

# **The Hope Academy**

## **BOARD OF DIRECTORS**

**August 29, 2014**

**A meeting of the Board of Directors was held on Friday, August 29, 2014. An agenda was distributed to all present (and made a part of these minutes by reference). Directors in attendance included Hon. Charles A. Lombardi, Bianca Rodriguez and John Kelly. Staff in attendance included Margaret Knowlton and Deborah Malachowski.**

**Call to Order – Chairman Lombardi called the meeting to order at 8:25 am and welcomed the group.**

**Consent Agenda – Chairman Lombardi noted that we will begin using a consent agenda in future meetings; however, for the time being we will continue to approve items individually. The Chairman asked if there were any questions regarding the minutes of the July 21, 2014 Board meeting which were previously sent out to the Board members.**

**Hearing none, he asked for a motion to approve the minutes as presented.**

**A motion to approve the minutes as presented was made by Ms.**

**Rodriguez, seconded by Mr. Kelly, and unanimously approved.**

**Update and Discussion of Start-up Activities – Mr. Kelly asked that Ms. Knowlton be excused for the initial part of this discussion. Once Ms. Knowlton had left the room, Mr. Kelly reminded the Board that it had previously appointed Ms. Knowlton as Superintendent. He also reminded the Board that at the time that that appointment had been made it was anticipated that Hope would contract directly with Meeting Street. Mr. Kelly explained RIDE’s concern with this and with the need to ensure that Hope had true independence. Mr. Kelly recused himself from the discussion and did not participate in the subsequent vote.**

**The Chairman noted Ms. Knowlton’s experience, both as an Assistant Superintendent and Head of School (for both public and private schools), made her a very good fit for Hope and her skill set balanced nicely with that of the Head of School whose experience had not been at the elementary level. It was suggested that Hope hire Ms. Knowlton directly as its Superintendent at a proposed annual salary of \$10,000 per annum effective immediately. It was noted that Ms. Knowlton would be an at-will employee and that there would be no written contract. Ms. Rodriguez made a motion to approve hiring Ms. Knowlton as the Superintendent of Hope and to compensate her at the proposed rate, Chairman Lombardi seconded same, and it was unanimously approved.**

**Ms. Knowlton was then invited back into the room and congratulated by Chairman Lombardi and the other Board members and promptly accepted the Board's offer.**

**Ms. Knowlton then discussed the Independent Contractor Agreement that Hope was proposing to enter into with an integrated music specialist who has been identified. Ms. Knowlton described her background and also the reasoning behind hiring an independent contractor versus a part-time staff member. Ms. Knowlton also stressed the importance of exposing children to the arts. The Board concurred and reviewed the proposed terms and conditions of the agreement. Ms. Rodriguez then made a motion to approve the proposed agreement as presented, Mr. Kelly seconded the same, and the agreement was unanimously approved.**

**Ms. Knowlton then discussed the Professional Services Agreement that Hope was proposing to enter into with Meeting Street for the provision of certain services including those relating to the education of children with Individualized Education Plans (IEP) and those relating to all students (i.e., librarian, physical education teacher, art teacher, etc.). Ms. Knowlton broke down the itinerant regulations for each proposed provider/position including the mandatory appointment of a school physician and school dentist. She noted that the hours needed for a school counselor would increase as the school population grew. Ms. Knowlton also spoke about the outstanding qualifications of Meeting Street's Director of Special**

**Education and its English Language Learners coordinator. Chairman Lombardi asked about the tracking of hours for each of these providers. Ms. Knowlton noted that this would be tracked by Hope, specifically by its UCOA/Financial Officer, and would be reported to the Board on a regular basis. Ms. Knowlton also reviewed the proposed cost rates and explained the rationale behind each rate and also noted the ability of Hope to get out of some or all of the Professional Services Agreement depending on its changing needs and the performance of the assigned professionals.**

**Following some additional discussion, Ms. Rodriguez made a motion to approve the Professional Services Agreement as presented, Chairman Lombardi seconded the same, and it was unanimously approved. It was noted that Mr. Kelly had recused himself from the discussion and vote on this matter.**

**The final start-up item presented for approval was the proposed amendment to the corporate by-laws which had previously been sent out to the Board members. Mr. Kelly noted that the proposed amendment would set the quorum at 3 members. The Board discussed the reason for this and the difficulty in having all the members present. Mr. Kelly also noted that in addition to the new members recently appointed, there would be parent representatives elected late in the fall and that, at that time, the Board may wish to revisit this; however, at this time in order to complete the business before it, he suggested that we formally amend the by-laws to set the**

**quorum at three.**

**Ms. Rodriguez made a motion to amend the by-laws as proposed, the Chairman seconded the same, and it was unanimously approved.**

**Ms. Knowlton then updated the Board on the school's progress as it moved closer to opening. She stated that Hope presently has thirty-six students enrolled with six students on our waiting list. She noted that we expected the waiting list to grow. She noted that the Welcome Back Bash was held earlier in the week and several of the Hope families attended. Families and faculty are excited at the state of the school's physical plant and its offerings and she stated that everyone was looking to the start of school.**

**Proposed Hope Policies – Ms. Knowlton then turned to a discussion of the following policies and amendment which had previously been sent out to the Board for its review:**

**Promotion of a Latex Free Environment**

**Peanut and Tree Nut Allergy**

**Head Injury and Concussions**

**Medical Emergency for Allergic Reaction**

**Medical Emergency/First Aid**

**Medication Administration and Self Carry**

**Amendment to Uniform Policy**

**She summarized each policy and its importance. Chairman Lombardi asked whether parents provided staff with medical reports regarding any medical issues that their children may have. Ms. Rodriguez asked if many students had peanut allergies. Ms. Knowlton responded to the questions and noted that there we are fortunate that there are several nurses on-site. Chairman Lombardi also noted the closeness of a medical facility to the school.**

**Mr. Kelly made a motion to approve the policies as presented, Ms. Rodriguez seconded the same, and the policies were unanimously approved.**

**Appointment of Capital Bank and Trust Corporation – Mr. Kelly noted that it was being suggested that we appoint Capital Bank and Trust Corporation to act as the custodian of The Hope Academy’s 403(b) plan for employees and that Capital Bank had extensive experience acting in this regard.**

**Ms. Rodriguez made a motion to appoint Capital Bank and Trust Corporation, Chairman Lombardi seconded the same, and the appointment was unanimously approved.**

**Discussion of Future Agenda Items – The Chairman asked if there were specific topics or information that the Board would like to see or discussed at its future meetings. His suggestion was that the school open, start operations, report on its progress and activities and that**

**the Board would then be in a better position to identify any additional information it needed. Ms. Knowlton then invited the Board members to visit the kindergarten classrooms immediately following the meeting to witness our new student/family orientation which was underway.**

**Adjournment - Mr. Kelly made a motion to adjourn, Ms. Rodriguez seconded the motion, it was unanimously approved and the Board adjourned at 9:45 AM and the Board members proceed to the kindergarten orientation.**

**Respectfully submitted,**

**Deborah Malachowski  
Secretary Pro Tem**