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PRAIRIE CROSSING CHARTER SCHOOL



WHERE EDUCATION COMES NATURALLY

Prairie Crossing Charter School

Board of Directors' Meeting

Tuesday, November 17, 2009 7:00 PM

Approved 12-16-09

The minutes of a meeting of the PCCS Board of Directors held on Tuesday, November 17th, 2009 in the Conference Area of the Anna B. Comstock Building, Prairie Crossing Charter School, 1531 Jones Point Road, Grayslake, Illinois.

A copy of the board documents for this meeting is available for viewing either on the school website (www.pccs.ws) or in the school office.

Board Members Present

Geoff Deigan, President
Barbara Provost, Vice President
Steve Achtemeier, Treasurer
Mark Dybas, Secretary
Eric Hebert
Tom Keenan
Elizabeth Stearns
Dean Thorson
John Wylie – Attended by Phone

Board Members Not Present

Staff Present

Myron Dagley, Director
Cynthia McGovern
Chris Hershiser

Motion to Open the Session:

The meeting was called to order at 7:02 pm by Geoff Deigan.

Those members answering roll call to constitute a quorum were:

Roll Call: Present: Geoff Deigan, President, Dr Barbara Provost. Vice President, Steve Achtemeier, Treasurer; Mark Dybas, Secretary; Tom Keenan; Dr Eric Hebert; Elizabeth Stearns; Dean Thorson; and John Wylie (by phone).

Pledge of Allegiance recited by Dean Thorson

Motion to Approve the Agenda by: Mark Dybas and second by Eric Hebert.

Motion carried 7:02 P.M..

Discussion Agenda

1. Refinance Effort, Timeline, Schedule of Fees and Payment Options

Steve Achtemeier informed the Board that fees would be higher than presented in September, 2009; fees would be roughly \$99,763 versus the \$83,712 presented previously. It appears we are one week away from closing on the refinancing. PCCS Holdings, LLC has approved the additional fees and authorized the use of up to \$130,000 from funds on deposit as a loan. The deal is expected to close at the rates presented in September, 2009. The school may have to access the line of credit to help cover some of the refinancing costs.

2. Reinstate Development Position

Mark Dybas asked the Board to consider if they believed he had a conflict of interest in being involved with this discussion item as his wife, Dilrukshi Dybas, maintains a part time position with the school where part of her duties are related to public relations. Mr. Deigan stated there was no conflict at this time but depending on where the discussion leads Mr. Dybas may be asked to remove himself from the discussion. Mr. Dybas stated he would abstain from any voting on this matter. Ms. Kirch gave a presentation that covered the rationale for reinstating this position. The Board discussed this issue. Mr. Dagley stated that with the refinancing costs and terms known staff and the Finance Committee can work on ways to fund this position. Mr. Dagley would like the Board to indicate if they have agreement with the concept of reinstating this position. Mr. Dagley did address the fact that due to timing issues this request was not brought to the Board via the preferred presentation process. The Board indicated they believed it was an important position. The Board requested that measurable goals be developed for the position. Mr. Dybas left the meeting for a final discussion on this topic. Steve Achtemeier asked if community relations would be a part of this position. Staff stated that would not necessarily be the case. Steve Achtemeier raised concerns over how the school will pay for this position. Ms. Kirch stated that she believed the outreach, public relations, and development duties must be continued by the school. It was believed that there may be an offset of time from current public relations to free-up some additional time for outreach. Mr. Dybas was invited back to the meeting.

3. Review Legal Bills

- September 30, 2009 - Hodges, Loizzi, Eisenhammer, Rodick & Kohn (\$827.86)

No Comments

4. Second Reading – Proposed Amended Policy 400.1 – Uniform Grievance Policy
No changes have been made since first reading, no comments offered.

5. Second Reading – Proposed Amended Policy 400.2 – Ethics Policy
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No changes have been made since first reading, no comments offered.

6. Second Reading – Proposed Amended Policy 400.4 – Leave for Religious Holidays
No changes have been made since first reading. Mr. Dagley did report that one staff member had contacted him and objected to the cap. Mr. Dagley and Mr. Dybas explained the reason for the cap.

7. Process and Progress on Director’s Contract
Mr. Deigan presented that we has established a working group to address this issue. Mr. Deigan presented the position description that was in the Board packet and asked for feedback. Mr. Deigan hopes the position can be posted by Thanksgiving.

8. Committee Structure & Meetings
Mr. Deigan presented the Committee Chairs. Mr. Deigan presented that he is considering if there should be an Outreach Committee and a Technology Committee. Mr. Deigan will begin talking to Board members about their interest in serving on various Committees. The Board requested that the Governance Committee review the Bylaw’s requirements related to the number of Board members that must sit on Committees.

