

Meeting: PACE Career Academy Board of Trustees Date:
Monday, June 17, 2019 Time: Board Meeting—**6:30PM**
Location: PACE Career Academy

716 Riverwood Drive
Pembroke, New Hampshire

MINUTES (Final Draft)

1. Call to order: The chair noted a quorum was present and called the meeting to order at 6:37pm

Present: Gene Calvano (Treasurer) Tim Herbert
Rachel Carver Anhi Malachi Tom Gilligan Sydney Malachi
Karen Guercia April Villani Clint Hanson (Chair) Kris
Raymond (Vice Chair) Ann Robinson Stephanie Carberry
(ex officio) Jorge Santana (ex officio)

2. Minutes of Previous Meetings:

May 20, 2019 (First reading)

• The chair does not have the May 6, 2019 minutes and requested that they be sent to him. The chair would like all comments forwarded to the Secretary within two weeks of the distribution of the minutes.

April 5, 2019 (Second reading)

✓ A motion was made by Karen and seconded by Gene to accept the minutes of April 5th.

***Passed
unanimously.***

April 15, 2019 (Second reading)

✓ A motion was made by Karen and seconded by Gene to accept the minutes of April 15th.

***Passed
unanimously.***

3. Immediate Business

a. Confirmation of Polled Vote (Building purchase)

• The e-mailed poll closed at 5:00 pm on June 12th. The chair compiled the votes and the

result was 8 in favor, 1 opposed and 2 did not vote or abstained. An updated vote was sent by Ann via e-mail to the chair which was received at 9:27 pm (after the poll had closed and been compiled). The updated vote was not recorded.

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✓ A motion was made by Karen and seconded by Gene to sustain the result of the polled vote

concluded on June 12, 2019, as compiled by the Chair. Passed unanimously.

b. Board Organization

i. Current By-Laws (Refer to: Article IV Officers, Sections 10 & 11 and Article VI Committees)

• *A copy of the current PACE By-Laws was distributed with the materials for the meeting.*

• The chair proposed, in accordance with the current by-laws of the corporation, that the board meet quarterly. In addition, the chair proposed activating an Executive Committee to act on the board's behalf in between meetings of the full board. Finally, the chair proposed that three standing committees of the board be created. The proposals are all consistent with the current by-laws.

• The chair proposed that the Treasurer of the board join the Executive Committee.

✓ A motion was made by Kris and seconded by Tom to include the Treasurer on the Executive Committee. Passed unanimously. The Executive committee will meet at least monthly.

➤ Rachel asked if the Executive Director will be a member of the committee? Clint answered

that the Executive Director is welcome to participate in an ex-officio capacity but cannot be a part of any decisions that are made by the committee. The Executive Director would serve as an advisor to the committee and his/her input is welcomed and desired.

• The chair specifically proposed the following three standing committees of the board: **Finance/Facilities (a combination of c. ii. & iii. in the Agenda); Curriculum/Personnel (a combination of c. iv. & v. in the Agenda) and Community Relations/Fundraising (an**

acknowledgement of previous board discussions—c. vi. in the Agenda). Clint proposed that 3 to 5 members of the board be a part of each committee. Board members are encouraged to volunteer for a committee by June 28th. Every committee must meet at least four times each year prior to the meetings of the full board. Meetings are to be scheduled at the committee's discretion, however, the date, time and place must be posted as any board meeting is posted. Board members are not restricted to participation in only one committee.

➤ Kris asked who determines the committee agendas? Clint replied that a chairperson will be selected by each committee and she/he will be responsible for committee agendas and minutes.

• The chair suggested that the Treasurer be a member of the **Finance/Facilities** committee; that the P.A. Administration Representative and the SAU Representative be members of the **Curriculum/ Personnel** committee; and, the PACE Parent and PACE student be members of the **Community Relations/Fundraising** committee.

➤ Karen stated that they would need to have a leader to give structure to that committee.

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• The chair commented that several entities, external to the Academy, have observed that the PACE Board should be more engaged in policy development. The chair suggested that each committee undertake the review of current policies/practices and revise or create new policies as part of each committee's responsibilities and at each committee meeting.

➤ Karen commented that NHSBA has all of the policy forms that we can use. This is necessary so that staff can use policies when there are issues. She also suggested that by the August board meeting that each committee create 2 goals for the year.

✓ ***A motion was made by Kris and seconded by Tom to create the three standing committees as***

***discussed. Passed
unanimously***

➤ Tom volunteered to join the Finance/Facilities committee. ➤ Karen and Rachel volunteered for the Curriculum/Personnel committee

ii. Membership Roster

• *A copy of the membership roster was distributed with the materials for the meeting.*

Subsequent to the preparation of the roster, Tim informed the chair that he is leaving Pembroke Academy and that will require the P.A. Headmaster to appoint a replacement. The chair noted that the roster will be amended.

✓ A motion was made by Kris and seconded by Ann to elect those individuals noted on the roster as beginning their term in 2019. Passed unanimously with one abstention.

iii. Proposed 2019-2020 Meeting Calendar

• *A copy of the Proposed 2019-20 Meeting Calendar was distributed with the materials for the meeting.*

• Conflicts were noted:

- Monday, November 11th (Veteran's Day), Monday Jan 20th (Martin Luther King Day), and
Monday, April 27th (Spring School Vacation week).

