

**Rudolf Steiner School of Ann Arbor – Minutes of the Board of Trustees
Wednesday, May 1, 2019**

Present: Dilip Das, Knut Hill, Elizabeth Head, Daryl Honor, Jim McCauley, Mike McFall, Bob Rajewski, Don Remboski, Heather Rindels, Tim Standke, Paul Trombley

Excused: Gary Banks

Others Present: Sian Owen-Cruise, Katrina Klaphake, Carolyn Raschke

Don Remboski called the Board of Trustees meeting to order at 5:43pm.

Agenda Review and Consent Agenda Approval

- A motion to approve the April 3 meeting minutes and consent agenda reports was made by Jim McCauley with support from Elizabeth Head. There were no dissentions and the motion was approved.
- The Board asked for more information on the cost increase for the Lower School parking lot. Expected enrollment in Grade 9 next year was questioned based on current contracts received. Sian Owen-Cruise commented that enrollment is typical for this time of the year and that High School enrollment will meet budget but it may not be grade by grade.

Development Engagement

- Katrina Klaphake thanked trustees for attending the Grandparents Day event.
- She reminded the group of the May 24 golf outing. Brivar, The Krichko Group and Bigby Coffee are golf outing sponsors.
- Sponsors for our Waldorf 100 celebrations are Brivar and The Krichko Group.
- Katrina also noted that the Development Committee is creating a narrative to connect with German companies in the area.
- As a follow up on Donna Snyder's presentation from last month, the Board is asked to consider what is compelling for our community and what will help us in our future fundraising. Katrina informed the Board that Debt Reduction (part of the 3rd leg of the Capital Campaign) has been changed to Stability/Securing Fund.
- Heather Rindels requests clarification on the educational support part of the original Capital Campaign.

- Mike McFall asked for more detail on endowments and asked if an established endowment will bring us more donations overall. He stated his concern about restricting funds.
- Elizabeth Head noted that the Development Department can choose to discuss endowment with specific people depending on donor interest.
- 3 pieces of the 3rd phase: program support, debt reduction,
- Heather Rindels noted that, depending on restrictions, endowments are beneficial as they can help provide cash during an economic downturn.
- Katrina Klaphake closed the discussion by noting that the Development Committee will meet before school ends and that two art prints have been commissioned as gifts for retiring long-term faculty and staff.

Governance Model Review

- Sian Owen-Cruise reminded the group of the school's continuous improvement process. Every spring between May 1-June 15, a systematic review of governance model is done. At the end of June, the document is finalized and used for the next 12 months.
- There are several proposed changes to the Governance Model:
 - Grade 1 Admissions - policy on age of child and what group makes the final decision
 - Support plan for new hires – automatically starts upon hire and will now include hiring team's input
 - An error in looping model has been corrected
 - Clear system for ending a committee's work
 - Clearer checklist for implementation
 - Structure for Parent Council – Executive Committee regular meetings, 4 meetings through the year
 - Mandates added for several groups
 - Job Descriptions have been updated
- The revised Governance Model will come to the June Board meeting.

Trustee Slate for 2019-2020

- Heather Rindels has agreed to continue in her capacity as Vice President for 2019-20 and has agreed to serve another three-year term on the Board.
- Heather Rindels formally nominates Jim McCauley for Treasurer beginning July 1, 2019.
- Jim McCauley was asked to leave the room and Trustees were asked for feedback and other discussion on his nomination.

- A motion to accept the nomination of Jim McCauley as Treasurer beginning July 1, 2019 was made by Bob Rajewski with support from Dilip Das. There were no dissensions and the motion was approved.
- Heather Rindels was asked to leave the room and Trustees were asked for feedback and other discussion on reelecting her as Vice President.
- A motion to reelect Heather Rindels as Vice President beginning July 1, 2019 was made by Daryl Honor with support from Mike McFall. There were no dissensions and the motion was approved.

Board Evaluation Review

- Don Remboski asked Trustees to look at the Board Evaluation results and asked the group for responses that are of concern.
- He noted a response for a stronger focus on development and asked for the group to consider the Board's focus: philanthropy or advisory.
- Bob Rajewski reminded the group that it has discussed an Advisory Board in the past to gather people for fundraising and not ask them to attend regular meetings.
- Katrina Klaphake commented that every board member is asked to open doors to potential donors and to be supporters for events or sponsorships.
- Jim McCauley noted that this should be a focus – Elizabeth Head noted a concern with a singular focus – Mike McFall feels run from College supports this because of the good group of people
- This group – should give administrators and faculty resources
- Mike McFall is interested in this group being focused on resolving the faculty pay and resources. We have a strong administrative structure in place – one threat to the school is maintaining our teachers. The founding faculty who have been committed are retiring now. Can those shoes be filled?
- Dilip Das asked if there could be a deliberate onboarding process for new board members.

Administrator Job Description

- Sian Owen-Cruise noted that the Administrator's survey feedback was received. Don Remboski and Sian Owen-Cruise will meet and the Administrator's goals will be updated so that they can be approved at the June meeting.
- Don Remboski thanked the Trustees who participated and provided feedback but noted it was less than 50%. If anyone wants to provide other feedback, please contact Done personally.
- Format discussion – only solicits board responses. Admin staff, College Chair also – we could do another kind of model – quick model.

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

- The meeting will be held in the Middle School Commons.
- Agenda items are:
 - Continuous Improvement Update – Paul Trombley
 - Enrollment Taskforce Recommendations Update – Don Remboski
 - Accreditation Process Update – Sian Owen-Cruise

Personnel Committee Proposal on Flexible Spending Account

- Jim McCauley introduced proposal on Flexible Spending Account as distributed to the group.
- A motion to accept the Personnel Committee’s proposal to terminate the Flexible Spending Account and offer a “cash in lieu” benefit for full-time employees who waive RSSAA health coverage beginning July 1, 2019 was made by Bob Rajewski with support from Heather Rindels. There were no dissensions and the motion was approved.
- The Committee was thanked for the thorough proposal.

Enrollment Task Force – Implementation Recommendations

- Dilip Das introduced the Enrollment Task Force Recommendations proposal (as distributed) by reminding the Board of the enrollment crisis.
- The Finance Committee proposes that the efforts of the Enrollment Taskforce be supported as follows:
 - For 2019-20 – redirect \$20k that would go into contingency
 - For 2019-20 – use \$30k of current contingency fund
 - Make a total of \$50k available towards critical areas of focus to support outreach and marketing work and build enrollment
- He noted there were considerations on other ways to fund these efforts but the Committee decided on a modest and responsible proposal.
- Jim McCauley asked if this funding is sufficient to do key activities and reminded the group that \$150k was identified previously as the total needed.
- Sian Owen-Cruise noted that the proposal includes funding for the next two school years and stated that if enrollment is not shifting by the third year, different decisions would need to be made.
- Knut Hill asked for clear plans for evaluation and analysis of results.
- Outreach and marketing will target Lower School and Grade 9 specifically.
- A motion to accept the Finance Committee’s proposal to fund the Enrollment Taskforce Recommendations was made by Tim Standke with support from Jim McCauley. There were no dissensions and the motion was approved.

Prepare for Annual Meeting – June 5

- The June Board of Trustees meeting will be our Annual Meeting and a quorum is required.

Old and New Business

- Knut Hill asked for an update on the Greenstone Path project.

A motion to adjourn the meeting was made by Elizabeth Head with support from Mike McFall. There were no dissentions, the motion was approved and the meeting was adjourned at 7:20pm.

2018-19 Board Meetings

College/Board Joint Meeting May 2 at 5pm

June 5