



Wasatch Charter School
26 March 2018
Governing Board Meeting
6:00 PM - 8:00 PM
1458 East Murray-Holladay Road, Holladay, UT 84117

Agenda:

1. Roll call

Presiding: Lauren Shurman, Co-President, Sherry Jones, Co-President and Treasurer

Present: Charlie Hastings, Vice President
Kevin Emerson, Secretary
Megan Zurkan, Board Member
Lissa Lander, Board Member
Mary Echlin, Board Member
Andy Rohrwasser, Board Member
Emily Merchant, Executive Director
Prairie Adams, Pedagogical Director
Kara Salisbury, Administrative Director
Tyler Jensen, Business Manager
Jeff Biesinger, Red Apple Finance
Clint Biesinger, Verapath Global
Meg Golden, Faculty Member
Erin Preston, Borrower's Council, Lear and Lear, Education Law Section
Representatives from Progressive Power Solutions
Representatives from Amplify Worx

2. Confirm recorder is on: Confirmed.

3. Potential conflicts of interest: None reported.

4. Public Comment: None offered.

5. Approval of minutes from February 26 meeting: Trustee Jones made a motion to approve the minutes as amended by Trustee Emerson; Trustee Emerson seconded the motion, which passed unanimously with one abstention from Trustee Hastings.
6. Trustee Emerson made a motion to move agenda item 8b to item 6; Trustee Jones seconded the motion, which passed unanimously.
 - a. Review and vote on moving forward with solar power purchase agreement: Representatives from Progressive Power Solutions and Amplify Worx introduced themselves and provided answers to questions posed by Board members. It was determined that the school is required to seek multiple bids for this purchase, so further bids will be sought and discussed at a future meeting.
7. Business Manager Report: Mr. Jensen distributed the Financial Summary. He alerted the Board that the costs for health insurance have been significantly higher than anticipated, and stated that Executive Director Merchant has worked to reallocate money from budget lines where there was more than needed. This year's final budget and next year's budget will need to be voted on by the Board at the June Board meeting (before June 18; see item 9b for June Board meeting date change). Executive Director Merchant noted that the three areas where costs have exceeded the budget during this fiscal year have been in: health benefits, water, and Special Education testing.
8. Executive Director Report: Executive Director Merchant uploaded her report to the electronic Board folder prior to the meeting. She briefly summarized the report and addressed questions.
9. Board Discussion and Votes
 - a. School refinance/purchase
 - i. Approval of Red Apple to do project management work for construction project: Mr. Biesinger (Jeff) stated that refinancing/purchasing and remodeling/building of school buildings are two areas that are not covered in the regular Red Apple agreement, but that the company can be contracted to take care of those things. He stated that other business management companies can provide the same service and that bids pursuant to that can be sought. There was discussion regarding whether other bids would be required, or whether the current contract with Red Apple could be amended to include these new services. It was determined that a member of the Board could be authorized in this meeting to sign a contract after requests for bids are put out. Trustee Hastings made a motion to have Executive Director Merchant research potential vendors who would provide building officer services consistent with Red Apple's offer. Contingent upon her findings, the Board authorizes Trustee Jones or Trustee Shurman to contract for those services. Trustee Rohrwasser seconded the motion, which passed unanimously.
 - ii. Authorization of issuance of bonds: Mr. Biesinger (Clint) gave an update on the progress of the process to refinance the school and purchase the additional building. He stated that the school has been granted full credit approval, so now legal and disclosure documents are being crafted. The

Utah Charter School Finance Authority Board meeting is on April 4 at 10:00am, and Mr. Biesinger said that it would be ideal if a member of the school administration and the school's Board could be in attendance or attend by phone. It was determined that Kara Salisbury will attend the meeting and Trustee Emerson will make every effort to attend either in person or by phone. After authorization by this Board, the next date of note in the process is April 26, when the interest rate will be fixed and the terms of the bond will be finalized. This would put a closing date on the bond of May 10. Mr. Biesinger introduced the resolutions that need to be passed in this meeting (items iii, iv, v, and vi below). Mr. Biesinger noted the concept of continuing disclosure that is required of the Board and the school into the future. Ms. Preston then introduced herself, and reviewed the documents that Trustee Jones will be signing in representation of the Board.

