

**Flagstaff Montessori
Regular Governing Board Meeting
Address 850 N Locust, Flagstaff, AZ 86001
Date: Tuesday, May 3, 2022 at 6pm
B3 Classroom
Zoom Link:**

<https://zoom.us/j/3760868797?pwd=OXNpWTVmTUFzZWNOU0ViRGtjMWZ4UT09>

1. Call to Order: Time 6:05

Ms. Beya Thayer called the meeting to order at 6:05pm

2. Roll Call of Members

Dr. Sara Clancey took roll.

Members	
Dr. Sara Clancey	Present
Dr. Kyler Kuehn	Present
Dr. Anne Newland	<i>Present</i>
Ms. Beya Thayer	Present
Mr. Andy Vaughan	Present

*Quorum Requirement met. 5 members present.

Administrators in Attendance:

Ike Ozis, Head of School

Nicole Burkhardt, Asst. Head of School for Charter

Others in Attendance

Whitney Owens

Lisa Kirkwood

Via Zoom:

Claudina Douglas, ADI

Ashley Spear (Carter Law Firm)

Eric Alexander

3. Approval of previous board meeting minutes

Discussion: Approval of the bylaws happened without the revision of the correct calendar dates. Ashley Spear will edit the by-laws. Ike Ozis explained that draft minutes will be placed on the website once they are approved. By law, the agenda and minutes must be posted on the school's website 24 hours before the meeting and within 24 after the meeting the draft meetings will be posted.

Motion to approve meeting minutes from April 4, 2022	Dr. Anne Newland
Seconded	Mr. Andy Vaughan
Dr. Sara Clancey	Aye
Dr. Kyler Kuehn	Aye
Dr. Anne Newland	Aye
Ms. Beya Thayer	Aye
Mr. Andy Vaughan	Aye
Final Resolution:	Approved/motion carries

4. Acceptance of the Non-Profit Conversion

Discussion: All board members agreed to accept the non-profit conversion..

Motion to accept non-profit conversion	Mr. Andy Vaughan
Seconded	Dr. Kyler Khuen
Dr. Sara Clancey	Aye
Dr. Kyler Kuehn	Aye
Dr. Anne Newland	Aye
Ms. Beya Thayer	Aye
Mr. Andy Vaughan	Aye
Final Resolution:	Motion Carries

5. Governance Policy Manuals

Presentation: Ashley Spear (Carter Law) presented on the Governance Policy Manuals. She explained that the conflict of interest forms need to be completed by board members each year.

Discussion and possible Action: Dr. Anne Newland asked about the Signatures Required for Checks and Fund Transfers. Her questions were clarified by Ashley Spear and Ike Ozis. Beya Thayer had a question about the record retention policy, the website was broken, Ashley confirmed that the website was working. Mr. Ozis explained that the school follows the record retention policy for all the records that the school is responsible for, these are kept with appropriate levels of security. All of these policies are on the website.

Motion to adopt the governance policy manual	Dr. Anne Newland
Seconded	Mr. Andy Vaughan
Dr. Sara Clancey	Aye
Dr. Kyler Kuehn	Aye
Dr. Anne Newland	Aye
Ms. Beya Thayer	Aye
Mr. Andy Vaughan	Aye
Final Resolution:	Motion Carries

6. Signature Authority Policy

Presentation: The Signature Authority Policy was presented to the board by Mr. Ike Ozis.

Discussion and possible action: There was a revision requested to change *Budgeted financial commitments of \$25,000 or less* to *budgeted financial commitments of less than \$25,000 to greater than \$3000* require the board president's signature.

Motion to adopt the signature authority policy.	Dr. Anne Newland
Seconded	Dr. Kyler Khuen
Dr. Sara Clancey	Aye
Dr. Kyler Kuehn	Aye
Dr. Anne Newland	Aye
Ms. Beya Thayer	Aye
Mr. Andy Vaughan	Aye
Final Resolution:	Motion Carries

7. Depository of Funds

Presentation: Mr. Ike Ozis explained that the school is in the process of getting access to the bank account for the Treasurer, Head of School, and/or Assistant Head of School and Eric Alexander.

Discussion and possible action to designate Treasurer, Head of School, and/or Assistant Head of School as authorized signatories and depository for bank accounts in the name of Flagstaff Montessori. Kyler Khuen and Anne Newland clarified...

Motion to designate Treasurer, Head of School, and/or	Dr. Kyler Khuen
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Assistant Head of School as authorized signatories and depository for bank accounts in the name of Flagstaff Montessori	
Seconded	Dr. Anne Newland
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Recused
Dr. Sara Clancey	Aye
Dr. Anne Newland	Aye
Final Resolution:	Motion Carries

8. Application for Recognition of Tax Exempt Status, 501(c)(3) of the Internal Revenue Code of 1986, As Amended

Presentation: Ike Ozis explained that Flagstaff Montessori is organized and will operate exclusively for charitable and educational purposes.

The School will file an application for recognition of its exempt status on Form 1023 with the Internal Revenue Service. Flagstaff Montessori shall cause its attorneys to forthwith process an application for tax exemption under IRC Section 501(c)(3) and in connection therewith the appropriate officers of the Flagstaff Montessori are hereby authorized and directed to execute application forms, powers of attorney and any other necessary documents.

Discussion:: Board agreed to approve the 501(c)(3) application.

Motion for Flagstaff Montessori to approve the 501(c)(3) application.	Dr. Anne Newland
Seconded	Dr. Sara Clancey
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Aye
Dr. Sara Clancey	Aye
Dr. Anne Newland	Aye
Final Resolution:	Motion Carries

9. Revised State Budget Approval

Presentation: by Claudina Douglas from ADI: Budget revisions are still in process.

