

ALLIANCE CHARTER ACADEMY
GOVERNING BOARD MEETING
December 13, 2023
(Approved January 10, 2024)

A. CALL TO ORDER

- a. The Governing Board of Alliance Charter Academy met in Regular Session on December 13, 2023 at 6:00pm via Google Meet
- b. Present from the Board were Tara McLaughlin , Sarah Reck-Secunda , Robert Bruders , Lindsey Skones, Darla Hall, Shannon Meade , and Cecilia Morgan
- c. Also present were Matt Lacy, Lindsay Coombes, Sarah Blue Cloud, Ann Heppner, Ben Snyder, Benji LeClaire, Denise Dille, Tutti Souders, Jana Drew, Jason Lockhart, Julia Dillon, Julie Swanson, Karen Downing, Katie Matthis, Laurie Phelan, Meg Snyder, Meredith Gerstner, Natalie Beagley, Renee Elting, Rosemary Buczkowski, Seanna Bloemer, Shallon Smith, Shelly Smith, Suzanne Mills, ACA PTO, Business Bot, Gayle Loven, Marian Hickman
- d. Tara called the meeting to order at 6:00pm.

B. CONSENT AGENDA

- a. Vote to approve - Tara moved to pass the consent agenda; Robert seconded; all ayes. Motion passes.
 - i. October 25, 2023 [Meeting Notes](#) (Executive)
 - ii. October 30, 2023 [Meeting Notes](#) (Finance Committee)
 - iii. November 08, 2023 [Meeting Notes](#) (Regular)
 - iv. November 15, 2023 [Meeting Notes](#) (Meet and Greet)
 - v. November 21, 2023 [Meeting Notes](#) (Special)
 - vi. November 30, 2023 [Meeting Notes](#) (Special)
 - vii. December 6, 2023 [Meeting Notes](#) (Special)
 - viii. December 6, 2023 [Meeting Notes](#) (Executive)
 - ix. December 11, 2023 [Meeting Notes](#) (Public Input)
 - x. Policy Recheck
 1. [JGAB](#) - Use of Restraint or Seclusion** Required
 - a. Summary
 - i. Updates are recommended to add mention of prohibitions related to seclusion cells
 - b. Local Public Charter Responsibility
 - i. The changes are recommended to identify prohibitions related to both restraint and seclusion. Revise and submit to the Board for readoption.
 2. [JFCF-AR](#) - [Hazing,] Harassment, Intimidation, Bullying, etc
 - a. New language added in brackets
 - b. The revisions to the complaint procedure are to clarify timelines. Public charter schools are required to have

complaint procedures, and many of those complaints can be appealed up to the state after 30 days at any individual step or 90 days overall. These changes help public charter schools process complaints quickly to avoid appeals.

3. [AC-AR](#) - Discrimination Complaint Procedure, adopted 2020
 - a. This is a complaint process, it has a different timeline than the KL
 - b. This is an AR which normally does not need us to vote on, this vote is for approving the digital form

xi. Today's Agenda

C. RECOGNITION/APPRECIATION

- a. Tara thanked Valerie and all those who helped make the ACA Christmas Bazaar a huge success!
- b. Lindsey thanked the PTO for all their efforts to make the holiday season special at ACA... from Christmas crafts today to special gifts for the ACA staff.
- c. Darla thanked the Board for opening the lines of communication and Tara thanked the staff for showing up and giving their feedback.
- d. Lindsey thanked Darla for the organization of the Rudolph play field trip with 100 people taking advantage of the opportunity. Darla also thanked the office staff for agreeing to take on the finance management piece.

D. EXECUTIVE DIRECTOR UPDATE

- a. [Slides](#)
- b. Current Events recap
 - i. Thanks to all for the successful Holiday Bazaar, thanks to Student Government for fun Spirit Week, thanks to Lindsay for a "Shark" Fire Drill, ACA game night was a success, excited for Rudolph play - has over 100 people going tomorrow
- c. Attendance
 - i. Last month 370, this month 371 - looking strong in this area
- d. Payroll/Payscale
 - i. Xenium has the project in hand and have ACA's vision for a new payroll
 - ii. Matt clarified that there is a 5 week timeline for completion; Darla asked for clarification if it would be just presented or ready for rollout in January and Matt said that we will have their proposal in 5 weeks, but then ACA will still have to decide if it works for us
- e. Safe Spaces Update
 - i. Official protocols for emergencies drafted, 504 and IEPs are being updated
- f. Community Building Update
 - i. Fire Marshall visited on 12/6 with no major issues discovered
- g. Community Cultivation
 - i. Admin coffee on Thursdays, 12/1 All Staff Meeting, PTO offerings, Student Government activities, Winter concerts, Rudolph play

- h. Conclusion and Thank You - The ending is not what was anticipated and regrets the untimely separation, but working with the Board and ACA staff has been incredible.

