The Board of Directors held a Regular Board Meeting on Monday, January 24, 2022. This was a Zoom Meeting with login information posted on the Mead School District website. Directors Burchard, Olson, Cannon and Gray were present. Director Denholm was excused. Also attending were Superintendent Shawn Woodward, Chief Financial Officer Heather Ellingson and Assistant Superintendents Heather Havens and Jared Hoadley.

I. Approval of Agenda
Director Cannon made a motion to approve the meeting agenda, as amended (2021-2022 Calendar Revision was added as a New Business action item). Director Olson seconded the motion. The motion carried unanimously.

II. Approval of Minutes
Director Cannon made a motion to approve the minutes of the January 10, 2022, Regular Board Meeting, as amended (a copy of Resolution 22-01, COVID-19 Vaccine Requirement, and a copy of the letter sent to Governor Inslee and the Washington State Board of Health from the board sharing survey data and setting forth a case against making the COVID-19 vaccine required under WAC 246-105-030, were attached to and made a part of the official minutes). Director Gray seconded the motion. The motion carried unanimously.

III. Remarks for the Good of the Schools
President Burchard opened the floor for public comment on non-agenda items and reminded those wishing to speak that comments should be limited to three minutes in length. Board members were first invited to share remarks followed by the public.

Director Cannon, noting there are several employee groups worthy of recognition, highlighted the “above and beyond” efforts of Transportation Department staff. With staffing levels impacted by illness and ongoing staffing shortages, the entire department has pitched in to get students to and from school each day including mechanics who have stepped in as drivers. These extra efforts are appreciated and make a big difference.

Director Gray, also acknowledging the Transportation Department, thanked Director Brian Liberg for his willingness to drive and obtain COVID tests from the Department of Health so that kids can stay in school.

Noting Governor Inslee, by proclamation, declared January School Board Recognition Month, and acknowledging in the current environment being a board member is a very tough job, Superintendent Woodward thanked the board for their leadership and shared he is personally very grateful they have all “volunteered” to serve the Mead School District community. Superintendent Woodward read the proclamation which highlights the work of local school boards in promoting student learning by creating a clear vision and direct accountability, being a passionate voice of advocacy and serving as outstanding volunteers and champions for public education. As a show of appreciation both Mead High School and Mt. Spokane High School have provided a small token of their appreciation (school tee-shirt and spirit items) that board members, at their convenience, can come to District Office and pick up.

Director Olson positively commented on the recent induction of former athletes into the Mt. Spokane High School Athletic Hall of Fame. Athletes honored during half-time of the recent Ferris
vs Mt. Spokane basketball game are Drew Rasmussen (Class of 2014), Ashley Pedersen (Class of 2014) and Delaney Zalud (Class of 2010).

Katrina Mason, a local mental health counselor and mother of three Mead School District students, first expressed her thanks to the board for the recent letter they sent to Governor Inslee and the Department of Health regarding the COVID vaccine. She also thanked Director Cannon for his recent efforts to secure more COVID tests. At the last meeting Ms. Mason shared mask mandate concerns but ran out of time to address testing concerns. She plans to speak at the next board meeting about the vaccine.

She stated masking, testing and the vaccine are, in general, more about control than the health and well-being of individuals. In students, incidents of depression, drug use and anxiety have increased. Adolescent mental health is in crisis. She compared the current testing of student-athletes, sometimes three times each week, to criminal assault and battery, noting if you asked students most would not volunteer to be tested and therefore the current forced testing is coercive. When the district ran out of tests because of supply chain issues wrestlers were unable to compete. She contended common sense has been hijacked and referenced incidents of “false positive” test results.

Shelly Weilands, mother of five children, two who have graduated from the Mead School District, questioned why the meeting was being held virtually and not in-person, especially considering technical difficulties that limit a community member’s ability to share remarks. (While not immediately answering this question, President Burchard shared he would address the reasons for moving the meeting to Zoom later in the meeting.)

Jenny Bright, mother of children who are students in the Mead School District, thanked the board and district for their efforts to keep kids in school but also asked the question, “Are we doing what is best for students?” She referenced the district being in “survival mode” and because of that expressed concern that some students may be “lost through the cracks.” She is concerned about the amount of screen time students are engaged in especially in music and shared she was part of an effort to provide ukuleles for Farwell students so that screen time can be reduced. She expressed disappointment that students are not able to sing. She advocated for a more normalized environment for students . . . one that reaches beyond simply surviving. She also wonders why parents cannot visit their children during lunch. She appreciates the opportunity to make the board aware of these little things that impact her children.

