



Quest Academy

Annual Board Meeting Minutes

Tuesday, June 13, 2017

Location: Quest Academy, 4862 West 4000 South, West Haven, UT 84401

NOTE: It is possible that the QA Board of Directors may be utilizing an electronic meeting component with one or more of their members.

In Attendance: Brice Mindrum, Michele Kersey Smith, Debbie Kingsford, Penn Bradshaw, Ken Bradshaw, Jade Beckman (6:25 p.m.)

Excused: Heidi Jex

Others in Attendance: Nicki Slaugh, Dave Bullock, Angelee Spader, Dawn Kawaguchi, Gabe Clark, Ryan Smith, Casey Arrington, Echo Cunningham, Clint Biesinger, Erin Preston

The mission of Quest Academy is to provide students a challenging, technology rich environment, enabling young citizens to become leaders prepared for the challenges of an evolving global community.

Minutes

6:09 PM – CALL TO ORDER – Ken Bradshaw

Penn Bradshaw made a motion to convene as the Quest Academy Board of Directors. Michele Kersey Smith seconded the motion. Motion passed unanimously.

Michele Kersey Smith made a motion to approve the CONSENT ITEMS. Brice Mindrum seconded the motion. Motion passed unanimously.

- Approve May 9, 2017 Board Meeting Minutes

REFINANCING UPDATE – Clint Biesinger with Verapath updated the board on what has happened up to this point and the timeline of what is coming up.

- Annual building expense will be approximately \$840k which currently it is around 963k. The savings will be about \$125k per year.
- The real estate work (appraisals, surveys and environmental studies) for both buildings have come back and were all good & clean.
- June 22nd is when the Financing Authority will be meeting where they would authorize the school to be able to issue bonds
- June 23rd the public notice of the bonds will begin the 30-day contest period where public have the opportunity to express their dissatisfaction if any. We will also be applying to S&P (on June 23rd) for a second rating

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which is the formal rating. This means we will not be going to market until after the 4th of July.

- Pre-closing is scheduled on July 20th for documents to be signed. Ken is the only one who needs to be there but anyone is invited. It will be done at the school at noon.
- July 26th is scheduled to be the closing date

Clint reviewed the three items that are required for the meeting with the financing authority which will be approved in this meeting today. They are the Reimbursement Resolution, Authorizing Resolution (financing), and the Disclosure Policy and Procedures. Clint also explained Continuing Disclosure which is a very important reporting issue.

BUSINESS ITEMS (To Be Discussed and/or Voted Upon)

- Discuss and Vote on Financing (Bond Authorization) Resolution – Erin Preston reported that this resolution states that the school will be going into up to \$15 million of debt to refinance the five current financings (loans) which are a Series 2010A Bonds, Series 2010B Bonds, USDA Note, Vectra Bank Loan and WH Frontage Holdings, LLC loan with a rate not to exceed 6% under the state credit enhancement program. **Penn Bradshaw made a motion to approve the Quest Academy Bond Resolution of June 13th authorizing not to exceed \$15 million in bonds as just discussed with the note that the financial coordinator will serve for purpose of signing this document as the secretary in Heidi's absence. Michele Kersey Smith seconded the motion. The votes were as follows:**

Brice Mindrum – Aye
Jade Beckman – Aye
Michele Kersey Smith – Aye
Debbie Kingsford – Aye
Penn Bradshaw – Aye
Ken Bradshaw – Aye

Motion passed unanimously.

- Discuss and Vote on Reimbursement Resolution – Erin Preston reviewed the Reimbursement Resolution. Certain costs have been incurred through the bond process. This resolution allows those costs to be reimbursed back to the school. The total amount that the school would like to be reimbursed will not exceed \$75,000. It includes the S&P study, USFA application fee, appraisal, survey and phase 1. **Michele Kersey-Smith made a motion to approve the Governing Board Reimbursement Resolution of June 13th declaring the intention of the school be reimburse a maximum amount of expenditures to be determined to finance the bonds to repay ourselves. Penn Bradshaw seconded the motion. The votes were as follows:**

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Brice Mindrum – Aye
Jade Beckman – Aye
Michele Kersey Smith – Aye
Debbie Kingsford – Aye
Penn Bradshaw – Aye
Ken Bradshaw – Aye

Motion passed unanimously.

