

**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF TRUSTEES OF
THE FRENCH AMERICAN INTERNATIONAL SCHOOL
HELD ON December 17, 2020 ZOOM REMOTE PLATFORM**

The Regular Meeting of the Board of Trustees of the French American International School (the "Corporation") was called by email notice (the "Notice") of the Board of Trustees in accordance with the notice provisions of the Oregon Revised Statute (ORS) and the Corporation's bylaws. Such notice stated that such Meeting would be held as a virtual meeting on December 17, 2020 via the Zoom remote platform in order to comply with the State of Oregon's "Stay-at-Home Order" effective March 23, 2020. An Agenda (attachment A) was sent electronically to all members of the Board of Trustees.

In accordance with the Notice, the meeting was held via Zoom, beginning at 6:30 PM. In attendance were the following members of the Board of Trustees, constituting a quorum of the members of the Board of Trustees:

Attending: Erin-Kate Barton, Matt Birchard, Cyreena Boston Ashby, Julie Falk, Scott Hardister, Charles Jenkins, Patti Shaffner Jordan, Aaron Martindale, Connor Reiten, Denisse Reyes, Michael Smythe, Gaston Suarez, Laura Taylor

Absent: none

Guests: Lisa Johnson, Shawna Foster, Robin Faltersack

Welcome and Consent Agenda

The meeting was called to order at 6:33 PM with a quorum by Chair, Julie Falk. All board members were present by 6:40 PM.

Motion: To approve the minutes of the Regular November Board Meeting, sent to all board members by email prior to the meeting: Minutes of the November 19, 2020 BoT.

M/S/A

Head of School Report

Scott Hardister reported on the following:

- "Small wins" or good things to have occurred since the last meeting:
 - Site Committee kickoff meeting was held
 - Mission Review Committee meeting was held
 - Head's Advisory Committee has met
 - All Faculty/Staff meeting was held, they covered the Diversity Responsive School article the BoT has previously reviewed. Morale is described as pretty good.
- Hiring process for replacing the Lower School Division Head is starting.
- Six Lower School teachers will need to be replaced in the new school year, this is unusual turnover, driven in part by the COVID-19 pandemic and the fact that some teachers leaving are married couples both employed by the school. The French hiring process has already begun for next year.
- COVID-19 Reopening Metrics were discussed. No changes from the Governor's office, though HoS remains optimistic of updates in the new year. Limited in person instruction is planned or taking place at some grade levels within current rules. Faculty/Staff are honing hybrid models for eventual return to campus instruction.

Executive Committee Update

Julie Falk reported for the EC the following:

- Engaged in agenda setting for upcoming meetings

- Discussions on the Head of School's upcoming contract renewal

Committee on Trustees Report

Co-chairs Denisse and Patti provided an update to the board on the following:

- Nomination period for Class A trustees is still open, but no applications have been received yet.
- The CoT has been building a list of potential Class B trustee nominations. The CoT requested input from the entire board on any potential names to add to the list.
- A survey will be forthcoming from the CoT for each board member to complete. It will ask standard questions about board composition and skills using a form from BoardSource for our own benchmarking.

At 6:50PM the Meeting went into Closed session and guests left the meeting. The board asked Lisa Johnson and Shawna Foster to join the closed session.

Budget Update

The board discussed the budget process in closed session in preparation for the January board meeting dedicated to this topic.

Adjacent Property Vote

The Board voted to authorize the Head of School to engage in negotiations with the adjacent property owner to acquire the 1-acre property at 735 NW Miller Road. A not-to-exceed price of \$600,000 plus normal and customary fees was established.

Debt Refinancing Vote

The Board voted to authorize the CFO to proceed with refinancing of the school's existing debt including an increase of \$600,000, to take advantage of cost savings from lower interest rates and provide flexibility with adjacent property purchase.

Adjourn: 8:45 PM

Attachments:

A: Agenda