

ISLA – Board of Directors Open Meeting Agenda

February 9, 2010, 7:15 p.m.

ISLA School Building - 12007 Excelsior Blvd, Minnetonka, MN – Room# 122 (Upstairs)

Mission: International Spanish Language Academy (ISLA), a K-6 Spanish immersion community, empowers the whole child by nurturing the development of personal growth, strong character, academic excellence, and global vision.

The meeting was called to order at approximately 7:20pm. All board members present, except Kate Shablott, as well as, Ximena Rayo and Karen Terhaar. The following members of the public were present: Donald Ryan, Jill Prohofsky, Theresa Aleckson, Natalie Wobbema, Terri Policy

The mission statement was read and then it was proposed that the February 9, 2010 agenda be modified as follows:

Add to agenda – 8 b. Discussion of proposed amendments to the by-laws, 8c. Revision to board seat chart, 9e. Governance committee report, 8f. Governance committee description

A few revisions were noted for the January 12, 2010 Minutes. The Chair noted those and will make those revisions. Revised minutes adopted into record.

There was no public input offered.

The following reports were offered:

1. PTO Reports

- a.** PTO Chair – PTO did fully fund the IB training, \$300 for band teacher, PTO would like 5-10 min at Kindergarten Round-up, PTO has requested that Amity provide us with 3 TA's and would like 4, but need input from board and staff. How many TA's do we want? Would we want them to come for 11 months? To work for summer camp? How many for 9 months and how many for 11 months? Family Fun night – Feb 26th, all invited.
- b.** Board Liaison – Michael Valley and Eric Peterson attended PTO meeting last month and addressed any concerns re: authorizer status, discussions about facility search, SLP moving 6th grade from Park Spanish Immersion to the junior high, and closing of Cedar Manor (an elementary school at 169 and Cedar Lake Rd).

2. Director's Report (Karen T.)

- 69 applicants for Kinder 2010-2011, next week is the lottery, 44 for full-day, 24 for half-day and 1 non-specified. (less than 1/3 are from HSD)
- 4 applicants for 1st grade for next year, 1 – 2nd, 1-4th, 1- 6th. Additionally, we are receiving quite a few calls from parents of higher grade level students currently enrolled in other immersion programs. Mostly word of mouth.
- This coming Friday – John Burrell, consultant from IB is going to be conducting an intensive IB inquiry training with all teachers (funded by the PTO).
- Authorizer update – Bob Wedl, founder and E.D. of Innovative Quality Schools, is looking at authorizing 25 charter schools. State Dept. has not come up with the criteria for organizations to become an authorizer. Grandparent of ISLA student sits on the board for Innovative Quality Schools and was very involved in talking to HSD and Audobon Society when we were initially looking for sponsor. Another parent has connection to Chicano Latino Affairs Committee (Hector Garcia). Karen met with him on Monday, so also a possibility. Karen will follow up with both of these groups.

Mark Mathison also added that the MDE released criteria for authorizer on Friday, as well as RFP for becoming an authorized charter school board trainer.

3. Chair's Report

- a. State of the School Address will be 3/23/10. She is coordinating with Theresa Aleckson (PTO).
- b. Special Board Training & Planning Meeting- 3/13/10 – 1:00 to 6:00 pm, location - TBD.
- c. Board members need to activate their islacad accounts.

The Board then discussed HSD Authorizer Status. John Schultz, M.V., Sonia, Karen T. met since last board meeting to discuss this issue. If HSD could be “grandfathered” in as a standing authorizer without meeting the new authorizer requirements, they could consider it. Feb. 19th, KT and John Schultz are going to meet with John Benson (legislator) to discuss a “grandfather” clause. Sonia sent a letter to John Schultz as a follow-up to the meeting to formally request a hearing to discuss their early termination of our sponsorship contract. Newsletter went out to ISLA community on Jan. 14th discussing this topic. Friends of Education chair contacted Sonia regarding our authorizer status after reading about the HSD decision and may be interested in authorizing our school. (See Director's Report re: other options – Innovative Quality Schools and Chicano Latino Affairs Committee).

Next the Board discussed a proposed By-Law Amendment brought forward by the Governance Committee. The suggested revisions to the proposal were as follows:

Article III.2 – ~~Before the School completes its third year of operation,~~At least two, but less than a majority₃ of the members of the Board shall be licensed teachers employed by the School unless the School obtains a waiver of such requirement from the Commissioner of Education pursuant to Minnesota Statutes Section 124D.10, subdivision 4(c). At least one member of the Board shall be a parent of an ISLA student and at least one member of the Board shall be a non-parent community member, as required by Minnesota law.

Change all “sponsor” to “authorizer”

Article III.6.b. - Designation of Open Board Seats. The seats up for election ~~in each of the first three years of election, as determined by drawing lots or other method determined by the Interim Board, each year~~ will be specifically identified ~~by~~ no later than the Board of Directors' regular ~~April~~February meeting. At such time, the Governance Committee shall also advise the Board ~~how many of the seats up for election shall be designated “Teacher Seats.”~~of any applicable restrictions as to the identity of the individuals who may serve in any particular Board seat. The Governance Committee shall exercise its discretion in setting the ~~Teacher Seats each of the first three years to meet the required teacher majority Board before the end of ISLA's third year of operation~~seat restrictions in accordance with these Bylaws and state law, but in no year shall the Governance Committee ~~fail to~~ designate ~~less than 2 open~~ seats as Teacher Seats. ~~The number of Teacher Seats up for election each year following the first three years of election shall follow in the same sequence thereafter.—~~and one seat each for a Parent and a Community Member.

