



BOARD OF DIRECTORS REGULAR MEETING

**Merit School of Music
38 S. Peoria, Chicago, IL 60607**

Conference Line: 888-824-5783, passcode 47 254 033 then press #

WEDNESDAY, NOVEMBER 16, 2016

MINUTES

**OPEN SESSION
6:00 P.M.**

I. Opening Items

A. Record Attendance and Guests – Board Secretary

- Attendance:
 - Angela W. Richardson-Bryant – President, Present
 - La Shone Kelly – Vice President, Absent
 - LaShonda Milton – Secretary/Treasurer, Present
 - Austin Berg – Member, Present
 - Seth Harkins, Member - Present
 - Renee Nash, Member, Present (Telephone)

- Guests:
 - Dr. Richard Lebron, Head of School
 - Farland Jenkins, Board Administrator
 - Sarah Berger, K12 – Present (Telephone)
 - Edward DePersis, K12 Finance
 - Allen Wall, Board Attorney

B. Call the Meeting to Order – Board President

C. Comments on Agenda

VOTED

- Motion to approve the agenda – Board Secretary
- Second - Member Harkins
- Voice Vote - Unanimous Aye, Motion Carries.

D. Approve Minutes

VOTED

- Motion to table October 26, 2016 meeting minutes until the December meeting – Board Secretary
- Second - Member Harkins
- Voice Vote - Unanimous Aye, Motion Carries.

II. Board President's Report

- Items were included in the Governance Committee meeting.

III. Annual Report

- Dr. Lebron presented the CVCS Annual Report which included:
 - Board of Directors' highlights for the year
 - Performance on strategic plan goals and initiatives
 - Satisfaction survey metrics
 - Illinois School Report Card Data
- CVCS rates favorably when compared to CPS.
- Work is needed in the area of math, achievement gaps and graduation rates.
- The Board would like to see recommendations for improvement in each of those areas for the strategic planning.
- An analysis will be presented to the Academic Committee.

IV. Head of School Executive Report

The head of School provided updates on:

- A. Enrollment update
- B. Special Education Update
- C. Staffing
 - Resignations
 - Open Positions
 - Hired Staff
- D. Interventions
 - Students
 - Primarily attendance related
 - Staff
- E. Current Events

V. CPS Compliance Items

VOTED

- Motion to approve the code of ethics policy, confidentiality policy and conflict of interest policy conditional with the Board Attorney's recommended changes – Member Berg.
- Second – Board Secretary/Treasurer.
- No Vote, Motion Tabled.

VOTED

- Motion to approve the code of ethics policy as well as the confidentiality policy and table the conflict of interest policy until the next Board meeting – Member Berg.
- Second – Board Secretary/Treasurer.
- Voice Vote - Unanimous Aye, Motion Carries.

VOTED

- Motion that the Board Attorney revise the conflict of interest policy and present it at the next Board meeting – Member Berg.
- Second – Member Harkins.
- Voice Vote - Unanimous Aye, Motion Carries.

A. Code of Ethics

- This has been reviewed by the Board attorney.
- This can be approved and submitted to CPS by December 1st.

B. Confidentiality Agreement

- This has been reviewed by the Board attorney.

C. Conflict of Interest Policy

- This policy has been in place for quite some time.
- The Board Attorney has reviewed this policy.
- The policy should track the statutory language.
- The Board Attorney suggests that the policy be part of a refresher presentation.
- The policy was uploaded to CPS to meet a December 1st deadline.
- There is nothing to prevent a later submission of an amended conflict of interest policy.

VI. Committee Reports

A. Governance Committee

- Every Board member attended.
- A Board calendar should be made at the beginning of every year with committees and training.
- Members should identify Board training dates by the next meeting.
- The Head of School and Board Administrator should work on the calendar and provide compliance items.
- The Governance Committee will now be responsible for non-financial compliance items.
- A Board on Track presentation has been uploaded.

B. Finance Committee

VOTED

- Motion to reimburse the Board Administrator each month with supporting documents without the approval of telephone and internet expenses – Board Secretary/Treasurer.
- Second – Member Harkins.
- Roll Call Vote - Board Secretary/Treasurer, Aye; Member Berg, Aye; Member Harkins, Aye; Member Nash, Aye; Motion Carries.

