

MINUTES FINAL
Board of Directors Meeting
Bdote Learning Center
3216 E 29th St. Minneapolis, MN 55406
December 21, 2020 4:30-6:00 p.m.

1. Opening Items

a. Record Board and Guests attendance:

Board members present: Autumn Dillie, Michele Fluhr Fraser, Kat Anthony Wigle, Louise Matson, Odia Wood- Krueger, Tedi Grey Owl, Pam Goeky.

Board members absent: Mary Hermes

Guests: Nichole Schmidt, Clifton Larsen Allen; Luli Axbijaj, IQS Authorizer cadre; Bill Zimneiwick, Interim executive Director; Corey Western Boy; Iva Rasmussen; Julie Kunze; Barry Hand; Veronica Peterson-Briggs; Elizabeth Cates; Emily Kunze; Graham Hartley; Josh Doane; Katie Vigness; Kelsey Henry; Miskwa Mukwa; Maggie Lorenz; Levi; Melody; Crystal Norcross; Kate Beane; Hinhan Loudhawk; LR Lisa; Anastasia; Ashlyn; Beth Brown; Korissa Howes; Cindy Ward-Thompson; Monica Briggs; Carol Charging Thunder; Travis Bush; Dawn LaRoque.

Call Meeting to Order AD 4:44

b. Approve December Agenda: correct the month for agenda, minutes, and financials;

Motion to approve agenda LM, Second KAW and OWK; roll call- motion passes

c. Approve November 23, 2020 Minutes: spelling corrections for names and autocorrect items;

Motion to approve minutes PG, OWK second; roll call- motion passes

d. Statement of Conflict of Interest: Luli from IQS

AD asked Luli to refresh topic- he explained that the board must list the conflict of interest issue and review at the top of every board meeting for topics that are on the current month's agenda. With this understanding,

AD asked board to review agenda for conflict of interest for this meeting 12/20- None stated.

e. The Selection of Officers (Tabled from the November 23, Regular Board Meeting)

Many questions and comments from the chat and guests (Melody) wanting to know about who is qualifications to hold the officer positions and duties; (Corey Western Boy) want to know who is Native on the Board- Indian representation, tribal enrollment, etc. asked Kat if she's enrolled somewhere; AD read from the chat (Kate Beane) wants to know how to file a complaint against a board member that she thinks should not be serving because they are not good for her child's school;

MFF shared mandate that 2/3 of members must be Native American- requirement in our Charter- board members went around and identified their enrollment or ancestry; Discussion about seating officers now or waiting till the other two board candidates are seated after the special election; all agreed to seat officers tonight.

Pam Goeky resigned from the board during the meeting.

LM nominated KAT be vice chair; OWK second; she accepted; roll call- approved.

LM volunteered to be treasurer; Michele seconded; roll call- approved.

AD to continue as chair w/a vice chair in place; OWK seconded; KAT did vote-roll call-approved.

TGO suggested MFF to be secretary- she accepted; roll call-approved.

AD ok- so we need to circle back to Kate Bean's question about a complaint against a board member- what is the process- we need a personnel committee- AD wants to have a more active personnel committee with teachers and community we can start filing through the complaints; OWK brings discussion about the flow chart and who receives complaints depending on who is the person of complaint etc.

LM wants us too move on- it's already 5:30 so people who need to learn about these things can read available resources on the website and bring back questions to the next meeting.

2. Finance

- a. Review and Approve November 2020 Financials and Check Register: Nichole Schmidt, CLA
High level details for new board members and guests to learn how the expenditures and revenues are recorded; the monthly financials packet goes out to the board 10-14 days before the mtg for review; 42 % through the year; Budget expects 115 ADM- current enrollment is 109; today we are at 106; cash flow is always lean- we pay staff and insurances first and other bills when titles and grants come in; details on how checks are approved from accounts payable list; state owes us 330k from last year and this year; (as of June 2020, state owed us 575k and that's what we got the Propel loan for- they only approve a loan of 70-80% of holdback amount due to ADM fluctuations); new board members can see most or some of the vendors we use by reviewing the checks. We have an ADSIS sped program that runs an 18 month holdback and HHM funds take a long time to come back to us. We paid off a credit card to Cindy that was in her name for approx 40k-. Sped does not update every month, only 2 -3 times per year
** END of Nov Revenues 37%; Expenditures 40%.

