

MeANS Board of Directors Meeting Minutes
Thursday, 9/15/22 from 4:30 pm to 6:30 pm
At the Maine Academy of Natural Sciences School building
13 Easter Drive
Hinckley, ME

1. Board Chair Call Meeting to Order (Mike Muir)
 - a. Welcome.
 - b. Introductions. Mike, Martha, Kim, Christine, Elizabeth, Bob, Danni, Evan, Emanuel, Anna, Dianna, Grace Hillmer, Matt Newberg, Whitney King, Shannon Webber, Sally, Mary Callan.
 - c. Erin Brown. Thank you for welcoming me. Assistant Vice President Business Management at Bates. Gift giving donor relationships. Graduated High School 1997, went to Smith, teacher, coach, then moved into higher ed. Knows Matt from Hyde. Loves giving back, grew up in Maine. Happy to be on the board.
2. Additions/Adjustments to the Agenda
none
3. Public Comment
 - a. n/a
4. Staff/Student Presentation
 - a. Overview of new REVV Grant (Evan Coleman)
 - i. Going to talk about outdoor learning at MeANS. Something we've talked about and need to improve upon, getting outside. Talk about the curricular work. Revamping grading policies. Integrating habits of work and learning - all about engagement and participation. How do they embody respect responsibility and community. Scope and sequence - teachers know what they're teaching. Two of the bigger goals - emphasizing collaboration and outdoor learning. Cross curricular projects and part of the norm of what teachers and students are expected to do. RRev grant. What does it mean for the year ahead and how we got it. Team effort to get it. We stumbled across it in April. Maine Environmental Education Association reached out through DOE. One admin, teacher and second teacher. Group effort. Took a course IMPD. Brainstorming ideas. Came up with pitch to go over budget, day to day, met with DOE in July. Found out in August they got the grant. 100k. Few different meetings with grant directors and have just posted the anticipated ag asst position.
 - ii. Matt- The design that was purchased from Hodgton Architects. We do have a quote for bid from Dubois construction.
 - iii. Evan- First two wings of the barn built. One an outdoor classroom, one a blacksmithing space. 3rd and 4th wing as funding becomes possible.. Ag assistant posted. 15k salary. Part time. Managing greenhouses/farms. Someone can push teachers outside with their classes. \$400 per teacher

that they can only use for outdoor learning. Threshold will be getting \$1,000 for Threshold Mondays.

Mike - Wing 2 did Dick Tessier donate equipment.

Matt- a number of years ago funds were set aside, and we were about to break ground when covid hit. We still have that 80k set aside to help.

Emanuel - Ag asst. Could be Americorp?

Whitney - What's the timeline? To what extent are the students participating.

Evan - This fall we'd like to get started. Finalizing budget and final language for it. After that we can start spending.

Matt- our hope is that this \$400 each teacher is getting will be in consult with their students. We'd love to have students involved in whatever way.

Roll call vote Sally Whitney, Mike, Martha, Kim, Bob, Anna, Dianna

5. Consent Agenda (Action requested by Approval of Consent Agenda)

a. Approval of Board Meeting Minutes from 6/16/22 (pg1-12)

i. *Shannon- needs to be added as present*

ii. *Shannon Whitney Mike Martha Kim Bob Anna Dianna Sally*

b. Head of School Report (pg 13)

6. Action Items

a. Changes to Board Membership

i. *Erin Brown exited the meeting.*

ii. *Motion from Marth to add Erin to the board seconded by Dianna*

iii. *Shannon Sally Whitney Mike Martha Kim Bob Anna Dianna*

b. Conflict of Interest forms (pg 19)

i. *Understand the conflict policy. And signing.*

c. REVV Grant, including Quote for Barn Project

i. We don't have to approve the grant. Matt has info on quote for barn.

ii. We did receive a quote back in May. Gary Dubois has completed several projects on campus. He did the pavilion, yurt, and sign. He's been pretty busy lately, the only thing that might not hold up is electrical. Came in at 148k. We have 160k to work with. This bid will hold up. Looked up policy, and we do not have to go through formal bidding process if there is a factor of time. Having to spend the money by June, time is of the essence.

