

Meeting Minutes

Meeting of the Board of Directors – Envision Education
436 14th Street, Suite 920
Oakland, CA 94612
June 14, 2012

AMENDED MINUTES
APPROVED 9/6/12

I. PRELIMINARY

1. Call to Order
 - Natalie Walrond called the meeting to order at 4:00 PM.
2. Roll Call
 - Sherri Pittman, Greg Daily, Helen Bulwik, Larry Rosenberger, David Cooper, Natalie Walrond, Jim Wiggett, Bob Lenz, Lawrie Mott, Kirsten Weisser,
 - Dial In: Todd Aldrich
 - Others in Attendance: Gia Truong, Judy Hill, Jane Breyer, Keisha Wilson, Candice Jimenez, Erika Nielsen Andrew, Kathi Burke, Kristi Kimball, Patrick Murray
 - Absent: Gay Hoagland
3. Approval of Minutes from April 19, 2012 Board Meeting and May 30, 2012 Special Board Meeting
 - Motion: Larry
 - Second: Helen
 - 11 Yes 0 No

II. PUBLIC COMMENT/ANNOUNCEMENTS

None.

III. CLOSED SESSION

1. CEO Evaluation
2. Board Self-evaluation

IV. REPORTS

1. CEO Report
 - Bob welcomed the board members to the final meeting of the year and announced the success of the commencement activities at the four schools. Bob reported on the college acceptance results. He announced that Impact Academy received its first 10 on API testing. Bob also reported that our ADA projections were reached, we have waiting lists at two schools, and Metro is expecting to grow by 35 students in the 2012-13 school year. He noted that morale was at the highest it has ever been with 78% of our teachers returning for the next year.
2. Superintendent Report
 - Gia announced that she is excited to have completed her first full year at Envision Schools. She gave an update of the successes achieved this year. We have two coaches at the schools providing targeted support to our students. There is a new focus on literacy as well. The school leadership team is focused on how to improve

KPI reporting and how to make them more strategic; by improving data, strategic focus, and accountability. Natalie said she appreciates the time taken to rethink how this is presented.

3. Envision Learning Partners Report

- Erika presented a brief overview of Envision Learning Partners' progress. She reported that Defense Design Studios have concluded with over 100 visitors from the Bay and Los Angeles areas. She announced that, thanks to a generous grant from the W. K. Kellogg Foundation, DLSAI funding is complete and we can begin working in Detroit.

4. Finance Committee

- David Cooper presented a summary of the financials of Envision Schools and highlights from the Finance Committee report. Natalie thanked Jane and Judy for their leadership and Judy's fine decision-making. Natalie also thanked David and Lawrie for their leadership on their respective committees.
- David reported that CSC funding would end.
- The Board excused all potential participants in the proposed internal loan program. The remaining, independent Board Directors, including three new Directors who would not be voting, then discussed the following issues:
 - Whether the potential lenders had enough information on Envision finances to make an informed decision
 - Whether the proposed rate of 10% was appropriate
 - Whether the legal advice, based on being "free", was adequate protection for the organization
 - Whether the program could cause reputational risk to Envision
 - Whether the term of the note (one year) was appropriate
 - Whether the loans could create a "governance conflict" for Board members, or staff, as future decisions are made on financial issues for the organization
 - Whether the program's benefits are worth the risk to the organization

After a discussion of almost an hour, the Board voted to reject the program in its current form, while thanking those who were willing to step up and lend the organization personal money to reduce the burden of debt on the organization.

The vote was:

Todd Aldridge	No
Sherri Pittman	No
Lawrie Mott	No
Helen Bulwick	No
Kirsten Weisser	No
Greg Daily	No
Natalie Walrond	No
Jim Wiggett	No

5. Development Committee

- Jane Breyer gave a brief update on development numbers.
- Lawrie commented that this is our first time exceeding the projections in five years. Goals were exceeded for both individual and institutional donations.
- Natalie thanked Helen for her help on the Chamberlin grant for Read Right. She reported that with this grant, we are able to expand this program to all four campuses.

6. Directors Committee
 - Natalie thanked Amy and Larry, outgoing board members, for their work and years of dedicated service.
 - Other discussion items were tabled for a future meeting.

V. PRESENTATIONS

1. Review 2012-13 calendar
 - Jim Wiggett reported there would be four board meetings and one retreat in January 2013.
2. Review 2012-13 committee assignments and expectations
 - Jim asked that committee chairs propose both committee and board goals. These will be consolidated in the September meeting. He asked that committees create strategic questions for discussion in January 2013.
 - Jim reported that the board online storage box has been created; invitations will be sent to all members. There will be separate directories for each committee to share with others. Two directories: board packets and minutes. The other section will contain contents from the board orientation packet. Moving forward, board packets will not be mailed electronically.
 - Jim announced that the Conflict of Interest, Brown Act, and Form 700 discussions would occur at one of the Fall Board meetings each year, including the presence of outside counsel to answer questions for Board members.
3. Potential partnership with Stanford University School of Education
 - Bob reported that Envision is still in conversations with Stanford. We have clarity on the governance structure; this would happen through the EE board, with Stanford in an advisory capacity. ELP will begin their first session with Stanford in July – so the partnership has begun.
4. Summer responsibilities
 - Jim asked that committees propose both committee and board goals to be consolidated in the September board meeting.
5. Envision Education 10th Anniversary Event
 - This discussion was tabled for a future meeting.

VI. ACTION ITEMS

1. Approval to nominate and elect current board member, David Cooper, to new term as Board Secretary/Treasurer.
 - Motion: Natalie
 - Second: Amy
 - 11 Yes 0 No

VII. ADJOURNMENT

- Meeting was adjourned at 7:30 PM.