President Burchard, acknowledging that times are tough right now, encouraged others listening in on the Zoom meeting to first reach out to principals with questions or concerns and then, if need be, to email District Office.

IV. Continuing Business
A. 3rd Reading Policy & Procedure 3122 Revision
   Excused and Unexcused Absences

Student & Family Services Director Josh Westermann presented a revision to Policy/Procedure 3122, Excused and Unexcused Absences, for third reading consideration. This policy/procedure was adopted on November 26, 1985, revised on December 12, 1995, and revised/renumbered on June 27, 2011, prior to its latest revision on February 13, 2012, nearly ten years ago.

The presented revisions align both the policy and procedure to current state law and current district practices. In addition to expanding definitions and examples of excused and unexcused absences, the presented drafts set forth revised intervention timelines. To a large degree changes reflect a more preventative and less punitive process for dealing with, in particular, unexcused absences that emphasizes a tiered approach to helping a student reengage in school. Before the district files a petition with the courts it must outline the steps it has taken to reengage the
student which includes, but is not limited to, administering the WARNS assessment and referral to the district's Community Engagement Board.

WSSDA Sample Policy 3122 and Sample Procedure 3122 were used as templates for the presented revisions. There is no financial impact associated with the policy/procedure revision.

The presented draft policy reflects the removal of the four specific references to COVID-19 in the list of valid absence excuses, as was recommended by the board on January 10, 2022 (second reading).

In making a motion to approve the presented revisions to Policy/Procedure 3122, Excused and Unexcused Absences, Director Olson noted he likes the emphasis in the policy/procedure on keeping kids in school. Director Cannon seconded the motion. The motion carried unanimously. (Links to Policy 3122 and Procedure 3122 are available on the Mead School District website.)

**B. 3rd Reading Policy/Procedure 4040 & Resolution 21-15 Adoption Public Access to District Records (Replaces Old Policy/Procedure 9680)**

**Background** – Several years ago WSSDA implemented a new numbering system for school board policies. Since that time the Mead School District has been systematically updating its policies and procedures to align with this new numbering system.

Human Resources Director Keri Hutchins presented the adoption of Policy/Procedure 4040 and Resolution 21-15, Public Access to District Records, for third reading consideration. This policy/procedure would replace old Policy/Procedure 9680 that was adopted on May 22, 1991, with no revisions approved since that date. WSSDA Sample Policy/Procedure 4040 and WSSDA Sample Resolution 4040 are the templates for the presented policy/procedure and resolution adoption. The presented policy/procedure complies with state/federal statutes and sets forth the public records process currently in practice in the Mead School District.

The presented policy sets forth the board's commitment to providing the public full access to records concerning the administration and operations of the district, while also preserving the efficient administration of government and protecting the privacy rights of individuals whose records may be maintained by the district.

The policy also references the adoption of a formal resolution that addresses how maintaining a current index of all district records, an obligation in the current RCW, would be impractical, unduly burdensome and would ultimately interfere with the operational work of the district. Understanding this, the statute allows a school district to formally adopt a resolution authorizing the district to not maintain a current index of all of its records. The Mead School District creates a tremendous amount of information each school year and, therefore, it would be impossible for the district to "index" all of this information. Draft Resolution 21-15 would authorize the district to not maintain this index.

The presented procedure includes the name of the district's Public Records Officer and the training that will be provided for this individual. It additionally addresses availability of public records, how to make a request, response deadlines and costs associated with providing records.

No first reading (December 13, 2021) or second reading (January 10, 2022) changes were recommended.

Director Cannon made a motion to adopt Policy/Procedure 4040 and Resolution 21-5, Public Access to District Records, as presented. Director Gray seconded the motion. The motion carried unanimously. (Links to Policy 4040 and Procedure 4040 are available on the Mead School District website. A copy of Resolution 21-5 is attached.)
C. 2nd Reading Policy 3411 Adoption
Accommodating Students with Seizure Disorders or Epilepsy

Student & Family Services Director Josh Westermann presented the adoption of Policy 3411, Accommodating Students with Seizure Disorders or Epilepsy, for second reading consideration. WSSDA Sample Policy 3411 is the template for the presented draft. The policy complies with state/federal statutes and sets forth the process currently in practice in the district regarding students with seizure disorders or epilepsy. During a routine audit the district discovered this policy was not in place. The policy is similar to other district policies that address serious health issues (diabetes - Policy 3415 & asthma - Policy 3419).

