

**MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE EWING MARION  
KAUFFMAN SCHOOL, INC.  
December 13, 2017**

A regular meeting of the Board of Directors of the Ewing Marion Kauffman School, Inc., a Missouri not-for-profit corporation, was held at the Ewing Marion Kauffman Foundation in Kansas City, Missouri on the 13<sup>th</sup> day of December 2017 and pursuant to public notice provided at least 24 hours in advance.

The following Directors were present at the meeting location: Kristin Bechard, Gloria Jackson-Leathers, Aaron North, and Maurice Watson. The following Director participated by teleconference: Tracy McFerrin.

The following non-voting officers were present at the meeting location: Hannah Lofthus (CEO) and John Tyler (Secretary). Also present were: Jerrad Jones (EMKS Finance), Lisa Weaver (University of Missouri-Columbia), Dave Wilson (EMKF Finance), and Donna Wilson (Legal Counsel).

No others were present or participated either in person or by phone.

Mr. North chaired the meeting and Ms. Wilson served as Secretary. Mr. North called the meeting to order at 12:26 p.m. and welcomed all in attendance.

Mr. North reviewed the agenda and Mr. Tyler noted that updates to the Travel and Expense Reimbursement policy will be held for consideration at a future meeting. Mr. North presented the minutes of the October 11, 2017 regular meeting. After discussion and upon motion duly made (Watson) and seconded (Jackson-Leathers), the Board unanimously approved the minutes as presented (see **Exhibit A**).

**Finance**

a. Treasurer's Report. Mr. North asked for presentation of the Treasurer's report. Mr. Wilson reviewed the Financial report and check register (see **Exhibit B**) noting the following information:

- Total revenue and expenses through October 31 are \$5.3M and \$4.5M respectively
- The change in net assets is flat to the budget due to favorability in expenses offset by lower Basic Formula payments
- Average annual enrollment is budgeted at 951 students and the actual average through October was 964
- The School was approved to hire up to 118 positions and had 112 employees as of October 30
- The cash balance of \$4.5M reflects the Kauffman operations grant payment received in August

- The prepaid expenses balance of \$0.2M mainly relates to prefunding the School's property manager, Cushman Wakefield, and prepaid insurance
- The accounts payable balance of \$0.4M includes expenses incurred during the month for regular operations that are paid the following month. The majority of the balance is for Apple Bus (\$156K) and American Food and Vending (\$63K)
- DESE standards require the fund balance (net asset balance excluding PP&E) remain above 3% of year-end actual expenses; otherwise the school is considered "financially distressed". The ratio is budgeted to be 24%

Mr. Wilson also reported that the School's 990 was filed by November 15, that the School is projected to pay off the facilities bonds in 2018, and that RFPs will be issued in 2018 for transportation, food, and audit services. Upon motion duly made (Watson) and seconded (Bechard), the Board unanimously accepted the Financial Report.

b. Charter Accelerator. Ms. Lofthus presented an overview of the Charter Accelerator program for professional development and noted that the fee for participation is \$100K. Mr. North reported that the Finance Committee reviewed the matter and recommended approval. Upon motion by the Finance Committee, the Board unanimously approved the expenditure in the amount of \$100K for the Charter Accelerator program.

c. Ms. Bechard provided an update on the procedural change to the CEO expense report approval process, and noted that the Board Chair and the Finance Committee will review the reports, and that the Finance Committee supported the revised process as best practices for purposes of oversight and transparency.

d. Mr. Tyler presented an update on the School's benefits committee transition.

### **School Leadership Report**

Mr. North asked Ms. Lofthus to present the School Leadership Report. Ms. Lofthus discussed that in an effort to address teaching staff workload issues, the school day for students will be shortened by one (1) hour commencing in August 2018. There was discussion regarding how to handle after-care concerns with parents and Ms. Lofthus commented that options were being explored including potential partnerships with LINC or Big Brothers/Big Sisters, as well as convening parent focus groups and meetings to address the same.

Ms. Lofthus reported that the School received a 100% Annual Performance Rating for the second year in a row, and that EMKS was

recognized as a Platinum School, the first school to receive such designation outside of Uncommon Schools (see **Exhibit C**).

Ms. Lofthus also reported on the summer enrichment programs that the School has previously provided and proposes to offer again in 2018 (see **Exhibit C**), including The Experiment in International Living program (The Experiment Program). Mr. North presented a resolution authorizing the allocation of funding up to \$75,000 for The Experiment Program and reported that the Resolution was considered by the Governance Committee and recommended for approval (see **Exhibit D**). Upon motion by the Governance Committee, the Board unanimously approved the allocation of funding up to \$75,000 for The Experiment Program.

### Community Forum

No comments.

### Governance

a. Policy Updates and Approvals. Mr. North asked for presentation of the proposed policy updates (see **Exhibit E**). Ms. Wilson presented the following policy updates and reported that the updates were considered by the Governance Committee and recommended for approval:

#### Student & Family Handbook

- Mobile Phone and Electronics Device Policy
- Attendance (Compulsory Attendance and Unexcused Absence)
- Student Drop Off

Upon motion by the Governance Committee, the Board unanimously approved the Student and Family Handbook policy updates.


Mr. Tyler presented updates to the Compensation Policy with respect to merit compensation increases and reported that the updates were considered by the Governance Committee and recommended for approval. Upon motion by the Governance Committee, the Board unanimously approved the updates to the Compensation Policy.

b. Charter Board Partners. Mr. North presented a proposed MOU with Charter Board Partners to provide board recruiting, governance training and governance coaching services to the Board (see **Exhibit F**) and reported that the MOU was considered by the Governance Committee and recommended for approval. Upon motion by the Governance Committee, the Board unanimously approved the execution of the MOU with Charter Board Partners.

The was general consensus by the Board to cancel the January 2018 meeting.

There being no further business to discuss, Mr. North adjourned the meeting at 1:40 p.m.

APPROVED:

  
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Donna Wilson, Acting Secretary