



**Minutes of a Meeting of the Board of Directors**  
*of*  
**Casa Esperanza Montessori**  
*held on*  
**August 5, 2021 at 6:00 p.m.**

The following are minutes of a Meeting of the Board of Directors of Casa Esperanza Montessori Incorporated, a North Carolina nonprofit corporation (the “**School**”), held via Zoom videoconference, at the time and on the date noted above. Except for the Closed Session, the proceedings were live-streamed on YouTube.

Member	Present	Absent
Monique Taylor, Chair	X	
Seraka Davis, Vice Chair	X	
Alice Ward, Treasurer	X	
Mike Slipsky, Secretary	X	
Jon Lee	X	
Monica Perry	X	
Seth Wood	X	
Thomas Miller, Interim Head of School	X	
Teresa Outlaw	X	

Proper notice having been given and a quorum of directors being present, the meeting was called to order by Mrs. Taylor at 6:00 p.m.

## **I. WELCOME**

Mrs. Taylor welcomed everyone to the Meeting.

## **II. CONFLICT OF INTEREST STATEMENT**

Mr. Slipsky read the School's Conflict of Interest Statement.

## **III. SCHOOL MISSION STATEMENT**

Mr. Slipsky read the School's Mission Statement.

## **IV. CONSENT AGENDA**

The first matter to come before the meeting was the approval of the previously circulated Agenda for the meeting. Mr. Slipsky made a motion to approve the Agenda, which was seconded by Mrs. Ward. The motion was unanimously approved.<sup>1</sup>

## **V. MINUTES FROM JULY 13, 2021**

The next matter to come before the meeting was the approval of the Minutes of the Board's Annual July 13, 2021 meeting. Mrs. Davis made a motion to approve said Minutes, which was seconded by Mrs. Ward. The motion was approved; Mr. Wood abstained due to inability to access the minutes.

## **VI. PUBLIC COMMENT**

Miranda Draper offered public comments and inquired about when the Board will meet in person and is looking forward to a great school year.. Patricia Calle, teachers, offered public comments about looking forward to a great school year. Elizabeth entered a thank you for mandating masks in the chat feature.

## **VII. ANNOUNCEMENTS**

There were no announcements.

## **VIII. HEAD OF SCHOOL REPORT**

The next matter to come before the meeting was the Head of School Report, which was presented by Dr. Tom Miller. Dr. Miller reported that enrichment classes are full and still has a waitlist. The immersion waitlist has been reduced by adding students to classes. Daily attendance is fluctuating between 560 and 570. There were 550 on the first day of school; teachers have been making direct contact with families. Carpool has begun 7 minutes earlier to address the afternoon delays at the beginning of the school year; administration is timing vehicles and spacing of vehicles and expects it to continue to improve. Volunteers for the courtesy crew have been helpful. There are more students on campus now than in the 2019-2020 year. In teacher and employee development, there will be a survey to confirm the training status for teachers so that development can be planned, along with new teachers observing experienced teachers. Reading scores are not released yet; last year was considered a norming year. New hires have been filled for all vacant positions.

Mrs. Taylor asked the Board if there was interest in amending the agenda to vote on new hires from Dr. Miller and to address hiring recommendations from Mrs. Outlaw. The Board would like to add a vote for New Hires and Contract Approvals, along with Assistant Head of School and Director of Finance and Operations. The vote will be held after a closed session. Mr. Slipsky made a motion to approve the amendments to the Agenda, which was seconded by Mrs. Ward. The motion was unanimously approved.

Dr. Miller closed the report by explaining that any covid-19 cases are being reported and disclosed appropriately, and any in close contact are being notified according to protocol. The Board will further review covid-19 guidance documents. He is also working on the audit and has engaged a third-party provider as benefits administrator to provide 5 to 8 hours of support to make sure employees are added as needed to benefits and the retirement plan.

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<sup>1</sup> All votes taken at the meeting were taken by roll call vote.

## **IX. OLD BUSINESS**

A. The next matter to come before the meeting was Leaders Building Leaders - Scope Update. Mrs. Taylor explained that the existing agreement covers Dr. Miller's role through the transition when Mrs. Outlaw officially starts as Head of School, along with some lead time when the Assistant Head of School starts. No additional agreements needed at this time.

B. The next matter to come before the meeting was a Facility Construction Mgmt Task Force update. Mrs. Taylor shared that the master site plan has been approved. The Board met with faculty to gain input on the layout for classrooms and teaching walls. More information will be provided once additional details are confirmed; no ground has been broken yet on the future site.

