**BOARD OF TRUSTEES MEETING**

**Minutes of Wednesday, January 24, 2017 Meeting**

**Location:** Mercy Works, 1221 South Salina Street, Syracuse, NY 13202

**Present:**

Ellen Eagen, Founder & President / via conference

Stephen Kimatian, Secretary/Treasurer

John Stegeman, Trustee

Victoria Giarratano, Trustee

Bill Sanford, Trustee - excused

Eskedar Getahun, Trustee

Fran Coudriet, Administration

**1.** **WELCOME**

Trustee Stegeman chaired the meeting and addressed those attending from the community saying that if any individuals had questions, they would have an opportunity to ask them at the end of the business meeting. Trustee Eagen stated that the OnTECH Board very much appreciated the community input and was glad to have community members attending. She said that the Board had iterated many of ideas gained from community input and incorporated them into OnTECH planning. The Chairperson then asked the Trustees to introduce themselves, which they did, and then moved on to the general order of business.

**2. APPROVAL OF MINUTES**

Chairman Stegeman stated that minutes from the December 20, 2018 meeting had been sent to all Trustees and he called for a motion to approve them. Trustee Giarratano moved, seconded by Trustee Getahun for approval. There being no objection or modifications proposed, the motion was unanimously carried.

**3. ANNUAL MEETING**

The Chairperson said the next order of business was the matter of election of officers with respect to the annual meeting. He called upon Trustee Kimatian. Trustee Kimatian first explained that under the Bylaws the annual meeting would ordinarily fall in June of the year, but since January 2017 was the first official meeting of the board after receiving the charter, the year was up at this meeting. To get the elections into the right cycle, he proposed that this election be for officers who will hold office until June 2018. For that reason, the immediate election for officers would be for a term until June of this year and then annually thereafter. A ballot of proposed officers was then handed out by Trustee Kimatian to the Trustees. Nominated for Chairperson was Ellen Eagen; Vice-Chairperson, John Stegeman; Secretary/Treasurer, Stephen Kimatian. The Chairperson asked whether there were any additions or modifications requested with respect to the ballot. There being none, the Chairperson called for the vote. A motion was made by Trustee Getahun and seconded by Trustee Giarratano to approve the ballot names as presented. There being no further discussion, the motion was unanimously carried.

The Chairperson then recognized Trustee Kimatian for the next order of business. Trustee Kimatian stated that certain amendments needed to be made to the Bylaws. He handed out a draft of the Bylaws with the provisions to be amended. The amendments are intended to provide for an orderly transition of Trustees with initially staggered terms for classes of Trustee which are then followed by three-year terms for all Trustees, thereby not having all the Trustee terms expire at the same time. The classes and terms described would take place at the annual meeting in June 2018. Article II, Section 3 sets forth these election procedures. Article II, Section 4 provides procedures for filling Trustee vacancies that might occur during mid-term. After discussion, the Chairperson suggested that the Board have the opportunity to review the changes with a vote on the changes to be scheduled at the next Board meeting.

**4. FINANCIAL REPORT**

The Chairperson called upon the Treasurer to give the financial report. Trustee Kimatian stated that notice had been received of the completion of the CSP Grant filing and the first check would be paid within the month. He further stated that a contract for Erate services with Garber Consulting was before the Board for approval. Garber Consulting also qualified as a MWBE enterprise and payments to them would be credited to ONTECH’s MWBE requirement. Erate services relate to a federal government program that supports the acquisition of telephone and communications equipment and Internet use. He said it was anticipated that the school would expend an estimate of at least $16,000 on such qualifying services and the contract was for $3,000 to secure this support. The contract was passed out to the Trustees. After review, the Chairperson requested a motion for approval. Trustee Giarratano made a motion to approve, seconded by Trustee Getahun. There being no further discussion, the motion was carried unanimously.

The Chairperson then recognized Trustee Eagen who informed the Board that a grant had been awarded to the school of $8,000 though the combined efforts of Morgan Boerman and her from New York Agricultural Education and Outreach project through the Cornell University supporting innovative work in agriculture. It was necessary for the Board to formally approve acceptance of the grant. After discussion, Trustee Kimatian moved, seconded by Trustee Getahun, that the award be accepted by the school with the motion being carried unanimously.

In closing the financial report, Trustee Kimatian said that further financial information on revenue and expenses would be presented at the next meeting.

**5. FACILITIES**

The Chairperson then recognized Trustee Eagen with respect to the facilities report. Trustee Eagen referred to the visit by Building Hope representatives at the last meeting saying they were moving forward to assess the St. Brigid’s acquisition. She said the purchase contract had been presented by Building Hope to the Diocese and that it was being reviewed. The Diocese attorneys apparently had some requested revisions, after which Building Hope will review. A letter was sent to the parish community by Mgr. Lang, explaining the series of steps that were being taken in the sale. When the acquisition is made, OnTECH would be negotiating a lease with Building Hope.

