

Southeastern Academy Charter School

Minutes

Board of Directors Meeting

DATE: Tuesday, October 21, 2014

LOCATION: Southeastern Academy Charter School Gymnasium

Board Members Present: Alvin Ivey, Chairman
John Taylor, Treasurer
Brooks Oliver
Gail McLean
Sara Benson
Tim Locklear
Jay Britt
Lori Blackley
Caroline Jolicoeur

Board Members Absent: Brian English
Dave Allen
John Taylor

Also Present: Kristen Stone, Head of School
Lisa Ard, Secretary
Chris Zeigler, Finance

- I. **Call to order:** 6:30 p.m. by Chairman Alvin Ivey
- II. **Roll Call:** Made by Alvin Ivey, recorded by Lisa Ard. Those present represent a quorum of the board. Minutes from September 16, 2014 was presented and approved; Tim Locklear made the motion and John Taylor seconded. Alvin welcomed everyone in attendance.
- III. **Agenda:** Reviewed and adopted for open session

IV. Old Business/Information Items:

Chris Zeigler update on renovations-Deck at Kindergarten has been completed, parents volunteered to help with the landscaping in front of the new deck. Gym padding is complete and tubing on top of fence around the playground is also complete. Working on quotes for heat in Jill Britt's room (Curriculum Specialist) and conference room next to her room. Need to start thinking about replacing the roof over the 2-4 grades and cafeteria in the near future; working on estimates.

V. Information Items:

Kristen-In the process of updating the schools website. Provide minutes of board meetings and list of board members. Provide more detailed sports information/schedule/wins/losses....etc. OPTS page with board members, meeting dates, upcoming events...etc. Will form a committee to redesign webpage.

Academics-Cataloging in the library will be complete by end of October; reference and new material are all that remain to be completed on a work day. Books are being leveled by volunteers based on AR levels; volunteers have donated right at 148 hours in the library. RCPL bookmobile visits bi-monthly to augment our collection needs for middle school students. Book fair sales were \$6,700.00 an increase of \$2,000.00 from last year. At a cost of \$700, shelves and periodical storage boxes were purchased. Our 10 displayed periodicals have all been donated through SeA families. Enrichment clusters are meeting in the library; activities consist of book clubs, STEM projects and challenge tasks meant to extend classroom learning and provide higher level thinking opportunities.

Beta Club-(see attached report)

Science materials purchased for K-5 (Science Companion Prime). Eighth grade went on a ziplining trip for experience in their study of forces of motion. Science Circus at the Crown Center today for the 2nd, 3rd and 4th graders. Sixth grade going to Morehead Planetarium this week.

Fall Festival scheduled for October 28th from 6-8 pm; set up will start at 5 pm on the 27th in the gym.

Monthly newsletter will go out by end of month also One Call is already being utilized to help keep parents/staff informed of upcoming events and school news.

Board Bootcamp-9 weeks of professional development for board members; hosted by Thomas Miller.

Sara Benson discussed Conflict of Interest; all board members should sign a "Conflict of Interest" (see attached) and return to Lisa Ard as soon as possible. Employees will also sign and return to Kristen. Lori Blackley mentioned Board Bylaws need to be cleaned up and enforced. Alvin stated that the Policy Committee to meet and review at next meeting. Chris Zeigler update on finances-excellent shape; we receive 2nd allotment 1st of November. Local money from Robeson County, first check received. Should receive Bladen & Cumberland by end of month. Every month school receives check from all 3 counties as long as we have students attending SeA from those counties.

John Taylor discussed the importance of the school obtaining board/teacher insurance to protect against possible lawsuit. John made it perfectly clear that he does not sell such insurance, he would be glad to help us obtain quotes.

Closed Session-Discuss teacher leave days & insurance

Board members back from closed session. Alvin started off by talking about board/teacher insurance. Received a quote of \$2,458.00/2 million policy/5 million retention. John made a motion to approve, Brooks seconded. All in favor.

Alvin also discussed teacher leave days; 10 month employees receive 10 per year and 12 month employees receive 12. No budget to roll over or pay out days not used. Will look at more closely for next year.