## **X. NEW BUSINESS**

A. The next matter to come before the meeting was the audit. Mrs. Ward is working along with Dr. Miller to complete the audit. Pension liability will be disclosed in the audit since the plan exit has not occurred; the audit will note that the pension will be exited prior to year-end. Charter Success Partners will write the management letter, and the plan is to review and approve the audit in October. Many adjustments noted by the auditor were due to required changes in operations because of Covid-19.

B. The next matter to come before the meeting was bank account signers and line of credit. Mrs. Taylor reported that former employees are no longer authorized as signatories. Truist will issue new forms to add Mrs. Outlaw when she begins as Head of School. The bank is also working on updating the names for the line of credit.

C. The next matter to come before the meeting was the design build consensus doc. Mrs. Taylor explained that this is the construction contract with BCCG. Borrowers' Counsel, Michael Kaney, and the Owners' Representative, Mary Nash Rusher, have reviewed the agreement line by line along with Mrs. Taylor and Mrs. Ward. Mrs. Ward commented that Mr. Kaney has provided great feedback for BCCG in representing the school and finding resolutions. Mr. Wood inquired about examples where resolution had to be agreed upon. Examples include design access and ownership, payment timing and structure, and the amounts of insurance coverage. Mrs. Taylor stated that the consensus doc will carry the project forward to the next phase, but that the School is currently operating under the previously approved interim agreement with BCCG. Mrs. Ward made a motion to approve the Design Build Consensus Doc, which Mr. Slipsky seconded. The motion was unanimously approved.

D. The next matter to come before the meeting was the admissions policy review. Dr. Miller updated the Board regarding an inquiry - if a parent chooses to leave the School due to covid-19 and health concerns, whether there is a priority for allowing the student to return. Under statute with Senate Bill 681, there is not a direct preference to address that circumstance, but the Board asked Dr. Miller to investigate whether there is an option to allow this.

## **XI. CLOSED SESSION**

Next, Mrs. Taylor stated that the Board would need to go into closed session to discuss certain personnel matters.

Mr. Ward made a motion to go into closed session to discuss such matters, which was seconded by Mrs. Davis. The motion was unanimously approved, and the Board went into closed session at approximately 6:46 p.m.

No motions were made or approved in closed session.

At approximately 7:25 p.m., Mr. Slipsky made a motion to leave the closed session, which was seconded by Mrs. Ward. The motion was unanimously approved.

The next matter to come before the meeting were contract approvals. Mrs. Taylor stated the following new hire faculty contracts to be approved: Maria Meyer, Reading Interventionist; Ingrid Caudle, Spanish Immersion Kindergarten; Patricia Calle, Spanish Immersion 3rd/4th Grade Social Studies and Science Teacher; Liza Vasquez, 3rd/4th Grade ELA/ Social Studies Enrichment Teacher, Suzanne Clayton, Spanish Immersion 5th/6th Grade Language Arts/Social Studies Teacher; Elianne Obregon, Spanish Immersion 1st/2nd Grade Math and Science

Teacher, and Amy Donnelly, 1st/2nd Enrichment Teacher. Mrs. Ward made a motion to approve the aforementioned new hire contracts subject to acceptable background checks which Mrs. Perry seconded. The motion was unanimously approved.

Mrs. Taylor stated the following new hire contracts to be approved: Korey Williams, Substitute; and After Care employees Avril Escobedo, Paula Guillen, Brielle Leathers, and Andrea Leach. Mr. Wood made a motion to approve the aforementioned new hire contracts subject to successful background checks which Mrs. Davis seconded. The motion was unanimously approved.

The next matter to come before the meeting were hiring recommendations presented by Mrs. Outlaw. Mrs. Ward made a motion to accept the hiring recommendation for the Assistant Head of School position which Mrs. Perry seconded. The motion was unanimously approved.

Mrs. Ward made a motion to accept the hiring recommendation for the Finance and Operations Director position which Mrs. Perry seconded. Mrs. Ward amended the motion to be subject to successful background checks for both administration positions and Mrs. Perry agreed. The motion was unanimously approved.

The next board meeting is planned to be on campus with no virtual broadcast, as possible.

**XI. ADJOURN**

There being no further business on the Agenda, Mrs. Perry made a motion to adjourn the meeting, which was seconded by Mr. Wood. The motion was unanimously approved, and the meeting adjourned at 7:33 p.m.

Chair		/	12/13/21	Monique Taylor, Board
Secretary		/	12/14/21	Michael Slipsky, Board