In carrying out the renovations, Trustee Eagen said that the school was sensitive to using local firms where possible. She said that Building Hope ordinarily uses their own architects and employs local engineers and contractors, but this would mean that the school may not be working with King + King at this time. Trustee Stegeman inquired whether there was a way to preserve the King+King relationship and would the work be done in phases. Trustee Eagen explained that the work would be done in phases and that in the succeeding phases there may be a way to work with King+King and she was encouraging this as they were great partners. Trustee Stegeman asked what the premium would be if King+King did the work at this time. Trustee Eagen stated that based upon the report of Building Hope, it was an approximate 30% premium in cost. Trustee Eskedar pointed out that it was a positive for the project to have Building Hope work with the architects they knew well from prior experience. Trustee Giarratano asked whether any of the design done by King + King could be beneficially incorporated into the renovation of St. Brigid’s. Trustee Eagen said she did not know whether that would be able to be done, but it would be explored in the discussions with Building Hope. Administrator Coudreit pointed out that a key relationship to getting the job done effectively was that with the engineering firm and Trustee Eagen confirmed they were using a local engineering firm. Trustee Kimatian stated that given the anticipated new cost structure, the budget would be reworked accordingly.

The facilities report concluded with Trustee Eagen saying that the Board would be kept advised of the progress on the facility.

**6. EDUCATION/ CURRICULUM**

In giving an update on curriculum, Trustee Eagen stated that OnTECH will have an innovative curriculum that meets the needs of the students. She reported that consultant, Ahmad Duwaik, is finalizing the Math and Global History curriculum for the Beginner and Apprenticeship levels. He projects to finish that by the end of the month. At that time, Kaylie will join the curriculum team. While the terms and expenses have not been finally negotiated terms, Ahmad’s fees will be adjusted. Kaylie has a background in project-based learning, agriculture and sciences. She will draft a science curriculum that interconnects with the other curriculum. During the month of February, the focus will be on ELA and science curriculum. One question being answered is what is the best way to serve SPED and ELL students? Handouts of the curriculum progress were given to the Trustees.

**7. STAFF DEVELOPMENT**

The Chairperson recognized Administrator Coudreit who reported that the Head of School position was now posted on the school website. Analytics show the number of visitors is a good initial reaction. He said that other postings were also being considered. Being considered, he said, was modifying the text of the posting to better define the job. Trustee Giarratano suggested for clarity, the position should include the word “principal,” as it connotes the job content simply to most individuals. Trustee Getahun said it would be good to advertise on Linkedin. Trustee Stegeman said that if others had suggestions on text changes, he would incorporate them into the posting. He also felt that the search results could be enhanced through spending for certain postings and perhaps even including other positions. Trustee Getahun referenced the universities in connecting with potential candidates, especially looking toward those who had entrepreneurship programs, such as The Whitman School at Syracuse University. Added to this discussion, Trustee Eagen stated that some schools, like Princeton University, were sources for professionals who might want to consider a second career in education. Trustee Giarratano suggested that the position posting be communicated to Agricultural Schools of Cornell University who has a great alumni network.

**8. ENROLLMENT**

The Chairman recognized Trustee Eagen for an enrollment report. She stated that all Trustees have a copy of the enrollment policy and application. The lottery date is set for April 4th. She said she is reaching out to several organizations to talk about enrollment and she is working on an application/enrollment plan. She predicted that next year at this time OnTECH we will have full enrollment by the Lottery, but this year OnTECH will probably need to fill as we proceed, particularly since we do not have a physical school. She also explained that even if a student applies and enrolled, they are not technically enrolled until they report for school in September.

Trustee Stegeman asked what the relationship was between the impact of the state funding and whether enrollment projections are met. Trustee Eagen said there was a procedure that allowed for enrollment within certain percentage limits above or below the total pupil enrollment number granted in the charter. At the end of the year, the amount paid to the school is adjusted to the accurate number of students enrolled.

**9. OPERATIONS**

Chairperson Stegeman then said the Board needed to consider some operational policy matters. We are required a Code of Ethics, Conflict of Interest and Non-Discrimination policies. These policies were part of the original application for a charter but need to reviewed annually and formally adopted by the Board to be made a part of the OnTECH operations. He handed out a document to each of the Trustees that included the policies for these measures and asked that they review the policies with the anticipation that the board would vote on adopting them at the next meeting.

He added that a FOIL policy was also required, relating to the regulations allowing public access to documents as we are a public entity. In addition to these policies, he stated that other pertinent documents would be uploaded to the portal page with NYSED, including insurance forms. The Board will be kept aware of all documents submitted to NYSED.

**10. ADJOURNMENT**

There being no further business to discuss, Trustee Kimatian moved, Trustee Giarratano seconded a motion to adjourn, which was carried unanimously.