- Discuss and Vote on Disclosure Policy & Procedures – Erin Preston reviewed the Disclosure Policy and Procedures. The school must report to the State Financing Authority items that are relevant to the insurance of the bonds such as annual financial information filings on EMMA. **Brice Mindrum made a motion to approve the Disclosure Policy & Procedures. Jade Beckman seconded the motion. The votes were as follows:**

Brice Mindrum – Aye
Jade Beckman – Aye
Michele Kersey Smith – Aye
Debbie Kingsford – Aye
Penn Bradshaw – Aye
Ken Bradshaw – Aye

Motion passed unanimously.

- Discuss and Vote to Engage School’s Auditor – Ken Bradshaw stated that the board has engaged Eide Bailly for the past several years. They do our single audit and enrollment audit. The board must engage the auditors annually. **Jade Beckman made a motion to approve to engage Eide Bailly as the School’s Auditor. Penn Bradshaw seconded the motion. Motion passed unanimously.**

- Discuss and Vote on Amended Bullying & Hazing Policy – Dave Bullock reviewed the amended Bullying and Hazing Policy. There are updated definitions plus new required provisions on abusive conduct by students and parents directed toward school employees. **Penn Bradshaw made a motion to approve the Amended Bullying & Hazing Policy. Michele Kersey Smith seconded the motion. Motion passed unanimously.**

- Discuss and Vote on Amended Wellness Policy – Dave Bullock stated that this was reviewed last month which needed to be approved by the Wellness Committee. The community council as the wellness committee has reviewed this policy and approved it. **Michele Kersey Smith made a motion to approve the Amended Wellness Policy. Penn Bradshaw seconded the motion. Motion passed unanimously.**

- Discuss and Vote on Meal Charge Policy – Dave Bullock reviewed the Meal Charge Policy. This is a required policy that states what the school will do when students lunch account balance reaches zero. If a student consistently is without meal money, the administration would investigate and contact the parents to see if they would qualify for free or reduced

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lunch. Penn asked if students who don't have money are able to eat lunch. Dave stated that they have provisions to make sure that the student has something but they typically contact the parents. **Michele Kersey Smith made a motion to approve the Meal Charge Policy. Jade Beckman seconded the motion. Motion passed unanimously.**

- Discuss and Vote on Student Conduct & Discipline Policy and Rescind the Safe Schools Policy – Dave Bullock reviewed the Student Conduct & Discipline Policy. This policy covers much of the Safe Schools Policy but establishes a process for expulsions. The majority of the new material included in the policy includes procedures for emergency safety interventions, including physical restraint, physical escort, and seclusionary time out. **Penn Bradshaw made a motion to approve the Student Conduct & Discipline and Rescind the Safe Schools Policy. Michele Kersey Smith seconded the motion. Motion passed unanimously.**
- Discuss and Vote on Student Data Privacy & Security (Policy) – Dave Bullock reviewed the Student Data Privacy & Security Policy. The school is responsible for protecting student data. This policy states that the school will create, maintain, and publish a Data Governance Plan and Metadata Dictionary. The metadata dictionary is a list of all third-party vendors that the school uses that has access to student data which is required to be turned into the state. Along with this policy is the data confidentiality addendum which those third-party vendors are required to sign. **Michele Kersey Smith made a motion to approve the Student Data Privacy & Security Policy. Jade Beckman seconded the motion. Motion passed unanimously.**
- Discuss and Vote on Data Confidentiality Addendum – This is the addendum that goes along with the above policy. Gabe stated that the state requires the school to have certain provisions in the agreements to make sure that the third party handles the data the way the state requires. This form is the recommendation on how to enter into agreements with third-party vendors without having to bring them to the board every time by authorizing the principal to enter into the agreement on behalf of the board. **Penn Bradshaw made a motion to approve the Data Confidentiality Addendum and authorize the principal to enter into the agreement with existing and future third party contractors as needed. Michele Kersey Smith seconded the motion. Motion passed unanimously.**
- Discuss and Vote on Technology Purchase not to exceed \$290,000 – Nicki Slaugh reviewed the technology purchase.
 - Chromebooks will be purchase for 1st thru 4th grades with Trustlands funds in the amount of \$87,300. This will replace the netbooks which is on our five year replacement plan.

