

**MINUTES OF SPECIAL PUBLIC MEETING AND EXECUTIVE SESSION
OF THE GOVERNING BOARD
OF FLAGSTAFF JUNIOR ACADEMY & CHILDREN'S HOUSE**

Tuesday, February 21st, 2012 at 4:30 PM at FJA Middle School
2301 N. 4th Street Flagstaff, AZ 86004

Those in attendance: John Doscicz, Jeff Maurer, Sean Sullivan, Tony Wolkowinsky, Dulcie Ambrose, Hazel Willis, Patrice Horstman, Becky Forsythe, a few community members, many staff and several FJA parents.

I. Call To Order

Acting President Eric Sean Sullivan called the meeting to order at 4:30pm.

II. Roll Call of Members

Acting President Eric Sean Sullivan took roll with all members present.

III. Presentations/Information/Reports

President's Report – Eric Sean Sullivan noted to the board his reason for not including interviewing candidates for the board were: Currently there are no openings, the board wanted to have the opportunity to advertise for positions to create a bigger pool to choose from.

Director's Report – See the attached Director's report that was read by Dulcie Ambrose. John said he had heard that the Spanish teacher was fired and asked Dulcie Ambrose for information. Dulcie said she would talk to John about it later. Eric Sean Sullivan asked Dulcie what were the stressful situations on campus that she had previously referred to. She noted there was a situation of a student threatening to not go home after school, as well as a mention of possible suicide.

Business Manager's Report – See the attached Business Manager's report as read by Hazel Willis. In her report Hazel requested that the following items be put on the agenda for the next meeting: approve January financials, approve last 3 meeting minutes, review and approve FJA Continuous Improvement Plan. Hazel asked the board to prepare to approve a revised budget at the April meeting. Eric Sean Sullivan questioned if the carpeting/tile in Lanzetta's room had been put to bid. Hazel said no, that it was not required. Hazel was asked why we didn't have our 100 day count. She informed the board that ADE has scheduled aggregation dates and we, along with some other schools had not met our 100 day when aggregation was run. The next aggregation date is scheduled for the 2nd of March and we will have our numbers in for the March board meeting. Hazel asked for the board's permission to proceed with getting information from Wells Fargo on structuring a new mortgage for Cedar campus with a lower interest rate. They asked for mortgage information on different length terms.

IV. Old Business

4.1 Discuss with possible action school development and facilities. Dulcie informed the board that charter approval is still pending regarding 9-12 grade expansion. The charter board is waiting on more documentation that needs to be prepared by some middle school staff and uploaded to the charter board website. We are also waiting until after the Feb. 28th FUSD board meeting to receive notification to go ahead with lease for a portion of FMS facility for 2012-2013.

Jeff asked what the status was for a possible NAU partnership with our middle school. Shannon Guerrero addressed the board. Five NAU staff along with 4 middle school staff has met. They are exploring their options this semester for a partner school with FJA middle school. They hope to formalize next year with the implementation the following year. She will continue to keep us updated of their status.

John moved to amend agenda item order to address first 5.1, 5.2, 5.3, 5.4, 5.12, 5.13, 5.14, 5.15 and 5.16, followed by 4.2, 5.5, 5.6, 5.7, 5.8, 5.9, 5.10 and 5.11

John seconded.

Patrice suggested the board enter into executive session for legal advice before proceeding with executive session items.

A vote was taken with all in favor. Motion carried.

5.1 Discuss with possible action acceptance of Sonja Burkhalter resignation from Board of Directors

John moved to accept the resignation of Sonja Burkhalter from the board.

Jeff seconded.

The board acknowledges and thanks Sonja for time served.

A vote was taken with all in favor. Motion carried.

5.2 Discuss with possible action acceptance of Kim Kalas's resignation from the Board of Directors.

Jeff moved to accept Kim Kalas' resignation from the board.

John seconded.

The board acknowledges and thanks Kim for time served.

A vote was taken with all in favor. Motion carried.

5.3 Discuss with possible action board officer elections.

Sean noted he feels John would make a great board president. He then moved to nominate John for the position.

Tony agreed with Sean.

John accepted the nomination.

Jeff seconded the nomination.

A vote was taken with all in favor of John as FJA Board president. Motion carried. Congratulations John.

John assumes his position as board president.

5.4 Discuss with possible action letter titled "An Open Letter to Members of the Board"

The board received an anonymous letter. Patrice spoke about anonymous complaints and what kind of damage these things can cause and repeatedly encouraged the board not to discuss this letter. She said it is difficult to respond to an anonymous complaint or to give it any credibility. The board might consider in the future adopting a policy on how to address anonymous letters. John said he would be happy to meet with the parents if they were to step forward and identify themselves.

Tony moved to table this agenda item.

Jeff seconded.

No further discussion.

A vote was taken with all in favor of tabling. Motion carried.

