

**MINUTES OF REGULAR PUBLIC MEETING  
OF THE GOVERNING BOARD  
OF FLAGSTAFF JUNIOR ACADEMY & CHILDREN'S HOUSE**

**Board members in attendance; Sonja Burkhalter, Sean Sullivan, John Doskicz, Jeff Maurer, Kim Kalas and Tony Wolkowinsky. Also attending was FJA Legal Counsel, Patrice Horstman, Dulcie Ambrose, several FJA staff, their family members and other FJA members.**

Tuesday, November 15, 2011 at 4:30 PM at FJA Middle School  
2301 N. 4<sup>th</sup> Street Flagstaff, Az. 86004

**I. Call To Order**

Sonja, Board President called meeting to order at 4:38 PM

**II. Roll Call of Members**

President took role, noting all board members present.

**III. Old Business**

**\*6.3 Discuss with possible action communication requests from the board to the ED, including type and frequency of information provided by ED to BOD for effective BOD school governance, Per A.R.S. 38-431.03 [A][1] Personnel, [A] [3] Legal**

Sonja explained the purpose of the meeting was to articulate the Board's expectations of the Executive Director and the desire of the Board to improve communication and set additional performance standards prior to the Executive Director's official Board evaluation in March. Dulcie was given the option of holding a public open meeting which she requested and the Board proceeded to discuss the merits in open public meeting.

Sean moved that the Board move into executive session for the purpose of obtaining legal advice only. John seconded and a vote was taken with all in favor. Motion carried. The meeting was adjourned at 4:40 p.m.

Sean moved to reconvene the meeting at 5:00 p.m., Jeff seconded and a vote was taken with all in favor. Motion carried

Sonja explained to the public audience that the Board would not be hearing from them at this meeting and that the Board would greatly appreciate it if any comments or conversations were to take place outside the meeting room. Sonja then requested feedback from the Board regarding the set agenda item.

## DISCUSSIONS

Sean brought up some difficulties and expectations of the ED's communications to the Board. Discussion ensued specifically regarding the **Board packet**. The Board members agreed that the following information should be included in a hard copy of individual Board packets:

- The agenda
- Financials - including a 'snapshot' of the financials like the one presented to the Board by Hazel in the November 8, 2011 meeting.
- Any material related to an action item that would be necessary for the Board to make logical and informed decisions – including contracts, letters, etc.
- Committee Reports
- A detailed Director's Report
- The ED's Mileage Logs
- Any other previously included documents

Tony stated that he would like the board packet in a hard copy and several agreed. The Board members decided that though they would like for the Board packet continue to be emailed out, they would also like for hard copies to be accessible by the Friday before a usual Tuesday meeting, at 9:00 a.m. or in the case of a specially scheduled meeting, 48 hours before that meeting if at all possible. The Board also requests that Hazel email the financials out in EXCEL format instead of PDF format. The hardcopy may continue to be in PDF format.

Patrice Horstman reminded the Board that they are the ones who are ultimately held responsible for the school and thus should be provided with the most complete and accurate information possible.

Jeff and other board members expressed confusion regarding a change on this meeting's agenda from what members had agreed upon at the previous meeting. President, Sonja Burkhalter explained that it was her understanding from Hazel that legal counsel requested the change. Board members agreed that they would like to be notified if changes of this nature when they occur in the future with an explanation of why the changes are made. Legal Counsel, Patrice Horstman, stated that any changes on the agenda should always be given to and approved by the Board president prior to posting the agenda.

Kim brought up the topic of **Director's Reports**. After some discussion, the Board agreed that they would prefer a detailed Director's Report at the monthly meeting. They further agreed that ongoing periodic emails from the Executive Director would continue in order to keep the Board informed in between Board meetings.

Sean mentioned he has found inaccuracies in the Executive Director's reports in the past. Other Board members expressed the strong need that the Executive Director do her review and due diligence to ensure that the information she presents to the Board, both in her reports and during the Board Meetings, are accurate and complete. Again, the Board discussed that the Board is ultimately responsible for the school and can only appropriately do their job when the Board receives complete

and accurate information from the Executive Director. Board members pointed out that the Executive Director needed to be more prepared at the Board meetings and that the Board were looking for, not only complete and accurate information from the Executive Director, but also looking for a recommendation from the Executive Director and the reasons she was making these recommendations to the Board. Legal counsel advised that if inaccuracies were found that Board members needed to bring these to the Executive Director's immediate attention for her further review and clarification or correction. Kim stated that, when the Executive Director provides her report or when the Executive Director provides information to the Board at Board meetings, the Board needed the complete and full picture. There was general discussion by the Board members that they were not receiving full and complete information, which was a source of continuing frustration for some of them.