• The full board needs to hold to these dates:

- Monday, August 19th, Monday, November 18th, Monday, February 17th, and Monday, May 18th

✓ A motion made by Tom and seconded by Gene to require each committee to meet at least 4 times each year and to run in accordance with the board discussion. Passed unanimously.

d. Other

i. Director's report (deferred to the Treasurer)

Financial report—
Treasurer

- Gene stated that the current P&L has us with negative of (\$38,000). Gene stated that the adequacy and SAU checks were supposed to have arrived last week but will come in this week and that is what has put us in the red. The checks that are due to be received are as follows: DOE \$31,000, SAU \$45,000 for a total of \$76,000.

- Nothing is due from now until the end of the fiscal year. \$7,200 due from now until July 1st. The bottom line should be positive at the end of this week, P&L. Closing statement from the closing on the building. PACE paid \$3,368.97 at closing, this covered property taxes through the end of September. There will be \$27,000 in the account by the end of this week. Swapping out lines of credit from one location to another. Gene stated that the P&L is different from cash flow. We are looking at a short fall of \$12,000 by September when \$16,000 should be coming in at that time. Gene will go to the town and see if we can pay property taxes on a monthly basis.

- Gene requested that we set up a board team drive so that members have access to all documents. Stephanie agreed to set up the team drive through Google.

- Gene stated that we are very tight in our budget for the rest of the summer. Gene then stated that he will come to the board with a proposal for the makers' space that would like to rent a portion of our new building. They have also agreed to buy the laser cutter—\$4,000. Having a non-profit as a tenant, buys us a \$15,000 benefit on property taxes next year.

- Gene then stated that the bank's lawyer was very helpful. The Eastern Bank account is open but money has not been moved there at this point. Utilities bills will be changed to PACE name. PACE must have a certificate of occupancy first to legally change address

Encumbered
expenses:

- The loan for bus was previously moved to HEFA (1% interest rate). TD bank account will be kept for now as all the state funds get paid into that account.

- Clint and Gene went through the budget and a mistake had been made. Per student money will remain the same in 2019-20 as it was in 2018-19 for tuition and adequacy. \$25,000 was raised externally this year, which was on target, and came from NH Charitable

Foundation and the Lavoy foundation.

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Insurance:

- We have all the insurance for the building. \$2.27 million of building insurance at a cost of \$2,000. Board liability insurance is all set as well. Eastern Insurance said that Hanover is the best insurance that we can have.

- Kris then asked when the staff will be in the new building? Jorge replied that they will be in

- by the end of the week. We still do not have the certificate of occupancy. ➤ Tom then asked is there a list of what needs to get done? Jorge will get a list to Tom as soon

- as possible.

- There is approximately \$30,000 left in the project. Student bathrooms are the only thing that is holding us up from getting the certificate. Belmore plumbing is responsible for the bathrooms. Sheathing for bathroom wall is needed. Dana has said once three things are finished we will get the certificate.

- Karen then stated that there will be no payments from grants until July 5th. Grant money

- will be released at that time.

Director's report:

- 12 students on the waitlist from the SAU.

- \$4,800 for Title II allocation has come in.

- A current student's grandfather volunteered a truck for moving.

- \$5,000 NH Charitable, Levoy foundation \$5,000

received.

- Box truck will be moved here.
- 3 day training overnight will take place in July for the staff, another charter school has arranged it and are paying for it. We will also be getting weekly training from them.
- Our CSI plan has been accepted and withdrawal request has been submitted but may not be received until July 5th.
- We have been working with the Friends program to get mentors for our students.
- We have secured scholarships to send students to a summer art program.
- Jorge met with the Director of Riverbend and has discussed getting a Riverbend clinician to come to PACE.
- A social worker is staying over the summer and will continue to do home visits.
- Summer programming will be started at PACE this summer for staff and students from July 8th through August 16th.
- A spreadsheet for all students has been created.

➤ Kris presented a card (with gift cards) to Gene for all of his work with the purchase of the building

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ii. Stakeholder matters/Public Comment

- Clint stated we need to provide the opportunity for community/stakeholder feedback to the board at each meeting. This item will be a regular item of business on each board agenda.

4. Old Business—None

5. Non-Public Session (NH RSA 91A, if necessary)—Not required

6.

Adjournment:

✓ A motion was made by Ann and seconded by Gene to adjourn the meeting. Without objection the meeting was adjourned by the chair at 8:05 pm.

7. Informational Items—A tour of the building took place after the meeting was adjourned

8. Future Meetings:

a. Executive Committee meeting Monday, July 15, 2019 b. Curriculum/Personnel Committee meeting Monday, July 22, 2019 c. Community Relations/Fundraising Committee meeting Monday, July 29, 2019 d. Finance/Facilities Committee meeting Monday, August 5, 2019 e. Executive Committee meeting Monday, August 12, 2019 f. Next Board meeting Monday, August 19, 2019