5.12 Discuss with possible action evaluation process of the Executive Director.

Sean presented a draft evaluation process covering Dulcie's job description and her goals and objectives she gave to the board at the beginning of the year. Her evaluation is due March 1, 2012. Due to time constraints the board will need to push this date back to allow sufficient time to complete. Patrice advised that normal practice in most of her schools she represents is for the entire board to designate an executive board meeting session to complete the evaluation process. She recommended the board review Dulcie's goals and objectives and her job description regarding her job duties and responsibilities as noted in FJA policies and procedures as the criteria for evaluation. The board could then come together and mutually discuss their grading of such. Dulcie would then be brought into the executive session to go over their evaluation and recommendations with her. Dulcie will need to be given a 24 hour notice of the executive session with the right to ask for it to be in open session. The board could also consider amending the current FJA policies and procedures for future evaluations.

Jeff moved to set March 6, 2012 at 4:30 at the middle school a special board meeting for ED evaluation.

John seconded.

No further discussion.

A vote was taken with all in favor. Motion carried.

5.13 Discuss with possible action new policy Agenda Preparation and Dissemination.

Sean submitted a draft policy for board review.

Patrice thought having a policy was an excellent idea. She said that the board needs to conduct their own meetings to be able to make board decisions.

She said if approved it should be added to FJA's Board P&P's as X 10.01

Sean moved to adopt Agenda Preparation and Dissemination policy as presented.

Jeff seconded.

No further discussion.

A vote was taken with all in favor. Motion carried.

5.14 Discuss with possible action new policy Board of Directors Mail.

Sean presented a draft policy for board review.

Patrice recommended that this policy be tabled until further terminology could be included to cover areas not currently addressed.

Once a policy is adopted it should be added to FJA's Board P&P's.

John moved to table policy.

Tony seconded.

No further discussion.

A vote was taken with all in favor. Motion carried.

5.15 Discuss with possible action new policy Call to the Public.

Sean presented a draft policy for board review.

The board members discussed parts of the policy they liked along with parts they didn't like. Patrice advised the board on their options with setting time limits on public comment, with their options of having public comment and where on their agendas. She said it is greatly encouraged to offer public comment in regular sessions, however not required. She suggested once a policy is approved that it be displayed on a board at each meeting next to the "Request to address form" advising those interested in speaking of the board policy.

Sean moved to adopt presented policy amending it to (a) remove the bottom three paragraphs on the sign in form, (b) remove the phone number and email request on the sign in form, (c) add the date to the sign in form, (d) create a display board with approved policy to have available at all board meetings.

Jeff seconded.

No further discussion.

A vote was taken with all in favor. Motion carried.

5.16 Discuss with possible action recruitment of board members, following board approved policy.

There are currently up to three open board positions. Bylaws state minimum of five board members no more than seven.

Patrice along with the board discussed past year's amendments to the bylaws. The current bylaws state board members are appointed by the board. FJA also has a board of director's appointment policy which they should adhere to. The board in the future could consider amending the bylaws to return to previous years procedures regarding board elections or they could choose to take it to the corporation members for a vote. Patrice noted that that board could consider appointing three board members until the annual corporation meeting in August at which time they could elect to stay on for future terms.

The board has currently received three applications for board appointment from FJA parents. The board discussed and agreed they would like to fill all three open positions. They discussed possible ways to notify the community. They requested it be posted on the front page of the FJA website, along with a FJA newsletter and word of mouth. They discussed term limits, possible staggering of term, and will seek further clarification on terms to be served.

Sean moved to seek to fill the three open board positions, accepting applications, with future invitation for those applying to speak with the board.

Jeff seconded.

No further discussion.

A vote was taken with all in favor. Motion carried.

John moved to amend the agenda to move public comment from the end to present.

Tony seconded.

No discussion.

A vote was taken with all in favor. Motion carried.

VI. Call To The Public

Carrie Nicklason passed on her signature to speak.

Jen Runge presented a petition to the board and spoke on her participation with seeking signatures on campus last week. She feels the school is disconnected from the board and asks for better communication. She recommends communication be open between board members and the teachers. She asked Eric Sean Sullivan to step down as a board member due to current circumstances.

J.D. O'Reilly is underwhelmed with due process and the current school atmosphere. He has no faith in the board and doesn't like the fact that legal counsel is at the meeting to answer board questions. He would like more focus on the students.

Kim Johnson passed on her signature to speak.

Shannon Guerrero spoke on her participation with seeking petition signatures on campus last week. She said they received over 100 signatures. She is speaking up in support of teachers. She feels the current issues the board is facing have not just popped up but have built up over time. She is proud to see democracy in action. Feels more communication is needed and does not see a violation of open meeting law when a board member speaks to a teacher. She stated it was not personal in asking for Eric Sean Sullivan to step down from the board but sees a conflict of interest. She calls for action and for change.

Jeff Beupre feels the board follows part of Roberts Rules of Order. He feels the board is partly out of order. He would like an opportunity to interject during board meetings and asks that as a corporation member why he can't participate in discussions. He requested FJA seek bids from banks before accepting Wells Fargo offer of financing incentives on Cedar mortgage. He feels it is of no benefit for him to come to board meetings if all he can do is sit and watch.