The presented policy references the individual health care plan that must be on file for each student with seizure disorder or epilepsy and the requirement that this plan be updated at least annually. The policy additionally addresses the ability of parents of students with seizure disorders or epilepsy to designate an adult to provide care for their child consistent with the student's individual health care plan. The "parent-designated adult" may be a district employee or a non-school employee with the policy addressing each of these situations.

No first reading (January 10, 2022) changes were recommended.

In response to a question from Director Olson, Mr. Westermann shared the "parent-designated adult," if not a school district employee, may be a nurse from an outside agency or a family member/parent and that these individuals generally serve in this role on a short-term basis. Working in conjunction with the school nurse, clear expectations of a "parent-designated adult" are established at the onset. Mr. Westermann will reach out to the district’s insurance carrier to assure there are no liability issues associated with this and other policies that allow for a "parent-designated adult" to assist a medically fragile student.

Director Cannon made a motion to adopt Policy 3411, Accommodating Students with Seizure Disorders or Epilepsy, as presented. Director Olson seconded the motion. The motion carried unanimously. (A link to Policy 3411 is available on the Mead School District website.)

V. New Business
A. Consent Agenda

Responding to a question from Director Olson, Chief Financial Officer Heather Ellingson shared the payment to the Mt. Spokane High School Booster Club was for their share of Union Stadium fall concession proceeds.

Responding to a question from Director Gray regarding the overload Supplemental Contracts, Learning & Teaching Assistant Superintendent Heather Havens explained the district, despite best efforts to find qualified candidates, is currently short staffed in some special education areas. The referenced Supplemental Contracts, negotiated through the Labor Management process, reflect payment for the additional work done by school psychologists because of this staffing shortage.

Director Olson made a motion to approve the Consent Agenda, as presented. Director Cannon seconded the motion. The motion carried unanimously.

Consent Agenda

1. Hired Certificated Personnel:

| Name       | Position      | Cert | Status                                                                 
|------------|---------------|------|----------------------------------------------------------------------
| Stephanie Wall | Special Services |      | .8 FTE Continuing Occupational Therapist (applied for and accepted this new position thereby relinquishing 1.0 FTE Continuing position) effective 12/3/21 |
| Kelly Leaf   | Special Services |      | .8 FTE Continuing Occupational Therapist (applied for and accepted this new position thereby relinquishing 1.0 FTE Continuing position) effective 12/3/21 |
Erin Van Blaricom | Special Services | Cert | .2 FTE Continuing SLP in addition to .8 FTE Continuing SLP effective 1/28/22
Lanfen Kaplan | Brentwood | Cert | .25 FTE Leave Replacement Special Education Teacher 21/22 school year in addition to .75 FTE Leave Replacement effective 1/14/22
Christina Wilson | Special Services | Cert | .6 FTE Leave Replacement COVID Homebased Instructor 21/22 school year in addition to .4 FTE Leave Replacement effective 1/3/22
Allison Henges | Mt. Spokane | Cert | .6 FTE Leave Replacement Math Teacher 2nd semester 21/22 school year in addition to .4 FTE Leave Replacement

2. Hired Classified Personnel:
Keleye Draine | Mt. Spokane | Class | 6 hrs/day Para Ed effective 1/3/22
Eddy Medrano | Mt. Spokane | Class | 6 hrs/day Para Ed effective 1/19/22
David Hutson | Transportation | Class | 6.75 hrs/day Bus Driver effective 1/3/22
Carley Mize | Mead High | Class | 4 hrs/day Para Ed effective 1/5/22
Kara Dewar | Evergreen | Class | 6 hrs/day Para Ed effective 1/10/22
Andrea Hedrick | Northwood | Class | 6 hrs/day Para Ed effective 1/10/22
Famyla Seher | Creekside | Class | 3 hrs/day Para Ed effective 1/24/22

