

**Rudolf Steiner School of Ann Arbor – Minutes of the Board of Trustees
Wednesday, April 3, 2019**

Present: Dilip Das, Knut Hill, Daryl Honor, Jim McCauley, Mike McFall, Don Remboski, Heather Rindels, Paul Trombley

Excused: Gary Banks, Bob Rajewski, Tim Standke

Others Present: Sian Owen-Cruise, Katrina Klaphake, Carolyn Raschke, Donna Snyder, Hanna Zlotnick (UM Board Intern)

Don Remboski called the Board of Trustees meeting to order at 5:40pm.

Agenda Review and Consent Agenda Approval

- A motion to approve the March 6 meeting minutes and current reports was made by Jim McCauley with support from Mike McFall. There were no dissensions and the motion was approved.

Development Engagement

- Katrina Klaphake introduced Donna Snyder, UM General Counsel and President of Planned Giving Council of Southeast Michigan who provided a PowerPoint presentation on Planned Giving and Establishing an Endowment.
- She explained that an endowment is a gift that is not wholly expendable on a current basis and is usually permanently restricted, in writing, by external donors.
- She also noted that institutions cannot permanently endow funds but endow funds for a certain timeframe.
- Questions to consider when establishing an endowment:
 - What are our resources (staff, expertise, etc.)?
 - What resources are we willing to obtain/hire? Retirement planners are most like endowment fund managers.
 - What kind of gifts do we want – what are our priorities? Choose them based on our administration resources.
 - Balance needs of our school with what the donors will be passionate about.
 - What are our restrictions?
 - What kind of assets are we willing to receive?
 - We can have a policy of blended assets also where cash and securities are always accepted and the Board will approve others.

- What are our naming considerations? Naming is really the only thing that organizations have to offer donors. Naming is considered incidental. She recommended that naming decisions be put in writing with the donor and noted that term naming is also an option.
- The Board posed a number of questions and asked about industry standards based on our school's size.
- Donna noted that funded endowments are preferred over unfunded endowments.
- Donna Snyder was thanked by the group for her expertise.

2019-20 Tuition Grant Proposal

- Sian Owen-Cruise noted that the name of the proposal has been changed from scholarship to grant. The word scholarship implied that it was based on merit and implied a more complicated process is involved.
- The document is now called the Tuition Grant Proposal and includes language that if the school moved to different tuition model (i.e. accessible for all), then all families would move to the new model.
- She noted that the tentative plan is to implement this over the next 10 days. This would mean contacting the families whose tuition assistance applications are complete by a certain date.
- She also noted that the budget will be adjusted if 12 students in the category B don't enroll.
- Knut Hill stated that he supports this proposal as a first step but challenges the Board to determine future steps to address overall enrollment growth and sustainability.
- Paul Trombley was asked to represent the College and speak on their behalf about the proposal. He noted that this has been on the College agenda for three weeks and that the College has given full support with the idea of looking to expansion.
- Jim McCauley noted that the bigger step is a wholistic approach to getting affordable tuition.
- Heather Rindels asked about the likelihood of getting 12 new students in category B. Sian Owen-Cruise responded that it isn't likely. She was also asked if the funds available to existing families over the 50% tuition assistance could be scalable. She responded that they are not. Our parents need to see progress and our goal is not to lose any families based on finances.
- Mike McFall reminded the group that our budget for 2019-20 already has a deficit. Sian Owen-Cruise confirmed this and noted that retention has been positive and the discussion around tuition is having an impact.

- Board members can help by attending Open Houses.
- A motion to approve the Tuition Grant Proposal as distributed was made by Elizabeth Head with support Knut Hill. There were no dissensions and the motion was approved.
- Sian Owen-Cruise was thanked for her leadership and action on this proposal. She then extended a thank you to the Board.

Trustee Slate for 2019-2020

- Don Remboski reported that terms for Heather Rindels and Dilip Das will expire on June 30, 2019.
- Heather Rindels stated her interest in serving another three-year term.
- Dilip Das commented that he is willing to continue Finance Committee work but will no longer continue as a serving Board member or Treasurer. He has been accepted on the Human Rights Commission for the City of Ann Arbor.
- Don Remboski asked for recommendations for a Treasurer. Please contact him.
- He also noted the board members whose terms expire on June 30, 2020.
- Sian Owen-Cruise informed the group that the Coordinators, the College and the Development Department regularly make note of community members who might serve on the Board.
- Trustees will vote on Heather Rindels and any other new members at the May meeting.

Administrator's Evaluation

- Don Remboski informed Trustees that the School Administrator feedback survey will be available by Friday and that all comments are welcome. He welcomes feedback in person or via phone. Please contact him.
- Sian Owen-Cruise noted that the Continuous Improvement Model will come to the Board in June for review. Changes to her Job Description will happen after that process.

College/Board Meeting Date – Proposing May 2 at 5-6:30pm

- The joint College/Board meeting will be held on Thursday, May 2 at 5pm at the Lower School.

Lower School Parking Lot Approval and Letter of Credit Signer Authorization

- Carolyn Raschke reminded Trustees that the Lower School Parking Lot Addition was part of the 2018-19 budget and the project was approved in concept.

- Trustees reviewed the Brivar design/build agreement totaling \$90k. The amount approved and supported by this year's tuition increase is \$30k. Carolyn Raschke and Sian Owen-Cruise noted that the additional \$60k is already reserved and available.
- Discussion and questions were answered. It was noted that this project was originally part of the Middle School construction but wasn't feasible at that time. Time is of the essence because of the pending City annexation. The project may not be approved by the City and possible changes may make the project financially unreasonable.
- Knut Hill asked if this project went out to bid by other contractors. As an extension of the original project, it did not.
- Sian Owen-Cruise noted that the price is driven by material costs and equipment costs. Concrete and pavement are more expensive now and we weren't able to easily complete the project with the equipment that was on site during the Middle School construction.
- A motion to approve the proposal to approve the Brivar design/build contract was made by Daryl Honor with support from Heather Rindels. There were no dissentions and the motion was approved.
- Carolyn Raschke noted that Ann Arbor Township requires a deposit of 125% of the construction estimate or provide them with a letter of credit from our Bank saying these funds are being held in case the project is not finished.
- The Board empowers Carolyn Raschke, Finance Manager, to sign the Letter of Credit documents on behalf of the Board. The Amount authorized can be up to \$79,468.75 and the Board understands this Letter of Credit is a requirement of Ann Arbor Charter Township in order to obtain permits to begin construction on the Lower School parking lot expansion project at 2775 Newport Road, Ann Arbor, 48103.
- A motion to approve the proposal to authorize Carolyn Raschke to sign the Letter of Credit as stated above was made by Daryl Honor with support Elizabeth Head. There were no dissentions and the motion was approved.

Enrollment Task Force – Implementation Recommendations

- Sian Owen-Cruise reviewed the implementation recommendations as detailed in the document provided to the group.
- She noted that the Finance Committee will be asked to work on alternative tuition models. Any Board members interested in joining the Finance Committee are welcome.

New Business – None

A motion to adjourn the meeting was made by Dilip Das with support from Daryl Honor. There were no dissensions, the motion was approved and the meeting was adjourned at 7:34pm.

2018-19 Board Meetings

Regular Board Meetings on May 1 and June 5
College/Board Joint Meeting May 2 at 5pm