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- Ceiling speakers will be purchased for five classrooms this year in the amount of \$5,385.
- MacBook COW for the Jr. high technology/gaming classes in the amount of \$41,185.50.
- Additional iPads for the 2nd grade in the amount of \$3,818.41
- New teacher computers in the amount of \$57,878
- Chromebooks for 1st, 3rd, 6th math and Jr. high math in the amount of \$63,400
- New MacBook for Dr. Dave in the amount of \$2,104
- Six new 3D printers in the amount of \$1,800
- Misc. tech upgrades for Tammy in the amount of \$10,000
- SpEd teacher computers in the amount of \$6,770
- SpEd amplification system for grades 1-5 in the amount of \$8,325

Brice Mindrum made a motion to approve the technology purchase not to exceed \$290,000. Penn Bradshaw seconded the motion. The votes were as follows:

Brice Mindrum – Aye
Jade Beckman – Aye
Michele Kersey Smith – Aye
Debbie Kingsford – Aye
Penn Bradshaw – Aye
Ken Bradshaw – Aye

Motion passed unanimously.

- Discuss and Vote on Final Amended 2016-2017 Budget – Brice Mindrum asked Ryan Smith to present the final amended budget. Ryan stated that the state requires that the school not exceed the budgeted expenses. The HVAC system was added. There was a discussion on the surplus. Ken stated that he sent out an email before the last day of school to the board proposing awarding employees with a \$500/\$250 bonus. He would like the motion to reflect this expense. **Brice Mindrum made a motion to approve the final amended 2016-2017 budget to include the ratification of the employee bonuses that were given. Michele Kersey Smith seconded the motion. The votes were as follows:**

Brice Mindrum – Aye
Jade Beckman – Aye
Michele Kersey Smith – Aye
Debbie Kingsford – Aye
Penn Bradshaw – Aye
Ken Bradshaw – Aye

Motion passed unanimously.

- Discuss and Vote on 2017-2018 Annual School Budget – Brice Mindrum asked Ryan Smith to report on the annual school budget. Ryan has been

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working with the administration to build this budget. Some items to point out are that he didn't include the bond financing in this budget and this budget was built on 930 students. It is very conservative. Ryan did mention that the technology budget does not quite match what was just approved for purchase by about \$30k so he asked that they add that in the motion. Dave stated that we are currently at 1,027 students for next year. **Brice Mindrum made a motion to approve the 2017-2018 Annual School with the amendment of an additional \$30k in the technology budget. Penn Bradshaw seconded the motion. The votes were as follows:**

Brice Mindrum – Aye
Jade Beckman – Aye
Michele Kersey Smith – Aye
Debbie Kingsford – Aye
Penn Bradshaw – Aye
Ken Bradshaw – Aye

Motion passed unanimously.

- Discuss and Ratify Board Members and their Terms – Ken Bradshaw reviewed the members and their terms. Ken proposed to the board to nominate Brittney Hale to replace Brice Mindrum's open seat. **Penn Bradshaw made a motion to approve the following members and their terms:**

- **Debbie Kingsford – *NEW* 1-year term to expire June 2018**
- **Brittney Hale – *NEW* 4-year term to expire June 2021**
- **Michele Kersey Smith – *NEW* 4-year term to expire June 2021**
- **Penn Bradshaw – June 2020**
- **Jade Beckman – June 2020**
- **Heidi Jex – June 2019**
- **Ken Bradshaw – June 2018**

