

# Board of Trustees

## Minutes

### 22 September 2020

#### Call to Order

Indira called the meeting to order at 4:00 pm.

#### Approval of Minutes

The minutes of the 26 May meeting were approved unanimously by voice vote.

#### Annual Forms

Indira reminded the trustees to complete the Roles and Responsibilities, and Conflict of Interest forms and return them to Mia.

#### Introduction of New Trustees

Indira introduced and welcomed to the board:

- Shelby Campion
- Amanda Hill
- Ryan Luria
- Julie McMurchie
- Kelly Park '21
- Laura Tremblay

#### Board Chair Report

Indira noted that she and Tim led an NWAIS workshop for board chairs and heads of schools. She reported on her attendance at an US assembly on antiracism that occurred the first week of school and added that she has invited some of the participants to come to a future board meeting. She then presented the board's goals for the year.

#### Head of School Report

Tim summarized the work that happened over the summer and then reviewed the new mission and values as well as institutional goals for the year. The board discussed the goals and agreed that the health and wellness of the community; fundraising; and anti-racism are key areas the school should focus on this year.

#### Strategic Topics

The board reviewed and discussed the working vision. There were several suggestions made and Jasmine will take them under advisement in creating a second draft. The board unanimously endorsed going forward with the work.

#### Committee Reports

The board committees provided reports and their goals for the year.

- The operating budget for 2020-2021 was presented by the finance committee and unanimously approved by voice vote.
- The endowment committee reported that economic recovery was quick but public markets are not going to give us the kind of returns we've seen in the past 30 years.
- Mark and Ingeborg Holliday are the new campaign committee chairs. Nicole thanked Patrick and Heidi O'Neill for getting the campaign kicked off. Mark thanked the trustees currently serving on the committee.

The meeting then went into Executive Session and no minutes were taken.

# Board of Trustees

## Minutes

### 27 October 2020

#### **Call to Order**

Indira called the meeting to order at 4:00 pm.

#### **Approval of Minutes**

The minutes of the 22 September meeting were approved unanimously by voice vote.

#### **Board Chair Report**

Indira reported that board committee work is well underway for the year and reminded the board that some of the committees will be participating in the self-study required for our reaccreditation.

#### **Head of School Report**

Tim gave an overview of the key areas the school leadership is focused on this fall:

- Remote and Hybrid Innovation – What are we learning?
- *Community Wellbeing – How are we staying healthy?*
- Open and Respectful Discourse – How do we foster this?
- Enrollment, CG Fund, and College Admission - How are we adapting?
- NWAIS Self Study and Accreditation Process – What is the Board's role?

He then focused on what we are doing to help ensure community wellbeing especially around screen time fatigue, lack of social interaction, workload, independence (lower grades), managing children and work, tech issues.

#### **Strategic Topics**

Erica Babino, Assistant Director of Inclusion and Outreach introduced the members of the Anti-Racism Collective (ARC) Anushka Gupta '21; Emma Linder '21; Catie Macauley '21; Nayan Murthy '22; Neha Myneni '21; Divine Niyungeko '21; Patina Todd '21 who shared their experiences with racism at Catlin, their mission statement and ways they think Catlin can move toward being an anti-racist school, and their commitment to helping the school move forward. The board thanked the students for their sharing their personal stories and for the work they have done in this area.

#### **Capital Campaign**

OP SIS presented the latest plans for the Athletic and Wellness Center.

#### **Finance Committee Report**

The Finance Committee provided an overview of the three themes during FY19-20 that drove material variances from budget; the resulting dramatic changes in some areas when comparing actual to budget – with a slight improvement in our net position; and what we learned for FY 20-21.

The meeting then went into Executive Session and no minutes were taken.

# Board of Trustees

## Minutes

### 1 December 2020

#### **Call to Order**

Indira called the meeting to order at 4:00 pm.

#### **Approval of Minutes**

The minutes of the 27 October meeting were approved unanimously by voice vote.

#### **Board Chair Report**

Indira summarized the October meeting and previewed the agenda for this meeting. She noted that there will be a Capital Campaign update at each meeting and thanked Bart Eberwein for chairing the Governance Committee.

#### **Head of School Report**

Tim updated the board on the current status of remote learning and then led the board through the results of last year's ISACS survey.

#### **Strategic Topics**

Self Study: Barbara Ostos and Jordan Heinz reviewed areas from the 2012 visiting team report recommendations and how well we have addressed those areas as well as what work we still need to do in those areas.

Antiracism Curriculum: Krystal Wu and Jasmine Love shared the work underway on developing an antiracist curriculum.

#### **Finance Committee Report**

John presented the committee's proposed tuition for 2021-2022 which was unanimously approved by voice vote.

#### **Capital Campaign**

Mark provided an update on the work of the committee asking trustees to please share any ideas or prospects with Tim or Nicole.

#### **Governance Committee**

Eberwein reported on the work of the governance committee asking trustees to please forward names for potential trustees to the committee.

The meeting then went into Executive Session and no minutes were taken.

# Board of Trustees

## Minutes

### 2 February 2021

#### **Call to Order**

Indira called the meeting to order at 4:00 pm.