1. Tried to get a second bid.

2. Motion to accept bid and move forward with barn,

3. Anna make motion. Anna Second

4. Discussion: Bob - since we did discuss having 3 quotes should we solicit one more bid? My opinion is that we should.

5. Matt- When this plan hit our desk - we got the greenlight from GWH. They again gave us the green light this week.
 6. Whitney - when do the state funds become available through the DOE.
 7. End of OCt at the latest.
 8. We submit for reimbursement. We can start for the 80k in the bank.
 9. Shannon, Sally, Whitney, Mike, Mary Martha, Kim, Bob, Anna, Dianna.
- d. Committee Membership (pg 21-22)
- i. *Twisted bob's arm to be chair of the finance committee. Martha chair of HR. Sally academic affairs. Erin chair of fundraising. Checked with most to remain on current chairs.*
 - ii. *Motion to continue Bob*
 - iii. *Martha seconded the motion.*
 - iv. *Dianna, Anna, Bob, Kim, Martha, Mary, Mike, Whitney, Sally, Shannon*
 - v. *Chairs call their committees to set up meetings. We are a volunteer board, and we really appreciate everyone's efforts.*
 - vi. *Is expectation via zoom or in person for committees?*
 - vii. *Zoom is ok.*
- e. Approval of By-laws (Revised By-laws to be sent closer to Board meeting)
- i. Let me apologize because i sent them in time for you to read them as you were driving here. Delay is function of process. Scott byrd helped draft these. The primary purpose to draft the by-laws. GWH and MeANS have been tied at the hip. It has been a goal to separate - driven by commission. Good working relationship with GWH. The separation is now legal, by changing our bylaws. Removing that GWH is member of means. We sent proposed revisions to drummond woodsum. Because he was representing both of us, it changed. GWH board was very flexible and they did not see a problem with revisions. Minor edits - commission refers to us as a governing board. We can change the bylaws to add and remove board members. Asked GWH for input on these items. They don't impact the relationship between us.
 - ii. Recommendation is that we can change board members by board resolution. And by majority of filled board positions.
 - iii. Lawyer and GWH approved. We could without closer examination to approve them tonight. That would allow goodwill home association time to approve before their next meeting. DO we do an emergency meeting to vote on it, or do we wait a year? Or do we vote it tonight without looking over it.
 - iv. Kim - it's my understanding that the only changes are adding changing articles of incorporation, and how we add and remove board members.
 - v. Whitney - do you want a discussion after or before? After.

- vi. I am uncomfortable approving, I would be inclined to abstain or vote through email.
- vii. We make the motion tonight, and the process we use is people review documents and set date to email vote. A week from today by email.
- viii. Sally - I move to approve the proposed amendments to the MeANS Articles of Incorporation and ByLaws substantially in form presented to this meeting and to recommend to Good Will Home Association to approve said amendments and to take necessary steps to effect said amendments. And Voting by email to approve the bylaws in one week from today.

Dianna second.

The one thing that makes me anxious, is that an email decision is ok with the lawyers. Wise to consult with a lawyer to make sure this has legal status.

Mike - I'll email lawyer right now to address that.

Anna - goodbye celebration - three people came up and said that they were hurt by the separation. They didn't understand why we wanted to be separate.

They've been here from the beginning.

Mike - We've tried to do that. There's a little bit of feeling of how many times can we say it.

Bob - I've been conflicted throughout. Through the efforts of GWH MeANS was formed. By the same token we are now at a different place and the charter commission has taken a different view of how they want the charters to be set up. In a formal sense it is time for us to move on. I still feel some bit of sadness, but in some respects we still have our arms linked.

Mike - Would there be value in us explaining it one more time.

Bob - MeANS representation at the goodwill home association would be nice.

Mike Muir - lets get some information about that event.

Agreement at the moment is to address discussion and question and put off vote until next thursday via email.

f. Goal Setting

- i. Review Maine Charter School Commission Performance Framework (pg 23-46)
- ii. Review Maine Charter School Commission assignment of Level 2 Intervention (pg 47-55)
- iii. Review Maine Charter School Commission Board Training Expectations (New since June) (pg 57-60)
- iv. Review MeANS Strategic Plan (pg 61-71)
- v. Setting Board SY23 Goals - **proposed goals** for SY23
 1. Board develops a plan to meet the expectations of the Performance Framework
 2. Meeting Commission expectations for training
 3. Reviewing and updating the strategic plan
 4. Developing a development strategy
 5. Revise/Update finance policies

The commission is putting more pressure on the board. It's starting to feel like more of a burden. We are held to intervention, performance framework, training, strategic plan. Long standing need to develop a development strategy and update finance policies. Of the stipulations we need to work on, one high priority is enrollment.