VOTED

- Motion to reimburse the Board Administrator each month with supporting documents without the approval of telephone and internet expenses – Board Secretary/Treasurer.
- Second – Member Harkins.
- Roll Call Vote - Board Secretary/Treasurer, Aye; Member Berg, Aye; Member Harkins, Aye; Member Nash, Aye; Motion Carries.

VOTED

- Motion to approve credit card expenses, K12 Invoices (do not include October M&T, the payment for K12 was split in half last month) – Board Secretary/Treasurer.
- Second – Member Harkins.
- Roll Call Vote - Board Secretary/Treasurer, Aye; Member Berg, Aye; Member Harkins, Aye; Member Nash, Aye; Motion Carries.

VOTED

- Amended motion to approve the legal fees for October, 2016 and direct the Board Attorney to provide a more condensed explanation of the bills – Board Secretary/Treasurer.
- Second – Member Harkins.
- Roll Call Vote - Board Secretary/Treasurer, Aye; Member Berg, Aye; Member Harkins, Aye; Member Nash, Aye; Motion Carries.

- FY 2017 October, 2016 Financial Report
- Bank Account
 - Board Secretary/Treasurer will be closing 2 savings accounts and opening up a money market account at First Eagle Bank.
- Board Administrator reimbursement requests will no longer need Board approval as long as documentation is provided.
- The credit card payment was made a day late.
- The narrative provided in the legal bills will be reviewed by the Board Attorney to make sure that it does not include privileged or confidential information
- Items presented:
 - Board Administrator Expenses - \$90.00
 - Legal Fees, August, October, 2016 - \$6,315.21
 - Credit Card Charges, September - October, 2016 - \$2,509.94
 - K12 Invoices, September, 2016 - \$216,258
 - K12 Payment Request - \$444,054.85

C. Academic Committee

- The Committee has not met since October 17th.
- The Committee's new chair is Member Harkins.
- Some prior items considered in the Committee will be migrated to other committees.
- Strategic academic goals will be discussed in the next meeting.
- The curriculum audit results may provide a strategic perspective.
- The Committee will define its scope of responsibilities.
- The curriculum audit site visit went well.
- Providing the online curriculum is being worked out with K12 and the Board Attorney.
- The Board President will be able to approve the service agreement amendment.

D. Strategic Planning Committee

VOTED

- Motion to request Head of School to begin execution of the presented timeline for the Strategic Planning Committee – Member Berg.
 - Second – Member Harkins.
 - Voice Vote - Unanimous Aye, Motion Carries.
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- The Head of School presented a sample strategic planning process document.
 - The process has an aggressive timeline.
 - The timeline could be completed by May if it is aggressive.
 - The Committee needs to:
 - Define the scope of responsibilities.
 - Initiate call to committee emails.

VII. Head of School Performance Evaluation

- The evaluation is currently underway.
- The evaluation will include direct reports.

VIII. New Business

- The December Board meeting will be held on December 21st.
- The Academic Committee will meet on December 12th at 6:00 P.M.
- The Governance Committee will meet at 5:30 on December 21st.
- A SoniClear recording equipment and software can record minutes to be uploaded to Board on Track. Statutes require written minutes. The Board Attorney will confer with the firm's staff and advise at the next Board meeting.
- It may be a good idea to furnish each Board member with a computer.

IX. Public Comments

- None.

X. Closed Session

VOTED

- Motion to Meet in Closed Session for the appointment, employment, compensation, discipline, performance, or dismissal of specific employees of the public body or legal counsel for the public body pursuant to 5 ILCS 120/2(c)(1) – Board Secretary/Treasurer.
- Second – Member Berg.
- Voice Vote - Roll Call Vote - Board Secretary/Treasurer, Aye; Member Berg, Aye; Member Harkins, Aye; Member Nash, Aye, Motion Carries.

VOTED

- Motion to resume open session – Member .
- Second – Member .
- Voice Vote - Unanimous Aye, Motion Carries.

XI. Action on Closed Session

VOTED

- Motion to – Member .
- Second – Member .
- Voice Vote - Unanimous Aye, Motion Carries.

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XII. Closing Items

VOTED

- Motion to adjourn meeting – Member.
- Second – Member.
- Voice Vote - Unanimous Aye, Motion Carries.

9:07 P.M.

Prepared: by Farland Jenkins, Board Administrator

Respectfully Submitted:

Board Secretary