Article III.6.d.(iii) - The Nominating Committee shall compile a list of nominees with a brief statement of their qualifications and evaluate such nominees in a manner the Nominating Committee deems appropriate. Based on the Nominating Committee's evaluation, it will advise the Governance Committee of its Nominations and Recommendations by no later than ~~April~~March 15th each year.

(iv) - Persons not nominated by the Nominating Committee who wish to run for election for any of the Director seats up for election will have the opportunity to submit their names and statements of interest to the Governance Committee by ~~April~~March 20th of each year.

(v) -The Governance Committee will inform all eligible voters of the candidates for each Director seat up for election (including Teacher Seats) by written communication and by posting of such information on ISLA's website by no later than ~~May~~April 1st of each year.

(vi) - The annual election of Directors, which is to occur at the annual meeting, will not occur sooner than ~~ten~~thirty (~~10~~30) days from the date the Governance Committee makes the slate of candidates available to eligible voters.

Article IV.2 - *Place of Meetings*. Board meetings may be held at the School's principal office or at any other reasonably convenient place as the Board may designate. Sonia recommends keeping the following redline but removing the word "solely". ~~The Board of Directors may determine that one or more meetings of the Board shall be held solely by means of remote communication. Such determination authorizing such meeting(s) may be general or confined to specific instances.~~

8.a. - ~~Notice of a meeting to be held solely by means of remote communication shall include a statement identifying the means by which the Directors may participate in such meeting.~~

Article VI. *Committees*. There is established an Executive Committee and a Governance Committee, as described below in Sections 4 and 5 of this Article. Such committees shall have the authority ascribed to them in these By-Laws and such additional authority ascribed to them by resolution of the Board. The Board may by resolution establish and ascribe authority to other standing and *ad hoc* committees in its discretion. All committees of the Board shall at all times be subject to the direction and control of the Board. ~~Pursuant to Minnesota Statutes section 124D.10, To the extent that meetings of committees of the Board are not subject to Minnesota Statutes Chapter 13 and as such are not required to be open meetings and are not required to comply with any provision of Minnesota Statutes Chapter 13, are governed by Minnesota Statutes Chapter 13, Board committees shall comply with applicable provisions of that law.~~ Committee members must be natural persons.

Article IX. 1.f.x. Attend approved training on board governance, the board's role and responsibilities, employment policies and practices, and financial management, as required by Minnesota law.

The Governance committee will take discussion into consideration for presentation of proposed by-law amendment for March meeting.

Due to MN Statute changes, we do not need to maintain a teacher majority and it is the governance committee recommendation to amend our BOD seating chart to reflect the proposed by-law changes. Mark moved that the board adopt the proposed revised board seating chart with the further revision of removing the teacher seat designation. Michael seconds. Change "sponsor agent" to authorizer. Effective June 30th, 2010. Motion unanimously carried.

The Board next discussed the Enrollment & Lottery Policy. Mark moved that the Board approve the proposed ISLA Enrollment Process with the following amendment – that preference is given to "a sibling of a currently enrolled pupil or foster child of that pupil's parents , or the child of a licensed teacher employed by ISLA as permitted by state law." Also changes of dates. Kerry proposes the following friendly amendment that the wording be changed to say, "If the number of student applications exceeds the space available a lottery will be held the day following the enrollment deadline." Instead of "After the open enrollment period ends, if the number of student applications exceeds the space available, a lottery will be held the following day." Michael seconds motion. Unanimously approved.

Action – Sonia to investigate the law re: "When a vacancy occurs during the school year, it may or may not be filled, at the discretion of ISLA. Such vacancies will be filled, if at all, in order from the wait list."

Assistant Director Ximena reported that she met with Mis Amigos to discuss summer camp offerings so they can complement each other. Decisions to be made in the next couple of weeks. Need to confirm dates with Faith. Summer Camp description – 4-6 weeks worth of camp, similar pricing as to last year. Michael moves that Board establish an ISLA summer camp as directed by the Executive Director. Kerry seconded. Unanimously passed.

The following Committee Reports were given:

- a. Finance Report – Audit results passed out to board and MV to invited representative from MMKR to attend March meeting for further discussion. Will have 2011 proposed budget for review and discussion at March 13th special session. IDEAS report – received a large deposit that was erroneous and everyone is aware of the issue and will correct it. After investigation, U.S. Bank not willing to provide line of credit without personal guarantors. Based on Ubah enrollment decline, it may be financially prudent to explore Katherine Curren leasability. Action – Executive Committee to follow up with HSD.
- b. Facilities Report- status of search
- b. Communications & Marketing- work
Karen Speich and Emily are now members of the committee and working on projects.
- c. Human Resources Committee- administration contracts will be signed tonight
- d. Nominating Committee- status – Sonia to include call for board members in newsletter to ISLA families.
- e. Governance Committee report – Met in January and accomplished.
- f. School Discipline Policy
Steve has scheduled meetings for the following dates and times:
Feb. 2, 5:00-6:30pm, Feb. 11, 6:30–8:00pm, Feb. 17, 6:30-8:00pm – Public Input Meetings
March 10, 6:30-8:00pm – Combine data and reach consensus on policy content
March 25, 6:30-8:00pm – Write up policy proposal for Governance Committee Review

Eric moved that the board move into Closed Session pursuant to Minnesota Statutes sections 13D.05, subdivision 2(a)(3) to consider educational data and pursuant to subdivision 2(b) for preliminary consideration of allegations against one or more employees. Steve seconded. Motion carried.

10. Adjourn