Kristen discussed forming a website committee. Everyone appreciates all the hard work Richard Barnes has done over the years at SeA and continues to do. Committee members will consist of Richard Barnes, Jenn Whitley, Lori Blakely and Jill Britt. Lori Blackley & Chris Zeigler also thanked Richard for all his hard work; all board members very much appreciated everything he has done and continues to do for the school.

VI. Parent Issues/Concerns

Review draft of PTO/OPTS bylaws (see attached). Board will need time to review before voting. Alvin & Brooks commends all the hard work it took to prepare Parent Teacher Organization Bylaws; clearly is something that needs to take effect as soon as possible.

Michaela Thompson addressed the board concerning the name of the Parent Teacher Organization. Did not realize how controversial a name change would be. Several parents and board members voiced their concern of why the name should be PTO or OPTS. Several emotions to why the name should stay the same goes back to the legacy of SeA as a private school and several would like to change name to show a new school and new beginning. Parents should have a voice of what to call the Parent Organization, should not be a board decision.

Alvin would like the board to review bylaws before next board meeting. Will make decision about name of Parent Organization at next board meeting also. All board members in favor.

Adjournment: The next meeting of the Board of Directors of Southeastern Academy Charter School is scheduled for November 18th, 2014 @ 6:30 p.m. at the school. Board meeting will be rescheduled for an earlier date to discuss unresolved concerns. An email will be sent out once that date has been set.



Kristen Stone <kstone@southeasternacademy.org>

Beta Club Report to Board

1 message

Jen Whitley <jwhitley@southeasternacademy.org>

Tue, Oct 21, 2014 at 10:17 AM

To: Kristen Stone <kstone@southeasternacademy.org>

Beta Club reports the following items to the Charter Board:

1. Character

Beta Club will be developing service projects this school year as the club takes shape. Initially, requests have been taken to assist in Fall Festival cafe duties and provide babysitting/homework help during PTA meetings. We will begin providing help on those fronts starting next week.

2. Achievement

Students in grades 5-8 have been screened for membership eligibility based on having an A, or 93%, average of last year's report card grades. Based on this requirement, 28 new members have been invited to join the club at this month's induction ceremony. They will join 29 other members of the club in grades 6th-8th grade. These 29 members include any transfer members from other schools and the existing private school members. Beta Club does run 4th to 8th grade, but we will not invite 4th grade members until after their first report card. They will then participate in a one quarter probation period before a January induction ceremony.

Please see the invitation to join us as we induct new members. We would love to see the Charter Board's support of our students by attending this ceremony.

3. Leadership

We have begun our year as a group with leadership from sponsors Jennifer Whitley and Vitha Nemeroff. Existing members are engaged in campaigns to form the club's executive committee with posts of president, vice president, secretary, treasurer and grade level representatives. Elections will be held this Thursday. Sample ballots and the slate are posted on the bulletin board of the school's entry. Members of the club must show a high level of personal responsibility as their leadership skills develop. As such, this executive committee, with support from their faculty sponsors, will lead the vision and projects of the club.

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Jennifer Whitley, Media Specialist

Southeastern Academy

Lumberton, North Carolina

jwhitley@southeasternacademy.org

910.738.7828

"Somehow reading a book never feels like sitting still."--Jef Mallet

Conflict of Interest Disclosure Form

SEA Charter School is aware that in the process of fund allocation by its management, employees, members of the board of directors or other governing body, instances may arise which have the appearance of a conflict of interest or appearance of impropriety.

To avoid conflicts of interests or the appearance of impropriety, any individual who may benefit, directly or indirectly, from the entity's disbursement of funds shall abstain from participating in any decisions or deliberations by the entity regarding the disbursement of funds.

Please refer to the SEA Charter School Conflict of Interest Policy for further detail and explanation.

Name: _____

Position (employee/board member): _____

Please describe below any relationships, transactions, positions, you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest between SEA Charter School and your personal interests, financial or otherwise:

_____ I have no conflict of interest to report

_____ I have the following conflict of interest to report

1. _____

2. _____

3. _____

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed, and agree to abide by, the Conflict of Interest Policy of SEA Charter School.

Signature: _____

Date: _____

Southeastern Academy Charter School

Parent Teacher Organization

Bylaws

Article I – Name

The name of the organization shall be the Southeastern Charter School Parent Teacher Organization.

Article II – Purpose

The corporation is organized for the purpose of supporting the education of children at Southeastern Academy Charter School of Lumberton, NC by fostering relationships among the school, parents, and teachers.