3. Hired Certificated Substitutes:
Ellie Wadsworth | Britney Chapman | Devonte Gorman | Michael Compton
Jeffrey Campbell | Amanda McDonald | Noelle Mayfield | Sherry Milton
Bradley Barker

4. Hired Classified Substitutes:
Melissa Hoang | James O'Connor | Denise McDonald | Tamora Zufall

5. Approved AP Vouchers for General Fund, Capitol Projects, Private Purpose Trust & ASB.
Vouchers audited and certified by auditing officers as required by RCW 42.24.080, and those expense reimbursement claims certified as required by RCW 42.24.090, have been recorded on a listing which has been made available to the Board. As of this day, January 24, 2022, the Board, by a unanimous vote does approve for payment the vouchers included in the above referenced list and further described as **Warrant Numbers 104207 to 104384** in the following amounts:

<table>
<thead>
<tr>
<th>Fund</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>General Fund - AP</td>
<td>$ 838,871.95</td>
</tr>
<tr>
<td>ASB Fund</td>
<td>25,454.71</td>
</tr>
<tr>
<td>Capital Projects Fund</td>
<td>58,167.47</td>
</tr>
<tr>
<td>Transportation Fund</td>
<td>146,180.91</td>
</tr>
</tbody>
</table>


7. Approved Requests for Unpaid Leave (i.e., parenting, medical Good of the District, etc.):
Kathleen Tucker | Mead High | Class | 3 days (2/25/22, 5/12/22 & 5/13/22)
Jonathan Kilns | Skyline | Class | 7 days (1/20-28/22)

8. Approved Requests for Retirement/Resignation:
Irene Gonzales | Prairie View | Cert | Retirement effective 6/30/22 (PV Principal)
Abeleardo Arizmendi | Maintenance | Class | Resignation effective 1/28/22 (Groundskeeper)
Jennifer Harmon | Prairie View | Class | Resignation effective 2/2/22 (Para Ed)
Richard Donnelly | Mead High | Class | Retirement effective 1/31/22 (Para Ed)
Bonnie Iverson | Prairie View | Cert | Retirement effective 6/30/22 (Teacher)
Alan McMahen | Farwell | Class | Resignation effective 1/21/22 (Para Ed position only - still working as a bus driver)

B. Resolution 22-02

**2022-2023 Financial Emergency and Budget Uncertainty**

Chief Financial Officer Heather Ellingson presented Resolution 22-02, 2022-2023 Financial Emergency and Budget Uncertainty, for board consideration. Based on current funding formulas the financial resources of the Mead School District will not be adequate to permit the district to maintain its educational programs and services at substantially the same staffing level for the 2022-2023 school year due to several factors, including but not limited to enrollment that has yet to recover fully from the COVID pandemic.

To comply with bargained agreements with district employee groups, when the district finds itself facing a financial emergency and budget uncertainty, the Board of Directors must, by resolution, officially declare a financial emergency and budget uncertainty and direct the
Superintendent to develop and recommend to the Board a modified education program to address and resolve the budget shortfall through the reduction of expenses, including reductions in the workforce and reduction of non-employee costs.

In the 2021-2022 school year the district maintained staffing at 2020-2021 levels, accessing approximately $7 million from cash reserves to balance the budget. In the 2022-2023 school year the district will need to bring expenditures in line with revenue.

The district has already started working on the 2022-2023 budget. Ms. Ellingson confirmed comments from President Burchard that in the upcoming school year there will be no ESSER type dollars available and that the district will once again only have access to typical funding sources.

Director Gray recommended the wording in the first two paragraphs of the resolution be changed to reflect enrollment has yet to recover fully because of Washington state’s response to the COVID pandemic.

Director Cannon voiced support for that wording change noting the importance of, when possible, highlighting how the state’s COVID response has impacted the district.

President Burchard noted, in addition to the decline in enrollment, other factors impacting the budget have been higher substitute costs and PPE expenses.

In response to a question from Director Olson, Superintendent Woodward confirmed that most of the resolution wording is boilerplate.

With the addition of the reference to Washington state’s response to the pandemic in the first two resolution paragraphs, Director Gray made a motion to adopt Resolution 22-02, 2022-2023 Financial Emergency and Budget Uncertainty. Director Cannon seconded the motion. The motion carried unanimously. A copy of Resolution 22-02 is attached.