- iii. Resolution to purchase the buildings and property: Trustee Echlin made a motion to authorize Sherry Jones to execute the purchase and sale agreements for the two properties listed on behalf of the school; Trustee Zurkan seconded the motion, which passed unanimously.
 - iv. Resolution to authorize bonds: Trustee Zurkan made a motion to authorize Trustee Jones to sign for Wasatch Waldorf Charter School to enter into the bond authorization; Trustee Echlin seconded the motion, which carried unanimously.
 - v. Resolution to provide continuing disclosure: Trustee Hastings made a motion to approve the Continuing Disclosure Policy and Procedures; Trustee Emerson seconded the motion, which carried unanimously. Trustee Emerson made a motion to authorize Trustee Jones to enter into the Continuing Disclosure Agreement on behalf of the school; Trustee Zurkan seconded the motion, which carried unanimously.
 - vi. Resolution for the school to be reimbursed for costs of issuing bonds: Trustee Hastings made a motion to approve the Reimbursement Resolution as described by Ms. Preston; Trustee Rohrwasser seconded the motion, which carried unanimously.
 - vii. It was determined that an electronic Board meeting will be needed to review an RFP that needs to go out for construction contractors. Need to post an RFP by March 30, have it due by April 13 to allow Board members the weekend to review, then plan to have an electronic Board meeting at 8:00am on Monday April 16, to vote on a selection of contractor.
- b. Select date for board retreat: It was determined that the June Board meeting will be moved to June 11 at 6:00pm, in order to accommodate approval of budgets before the deadline of June 18. The Board retreat was scheduled for Friday, May 18 from 2:00pm to 8:00pm.
10. Trustee Emerson made a motion to move into the LAND Trust meeting, and to move this agenda item from 11 to 10; Trustee Jones seconded the motion, which carried unanimously.
- a. LAND Trust Meeting: The use for the LAND Trust funds was discussed. Executive Director Merchant recommended continuing to use the funds for

teacher training (a combination of avenues such as Gradalis Waldorf training and summer grades training), and adding on funding for a portion of a salary for a Three Streams staff member who would work with a Student Action Committee, which would align with a character education component of the funding.

- b. Trustee Emerson made a motion to approve the use of the 2018-19 School LAND Trust funds for the purposes outlined above (in item 10a); Trustee Zurkan seconded the motion, which carried unanimously.

11. Board Discussion and Votes (continued)

a. Policy review and approval

- i. Title 1 Parent-School Learning Compact: Ms. Golden stated that the required annual Title 1 Parent Meeting was held on March 20. The Compact is not exactly like the school's typical policies, but it is a federally required document. Trustee Emerson made a motion to adopt the compact; Trustee Rohrwasser seconded the motion, which carried unanimously.
- ii. Title I Parent Involvement Policy: Ms. Golden stated that it is possible that we may be able to combine this policy with the school's existing Parent Involvement Policy, but that is undetermined at this point, so it is necessary to approve the policy on its own at this time. Trustee Hastings made a motion to approve the policy; Trustee Emerson seconded the motion, which carried unanimously.
- iii. F-1 Financial Policy: Ms. Golden stated that the main changes to this policy were eliminating sections that were duplicative with the Procurement Policy, as well as changes to reflect what is actually happening rather than what was assumed to happen before the school was in operation. Trustee Hastings made a motion to authorize the Finance Committee to make changes to the language of this policy, which will then be approved as amended; Trustee Emerson seconded the motion, which carried unanimously.
- iv. F-1 Petty Cash Policy: Ms. Golden stated that this policy is being retired, as the language was duplicated in the Financial Policy. Trustee Hastings made a motion to approve the retirement of the policy; Trustee Rohrwasser seconded the motion, which carried unanimously.

The following policies were tabled until the next Board meeting in the interest of time:

- v. A-17 Other Food Sales and Vending Machines on Campus
 - vi. A-21 Educational Service Outside of Regular Employment
 - vii. A-13 School Fees Policy
 - viii. A-29 Persistently Dangerous School Choice Transfer Policy
 - ix. A-28 Assessment of Student Achievement
 - x. A-15 Parental Rights to Academic Accommodations
- b. Approval of purchase of Rediker software for student and grades management system: Executive Director Merchant described the need for a technological solution for creating the kind of report cards that are needed in our school (to allow narrative as well as numeric grading). Trustee Emerson made a motion to approve the expenditure for this software system not to exceed \$12,000; Trustee Jones seconded the motion, which carried unanimously.

12. Committee reports

- a. Fundraising Committee: no update was provided.

13. Option for Closed Session: not exercised.

14. Trustee Emerson made a motion to adjourn the meeting, which closed at 9:50pm.