Discussion and possible action: to approve the revised FY 22 Budget as presented. Kyler asked where the money 'went' (what happens with the increased funding)? Claudina explained that the school can carry over extra funds or add them to their contingency account (typically 5-10% on a monthly basis). All funds stay in the operating account. Retroactive COVID funding will go to Eric Alexander. (ERC (employer retention credit): 2020-21). Claudina explained that the school received a two year EPU Grant.

Dr. Anne Newland proposed that a Special Board Meeting to review the FY 22 Revised Budget/FY 23 Budget be convened on 5/10/22 at 6:00pm.

Motion to table the approval of the revised FY 22 Budget as presented.	Dr. Kyler Khuen
Seconded	Andy Vaughan
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Aye
Dr. Sara Clancey	Aye
Dr. Anne Newland	Aye
Final Resolution:	Motion tabled

10. Financial Report by Eric Alexander

Presentation: Eric Alexander had not finished the financial report in time to present it at this meeting.

Discussion:: The financial report was not prepared in time for the meeting on 5/3/2022.

Motion to table the financial report until May 10, 2022	Dr. Anne Newland
Seconded	Dr. Kyler Khuen
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Aye
Dr. Sara Clancey	Aye
Dr. Anne Newland	Aye
Final Resolution:	Motion Tabled

11. Approval of Switzer and Cedar Campus Leases

Presentation: Board will consider approving the building leases that were reviewed and revised by the school's attorney. Ike Ozis shared the email conversation between Eric Alexander and Brandon Kavanagh from MWSW, P.L.L.C.

Discussion: After discussion and review of the lease agreement it was determined that 1.9.5 needs to be deleted. 1.15 needs to be corrected. At the next meeting it has been requested that the email (between Brandon and Eric) be included with a red-line version of the corrected lease agreement.

Motion to table the review of the Leases until June 14, 2022.	Dr. Anne Newland
Seconded	Dr. Sara Clancey
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Aye
Dr. Sara Clancey	Aye
Dr. Anne Newland	Aye
Final Resolution:	Motion Tabled

12. Adding Whitney Owens and Nicole Burkhardt as the Charter Representatives

Presentation: Ike Ozis presented the request of removing Eric Alexander and adding Whitney (Tapia) Owens and Nicole Burkhardt as the Charter Representatives of Flagstaff Montessori.

Discussion: Discussion regarding the approval of removing Eric Alexander and adding Whitney (Tapia) Owens and Nicole Burkhardt as the Charter Representatives of Flagstaff Montessori.

Motion to approve Whitney (Tapia) Owens and Nicole Burkhardt as the Charter Representatives of Flagstaff Montessori.	Dr. Klyer Khuen
Seconded	Mr. Andy Vaughan
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Aye
Dr. Sara Clancey	Aye
Dr. Anne Newland	Aye
Final Resolution:	Motion Carries

13. Creating a Financial Committee

Presentation: Mr. Ike Ozis presented the idea of creating a financial committee after it was mentioned in a previous board meeting.

Discussion: Approve the creation of a financial committee. This sub-committee would work with Eric Alexander and Claudina Douglas from ADI. Kyler, Andy, Claudina, HOS and Assistant HOS

Motion to approve the creation of a financial committee.	Dr. Anne Newland
Seconded	Mr. Andy Vaughan
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Aye
Dr. Sara Clancey	Aye
Dr. Anne Newland	Aye
Final Resolution:	Motion carries

14. Arizona State Retirement Discussion

Presentation: Board will have a discussion to consider joining the ASRS (Arizona State Retirement System). Ms. Beya Thayer requested this item be added to the agenda after it was presented during the public comments during the 4/5/22 board meeting.

Discussion: This will be re-visited in the future, after the HOS has a chance to prepare a presentation.

15. Approval of Employment Contracts

Presentation: Mr. Ike Ozis reported that **all lead teachers are coming back** and 3 out of 4 campus administrators are returning. The interview process for open assistant teachers. The COLA was 5.9% for the 2022-22 school year and will be added to the salaries. Two employees are on 12 month contracts.

Discussion: The board agreed to approve the employee contracts for 22-23 school year. Moving forward the board requests a presentation from the HOS regarding future employment contracts.

Motion to approve the employee contracts for the 22-23 school year.	Dr. Sara Clancey
Seconded	Mr. Andy Vaughan
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Aye

Dr. Sara Clancey	Aye
Dr. Anne Newland	Absent
Final Resolution:	Motion Carries

16. Approval of Legal Services Contracts

Presentation: Mr. Ike Ozis presented on the legal services contract that was proposed by MWSW for the fiscal year 2022-23.

Discussion: The board agreed to approve the legal services contract proposed by MWSW for fiscal year 2022-23.

Motion to approve the legal services contract proposed by MWSW for fiscal year 2022-23.	Dr. Kyler Khuen
Seconded	Ms. Beya Thayer
Ms. Beya Thayer	Aye
Dr. Kyler Kuehn	Aye
Mr. Andy Vaughan	Aye
Dr. Sara Clancey	Aye
Dr. Anne Newland	Absent
Final Resolution:	Motion Carries

17. Date and Time of Next Board Meeting

Discussion and possible action to set the date and time of the next board meeting, May 10, 2022 at 6:00pm and June 14, 2022 at 6:00pm and thereafter, the 1st Tuesday of each month. This was approved at the previous meeting.

18. Public Comment (3 mins per/person, total of 30 mins time allotment):

No comments

19. Adjournment:

Ms. Beya Thayer adjourned the meeting at 8:29pm.