C. Contract/Bargaining Agreement
   Mead Combined Trades Association
Human Resources Director Keri Hutchins presented a tentative two-year contract agreement (September 1, 2021 - August 31, 2023) with Mead Combined Trades Association for board consideration. The association has ratified this tentative agreement. The terms of this tentative contract agreement were reviewed with the board at an earlier Closed Session meeting. Regarding salary, the 2021/2022 salary schedule for all members will increase by 2.5%. In 2022/23 the salary schedule will increase by the state determined IPD.

Director Olson made a motion to approve the two-year tentative collective bargaining agreement between Mead Combined Trades Association and the Mead School District, as presented. Director Cannon seconded the motion. The motion carried unanimously.

D. 2021-2022 Calendar Revision
Learning & Teaching Assistant Superintendent Heather Havens presented two revisions to the 2021-2022 calendar for board consideration. The first delays elementary conferences one month (February 9-11 to March 9-11). The purpose of conferences is to build relationships with families, set student goals, share student strengths/concerns and showcase progress toward attaining end of the year standards. Because of high student and staff absenteeism related to COVID many teachers, in response to a survey, have indicated the need for additional time to prepare for conferences.

The second presented change adds June 20th as the snow make-up day for January 6th. June 20th would now be the last day of school.
Director Cannon, acknowledging the difficulty of the times we are in, expressed his personal thanks to teachers noting, if this change helps, he is supportive of postponing elementary conferences one month. With absentee rates at 26%, Ms. Havens shared delaying conferences will provide additional time for teachers to work with students resulting in better information to share with families.

While not directly related to the topic of amending the 2020-2021 calendar, Director Cannon inquired about the resources available to students when they are absent. Ms. Havens shared at the elementary level work is sent home and/or is available online and that teachers do an excellent job of differentiating instruction. At the secondary level, in addition to assignments being posted online, there are tutorial services available all six periods throughout the day. If any parent or student needs assistance accessing services, they are encouraged to contact the school directly.

Director Cannon made a motion to approve the revision to the 2021-2022 Calendar, as presented. Director Olson seconded the motion. The motion carried unanimously. (A link to the revised calendar is available on the Mead School District website.)

**Zoom Meeting Comments from President Burchard** – Prior to moving into the *Reports* portion of the meeting, President Burchard shared the following as it relates to the decision to conduct both the January 24, 2022, and February 14, 2022, board meetings virtually:

- While he personally is uncertain about the effectiveness of masks, out of respect for students and staff who are required to wear masks while in school, it would be inappropriate to allow those present at board meetings to attend unmasked.
- The move to a virtual meeting on January 10th because of non-compliance with the mask requirement, and the decision to hold the following two meetings virtually, was made to help calm things down.
- He understands there is disagreement on the wearing of masks. As board president he will enforce the mask requirement at board meetings. To do otherwise would set a bad example for students and staff.

**VI. Reports**

**A. Financial Report for the Month of December 2021**

Chief Financial Officer Heather Ellingson presented a brief financial report for the month of December 2021. The report covered January 3rd enrollment numbers (up slightly from December) and monthly state apportionment that, in January, will be based on actual rather than budgeted enrollment. Business Services is monitoring the state legislature for bills that impact public education. As the district works on the 22/23 budget, and addresses the anticipated funding gap, items of importance will be shared with the board on a regular basis.

In response to inquiries about the fund balance, Ms. Ellingson shared it is currently trending lower than the targeted percentage. Director Cannon cited the importance, for those listening, to see the downward slope of the fund balance. This is one of the reasons the board adopted the financial emergency resolution.

**B. Superintendent's Report and Discussion Items**

Given the very high number of students and staff absent from school because of COVID, Superintendent Woodward shared he is grateful that, other than the snow day, the district has been able to remain open. He acknowledged the situation, on a daily basis, is “touch and go” and shared the following list of ways district personnel are pitching in to cover for absent employees and keep kids in school:

- Teachers are covering each other’s classes when substitutes are not available.
- The district recruited and has access to 121 regular teacher substitutes on any given day.
• The district has recruited and hired 15 emergency teacher substitutes ready to work each day.
• The district continues to recruit newly graduated education teachers from local universities.
• The district has held weekend breakfast "job fairs".
• The district has condensed transportation routes due to driver shortages.
• Parents have volunteered to drive their children to school.
• Transportation employees work hard each day to cover routes with mechanics often driving buses.
• The district has consolidated lunch lines at schools.
• The district has adjusted building cleaning schedules.
• The district offers a community COVID testing site. While lines are sometimes long it is another way to help keep kids in school.
• District office administrative staff regularly goes to schools to fill in for absent teachers and/or administrators.