#### **Approval of Minutes**

The minutes of the 1 December meeting were approved unanimously by voice vote.

#### **Auction**

Gen Kaady updated the board on auction plans and encouraged various types of participation for trustees.

#### **Board Chair Report**

Indira reported the following. The board's thoughts are with the Eberweins as their son Douglas, 10<sup>th</sup> grade battles leukemia. David Recordon has had to step down from the board because of his new job as Director of IT for the White House. Reminder to everyone to please give one potential trustee name.

#### **Head of School Report**

Tim updated the board on the finance/tuition webinar he, John, and Terry did for parents; return to school planning including hybrid, remote, communications, etc.; as well as other areas the school is focused on including admissions, the CG fund, capital campaign, accreditation, East Campus, and legal issues. Lisa Ellenberg spoke to the Forum's work gauging employee reactions and needs for reopening and their partnership with the administration.

#### **Strategic Topics**

Accreditation: Barbara updated on process. Thanks to those who participated in the self-study process and the preliminary meetings with the visiting team chairs. The visiting team will be here April 11-14 and we will be scheduling meetings during those times with trustees including a Sunday evening zoom.

Antiracism: Jasmine and Kelly presented the oppressive language policy and protocol for curriculum.

#### **Finance Committee Report**

Gilleland updated the board on the work of the finance committee.

#### **Capital Campaign**

Holliday provided an update on the work of the committee and showed a video of the renderings of the new athletic and wellness building.

#### **Governance Committee**

Indira informed the committee that Don Vollum will take over as chair of the Endowment Committee and Jay Mahajan has been nominated to the committee. Both Don and Jay were ratified unanimously by voice vote.

The meeting then went into Executive Session and no minutes were taken.

# Board of Trustees

## Minutes

### 16 March 2021

#### Call to Order

Indira called the meeting to order at 4:00 pm.

#### Approval of Minutes

The minutes of the 2 February meeting were approved unanimously by voice vote.

#### Board Chair Report

Indira thanked Tim, Lisa, and the Administrative Team for the supportive smooth move into hybrid learning and for their efforts throughout the year. Thanks to everyone who gave at auction and thanks to Nicole and her team for a great auction.

#### Head of School Report

Tim updated the board on the hybrid learning plan and as of today all divisions have students on campus.

Sara Nordhoff informed the board that tomorrow is deadline for admitted students to enroll and we are at about a 95% reenrollment rate. For new students our enrollment rate is similar to previous years. She thanked the board for their partnership this year.

Nicole Rinetti-Clawson thanked the board for this excellent year and the success of our second virtual auction. She reported that we should be close to \$600,000 for this year's auction.

Tim provided a series of updates noting that we are in final stages of the search for a new Outdoor Ed Director and are in the midst of an Athletic Director search, as well as searches for various faculty positions. He shared that Global On-line Academy (of which we are a founding member) really became the go to for on-line professional development this past year. He reminded the board that we are also a founding member of Mastery Transcript Consortium and reported that the first set of students submitted mastery transcripts with their college applications this past year and we are continuing to work with colleges about these. He added that NWAIS is talking about future of education and share the link to a discussion about trends in higher education. Finally, he reminded the board of the Visiting Team dates, Sunday, Tuesday. He then reviewed the status of his goals for the year.

#### Strategic Topics

Jasmine talked about white supremacist culture and led the board through an exercise in stereotyping. She also shared the link to information on white supremacy culture characteristics.

#### Capital Campaign

Indira and Mark spoke to the importance of stretching and making an early campaign pledge. Nicole provided an update on amounts solicited and pledged so far. Mark also informed the committee about opportunities for prospective donors to take a tour with Tim.

#### Endowment Committee

Indira introduced Don Vollum He noted he, his wife, and his children are all CG alumni and he served on the board previously. He reported that the endowment is in good shape because over the years we've had sound investment, a good investment consultant, and great fundraising. Nicole added that we have a lot of named endowed funds and if someone wants to know how that's done she's happy to discuss this with them.

The meeting then went into Executive Session and no minutes were taken.

# Board of Trustees

## Minutes

### 27 April 2021

#### **Call to Order**

Indira called the meeting to order at 4:00 pm.

#### **Approval of Minutes**

The minutes of the 16 March meeting were approved unanimously by voice vote.

#### **Board Chair Report**

Indira thanked everyone who joined the NWAIS Visiting Team meeting and noted team was especially struck by our impressive board – the level of care, concern, and compassion of the board. We stood out in the region amongst other boards.

#### **Head of School Report**

Tim updated the board on student safety structures.

He informed the board that employment letters would go out in the next few weeks.

Community Engagement is still in its beginning stage but Jasmine and George Zaninovich are leading discussions about what we mean by this and how best to do this school-wide.

He reported on current East Campus use and future plans.

Tim concluded by informing the board that it is time to review and refresh the strategic plan.

#### **Strategic Topics**

Jasmine introduced leaders of the Asian American Parent Affinity Group. They shared parts of their stories to illustrate why the work of the affinity group is so important to them, their children, and current and future students at Catlin Gabel. They discussed the recommendations they presented to support various aspects of the Asian-American experience at school.

