

**GCA BOARD MEETING REDACTED MINUTES
SHBC FIRESIDE ROOM
JULY 6, 2020
6:30 PM**

*Employee information has been redacted to protect confidentiality.

1. Call to Order was made by Chairman Dan Keiser.

2. Roll Call was answered by Phill Demarest, Julie Dickson, Dan Keiser, Leah Latshaw, Mark Law, Brad Pilkington, Woody Rose, and Shari Swonger. Head of School Josh Sexton.
Guests: Lee Reno, Justina Nadolson

3. Official Annual Meeting—Tonight is a regular monthly meeting and also the official Annual Meeting for our Corporation (per article 6.01)

4. Prayer and Devotion—Dan shared the TEDX video of Patrick Lencioni, “Are you an ideal team player?” Life is a team sport. Being a team player is the key to success in an increasingly team-oriented world, the key to preparing people for success is being humble, ambitious, and smart. Humility is the most important—the root of all sin is pride, denial of God-given talent is not humility. Second, ambition or hunger—the presence of a strong work ethic, which needs to be developed early in life. Ambition is different than workaholism. Third, smart—not intellectual intelligence, but emotional intelligence, how we use our words and actions to bring out the best in others. Ask your teammates about yourself—turn your teammates into coaches, ask them how you can improve. Important to teach our kids to think of others first, work hard.

5. Board Paperwork and Signups —Dan

Dan distributed the following papers/information to the board:

a. Board devotion schedule—members signed up to give monthly devotions

b. Board meeting schedule (back to school, graduation, homecoming, etc.)

c. July retreat date: Spouse Dinner July 24, 6:00PM and Retreat July 25, 8:00 AM to 4:00 PM

d. January retreat date: Spouse Dinner January 15, 6:00PM and Retreat January 16, 8:00 AM to 4:00 PM

6. A motion to approve the minutes from the meeting on June 1, 2020 was made by Mark Law, seconded by Phill Demarest, motion passed. Leah Latshaw abstained.

7. Enter votes from June 1 meeting into the record:

a. A motion to follow the Finance Committee recommendation for use of the SBA PPP was made by Woody Rose seconded by Mark Law, motion passed.

- b. A motion to approve the financial report was made by Mark Law, seconded by Woody Rose, motion passed.
- c. A motion to approve the GCA Core Values document as drafted was made by Phill Demarest, seconded by Mark Law, motion passed. The GCA Core Values document is effective 5/4/20.
- d. A motion to participate in the Columbus Foundation's Big Give in June was made by Mark Law, seconded by Brad Pilkington, motion passed.
- e. A motion to offer Shari Swonger a 2nd 3-year term beginning July 1, 2020 was made by Woody Rose, seconded by Mark Law, motion passed.
- f. A motion to offer a 3-year Board term to Leah Latshaw was made by Mark Law, seconded by Woody Rose, motion passed.
- g. A motion to name Justina Nadolson as a signer emeritus on GCA bank accounts and contracts in case of emergency was made by Mark Law, seconded by Woody Rose, motion passed.

8. Enter email votes into the record:

- a. An email vote was taken to use auction proceeds, originally designated to upgrade the sound system, for gym floor protection. The vote in favor passed.

9. Student Leadership Presentation - none

10. Faculty Presentation - none

11. Administrative Presentation - none

12. Forms—Dan asked board members to sign the forms listed below (which were previously emailed and viewed by board members) and submit to Josh tonight:

- Conflict of Interest**
- Lifestyle**
- Confidentiality Agreement**
- Leadership Agreement**
- Foundational Documents**

Justina recommended that the Whistleblower, Document Retention, Gift Acceptance Policy, and Accountable Reimbursement Policy documents also be signed to ensure signatures are of current leadership (Josh Sexton, Dan Keiser, Jayme Diener, and Esther Thacker).

A motion to accept and use the institutional documents listed below was made by Phill Demarest, seconded by Brad Pilkington, motion passed. Leah Latshaw abstained.

Institutional Documents (Chairman and CEO) - correlates with 990

- Whistleblower
- Document Retention
- Gift Acceptance Policy
- Accountable Reimbursement Policy

Copies of all documents will be kept in the GCA office.

13. A motion to accept the below Board members as GCA Board Officers was made by Woody Rose, seconded by Phill Demarest, motion passed.

- a. Dan Keiser—Chairman
- b. Brad Pilkington—Vice Chairman
- c. Julie Dickson—Secretary
- d. Mark Law—Interim Treasurer, Interim Finance Committee

14. A motion to name the individuals below as Corporation Officers was made by Dan Keiser, seconded by Phill Demarest, motion passed.

- a. Josh Sexton - President and Treasurer
- b. Jayme Diener - Vice President
- c. Esther Thacker - Secretary

15. A motion to authorize Josh Sexton, Dan Keiser, Jayme Diener, Brad Pilkington, and Justina Nadolson as signers on GCA Bank Accounts from July 1, 2020–June 30, 2021 was made by Phill Demarest seconded by Woody Rose, motion passed.

A motion to authorize Lee Reno as a signer on all GCA bank accounts only for the month of July 2020 was made by Phill Demarest, seconded by Mark Law, motion passed.