In response to a question regarding the availability of test kits, Superintendent Woodward talked about the recent shortage that paused sports and reported the district currently has a 4-5 weeks supply of tests. The ESD has taken over test distribution which will hopefully be more efficient. The district goes through approximately 2,500 tests each week which does not account for sports testing. The district has also explored purchasing tests in the event there is another supply chain issue with free tests. The cost to purchase is $9-$10 per test. In summary, Superintendent Woodward reported the district is working hard to make sure there are no future disruptions to school and/or athletics because of tests not being available.

Noting school closures because of snow and smoke, Director Gray inquired about starting school earlier in the fall so that school does not extend so far into June. Superintendent Woodward talked about the uniqueness of the past two years and the impact of where Labor Day falls on the calendar. The district is working on a proposed calendar for the 2022-2023 school year which will be brought to the board for approval in the near future.

VII. Adjourn
The meeting was adjourned at 7:10 pm.

President

Secretary
RESOLUTION 21-15
Public Access to District Records

WHEREAS, the Mead School District Board of Directors (Board) is committed to providing the public full access to records concerning the administration and operations of the District in compliance with Chapter 42.56, RCW, otherwise known as the Washington Public Records Act; and

WHEREAS, the Board recognizes that the district continuously generates a tremendous volume and diversity of records; and

WHEREAS, attempting to maintain a current index of all the district’s records would be impracticable, unduly burdensome and ultimately interfere with the operational work of the district;

NOW THEREFORE BE IT RESOLVED that Mead School District will not maintain a current index of its records and that a copy of this resolution will be made available upon request.

BE IT FURTHER RESOLVED that execution of this Resolution is conclusive evidence of the Board’s approval of this action and of the authority granted herein. The Board warrants that is has, and at the time of this action had, full power and lawful authority to adopt this instrument.

ADOPTED by the Board of Directors of Mead School District No. 354, Spokane County, Washington, and authenticated by the signatures affixed below.

Dated this 24th day of January, 2022.

Attest: 

Mead School District No. 354
Board of Directors

______________________________
Secretary to the Board

______________________________
______________________________
______________________________
RESOLUTION 22-2
2022-2023 Financial Emergency and Budget Uncertainty

WHEREAS, the financial resources of the District will not be adequate to permit the District to maintain its educational programs and services at substantially the same staffing level for the 2022-2023 school year, due to several factors, including but not limited to enrollment that has yet to recover fully because of Washington state's response to the COVID pandemic.

WHEREAS, a general uncertainty exists regarding the District's projected budget for the 2022-2023 school year, also due primarily to the loss in student enrollment attributable to Washington state's response to the COVID pandemic.

WHEREAS, this lack of adequate resources and general uncertainty negatively impacts the District's ability to maintain educational programs and services at substantially the same staffing level for the 2022-2023 school year,

WHEREAS, the Board of Directors has been given the fiduciary responsibility to maintain the District's fiscal health at reasonable levels of financial stability and the Board of Directors is accountable to the citizens and patrons of the Mead School District to provide an appropriate public educational program for students,

WHEREAS, the District adheres to bargained agreements and understands that items in some bargained agreements may be financially affected in the case of uncertainty and financial emergency and are subject to staff/program reduction or elimination,

NOW THEREFORE BE IT RESOLVED, by the Board of Directors, that a financial emergency exists for the 2022-2023 school year and a general uncertainty exists regarding the projected budget for the 2022-2023 school year.

BE IT FURTHER RESOLVED, by the Board of Directors, that the Superintendent is directed to develop and recommend to the Board a modified education program to address and resolve the above-described financial emergency and general budget uncertainty, as here determined to be certificated and classified staff reductions for the 2022-2023 educational program year, through the reduction of expenses, including but not limited to reductions in the workforce and reductions of non-employee costs.

Adopted this 24th day of January 2022.

Attest: Mead School District No. 354
Secretary to the Board
Board of Directors