Hazel Willis said she wanted executive session # 5.7 to be in open session with an opportunity to respond.

Susan Wall was unavailable for her public comment signature.

Carrie Nicklason said she agrees with what is being said in the room. We are here for the kids. She is tired of conflict and stress. She asked that the board remove from the situation the conflict and encouraged board to communicate with teachers.

Patrice Horstman advised the board that they need to follow charter law and adhere to open meeting law and can respond to public comment on criticism only.

Eric Sean Sullivan responded to petition noting he felt those that signed were incorrectly informed. Patrice halted the discussion and said that this could be put on a future agenda item for further discussion.

Patrice recommended the board make a motion to move into executive session to seek legal counsel per A.R.S. 38-431.03 (A) (3)

John moved to enter into executive session to seek legal counsel per A.R.S. 38-431.03 (A) (3).

Sean seconded.

No discussion.

A vote was taken with all in favor. Motion carried.

The board entered into Executive Session at 7:10pm

The board exited Executive Session at 8:38pm

***4.2 Discuss with possible action Areas of Mutual Concerns and Expectations Action Plan, Per A.R.S. 38-431.03 [A] [1] Personnel, [A] [3] Legal**

Jeff moved to table this agenda item for a future meeting.

John seconded.

No discussion.

A vote was taken with all in favor of tabling. Motion carried.

***5.5 Discuss with possible action regarding role of the Board, role of the ED, and relationships between Board and ED, Per A.R.S. 38-431.03 [A] [1] Personnel, [A] [3] Legal**

Patrice recommended the board withdraw this agenda item.

Sean moved to withdraw this agenda item for a future meeting.

Jeff seconded.

No discussion.

A vote was taken with all in favor of withdrawing. Motion carried.

***5.6 Discuss with possible action regarding role of legal counsel, Per A.R.S. 38-431.03 [A] [1] Personnel, [A] [3] Legal**

Jeff moved to make it clear that the Board President has authority to contact legal counsel on behalf of the Board and the ED and or Business Manager can contact Legal Counsel for legal advice that involves the day to day operations of FJA. We hereby direct that copies of all communications, letters or e-mails between Legal Counsel and the ED and or Business Manager be e-mailed to the Board President so the Board is aware how our Legal Counsel's time is being utilized. Any telephone calls or meetings between the ED and or Business Manager and Legal Counsel we are directing that Legal Counsel send a quick e-mail summarizing the discussion.

Sean seconded.

No discussion.

A vote was taken with all in favor. Motion carried.

***5.7. Discuss with possible action recent actions by Hazel Willis concerning board agenda, email to school attorney and dissemination of Board Mail, Per A.R.S. 38-431.03 [A][1] Personnel, [A] [3] Legal**

John moved to withdraw this agenda item.

Sean seconded.

No discussion.

A vote was taken with all in favor. Motion carried.

***5.8 Discuss with possible action recent actions by Dulcie Ambrose concerning following Board chain of command, dissemination of Board Mail and behavior in board meeting on 01/31/12, Per A.R.S. 38-431.03 [A][1] Personnel, [A] [3] Legal**

John moved to table this agenda item.

Tony seconded.

No discussion.

A vote was taken with all in favor. Motion carried.

*5.9 Discuss with possible action email received on Jan 13th 2012, Per A.R.S. 38-431.03 [A] [1] Personnel, [A] [3] Legal
John moved to withdraw this agenda item.

Jeff seconded.

No discussion.

A vote was taken with all in favor. Motion carried.

*5.10 Discuss with possible action complaint from Kim Kalas dated 01/18/2012 and 02/08/2012. , Per A.R.S. 38-431.03 [A] [1] Personnel, [A] [3] Legal

John directed the ED to provide a written update to the board on how this complaint was handled. This update is to be included in the board packet prior to the next board meeting.

Tony seconded.

No discussion.

A vote was taken with all in favor. Motion carried.

*5.11 Discuss with possible action Board of Directors training

John moved to have a future board training given by legal once they have a full board.

Sean seconded.

No discussion.

A vote was taken with all in favor. Motion carried.

*5.17 Discuss with possible action adding additional hours and responsibilities to the school counselor position, Per A.R.S. 38-431.03 [A] [1] Personnel.

John asked Patrice if this agenda item needed to be in Executive session. She said that it does not have to be.

John directed ED to prepare a detailed plan stating What, Why and the Cost to be included in the board packet prior to the next board meeting in order for the board to discuss with possible action.

Jeff seconded.

No discussion.

A vote was taken with all in favor.

John asked Patrice how to request information on the status of the Spanish teacher on Cedar campus. John then asked Dulcie to send him a written report. She agreed. This may be added as a future agenda item.

VII. Adjournment

Jeff moved to adjourn the meeting at 8:47pm.

Sean seconded.

No discussion.

A vote was taken with all in favor. Motion carried. Meeting adjourned at 8:47pm.

Approved by Board President John Dосkicz for presentation at next board meeting for board consent agenda.