



Minutes of the
Wasatch Waldorf Charter School
12 December 2015
Board Meeting

1. Roll call:

Presiding: Emily Thunberg, President 2015

Time: 2:40 pm

Place: Canellas Restaurant, 204 East 500 South, Salt Lake City, Utah 84111

Trustees present: Kim Haleck, VP (departed at 3:45 after Agenda Item 5)
Kevin Emerson
Ary Faraji
Charlie Hastings
Matt Pardini (arrived at 3:30 for Agenda Item 5; departed at 3:45)
Emily Thunberg
Joe Welch
Megan Zurkan

Trusteed excused: Lisa Canella

Others present: Emily Merchant, Executive Director
Prairie Adams, Pedagogical Director
Jeff Biesinger, Business Manager (Red Apple)
Michael Wright, Developer (departed at 3:45 after Agenda Item 5)
Debbie Llewelyn, Utah Association of Public Charter Schools
Gus Thunberg, public member

There were no conflicts of interest declared.

Executive Director Merchant confirmed that the voice recorder was turned on.

2. Approval of the 21 November 2015 minutes of the Wasatch Waldorf Charter School Board Meeting:

Trustee Emerson made a motion to accept the pending minutes of the 21 November 2015 Board Meeting as presented. Trustee Welch seconded the motion, which passed with a unanimous vote.

3. Approval of the 4 December 2015 minutes of the Wasatch Waldorf Charter School Electronic Board Meeting:

Trustee Welch made a motion to accept the pending minutes of the 4 December 2015 Electronic Board Meeting as presented. Trustee Haleck seconded the motion. Trustee Emerson abstained from voting and all remaining Board members voted unanimously in favor of the motion.

4. Book discussion: Understanding Waldorf, Chapter 6. This topic was tabled for dialogue at a later time to permit ample time for discussion of other imperative items on the agenda.

5. Facility update:

Developer Michael Wright updated the Board on recent facility developments. He stated that there are two potential proposals available currently: the existing contract for the Valley Health building and the possible new build in Holladay City. He has had positive meetings recently with the Valley Health facility and they have provided a slight price reduction of \$150,000 for us. This brings the total price on the building and renovations to roughly \$8 million. The new property in Holladay is about 2.7 acres and will allow us to build a brand new facility to our specifications. There is also an adjacent vacant property owned by Salt Lake County, which could serve as an ideal garden/play area. This property could be leased from the County for about \$300 annually. Mr. Wright estimates that the cost to build new on the Holladay property would be about \$8.255 million, or an increase of about \$225,000 from the Valley Health building. There are also other concerns with the Holladay property that we should be aware of. These include a detailed site review by the Holladay City Mayor, Manager, and Planning Commission. In addition to the Planning Commission, we must also hold neighborhood meetings to inform the community of the project and the charter school. A detailed discussion followed with many Board members and others expressing that the Holladay property was much more in line with the atmosphere of a Waldorf school. Because of the time constraints involved with a new purchase or renovations, Executive Director Merchant asked the Board to choose a direction on which property we should pursue and for the members to then take that challenge on with full dedication. After further deliberation, President Thunberg asked for the present Board member's inclination on which property to pursue. The Board members expressed their preference as follows:

- a. Trustee Welch: Valley Health Building.
- b. Vice President Halek: Holladay.
- c. Trustee Hastings: Holladay.
- d. Trustee Zurkan: Holladay.
- e. Trustee Emerson: Holladay.
- f. Trustee Faraji: Holladay.
- g. Trustee Pardini: ABSTAIN.
- h. President Thunberg: Holladay.

Trustee Faraji made a motion that the Board should actively pursue a new build option at the Holladay City location. The motion was seconded by Trustee Zurkan. Trustee Pardini abstained from voting and all remaining Board members voted unanimously in favor of the motion.

6. Presentation by Debby Llewelyn, Utah Association of Public Charter Schools:

Mrs. Llewelyn introduced herself and stated that she and her office are available to assist us in various aspects of our charter school. She reiterated the importance of our mission and that all decisions of the Board should keep the mission and vision of the charter school in mind. She then provided a brief presentation on the legal obligations of the Board and the numerous regulations that we must ensure we are following. Some of the topics that she covered include upholding our contract with the State of Utah (following what is in our charter), following protocols on open public meetings, closed sessions, incorporating Robert's Rules of Order, setting up our calendar, budget approval, annual evaluation of our Executive Director, Board meeting agreements and conflicts of interest, the importance of the change from a Managing Board (current) to a Governing Board (after school start), and the importance of developing Policies and Procedures. Mrs. Llewelyn also stated that she will be available to assist with fingerprinting and new Board member processing.

7. Executive Director's report:

Executive Director Merchant referred to her submitted written report and stated that fundraising should remain of high importance for us and that we should pursue this more actively in the coming months. She also updated the Board regarding enrollment, which currently stands at 425 students. Teacher interviews are currently being conducted, and potential offers may go out as early as January 2016. She also mentioned that a former Board member (Robert Merchant) has expressed a genuine interest to apply for a teaching position and that Executive Director Merchant will remove herself from interviews regarding Robert, because of a potential familial conflict of interest. She also mentioned potential training by Gradalis, which will provide local Waldorf-based educational training for all teachers. This may provide a large economic saving for us, versus the traditional method of sending teachers to Antioch University in New England. No action was taken on approval of teacher training proposals. Executive Director Merchant will provide further detailed information on this during the January 2016 Board meeting.

8. Business Manager's report:

Business Manager Biesinger reported that most of his topics were already covered in the facility update and the Executive Director's report. A detailed report will be provided during the January 2016 Board meeting.

9. Policies, procedures, and timeline updates:

Trustee Welch provided an update on the policies and procedures that he is currently working on. He will provide the Board advance copies of the documents that will be ready for review prior to the January 2016 Board meeting.

10. Amendment to Charter to increase the number of students:

Executive Director Merchant stated that the State of Utah will allow us to make an amendment to our Charter in order to increase the number of potential students enrolled. Trustee Emerson made a motion that the Board should make an amendment to the Wasatch Waldorf Charter to add one kindergarten and two regular classes and thereby increasing the number of potential students to 625 individuals for the 2017 calendar year. The motion was seconded by Trustee Faraji and passed with a unanimous vote.

11. Treasurer nominations and vote:

President Thunberg made a motion to nominate Trustee Welch as the Board Treasurer for the Wasatch Waldorf Charter School. The motion was seconded by Trustee Faraji and passed with a unanimous vote.

12. Committee reports:

No reports were provided from the committees; however, Trustee Faraji reiterated the importance for the Board to review the pending minutes on a monthly basis prior to final approval during the Board meetings. The minutes are a permanent recording of actions and business conducted by the Board and all Board members and attending staff should take the time to review them for clarity and accuracy.

13. Public comments:

No comments from the public.

14. Closed meeting, option for a closed session:

No closed session was needed.

15. Probable agenda items for 9 January 2016 Board meeting:

Probable items on the agenda for the 9 January 2016 Board meeting include: the Executive Director's report; the Business Manager's report; facility update; policies and procedures update; book discussion; vote on proposal for teacher training; vote on proposal for professional development; vote on school calendar; update on Pre-K Foundation; update on fundraising; and committee reports.

16. Adjournment:

President Thunberg moved to adjourn the 12 December 2015 Board meeting, which adjourned at 4:33 pm.