824-5783 code:74325098 then #

- A. **Roll Call** – Doug Shaw, Michele Smith, Allison Holmes, Brian Maxwell - Board
Stacey Hutchings, Kayleen Marble – K12
Wade Farroway, Juanita Coleman - candidates
- B. **Discussion and possible action regarding new UTVA board members** – This is a meeting scheduled in addition to the regular board meetings for the purpose of interviewing potential board members.

ACTION: Allison Holmes made a motion that they wait to make a decision about Juanita until after the hiring process has been completed. Brian Maxwell seconded the motion. Motion passed unanimously.

ACTION: Brian Maxwell made a motion that Wade Farroway be appointed to the board. Michele Smith seconded the motion. Motion passed unanimously.

- C. Approval of January 23, 2012 finance committee minutes –

ACTION: Brian Maxwell made a motion to approve the January 23, 2012 minutes. Allison Holmes seconded the motion. The motion passed unanimously.

- D. Approval of Payments to K12

Invoice #200003281 - \$244,242.00

Invoice #200003730 - \$200,023.50

Invoice #200003601 - \$496,549.00

Invoice #200003747 - \$47,067.50

ACTION: Brian Maxwell made a motion to approve the proposed K12 invoices. Allison seconded the motion. The motion passed unanimously.

- E. Adjournment

ACTION: Brian Maxwell made a motion that the meeting adjourn. Allison Holmes seconded the motion. Motion passed unanimously.

Document C

Parent Teacher Organization Report

PTO Board Report for March

Given by: Teresa McNeil - Chair

Below you will find a breakdown of activities and things done within each committee. Most of them are not fully functioning committees yet, but we keep them categorized and work them like a group for future purposes. We are also beginning to look ahead to next year for board leadership positions and getting our committees organized by September 2012.

Boosters/Marketing Committee

- Parent volunteers assisted at the Discovery Center Event with Paul Glanton.
- Petitioned PTO for more assistance with various marketing events throughout state, including open houses and meet-n-greets.

All School Events Committee

- Helped market the all-school event at the State Capitol.
- Helped market the Learning Fairs to the parents for better support.
- Organizing all-school outings for April to bouncy house facilities. Locations in Ogden, 2 SLC, Orem, St. George.
- Board members and Parent volunteer working with CRT coordinator to establish parent help for testing sites. Consisting of developing survey, spreadsheet organization, emailing follow-up, coordinating with teachers, etc.

Fund-Raising - Box Tops

- Continuing to collect Box Tops. Money earned to be used by the teachers for student incentives.
- Collections done at outings and mailed to home office.

Teacher Appreciation

- Parent volunteer to coordinate planning of teacher gifts to be given at teacher training meetings end of March.
- Survey to be sent to families to share positive notes of gratitude about teachers to be posted on PTO website.

Regional

- PTO secretary developed regional calendars for posting of school and community activities. They are subscription based for added security.
- Local Ogden valentines party coordinated by some local parents.

Technical Team

- Updated PTO website, CRT spreadsheets, Volunteer surveys, etc.

We are working hard to be everything you want us to be. I know next year will be even better.

Section 5.7 President

Subject to such powers, the President is the general manager and chief executive officer of the corporation and has, subject to the control of the Board, general supervision, direction and control of the business and officers of the corporation. The President shall preside at all meetings of the Board. The President has the general management powers and duties usually vested in the office of the President and general manager of a corporation as well as such other powers and duties as the Board may prescribe from time to time.

Section 5.8 Vice Presidents

In the absence or disability of the President, the Vice President(s), if any are appointed shall, in order of their ranks as fixed by the Board or, if not ranked, the Vice President designated by the Board, perform all duties of the President and, when so acting, shall have all the powers of, and subject to all the restrictions upon, the President. The Vice President(s) shall have such other powers and perform such other duties as the Board may prescribe from time to time.

Section 5.9 Secretary

- a. The Secretary shall keep or cause to be kept, at the principal office or such other place as the Board may order, a book of minutes of all meetings of the Board and its committees, including the following information for all such meetings; the time and place of holding; whether regular or special; if special, how authorized; the notice thereof given; the names of those present and absent, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office in the State of Florida, the original or a copy of the corporation's Articles of Incorporation and Bylaws, as amended to date, and a register showing the names of all Trustees and their respective addresses. The Secretary shall keep the seal of the corporation and shall affix the same on such papers and instruments as may be required in the regular course of business, but failure to affix it shall not affect the validity of any instrument.
- b. The Secretary shall give, or cause to be given, notice of all meetings of the Board and any committees thereof required by these Bylaws or by law to be given, and shall distribute the minutes of meetings of the Board to all its members promptly after the meetings; shall keep the seal of the corporation in safe custody; shall see that all reports, statements and other documents required by law are properly kept or filed, except to the extent the same are to be kept or filed by the Treasurer; and shall have such other powers and perform such other duties as may be prescribed from time to time by the Board.
- c. The Secretary or President of the corporation shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts and disbursements. The books of account shall at all times be open to inspection by any Trustee.

- d. The Secretary or President shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositaries as may be designated from time to time by the Board. The Secretary or President shall disburse the funds of the corporation as may be ordered by the Board, and shall render to the Trustees, upon request, an account of all transactions as Secretary or President and of the financial condition of the corporation. The Secretary or President shall present an operating statement and report, since the last preceding regular Board meeting, to the Board at all regular meetings. The Secretary or President shall have such powers and perform such other duties as may be prescribed from time to time by the Board.