Jeff and John discussed about what information should be covered in reports. Kim explained that the Communication Survey that she emailed the board would clarify what should be covered. As soon as board members fill out the survey and get it back to Kim, she will compile the results and bring a Communication Protocol to the Board for their approval. Tony said he had not received a survey, so John provided one for him.

Kim said she would like for the ED to work on her "**follow-through**" on directions that were given to her by the Board. Kim gave an example of the recent lacking of detailed mileage logs and of the failure to provide the Board with proposed financial Policies and Procedures. John said he had not personally witnessed a lack of follow-through during his short time on the Board, but noted that in past teacher and parent surveys there were examples of lack of follow-through such as with the Data Team. The Board felt that the Board needed to see improvement on the Executive Director's follow-through and requested that the Executive Director work on improving in this area.

Sonja suggested that the Board needed to be better at articulating Board expectations/requests and issuing a timeline in which the ED can complete the requested task. The other members agreed.

John brought up the issue of how follow-through relates to the bigger picture and discussed the **leadership** of the school. He said he felt that that the ED should be the educational leader, and as such, it was up to the ED to show everyone where we are going as a school. Both John and Sonja discussed the perception that the ED is not taking the initiative to lead the school in any direction and that if the school is going to remain status quo, then we need a rationalization and a plan to remain status quo. The Board agreed that by the school remaining in limbo, anxiety is being created for the staff. This is especially so given the current times wherein there is more competition among charter schools and new charter schools opening in Flagstaff which has resulted in declining enrollment at FJA. Board members discussed the need for the ED to be innovative and more dynamic, both in developing and implementing educational programs at FJA and in helping the Board set a future course for FJA.

This discussion also centered on certain Board members' frustration, experienced in attempting to set school direction through the Board establishing committees and receiving input from staff members through committee meetings. In particular, Jeff talked about how the original reason for formulating a school development committee had changed, and this changing focus caused confusion

and mostly resulted in staff members using committee meetings as a means to vent rather than to assist the Board in formulating productive/constructive solutions. In later discussions with the ED, even the ED acknowledged that the committee meetings were not a way for the Board to develop input to assist in the direction of FJA. The ED indicated that she was “chomping at the bit” to take the lead in obtaining input from staff and developing the future direction of FJA. The Board agreed with the ED that the ED should take the forefront in this process and the Board again underscored the importance for the ED to compile the information from staff and the community and to review all components, including financial, legal, logistical, etc., and present a plan to the Board for Board review, discussion and approval. Both the Board and the ED agreed that both parties need to work cooperatively to review and possibly revise, and certainly improve, the direction of FJA. Specifically, the Board was looking for the ED’s input and recommendations on such topics as whether FJA should increase its elementary school and/or should FJA expand to a ninth grade classroom? The Board looks forward to the ED spearheading a review and analysis of FJA and providing direction and input to the Board on future ideas, expansion and growth of FJA.

John and other Board members had some questions regarding the appropriateness of individual Board members being asked to meet individually with the ED. Legal counsel responded that if individual Board members have questions regarding FJA, it is appropriate to contact the ED to obtain information. However, legal counsel cautioned that it was important that information regarding FJA be shared among all the Board members and that if information was shared with one Board member, the ED should send an email out to all Board members informing them of ongoing FJA activities. Legal counsel cautioned that the Board and the ED wanted to avoid a situation where one or a few Board members received information, while other Board members felt they were being kept out of the loop and that FJA information was not being shared equally among the Board members. Obviously, this may create negative feelings and cause conflict on the Board and with the ED. The Board underscored the importance that the ED share information equally with all Board members and any information provided to one Board member should be shared, either through follow up emails or through the ED’s report with all of the Board members.

Sean and other Board members discussed what steps the Board should undertake when a particular Board member has a problem or an issue with the ED. Legal counsel advised that, where possible, the Board member should meet one-on-one with the ED in the attempt to resolve the problem or issue, or at least discuss the problem or issue with the ED. It is hoped that more straightforward communication would result in resolving issues or problems before they festered and possibly tainted a working relationship. Legal counsel did advise that if the one-on-one communication solution did not resolve the issue, and if the issue was of paramount importance to FJA, the Board President should be brought into the situation and possibly there would be a need for a full Board meeting for the full Board to review and discuss the matter.

