

## Charlotte Lab School Board of Directors Meeting

Sunday, August 2, 2015, 8:00pm  
Special Board Meeting - Conference Call

**Conflict of Interest Statement:** *A conflict of interest is a transaction or arrangement that might benefit the personal, family, or business interests of a Board member. Board members have a fiduciary duty to conduct themselves without conflict to the interests of CLS. In their capacity as Board members, they must subordinate personal, individual business, third party, and other interests to the welfare and best interests of CLS.*

### Board Norms:

- Must act at all times in the best interest of the school;
- Maintain confidentiality;
- Be respectful and professional in discussion and disagreement;
- Stay on topic and be sure that comments are school-related;
- Limit side conversations.

### AGENDA

Time	Duration	Topic	Presenter
8:00pm	5'	Call meeting to order	Tom Murray
8:05pm	25'	Operations: <ul style="list-style-type: none"> <li>● Acadia Northstar LLC</li> <li>● Additional Policies - Authorization for Head of School to:               <ul style="list-style-type: none"> <li>○ Enter into Contract</li> <li>○ Amend Budget Lines</li> </ul> </li> </ul>	Mary Moss Shelli Merritt Katie Morrison Reed
8:30pm		Adjourn meeting	Tom Murray

### MINUTES

**Present:** Tom Murray (Chair), Joel Bonasera (Secretary), Corliss Brown-Thompson, Dee Lanier, Emily Zadigian Jenkins, Katie Morrison-Reed, Andy Culicerto, Peter Bove, Mary Moss (Head of School, non-voting)

**Absent:** Apri Gassaway (Vice-Chair, on maternity leave)

**Non-Board Members Present:** Shelli Merritt (Head of Operations), Vikki-Rose Tunick (Assistant Head of School)

**Meeting called to order at 8:05 pm (Tom)**

1. Acadia Northstar (Shelli)
  - a. Recommendation from Mary and Shelli to work with Acadia Northstar, LLC who will provide financial accounting services for Year 1 of operation
    - i. Would provide off-site accounting services, weekly check-ins; Shelli will serve as school's main point of contact

- ii. Organization has proven track record working with charter schools / start-ups; came recommended by Potter & Company who has conducted audits for their former schools, as well as Mountain Island Charter School
  - iii. Gave us 5-year contract rate for 11-month contract
  - iv. Able to add accounting services to current budget based upon decrease in earlier Insurance, Custodial Service and Salary projections
  - b. Motion made by Andy to approve amendment to the budget to include line item for Acadia Northstar accounting services, Seconded by Joel, Unanimously approved by 8 members present
2. Authorization (Mary, Katie)
- a. Current Governance policies do not include policies for Head of School to (1) Enter into larger contracts with companies, (2) Change Budget Lines as necessary
  - b. Katie suggests that we create policies authorizing Head of School to:
    - i. Enter into Contract - with companies that are included within our current budget
    - ii. Change Budget Lines - up to \$20k
  - c. Board agrees both policies should be drafted; **Mary, Vikki, Shelli will be responsible for working with appropriate board members to create policies before next board meeting**

Peter left phone call (8:25pm)

- d. In the interim, Mary needs authority for larger purchases / securing needed items for school opening/programming
- e. Motion made by Andy to grant the Head of School the authority to make changes within the budget and to current line items up to \$20k, Seconded by Katie, Unanimously approved by 7 members present
- f. Drafted policies should reflect the details of the motion as well as
  - i. Adjustments to the budget above \$20k will need approval from the full Board
  - ii. Head of School's ability to sign contracts for companies that are included within our current budget

Motion made by Corliss to adjourn meeting, Seconded by Dee, Unanimously approved by 7 members present

**Meeting adjourned at 8:36 pm (Tom)**