E. COMMITTEE REPORT

- a. Student Representative Update - Shannon Meade
 - i. Julia Dillon - Shannon welcomed and recognized her as our new Student Representative for this school year.
 - ii. Julia introduced herself - She is a senior at ACA and in her second year here. She is excited to give back to the ACA community that has been so supportive and has really worked for her education. She loves the school community and is excited to give a student perspective.
 - iii. She will begin presenting student reports in January.
- b. Financial Update - Robert Bruders
 - i. Financial Update - Limited documentation is available this month because we do not have a FD to prepare the presentation. But Robert has his eyes on the accounts and figures and everything looks good.
 - ii. Audit Update
 - 1. Draft complete and released to the district
 - 2. OCSD has visited and feels comfortable with our financial standing
 - 3. We have been assured by our auditors that they understand our time crunch and that we will have the final document complete by our deadline of December 31, 2023 when it must be turned into ODE.

F. OLD BUSINESS

- a. [KL](#) - Public Complaints
 - i. [Staff Process](#) - Shown to the staff in draft form, but the Board needs to ensure that it fits within our current policy and then adopt. It cannot be a stand alone policy, because we already have a KL policy. We are looking to potentially incorporate it into our KL policy as step 1.
 - 1. [Form](#)
 - 2. Questions from Board - Is there a clear process when a complaint involves admin or immediate supervisor? How or does Xenium fit into this process?
 - 3. Considering the changes that need to be made to match the KL, Cecilia suggested sending the form back to admin to make needed changes.
 - 4. Tara suggested not adopting the policy or form tonight until we can establish more clearly how it fits into current KL policy

5. It is critical that we explain to staff that this is not an approved policy/form. It has already been passed out to staff, so there needs to be communication that staff must go back to the KL policy.
- ii. Tara moved to adopt the [KL](#) and KL-AR policies as written for our moving forward KL policy process; Sarah seconded. All ayes. Motion passes.
- b. Bylaws Update - The final [document](#) has been checked by a lawyer and the Board has had the opportunity to look it over. Once approved, we must turn in the Bylaws to OCSD within 30 days.
 - i. Clarification on voting in interim Board members if the need arises. There is a provision in the bylaws should
 - ii. Tara moved to submit the updated and revised bylaws into our record; Cecilia seconded; all ayes. Motion passes.
- c. Board Operating Agreement - The document was developed with Kristen Miles of OSBA. It is intended to help Board members understand their roles, responsibilities, and how to be a good Board member.
 - i. Tara moved to adopt the Board Operating Agreement as written into our record, to be used each year as we onboard and train new Board members. Shannon seconded; all ayes. Motion passes.

G. PUBLIC INPUT

- a. [Conduct Statement](#) read
- b. Mirian Hickman - Overall observations, hopes going forward
 - i. Expressed thanks and read a letter submitted last year during the ED search. She reiterated her strong belief that ACA must hold strong to its homeschool roots. She desires someone who is willing to protect and bring back the enhanced, specific classes. She believes much of that has faded away to make room for comprehensive courses.

H. PRESIDENT'S UPDATE

- a. Xenium contract ([current](#))
 - i. Tara provided an overview of the current contract and services ACA is utilizing with Xenium.
 1. Lindsey expressed concern that Xenium may not be meeting ACA's needs as we had hoped when enlisting their services and is concerned about signing an increased contract.
 - ii. [New Proposal](#) - \$5000/mo up to 12 months
 - iii. Would cover all it has been covering, adding employee new hire/onboarding, discipline/termination, employee handbook, includes 25 hours of HR per month
 1. [Retainer Draft](#)