16. Report from Jayme Diener—Josh

- a. **What Fall will look like**—Josh shared the Standard of Care plan for GCA students. Currently compiling a packet of forms that families will need to complete as school begins, athletics and transportation information/forms will be included. Packets will be mailed to families, also available online, 6 weeks before start of school year. Sent out procedures for coaches on indoor training. Will send faculty and staff forms also.

17. Faculty Presentation from Katrina Faulkner on Marketing—Josh

- a. **Website Update**—plan to launch at the beginning of September.

18. Financial Report and Finance Committee—Mark Law

- a. **Financial report**

Financials are for period ending May 31, 2020

Cash Review

- Total Cash on hand was \$ 802,002.79
- We have designated and restricted assets of \$ 480,478.76

- Leaving us with \$ 321,524.03 of operating cash available

For the Month of May

	Amount	Budget
Income	\$ 146,061.23	\$ 157,383.42
Expenses	\$ 140,742.65	\$ 159,000.73
Net Income	\$ 5,318.58	\$ (1,617.31)

YTD Summary

	Amount	Budget
Income	\$ 1,482,123.48	\$ 1,526,738.98
Expenses	\$ 1,539,384.89	\$ 1,593,701.43
Net Income	\$ (57,141.85)	\$ (66,962.45)

Auxiliary Funds

May	YTD
\$ 14,338.74	\$ 206,163.16

Expenses now include a portion of the accrued payroll expenses that have previously been adjusted at year end causing a lower operating expense for July.

b. Budget Review—Josh went over the updated budget with the board.

c. Update on SBA PPP - Easy Form up to 24 weeks—finance committee made a recommendation for use of PPP funds.

19. A motion to approve the financial report was made by Mark Law, seconded by Brad Pilkington, motion passed.

20. Finance Committee—recommendation for taking on debt—simple majority vs. 80% majority.

a. The committee would like to make a motion to add the following policies to the board policy manual.

Section: Financial Condition and Activities

Accordingly, without Board approval, the Head of School shall not:

Acquire any short-term debt or lines of credit to fund operations or any other purposes

Section: Financial Planning / Budgeting

Accordingly, the Head of School shall not allow budgeting which:

Plans for any long-term debt service payments that exceed five percent of the current approved operating budget.

Board discussion. Table until next month—finance committee will discuss making an amendment to require a super-majority vote by the board (2/3 of the full board) to acquire short-term debt.

21. Education Committee—Brad

a. Action Items—need to meet with Josh to update on past and future work.

22. Advancement Committee—Mark

GCA netted almost \$9k, not including matching funds from Columbus Foundation.
Need an Advancement Director

23. Athletic Committee (Ad Hoc)

a. No Action Items

24. Facilities Committee—Dan—have received request for 5SG use, GCA has no policy in place at 5SG during a pandemic.

25. Board Development Committee—Brad

- a.** Potential new board member/Board Treasurer
- b.** 6 applications turned in from current board
- c.** Will schedule board orientation session with Leah Latshaw

26. Head of School Transition Committee—Justina

- a.** School-wide email sent with sign up for painting, moving and meals
- b.** Painting days on July 11 and 12
- c.** Move date Wednesday, July 15, 5:00 to 8:00
- d.** Plan to meet to go over bylaws

27. Administrator Report—Josh and Lee

- a. Head of School priority list—Lee**—distributed and shared the progress made on the HOS priority list and HOS Board Policy Manual violations. Will remove items 4, 5, 8, 9 (or review), 10, 11 on list, may remove item 7. Meeting with Josh to discuss.
- b. Report on use of hourly staff—Lee**

- c. **Re-enrollment statistics—Josh**—218 fully re-enrolled, projection of 250 including in-process, 17 re-enrollees still in process. Budget allotted for 240 students.
- d. **New and Existing Personnel Updates (staff, coaches, etc)—Josh**
- e. **Refund**—A request for a refund was made, board voted to deny the request.
- f. **Info from Nahum Masimer on Athletics—Josh**
- g. **Budget**—Josh went over the updated 2020-2021 budget with the board

A motion to approve the updated 2020-2021 budget was made by Mark Law, seconded by Phill Demarest, motion passed.
- h. **Facilities Update—Josh**
- i. **School Opening (what, when and how)—Josh**—Back to School kickoff, board participation would be appreciated. Josh would like to have get together at the beginning of the school year with faculty/staff/admin/board to promote unity.
- j. **Discussion about financial aid**—there are funds designated for use.
- k. **Insurance**—Josh will send the interim Finance chair the school's building liability policy quote for their review and recommendation.

28. Old Business

- a. **Cathy Pound Servant Leader Award**—Recipient will be recognized at Back to School Night.
- b. **If / When to resume open board meetings**

29. New Business

- a. **Technology Ad-Hoc Committee—Josh**—volunteers: Jason Stump is willing to chair, Ethan Nadolson is willing to be part of the committee. Also looking into adding E-sports. Josh will make this committee an administrative committee/task force.
- b. **Parking Lot for Ideas—Dan**—will begin at board retreat and continue each month to capture thoughts and ideas.

30. Meeting Adjournment.

Respectfully submitted,

Julie Dickson