Public Comment

10 minutes

Karen Achtemeier commented on the Director’s job description and asked if we were going to hold a discussion related to the need for the position to be full or part time. Ms. Achtemeier stated that we should emphasize the need for experience with a constructivist integrated environmental education.

Jennifer Ropke state she believed we need to reinstate the Director of Development position.

Laura Fay stated she was pleased we are looking at the development position and that she felt we did best when we had a Director and a Board who were involved in fundraising.

Closed Session

Discussion related to 5ILCS 120/2(c) 1-The appointment, employment, compensation, discipline, performance, or dismissal of specific employees of the public body, including hearing testimony on a complaint lodged against an employee to determine its validity.

Discussion related to 5ILCS 120/2(c) 21-Discussion of minutes of meetings lawfully closed under this Act, whether for purposes of approval by the body of the minutes or semi annual review of the minutes mandated by Section 2.06

Review Closed Session Minutes – Special Mtg. - 9/29/2009 & 10/27/09

The Board did not go into Closed Session

Consent Agenda

1. Director's Report - includes Principal's, Manager's of Benefits & Facilities and Business Manager's Report
 - **Written report provided.**
2. Financial Statements, October 2009
 - **Written report provided.**
3. Treasurer's Report and Finance Committee Report
 - **Written report provided.**
4. Human Resource Committee Report
 - **Written report provided.**
5. Governance Committee Report
 - **Written report provided.**
6. Communications/Public Relations and Fund Raising Committee Report
 - **Written report provided.** Mr. Hebert gave an update on website development. The new website will be presented to the Board in December.
7. Excellence in Academic Programs Advisory Committee Report
 - **Written report provided.**
8. President's Report
 - **Written report provided.**
9. PSO Report
 - **Written report provided**
10. Review Human Resource Minutes – 9/15/2009
11. Motion to Approve Human Resource Minutes – 9/15/2009
Moved by Dean Thorson and second by Elizabeth Stearns
Voice Vote: All Ayes, carried
12. Review Open Session Minutes –10/27/2009
13. Motion to Approve Open Session Minutes –10/27/2009
Moved by John Wylie and second by Dean Thorson
Voice Vote: All Ayes, carried
14. Motion to Accept Reports on Consent Agenda
Moved by Eric Hebert and second by Steve Achtemeier
Voice Vote: All Ayes, carried

Public Comment

10 Minutes

None

Action Agenda – New Business

1A - Authorize Expenditures Related to Refinance Cost not to exceed \$125,000.00
Moved by Mark Dybas and second by Barb Provost

ROLL CALL

Ayes: Geoff Deigan, President; Barbara Provost, Vice President;
Steve Achtemeier, Treasurer; Mark Dybas, Secretary; Eric Hebert; Tom Keenan;
Elizabeth Stearns; Dean Thorson, and John Wylie.

Carried

2A - Authorize Reinstatement of Development Position
Moved by Dean Thorson and second by Elizabeth Stearns

ROLL CALL

Ayes: Geoff Deigan, President; Barbara Provost, Vice President;
Steve Achtemeier, Treasurer; Secretary; Eric Hebert; Tom Keenan; Elizabeth
Stearns; Dean Thorson, and John Wylie. Mark Dybas Abstain

Carried

3A - Authorize Payment of Legal Bills- \$827.86
Moved by John Wylie and second by Barb Provost to Authorize Payment of Legal
Bills

ROLL CALL

Ayes: Geoff Deigan, President; Dr Barbara Provost, Vice President;
Steve Achtemeier, Treasurer; Mark Dybas, Secretary; Dr Eric Hebert; Tom Keenan;
Elizabeth Stearns; Dean Thorson, and John Wylie.

Carried

4A – Adopt Amended Policy 400.1 – Uniform Grievance Policy
Moved by Eric Hebert and second by Dean Thorson to adopt,

Voice Vote – All Ayes
Carried.

5A – Adopt Amended Policy 400.2 – Ethics Policy

Moved by Mark Dybas and second by Eric Hebert to adopt,

Voice Vote – All Ayes
Carried.

6A – Adopt Amended Policy 400.4 – Leave for Religious Holidays
Moved by John Wylie and second by Mark Dybas to adopt,

Voice Vote – All Ayes
Carried.

9A – Approve Closed Session Minutes – Special Mtg. - 9/29/2009 & 10/27/09
Moved by Eric Hebert and second by Barb Provost to approve closed session minutes,

Voice Vote – All Ayes
Carried.

New Business - Future Agenda Topics

- Presentation on outreach efforts.
- OMA presentation

Adjourn: 9:03 PM

Motion to adjourn by Dean Thorson and second by Elizabeth Stearns to adjourn the PCCS Board of Director's Meeting at 9:03 PM.

Motion Carried