Board members discussed that they felt that there was a lack of **respect and integrity** by and between the Board and the ED. Board members expressed that they felt that the ED sometimes painted the Board in a bad light and “recruited” staff members against the Board or against Board decisions. John expressed grave concerns about a letter from a staff member that was sent to the Board regarding a special education-related service contract that the Board had voted on during the previous meeting. The Board had concerns that the Board had not been fully informed by the ED

regarding the reasons for this contact, and the Board had expressed concerns that they had not received the contract prior to the Board meeting and, therefore, had not fully reviewed the contract. Therefore, at the Board meeting when the Board was reviewing the contract, the Board found problems and inaccuracies in the contract. He went on to say that by the ED allowing staff to blame the Board for any alleged wrongdoing the ED was shirking her own accountability in the matter.

It appeared that the ED, after the November 8th Board meeting, had requested that the special education staff member provide more complete information to the Board regarding the need for the related services contract. However, all Board members were disturbed because the staff member's response was very critical of the Board and the letter placed the Board in a bad light. John was concerned that the ED, in requesting this additional information from the special education staff member, must have been critical of the Board to have elicited such a negative response from the staff member. John was afraid that this was an example of the ED perpetuating an "us" against "them" mentality.

Later in the Board meeting, Dulcie assured the Board that she had not placed the Board in a bad light to the staff member and that she has merely requested that the staff member submit a timeline to the Board. John stated he appreciated the clarification and both the Board and the ED agreed that the Board and the ED needed to present a united front and to both be "team players." The Board and the ED agreed that the best marketing of FJA and the best way to increase staff morale and improve overall relationships within the FJA community would be for the ED and the Board to work cooperatively together.

Legal counsel pointed out that when the ED received the letter from the staff member, which clearly was critical of the Board, it would have been appropriate for the ED to meet with the staff member to resolve the staff member's concerns regarding the Board and hopefully to instill in that staff member the need for staff, the ED and the Board to work cooperatively for the overall good of FJA. The Board noted that the ED should act as a liaison in calming the staff and the ED should be promoting and supporting the Board to the staff.

Legal counsel pointed out that if the ED fails to intervene when such negative statements are being perpetuated by staff members against the Board that there may be an assumption by the staff that the ED is promoting and agreeing with this "us" versus "them" mentality.

Legal counsel had stated throughout the meeting, and reminded all again, that there is a definite hierarchy to be followed in the school – with the teachers/staff being accountable to Dulcie and Dulcie being accountable to the Board. She further stated that the Board is in the ultimate place of responsibility and liability and it is their job to oversee the ED. Thus, it is the ED's job to provide the Board any and all information as well as the support that enables them to do their job well.

Sonja noted that one way Dulcie may be contributing to the staff Board/split was her facial expressions during Board discussions and noted that she is very expressive, at which time Dulcie expressed concerns about Board members' body language. The Board agreed that everyone needed to be mindful of body language and facial expressions.

Both the Board members and the ED discussed strategies for creating a more cohesive school, including the need for the ED to improve how she communicates Board decisions to her staff and the FJA community, and that the ED needs to support and “sell” Board decisions and become more of an effective liaison between the Board and staff. Likewise, if certain concerns or issues are bubbling up within the FJA staff, it is up to the ED to bring this information to the Board in hopes that matters can be worked out before they reach the boiling point.

All parties agreed that they need to work together and be more professional and respectful to each other, both in verbal and in non-verbal communication. Kim reiterated that she hoped if the ED had a problem with a Board member or the Board as a whole, that this should be addressed with the member or the Board directly, on a Board to ED basis, without soliciting staff members’ or other Board members’ involvement in the matter.

There was also some discussion regarding the ED’s recommendation for the hiring of certain employees, especially certified staff. Kim noted that the resume that the Board voted on November 8th did not adequately represent the contractor’s certification which could be problematic for the ADE and subsequently the Board. Kim noted that it was important that the ED did her due diligence in reviewing prospective employees’ certification and background checks before recommending their hiring or employment with FJA. Kim noted that the Board is ultimately liable for any lawsuits, and it is well within the Board’s right to examine and question contracts. Kim asked that the ED have all the information available at the Board meeting when the ED was recommending the Board enter into these contracts. This would allow the Board to ask questions of the ED and the ED would have the information at hand in order to fully and completely answer the Board’s questions.

The Board also had a general discussion regarding the Board’s role versus the ED’s role and John asked legal counsel for guidelines regarding what is micro-managing versus what is policy-making. The Board members all understood that they were the policymakers and that the ED was to handle the day-to-day operations of the school. John gave an example of FJA’s marketing decisions. John noted that Dulcie undertook the marketing and made the marketing decisions for FJA, but that many Board members were concerned that the marketing money was not well spent and that the marketing was not as effective as it could be. John asked, is this an example of micro-managing or is this an area that is appropriate for the Board to be involved? Legal counsel noted that this is one of those gray areas. However, it would be appropriate for the Board to ask the ED to formulate a marketing plan, complete with a financial analysis of the plan and present it to the Board for the Board’s input and approval.