2. Darla expressed concern over their promised timelines. It could have been influenced by ACA's lack of communication when asked for information.
 3. Lindsey expressed concern over the large cost for developing staff handbooks, etc that may not be specific to ACA and may need additional work from us anyway to be relevant
 4. Robert expressed concern over their commitment of "support" in the areas of termination/onboarding/etc because it seems very vague. It would need to be narrowly defined in order to feel comfortable spending the money.
 5. Shannon asked if there was a specific length of contract. Tara clarified it is a 12 month contract, with a 60 day cancellation notification and requirement to pay the difference of any projects they have completed because they would be giving a 10% discount on services with the contract.
 6. Shannon called for support and was told that she would receive a call back and have never heard back.
 7. Shannon commented that before we enter a larger contract, we should get feedback from admin and current staff.
 8. The Board decided to continue with the current contract and not add anything further at this time.
 9. Tara will move forward with setting up a meeting with Xenium to get further information and clarification.
- iv. Payroll is still on the radar
1. Shallon and Lindsay C. have it in hand - Board members have been checking in and supporting the process.
 2. Final check through, hopefully on Friday - Lindsey and Sarah are available to meet with Tara, Lindsay C., and Shallon
 3. Options moving forward to take on payroll for the rest of the year
 - a. Xenium has an option for payroll management
 - b. True Blue Accounting - Small local company that works with local charters - they are fully digital and paperless - staff would have access to all information on a dashboard on their phone - a person who works outside of the building - they would have time for payroll starting around February
 - c. Robert recommended we get a third bid so that we can get the ball rolling on making a decision in early January - Tara will start looking into more options and setting up meetings.
 - d. This would not negate the need for a Business Manager - we would need still need someone in-house and could consider tasking them with other responsibilities (fundraising, grant writing, etc)

- e. Tara tasked Board members with researching companies that could be utilized for payroll management
- b. Meet and Greet Public Forum
 - i. Student lunches and building maintenance were top public priorities
 - 1. PTO is targeting February 1st for our first Pizza Thursday
- c. Staff Input - Public Meeting
 - i. The Board asked our staff for input into the new interim Executive Director and we received a lot of feedback and offers of help. The Board sincerely appreciates it all.
 - ii. Staff members may submit a proposal for a new pay scale for the Board to consider - can be emailed to Tara McLaughlin or Sarah Reck-Secunda.
 - iii. It sounds like we need to hold individual interviews with staff to see exactly where pay problems are occurring, with at least two Board members present and potentially a person from the Finance Committee.
 - 1. We would like to have payroll information from the previous process and the current process so we can compare data.
 - 2. Possible open block schedule where staff have multiple time slots available to them, perhaps virtual.
 - 3. Clarification of a Governing Board vs. Working Board - The Board is usually the oversight of the business, fiscally responsible, policy, processes - but the day to day management happens through the administration. The ED is thought of as the "captain" of the ship and all the staff are under his management and supervision. The Board only has oversight/direct supervision of the ED and should only be interacting with that person. However, when the business is in crisis (like now when the ED and FD are absent), the Board can step in and become a working Board. This puts the Board more in front as being management of the business. Our goal is to step in temporarily, help where needed, and then step back into our role.
 - 4. Shannon emphasized the changing term of Board of Directors to Board of Trustees because it clarifies our position.
 - 5. Sarah explained that at this time of transition, the administration's role is to ensure stabilization and nurture the community of ACA. There should not be a focus on making changes or redesigning structures. We need to find our roots and find a leader who is willing to stabilize and secure our community during this time.
 - 6. Sarah expressed that the heart of ACA is our ESs. If our ESs are struggling, then our school is struggling. They are the hub of our educational structure.
 - 7. Both Sarah and Robert volunteered to conduct staff interviews. Lindsey and Darla volunteered to be there, if needed.

8. January 2nd is scheduled as an on-site meeting day and we will work on scheduling days for virtual meetings after Christmas.

I. STAND AT EASE

- a. Lindsey moved to stand at ease for 5 minutes, Tara seconded. Members can turn off their videos, recording will continue.

J. NEW BUSINESS - 1 hour 40 minutes

- a. Board members needed in June
 - i. Search will begin in January, interviews in spring, vote in June
- b. We will be discussing this in an open session, to promote transparency. However, we will be careful about using names during discussion, to protect candidates before they have the opportunity to accept the offer/postition. Numbers, in random order, have been assigned for the Board to discuss.
- c. Interim Executive Director planning
 - i. Most likely a three step process:
 1. Step 1 - Temporary Interim Director through January
 2. Step 2 - Interim Director through June 2024
 3. Step 3 - New Executive Director starting July 1st for 2024-2025
 - ii. For the Step 1 Temporary Interim Director, there have been 4 people identified and all have agreed.
 1. One is on vacation for part of the time, one person can only work part time, one person is a staff member and would leave a hole, one person is a Board member and would leave a hole on the Board.
 2. All candidates have been suggested by our community.
 - iii. Sarah agrees with the idea of a temporary interim to give us time to vet and fully consider who we can place in the job for the Interim Director
 - iv. Lindsey agreed and added that a Temporary Interim is in a placeholder position and not expected to make large decisions. If we move forward with a temporary interim, it helps us avoid rushing into a decision and allows us time to wisely consider our options.
 - v. Robert asked how we would determine their compensation. Tara mentioned that there have been no pay discussions and recommended we determine a stipend.
 - vi. We need to decide on a job description and stipend for the temporary interim
 1. Sarah is taking notes on our discussion and will compile a list of responsibilities and creating a job description that will be distributed to the Board
 - a. Communication/contact with administration to keep up with the ongoing concerns at ACA so the Board and keep us informed
 - b. First district/Board contact
 - c. Ensure audit is delivered to ODE by December 31st
 - d. Shannon mentioned that January 10th comes very soon with the holidays and Darla agreed that the end of the