Food service program claims has been delayed since Sept- all forms are in now and funds should be paid in Dec.

The budget we are using was voted on by board in Jan of last year- we always revise it again this Jan or Feb- and have another vote- we present a proposed budget passed on new info-there are always fluctuations of enrollment after winter break and cares money etc.

Last two pages show payments-checks- and now is the time for board members to do your due diligence and ask about any questions- its' public information where these payments are going. TGO is this an 'average' month? NS- mostly- it fluctuates based on time of year, but on average, this is a good example of our typical in/out.

AD motion to approve November financials and checks- LM, second; MFF- roll call- approved.

3. Committee Reports:

- a. Executive Director Search Advisory Committee Report-Maggie Lorenz
We are starting to plan/schedule meetings to start to draft the position description.
LM wants to be sure she and Kat are included in the meetings-so be sure they are on the list.
- b. Parent Committee Report- Maggie Lorenz
Met 12/19 and the 17th- we discussed an application that was submitted to MDE Indian Ed committee back in Oct- and we have an opportunity to resubmit the application- we are meeting with Bill to make sure that what we submit meets the budget currently; we voted to recommend to the board to continue Bills contract to the end of this fiscal year.

4. Leadership report: Bill Zimniewicz, Interim Director

- a. Open Board Seat Election Update- everything is going along timely according to state statutes and the process that was outlined for enhanced security of ballots; accepted only by mail;

discussion about when to count the special election ballots- are we going to seat only Jen's one spot or should we take the top two vote getters-

LM motion top two vote getters to fill the two open seats; OWK second; roll call approved.

- b. Liz Sullivan's Resignation; she rec'd the cobra letter and her last paycheck on the 15th of Dec.
- c. Board Member Background Checks- we need to do it annually so it was sent in packet and he will send them again to the Bdote email addresses.
- d. Board Training- NEO authorizer has put together board training videos- you need three for sure- finance, HR and governance; I completed all 11 modules and you get your certificates; watch for the email with the link- must complete first one within 6 months and all within one year.
- e. Fiscal Concerns; I'm used to being able to pay off all the invoices- now I have to decide what NOT to pay. Let's talk about the strategic plan with an eye that we are not relying on grants, and rather that we have 40 staff 106 kids payroll 92k; info from Nichole other schools: comp A 226 kids, 81k payroll; comp B 98 kids, 61k payroll; comp C 411 kids, 115 payroll.

I think your ADM should finance the school and grants are just gravy. Something that the board should look at. If there is a strategic plan, I'd like to see it. Discussion of our fund balance 4.68%. Recommended fund balance 20-25%. Nichole says new schools are usually at 10-15%. Wants to meet with Louise about this and get going on the Strategic Plan.

LM- we have two teachers in every language and Cindy did the fundraising for that. Graham helped with that as Board member and now as staff. We need to preserve small class size. We need to get going on Fundraising and Development- get families and community involved in that especially if we are looking at a new building.

5. New business

- a. Strategic planning- Bill- Luli- discussion about its required- Bill offers to start the ground work to write a new strategic plan- and the entire community should be involved in that- have it for 5 years and review it twice a year; is there a plan- LM if Bill would love to jump start that, it would be great Bill- what ever we have would be outdated. KAT offered to forward the restructuring plan emails that were presented during summer 2020.
- b. Contract Renewal Discussion: Bill talked to Laurie about renewing with IQS- she does not see why Bdote would not get a three year contract- Bill doesn't know why we would get a 1 year instead of 3 years- Laurie said three year is highly probable; the board just needs to know that we are up for renewal- has to be signed before June 30.

6. Old Business:

- a. Approved Contract T-Mobile (additional devices) Bill listed it as discussion – he always wants contracts or subscriptions to be approved by the board, even if lower cost than the bylaws recommended amount- These hotspots are not budgeted and we just have to find \$ to pay them; Discussion about new cares money to cover or juggle money around to meet the tech needs of our kids/families.

7. Public comment:

- a. Each speaker must sign up in the Zoom chat and will have 2 minutes to speak.

8. Adjourn: LM motion at 6:45 pm.