Whitney - Enrollment. In the packet we had, we listed enrollment at 151. Will that number change, more importantly will it go up?

Matt - Current enrollment forecast - current enrollment 151. We have 7 interviews out there. 5 scheduled interviews. 9 leads. If all of those convert to enrollments, we have 172. 10% less than the 190.

Whitney - when we did the budget - we are 39 shy of enrollment. We will be 500k less money next year. We have high inflation. Seriously concerned. If the budget is 190, we only become cash neutral in 5 years if we have 190 for those years. 500k is a lot of development work. Feels like the elephant in the room. Seems like we need a strategy moving forward. Costs are fixed and enrollment is at 80%.

Mike- the reason we don't have a motion yet because we haven't voted on goals. The action item at the moment is to establish the goals, not how to solve them. Should we drop 1 or 2 of these and add enrollment/budget? What should our goals be?

We have tried to have conversations about developing expectations based on what they know about us..

Sally- I didn't mind the video training. It took time, but wasn't difficult. 45 minutes out of my life and then it was done.

If you look, starting on page 57, they have created all of the modules. We are going to be flexible because they are only just now releasing these. They are asking us to do more and I'm wondering how we stay in a good state with them. High priority things. Development strategy, enrollment challenge.

Kim- Add goal or reword goal around development strategy. We are stuck with enrollment being at 80% of our funding.

Mike The intent is to address that.

Martha - I would like to indicate that if the charter commission wants us to do all the training, the charter commission should do them too. I was really disappointed there were only 3.

Mary - Are you suggesting that whitney's concerns are encompassed in goal number 4.

Mike I think whitneys plan is goal 1 and goal 3.

Whitney - that's the 172 - charter commission wants 190 will let 172 go. Cost of running, 80% state contribution. You're not going to raise 500K a year, every year.

Long term financial stability.

Dianna - clarify - is there April checkpoint?

Mike not affecting finance.

Kim - goal 2 and 3 we have to do.

Revise financial policies

Whitney - charter school trainings - would be nice to do them in the context of our own work here as a board.

We have always taken our fiduciary responsibilities very seriously. We decrease our red every year. We are bringing expertise into financial committee, development.

Kim- Are there other boards with less expertise?

Sally - is this the fight we want to pick? There are other expectations that we don't agree with based on our student population.

Mike - If we hold our charters to a higher standard than public schools, they can't be shut down.

Matt- The commission does roll out blanket statements (trainings) because of other boards are less robust.

4 goals:

Long term financial stability

Board trainings

Review strategic plan and update

Review and update finance policies

Motion to adopt those 4 goals. Martha seconded by anna

Further discussion? None

Mike will reach out to committees about PD.

Shannon, Sally, Whitney, Mike, Mary, Martha, Kim, Bob, Anna

7. Information Sharing

- a. Matt - I share the concerns. Daily doing the math. Thinking about the deficit and how to solve the problem. For the last 3 years the short enrollment it has resulting in downsizing staff. What we've tried to do is get that number to go up. We've entered a 5 month contract with Trueline to market our school. \$5000 contract. They've guaranteed results. The contract just started. We might not see results. The commission has pushed to partner with an out of state contract. I don't think the time is now, would move into a larger contract in Feb. Trueline is a Maine company who wants maine companies to succeed. We are not alone in low enrollment, crcs has 40 student deficit. MAA is doing ok. Not sure about Ecology Learning Center. So many schools are so close together. There are a lot of positive things happening at school! 30-40 new students are very aligned to our mission. New staff are energized and great. We have some great marketing material. RREV grant to brag about. But are there the kids?
- b. Dianna - Enrollment is an issue at regular public schools as well.
- c. Anna - two opinion articles in the press herald talking about chronic absenteeism. MeANS is doing everything they suggested in article.
- d. Dianna - Is there a way to market to chronically absent youth?

8. Other

9. Prep for next Meeting

- a. Review bylaws - you'll hear from Mike about how to vote.

10. Adjourn

- a. Motion to adjourn Bob, Dianna Second
- b. Shannon, Sally, Whitney, Mike, Martha, Kim, Bob, Anna, Dianna