Article III – Members

Section 1. Any parent, guardian, or other adult standing in loco parentis for a student at the school may be a member and shall have voting rights. The principal and any teacher employed at the school may be a member and have voting rights.

Section 2. Dues, if any, will be established by the executive board. If dues are charged, a member must have paid his or her dues at least 14 calendar days before the meeting to be considered a member in good standing with voting rights.

Article IV – Officers and Elections

Section 1. Officers. The elected officers shall be a president, vice president, secretary, and treasurer, and parent volunteer coordinator. The immediate past president will serve as an officer. The principal will appoint two additional officers named the teacher liaison and the staff liaison.

a. President. The president shall preside over meetings of the organization and executive board, serve as the primary contact for the principal, represent the organization at meetings outside the organization, serve as an ex officio member of all committees except the nominating committee, and coordinate the work of all the officers and committees so that the purpose of the organization is served. The president shall appoint chairpersons of all standing committees. The president shall serve as the SEA PTO liaison to the Southeastern Academy Charter School Board.

b. Vice President. The vice president shall assist the president and carry out the president's duties in his or her absence or inability to serve.

c. Secretary. The secretary shall keep all records of the organization, take and record minutes, prepare

the agenda, handle correspondence, and send notices of meetings to the membership. The secretary also keeps a copy of the minutes book, bylaws, rules, membership list, and any other necessary supplies, and brings them to meetings. The minutes of the Executive Board meetings shall include the names of the voting members present and the result of all votes taken during the meeting. The minutes of PTO Executive Board meetings shall be available upon request to all members. The minutes of the general membership meetings shall be posted on the school website and made available at the reception desk for review.

d. Treasurer. The treasurer shall receive all funds of the organization, keep an accurate record of receipts and expenditures, and pay out funds in accordance with the approval of the executive board. He or she will present a financial statement at every meeting and at other times of the year when requested by the executive board, and make a full report at the end of the year.

e. Parent Volunteer Coordinator. The parent volunteer coordinator shall make sure that all standing and special committees are staffed and recommend chairpersons to the president. The PVC will monitor the work of all committees by staying in contact with chairpersons to make sure the committees are on task. The position of parent volunteer coordinator may be shared by two individuals at the discretion of the president.

f. Past President. The immediate past president will serve as a member of the Executive Board. If he/she declines to serve then this position will remain vacant until the following year.

g. Liaisons. The principal will appoint two board members to serve who are employed by the school. The teacher liaison and staff liaison will be appointed by the principal no later than 30 days following the board election. These two board members serve at the pleasure of the principal. They are not subject to term limits as are other officers.

Section 2. Nominations and Elections. Elections will be held at the May meeting typically the last meeting of the school year. The nominating committee shall select a candidate for each office and present the slate at a meeting held prior to the election. During the election nominations may also be made from the floor. Voting shall be by voice vote if a slate is presented. If more than one person is running for an office, a ballot vote shall be taken.

Section 3. Eligibility. Members are eligible for office if they are members in good standing at least 14 calendar days before the nominating committee presents its slate.

Section 4. Terms of Office. The term of the Executive Board shall be from July 1 to June 30. Officers are elected for one year and may serve no more than two (2) consecutive terms in the same office. Each person elected shall hold only one office at a time.

Section 5. Vacancies. If there is a vacancy in the office of president, the vice president will become the president. At the next regularly scheduled meeting, a new vice president will be elected. If there is a vacancy in any other elected office, members will fill the vacancy through an election at the next regular meeting.

Section 6. Removal From Office. Officers can be removed from office with or without cause by a two-thirds vote of those present (assuming a quorum) at a regular meeting where previous notice has been given.

Article V – Meetings

Section 1. Regular Meetings. The regular meeting of the organization shall be scheduled by the Executive Board at a time and place determined by the executive board at least 14 days before the meeting. The Executive Board shall schedule at least four regular meetings in a given school year. The annual meeting will be held at the May regular meeting. The annual meeting is for receiving reports, electing officers, and conducting other business that should arise. The secretary will notify the members of the meetings in a flyer sent home with the students at least one week prior to the meeting.

