

DISCOVERY CHARTER SCHOOL

Board Meeting Minutes

January 16, 2014

A Board of Trustees Meeting was held on January 16, 2014, at the Discovery Charter School; 133 Hoover Drive, Rochester, NY 14615.

Trustees Present: Scott Adair; Daniel Aureli; Thomas DaRin; Donna Dedee Doyle; Barthelemy Koumassou; Joseph Martino; Delmonize Smith; Grace Tillinghast; Sara Varhus; David Vigren

Trustees Excused: None

Also Present: Joe Saia, School Director; Steven Polowitz, Attorney; Valerie Nolan, Independent Consultant

1. Call to Order

The Chair called the meeting to order at 6:00 p.m. and it was determined that a lawful quorum was present.

2. Proof of Public Notice of Meeting

Public Notice was provided in the Messenger Post.

3. Approval of Minutes of Previous Meeting

A motion to approve the minutes of the December 19, 2013 meeting was made by Mr. Martino, seconded by Ms. Varhus and unanimously approved with those absent at the last meeting abstaining.

4. Expansion Committee Report

Mr. Martino led a discussion surrounding a straw-man expansion proposal for the school. A number of questions and issues were raised and it was the consensus of the board that the Expansion Committee should press forward to address the issues identified.

5. Director's Report

Mr. Saia reviewed the more significant elements of his Operations Report.

a. Staff Replacements. Mr. Saia recommended two staff replacements. A *Resolution (#146)* approving the recommendation was moved by Mr. Smith, seconded by Mrs. Dedee Doyle and unanimously approved.

b. TA Issue. Mr. Saia led a discussion surrounding the Teaching Assistant position. A recent letter from current Teaching Assistants had been shared with the board prior to the meeting. After considerable discussion, a motion to refer the matter to the Human Resources/Personnel Committee with an expectation for a report and recommendation at the February board meeting was made by Mr. Aureli, seconded by Mr. Adair and unanimously approved.

6. Business Matters

a. Enrollment Report. The January Enrollment Report was reviewed. 215 students were enrolled on that date.

b. Compliance Monitoring Report. The January 2014 Compliance Monitoring Report was reviewed.

c. Enrollment Maximum. It was agreed to postpone discussion of this issue until the February board meeting.

d. Holiday Gathering 2014. It was the consensus of the board that an annual holiday gathering continue to be held for the staff of the school. Further, it was agreed that the cost of the event would be shared among the members of the board. Mrs. Dedee Doyle volunteered to make arrangements for the 2014 event.

7. Finance Committee Report

a. Key Financial Indicators. Mr. Adair reviewed the new Key Financial Indicators report with the board.

b. Monthly Statements. The December financial statements were reviewed. Mr. Adair pointed out that the budget numbers used in the P&L report are recently prepared projected year end numbers.

c. Budget Revision. It was agreed to postpone action on revised budget numbers until the February board meeting.

d. Grant Status. Ms. Nolan indicated that there is no information to report on the SUNY Facilities Grant.

e. Check Detail Report. Mr. Adair asked for any questions concerning the December report. There were none.

f. Checks Over \$5,000. A *Resolution (#147)* approving non-routine checks over \$5000 was moved by Mr. Aureli, seconded by Mr. DaRin and unanimously approved.

8. Motion to Move into Executive Session

A motion to move into Executive Session to discuss confidential legal matters was made by Mr. Aureli, seconded by Mr. Martino and unanimously approved.

9. Motion to Move out of Executive Session

A motion to move out of Executive Session was made by Mrs. Dedee Doyle, seconded by Ms. Varhus and unanimously approved.

A *Resolution (#148)* authorizing a restricted contribution to help fund legal research was moved by Mr. Martino, seconded by Mrs. Dedee Doyle and unanimously approved.

10. Old Business

The chair asked for any old business. There was none.

11. New Business

Mr. Adair indicated that the IRS Form 990 is in final stages of preparation. Still undetermined is the authorized signatory for the form. Since the board will not meet until after the February 15 deadline for filing the form, a motion authorizing the Finance Committee to approve the IRS Form 990 after final review and determination of the proper signatory, with the full board ratifying that action at its February 27th meeting, was moved by Mr. Aureli, seconded by Ms. Varhus and unanimously approved.

12. Motion to Adjourn

A motion to adjourn was made by Mr. Smith, seconded by Mrs. Varhus and unanimously approved at 8:40 pm.