Tim gave the board a sense of the NWAIS visiting team commendations and recommendations

#### **Capital Campaign**

Nicole thanked the board members who have met with her, Mark, or Tim about the capital campaign. She reported that an alum has included the school in their estate planning. Ryan then shared what spoke to him and his wife about the campaign.

#### **Finance Committee**

John gave the board an overview of the year's finances and previewed upcoming committee work. He then provided an explanation of how we pay for projects from working capital.

#### **Governance Committee**

Indira previewed the work of the committee and noted that the nominating and voting-in of new trustees would take place at the upcoming meetings. Committee charters are near completion, and we'll begin approving them at the next meeting. In the June meeting we will conduct a board evaluation in the meeting.

The meeting then went into Executive Session and no minutes were taken.

# Board of Trustees

## Minutes

25 May 2021

### Call to Order

Indira called the meeting to order at 4:00 pm.

### Approval of Minutes

The minutes of the 27 April meeting were approved unanimously by voice vote.

### Board Chair Report

Indira reflected on the year including the one-year anniversary of the death of George Floyd noting that much had changed in the country with much yet to do and added how proud she is of the work the school has done and is committed to doing going forward in antiracism and DEI work. She noted that it is our duty to raise citizens who can identify and stand up to injustice and thanked everyone for their commitment to this work.

Next year we'll revert back to our normal 6 meetings per year, plus a one-day retreat, and keep to the timing of 4-7 pm. The plan is also to meet in person next year.

### Head of School Report

Tim thanked the Administrative Team for their work during what has been the most complicated year in his professional career. Their work has been extraordinary.

He thanked Lisa Ellenberg, Mimi Sei, and Kelly Park for their work on trying to keep people connected this year. They have shown up, helping to lead and just being a presence for our various constituencies and worked hard to keep our values alive this year.

Barbara thanked Tim for his leadership this year on behalf of the Administrative Team and the Board.

Tim expanded on his report on community engagement noting that we've looked at what we are really trying to achieve through community engagement; what is our public purpose. We have a number of existing programs in divisions but no overarching goal. We've changed the Director of the Center/Place Programs to Director of Community Outreach.

### Strategic Topics

Aline led a review of the College Counseling Report.

Sara led a review of the Enrollment End-of-Year Report. She did note her appreciation for the enrollment team and all the work they did adjusting to the new reality and how they looked at things through the lens of 'what are the opportunities'. She added that the community really made enrollment a priority this year and she's appreciative of that.

### Capital Campaign

Mark thanked the committee for all their work this year, as well as Tim and Nicole who have kept the dream alive and done the heavy lifting this year. He noted the brush pile on the build site has been moved and the land use permit has been submitted. He added thanks to those who have met with Tim or Nicole and asked that board members respond in a timely manner for meeting requests about the campaign.

### Committee Charters

Finance Committee Charter was approved unanimously by voice vote.

Endowment Committee Charter was approved unanimously by voice vote.

Advancement and Enrollment Committee Charter was approved unanimously by voice vote.

**Finance Committee**

John provided the board with an overview of the work the committee will be doing in June and thanked Terry and everyone in the business office for their work.

**Governance Committee**

Indira informed the board that election of officers and new trustees will take place at our June meeting and if anyone has any questions or comments, they should email her. She added that we will also take time at the June meeting to complete the annual board assessment.

The meeting then went into Executive Session and no minutes were taken.



# Board of Trustees

## Minutes

### 8 June 2021

#### **Call to Order**

Indira called the meeting to order at 4:00 pm.

#### **Approval of Minutes**

The minutes of the 25 May meeting were approved unanimously by voice vote.

#### **Board Chair Report**

Indira noted the dates for next year's board meeting.

#### **Strategic Topics**

The board took time to complete the yearly board assessment.

#### **Governance Committee**

The board unanimously approved the following:

- a. Slate of Officers, 2021-2022
  - i. Indira Nallakrishnan, Chair
  - ii. Mark Holliday, Vice Chair
  - iii. John Gilleland, Treasurer
  - iv. Kate Warren Hall, Secretary
- b. New Terms of Service
  - i. Derrick Butler (Term 3)
  - ii. Kate Warren Hall (Term 2)
  - iii. Mark Holliday (Term 3)
  - iv. Indira Nallakrishnan (Term 3)
  - v. Tyler Silver (Term 2)
- c. New Trustees
  - i. Whitney Black
  - ii. D'Artagnan Caliman '91
  - iii. Nitesh Sharan

The board also recognized Jackson George '22 as a new ex-officio members of the board of trustees

#### **Acknowledgements and Introductions**

The board thanked Azin van Alebeek, Arah Erickson ;87, and Kelly Park '21 for their service. The new trustees joined the meeting and were introduced.

#### **Committee Reports**

The Committees provided end of year reports and the board unanimously approved the resolution presented by the Finance Committee for permission to be granted to certain individuals to sign certain school docs for business office over the summer.

The meeting then went into Executive Session and no minutes were taken.

*Respectfully submitted by*

*Mia Mendicino*

*Executive Assistant to the Head of School*