Section 2. Special Meetings. Special meetings may be called by the president, any two members of the executive board, or five general members submitting a written request to the secretary. Previous notice of the special meeting shall be sent to the members at least 10 days prior to the meeting by flyer, email or phone calls.

Section 3. Quorum. The quorum shall be 10 members of the organization.

Article VI – Executive Board

Section 1. Membership. The Executive Board shall consist of the officers, principal and standing committee chairs.

Section 2. Duties. The duties of the Executive Board shall be to transact business between meetings in preparation for the general meeting, create standing rules and policies, create and oversee standing and temporary committees, prepare and submit a budget to the membership, approve routine bills, and prepare reports and recommendations to the membership.

Section 3. Meetings. Regular meetings shall be held monthly, on the same day and at the same time each month, to be determined by the board. Special meetings may be called by any two board members, with 48 hours notice.

Section 4. Quorum. Half the number of board members plus one constitutes a quorum.

Article VII – Committees

Section 1. Membership. Committees may consist of members and board members, with the president acting as an ex officio member of all committees.

Section 2. Standing Committees. The following committees shall be held by the organization:, Auditing, Beautification, Box Tops, Fitness Walk, EOG Support, Fundraising, Fall Carnival, Membership, Nominating, Spring Auction, and Teacher Appreciation.

Section 3. Additional Committees. The board may appoint additional committees as needed.

Section 4. Budget. Each chairperson shall submit a proposed budget to the Treasurer and shall be responsible to make an accounting of all monies received and expended by the committee.

Article VIII – Finances

Section 1. A tentative budget shall be drafted in the fall for each school year and approved by a majority vote of the members present at the first regular meeting of the new school year.

Section 2. The treasurer shall keep accurate records of any disbursements, income, and bank account information.

Section 3. The board shall approve all expenses of the organization.

Section 4. Two authorized signatures shall be required on each check over the amount of \$200. Authorized signers shall be the president, vice-president, treasurer, and principal.

Section 5. The treasurer shall prepare a financial statement at the end of the year, to be reviewed by the Audit Committee.

Section 6. Upon the dissolution of the organization, any remaining funds should be used to pay any outstanding bills and, with the membership's approval, spent for the benefit of the school.

Section 7. The fiscal year shall coordinate with the school year. Reminder: State laws often dictate what records must be made available to an organization's members and to the general public. Also, federal law requires that a nonprofit tax-exempt organization's IRS Form 1023 and copies of the organization's annual information returns (IRS Form 990 or 990EZ) for the most recent three years be available for public review when requested.

Article IX – Parliamentary Authority

Robert's Rules of Order shall govern meetings when they are not in conflict with the organization's bylaws.

Article X – Standing Rules

Standing rules may be approved by the Executive Board, and the secretary shall keep a record of the standing rules for future reference.

Article XI – Dissolution

The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of those present at the meeting.

Article XII – Amendments

These bylaws may be amended at any regular or special meeting, providing that previous notice was given in writing at the prior meeting and then sent to all members of the organization by the secretary. Notice may be given by postal mail, e-mail, or fax. Amendments will be approved by a two-thirds vote of those present, assuming a quorum.

Article XIII – Conflict of Interest Policy

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions.

a. Interested Person. Any director, principal officer, or member of a committee with governing board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
- ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
- iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. "Compensation" includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Procedures.

a. Duty To Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board-delegated powers who are considering the proposed transaction or arrangement.

b. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide whether a conflict of interest exists.

c. Procedures for Addressing the Conflict of Interest.

i. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

ii. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

iii. After exercising due diligence, the governing board or committee shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflict of Interest Policy.

i. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

ii. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines that the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain: a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest; the nature of the financial interest; any action taken to determine whether a conflict of interest was present; and the governing boards or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement; the content of the discussion; including any alternatives to the proposed transaction or

arrangement; and a record of any votes taken in connection with the proceedings.

Section 5. Compensation.

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6. Annual Statements. Each director, principal officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of the conflict of interest policy;
- Has read and understood the policy;
- Has agreed to comply with the policy; and
- Understands that the organization is charitable and that in order to maintain its federal tax exempt status it must engage primarily in activities which accomplish one or more of its tax- exempt purposes.

Section 7. Periodic Reviews. To ensure that the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, are based on competent survey information, and are the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the organization may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring that periodic reviews are conducted.