- semester is busy. Cecilia suggested we extend the Temporary Interim to the end of the semester.
- e. Sarah read through the ED job description and the Board weighed in on if items should or should not be included in the Temporary Interim job description
 - f. Cecilia suggested that we ask the Interim ED to keep a task list to pass along to the next Interim ED for a smooth transition
 - g. Lindsey suggested tasking the Temporary Interim with a project (like a staff handbook, onboarding, or whatever we need most) so that they would have a project in down time
- 2. Cecilia suggested we take the ED yearly salary and break it down to hourly to pay as a stipend. Taking the previous ED's salary, it equates to about \$45 an hour. The Board agreed and decided on 20-25 per week and up to 30 hours per week.
 - a. Shannon mentioned that hourly pay is difficult for someone who is already a staff member to separate their duties.
- vii. Board voted for their first pick of the four options. Each candidate was assigned a random number. The Board does not want to release names until the person has a chance to accept the offer of a position.
 - 1. Candidate #2 first choice of the Board
 - 2. Candidate #1 second choice of the Board
 - 3. Candidate #4 third choice of the Board
 - viii. Tara moved to approve a new Temporary Interim Director to take the position on December 16, 2023. We have narrowed it down to three candidates and have put them in the following order: First pick is #2, second pick is #1, third pick is #4 (names associated with each). Tara will be reaching out and offering it to our first pick. If declined, she will proceed in order. We will be hiring at \$45 an hour for 20-25 hours and up to 30 hours until the contract ends January 29, 2024; Robert seconded. All ayes. Motion passes.
 - ix. Brief discussion of next steps for determining Interim Director
 - x. Clarification on purpose and scope of staff interviews

K. ACTION ITEMS

- a. Consent Agenda; Tara moved to pass the consent agenda; Robert seconded; all ayes. Motion passes.

	Aye	Nay	Abstained	Absent
Tara	X			
Sarah	X			
Robert	X			

Lindsey	X			
Shannon	X			
Cecilia	X			
Darla	X			

- b. Tara moved to adopt the KL and KL-AR policies as written for our moving forward KL policy process; Sarah seconded. All ayes. Motion passes.

	Aye	Nay	Abstained	Absent
Tara	X			
Sarah	X			
Robert	X			
Lindsey	X			
Shannon	X			
Cecilia	X			
Darla	X			

- c. Tara moved to submit the updated and revised Bylaws into our record; Cecilia seconded. All ayes. Motion passes.

	Aye	Nay	Abstained	Absent
Tara	X			
Sarah	X			
Robert	X			
Lindsey	X			
Shannon	X			
Cecilia	X			
Darla	X			

- d. Tara moved to adopt the Board Operating Agreement as written into our record, to be used each year as we onboard and train new Board members. Shannon seconded; all ayes. Motion passes.

	Aye	Nay	Abstained	Absent
Tara	X			
Sarah	X			
Robert	X			
Lindsey	X			
Shannon	X			
Cecilia	X			
Darla	X			

- e. Tara moved to approve a new Temporary Interim Director to take the position on December 16, 2023. We have narrowed it down to three candidates and have put them in the following order: First pick is #2, second pick is #1, third pick is #4 (names associated with each). Tara will be reaching out and offering it to our first pick. If declined, she will proceed in order. We will be hiring at \$45 an hour for 20-25 hours and up to 30 hours until the contract ends January 29, 2024; Robert seconded. All ayes. Motion passes.

	Aye	Nay	Abstained	Absent
Tara	X			
Sarah	X			
Robert	X			
Lindsey	X			
Shannon	X			
Cecilia	X			
Darla	X			

L. ADJOURNMENT

- a. Meeting was adjourned at 9:00pm by Tara

M. NEXT MEETING

- a. Regular Session, Wednesday, January 10, 2023
- b. Work Session, Wednesday, January 17, 2023

Respectfully submitted,
Lindsey Skones, Board Secretary