Jade Beckman seconded the motion. There was a brief discussion on the how Brittney was chosen. **Motion passed unanimously.**

Discuss and Ratify Board Officers – Ken Bradshaw opened the floor up for nominations of board officers. **Brice Mindrum made a motion to nominate the Jade Beckman as the financial coordinator. Michele Kersey Smith seconded the motion. Motion passed unanimously. Penn Bradshaw made a motion to keep the rest of the officers as constituted with Ken Bradshaw as President; Penn Bradshaw as Vice President; and Heidi Jex as Secretary. Michele Kersey Smith seconded the motion. Motion passed unanimously.**

- Discuss and Vote to Ratify Principal for the 2017-2018 School Year – Ken Bradshaw gave an amazing vote of thanks to Dr. Dave for hanging around and getting us well down the road and putting the culture in place that

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the board has been looking for. **Penn Bradshaw made a motion to ratify the retention of Dave Bullock for the 2017-2018-school year. Michele Kersey Smith seconded the motion. Motion passed unanimously.**

REPORTS

➤ Administration

- "TLC" Teacher Evaluation Data – Dave reviewed the TLC teacher evaluation data in their formal observations of teachers in the following areas/category of effective principals in teaching:
 - ✓ Classroom Environment
 - ✓ Student Engagement
 - ✓ Classroom Instruction
 - ✓ TLC Skills
 - ✓ Quest Requirements
- Teacher Qualification Data – Dave reviewed the teacher qualification data. After formal observations, the administration reviews the teachers' qualification data to make sure that they are on-track to renew or upgrade their license.
- State of the School – Dave Bullock
 - ✓ Student Council will be participating in the West Haven Days parade. Students collaborated on what they wanted to market the school. They will be passing out swag that they created to families.
 - ✓ We are fully staffed for next year. We are just waiting on a few TA offers that are out there.
 - ✓ Current enrollment is 1,027. Angelee says that the attrition is typically about 30 students over the summer.
 - ✓ Class schedules should be ready in the next couple of weeks. New students are still being accessed so that they will be placed in the right class(es).

➤ Parent Organization – Debbie Kingsford

- POQA has had the month off which has been really nice
- We are working hard to get parents to volunteer for the board and we have expanded it to a larger committee.
- We had a wonder STEM themed field day. Next year they will probably have a separate 5th grade field day.

There was no PUBLIC COMMENT.

OTHER BUSINESS ITEMS (For Discussion Only)

- ### ➤ Calendaring Items – Ken Bradshaw
- No July Board Meeting – HAGS

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- Next Board Meeting – August 8th
- Thanks & Appreciation – Ken Bradshaw thanked Brice for his tenure and contributions over the years.

7:43 PM – Penn Bradshaw made a motion to move into an EXECUTIVE SESSION pursuant to UCA §52-4-205 (1)(a) to discuss the character, professional competence, or physical or mental health of an individual. Michele Kersey Smith seconded the motion. Motion passed unanimously.

7:55 PM – Penn Bradshaw made a motion to leave the EXECUTIVE SESSION and RECONVENE in public meeting. Michele Kersey Smith seconded the motion. Motion passed unanimously.

Michele Kersey Smith made motion to recognize the administrative staff by awarding Angelee a \$1,000 (net) bonus, and Nicki & Dave a \$3,000 (net) bonus. Penn Bradshaw seconded the motion. The votes were as follows:

**Brice Mindrum – Aye
Jade Beckman – Aye
Michele Kersey Smith – Aye
Debbie Kingsford – Aye
Penn Bradshaw – Aye
Ken Bradshaw – Aye**

Motion passed unanimously.

Ken Bradshaw thanked Brice Mindrum for his tenure and contributions. It has been amazing and is very much appreciated. He also thanked Dave and his staff for leading the board through the wilderness in some amazing ways the last couple of years.

7:58 PM – Michele Kersey Smith made a motion to ADJOURN. Debbie Kingsford seconded the motion. Motion passed unanimously.

June Action Items:

1. Get a Board plaque for Brice – **Dawn**

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