Later in the meeting, when discussing this matter with Dulcie, Dulcie reminded the Board that she had created a marketing plan and presented it to the Board in the Board’s retreat binder. The Board reviewed the marketing plan but stated that the Board was referring to a need for a more detailed marketing plan complete with rationalizations, context of multi-media choices and projections and expected costs for such a marketing plan. The Board members noted that this was another example of miscommunication and different expectations between the Board and the ED. The ED felt that she was providing the information and the Board felt that they needed more information and involvement. The Board pointed out that this particular Board, possibly unlike past Boards, was very involved and wanted to be the policymakers of FJA. The Board pointed out that this was an involved

Board that really needed the ED to communicate and provide detailed information to the Board in order for the Board to make knowing decisions about FJA.

Dulcie was also given an opportunity to address some of the discussion among the Board members and to provide the Board her feedback regarding the Board's discussion and expectations. Some of the ED's responses have been addressed above.

Dulcie expressed her frustration at being requested to provide so much detail on issues, etc. She pointed out that she had been the ED for the past 15 years and she sometimes felt that the requests for more information by the Board was the Board "not trusting" her. She, for example, explained her frustration regarding having to prepare and provide mileage logs for her travel to and from the two campuses. John noted that the accuracy of small issues, such as mileage logs, may also reflect in the overall accuracy and integrity of the ED. Sonja further explained that this Board was probably a different Board than Dulcie had been used to in the past, but that this Board believed it was their responsibility to ask for more information, more updates and more accountability from the ED so that the Board could make knowing and informed decisions.

In reference to the mileage logs, the parties agreed that Dulcie would continue maintaining and providing mileage logs until the next Board meeting using GoogleMaps to determine actual mileage. Once the Board has reviewed a sampling of the mileage log, the Board and Dulcie would arrive at an average mileage and an average mileage reimbursement, which would be paid to the ED without the ED having to submit further mileage logs.

Dulcie also addressed the concerns regarding the committee approach to setting direction for the school and again confirmed that she wanted to take a leadership role in the direction of the school and would step up and do so.

Dulcie shared with the board some criticisms by the staff towards the Board about their procedures and actions at board meetings including the length of discussion on issues. Kim and Sean both noted that members were there to conduct a meeting with fellow Board members and for no other purpose.

Dulcie also asked for some acknowledgment by the Board regarding her strengths in working with students. She pointed to some of the positive comments shared with her by members of the FJA community and that the Board did not acknowledge these compliments. John and other Board members acknowledged that sometimes they get so focused on improvement that they may miss an opportunity to compliment and praise the ED for good work, especially her good work in working with students.

Both the Board members and the ED agreed that the meeting was a productive first step in clearing up miscommunications, opening up avenues for further discussions and communications and in setting expectations of the Board with the ED. The Board noted that there were specific expectations and requests being made by the Board to the ED and the ED acknowledged a willingness to meet these expectations and assume these requests.

Legal counsel also pointed out that this should be a first step in that both the Board and the ED should continue this open dialogue and, if necessary, dedicate portions of future Board meetings to make sure there is adequate communication between the Board and the ED, and that expectations are being understood and met.

There was a brief discussion about items on the next agenda. Dulcie asked Legal Counsel whether Board members should email suggested items for the agenda to her or the president of the Board. Patrice responded that they should go to the president. Sonja reiterated it is her practice to send out the agenda to other Board members for suggestions and additions. She asked the members email suggestions for the December meeting to her.

### **MOTION**

After an extensive discussion Tony motioned that Kim Kalas be directed on behalf of the Board to put into writing the concerns, expectations, desires and wants between the Board and the ED that were discussed and formulated during the meeting. Kim would mark this as a "draft" and email each of the Board members for their review and for further Board discussion and revision to be made at the December 2011 Board meeting. At the December 2011 Board meeting, the Board could make amendments and revisions to this draft and it would be the intent that it be voted on and the written copy provided to the ED. Legal counsel advised that there should be no discussion by and between the Board members once they receive the Kim Kalas draft until the Board met at the upcoming December 2011 Board meeting, at which time the Board could discuss the matter in open public meeting in accordance with the open meeting law.

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

### **IV. Adjournment**

Kim moved to adjourn the meeting at 8:18pm.

Jeff seconded.

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