



Lincoln Academy Board of Directors

The Mission of Lincoln Academy is to help students attain their highest social and academic potential through an academically rigorous, content-rich educational program in a safe, orderly, and caring environment

The Vision of Lincoln Academy is to prepare all students for their future endeavors by providing a comprehensive Core Knowledge® education

Minutes for Regular Board Meeting

Monday, November 9, 2020 at 6:30 p.m.

Lincoln Academy Charter School, 7180 Oak Street, Arvada, CO

Zoom® Meeting Platform information:

Meeting ID: 847 8951 7906

Passcode: Leopards

Notes:

- To comply with current public health orders to limit gathering size, only Lincoln Academy Board of Directors and other necessary personnel may attend in person. Everyone in attendance must following all posted health and safety precautions.
- For Hearing of Persons, you must sign up by 4pm, the day of the meeting. (Sign up link available [here](#)) Hearing of Persons will be facilitated through Zoom Meeting Platform.

1. Preliminaries

- a. Call to Order (Nathan Alley) at 6:32p.m.
- b. Roll Call – Nathan Alley, Jeff Baucum, Kara Bohannon, Phil Courtney, Amber Bilby, Stephanie Trowbridge, Sarah Wasinger, Kris Horn (via zoom), Janelle Johnson
- c. Welcome guests – **Staff:** Lindsey Tomsick
- d. Via Zoom: Lori Woods, Brynn Wennen, Cindie Poulter, Nikki Erb, Teagen Haller, Karen Dwyer, Carrie Giddings, Elizabeth Chapman, Peter Chapman, Emily Hall, Erin Hecox, Ryan Yonkerman, Vincent Rosa, Jessica Alley, Katie Will, Jennifer Roberts, Ashleigh Betz, Christy Goodman, Jeanne Coyle, Sharon Leasure, Katelyn Wright, Elizabeth Horn, Kimberly Nyquist, Maria Jelinek, Mathew Trowbridge, Dawn Bennett, Katherine Brassington, Katie Neely, Kerrie Hill, Kim McKinney, Corryn Voris, Leigh-Anne Turano, Nicole Yannacito, Lauren Kunau, Marty Nishida, Jeanne Murchison, Calee Schrock, Debra McNutt, Brittany Kruger, and Mallory Kirkland.
Parents: (via Zoom) Carrie and Bob Matter, Jacqueline McGurk, Maudra and Kevin Dickerson, Barry Arrington, Tim and Nina Sloan, Melissa Veronesi, Julie Sharpless, Renick Christopherson, Kristen Stull, Elida Reyes, Carrie Kavanaugh, Ami Paulsen, Micah and Matthew Gilbreath, Alicia Borrego, Doug Neely, Matt Deangelis, Tyler Hecox, Mary and Jeff Meyer, Allison Scheck, and Elise Martin.
Other Guests: Carleen Clark, Tom McMillen (via Zoom), and Kimberly Searforce (via Zoom)
- e. Hearing of Persons (Stephanie Trowbridge) – Karen Dwyer, Teagen Haller, and Nina Sloan.

2. Consent Agenda

- a. Approval of minutes 9-1-20, 9-8-20, 9-14-20, 10-12-20. Approved by consent.
- b. Agenda for November 9, 2020. Approved by consent.

Motion 30-11-2020: Kara Bohannon moved to add to the agenda the resolution, "Resolve Board President Conflict of Interest." Sarah Wasinger seconded. 5-approved 2-opposed.

- 3. Governance Presentation from Jeffco Charter Superintendent, Tom McMillen:** Asked if the board had any questions. Board Legal training is on Thursday November 12, 2020 at 5:00 pm via Zoom.

- 4. Legal Presentation from LA Attorney, Carleen Clark:** Carleen reviewed the conflict of interest document.



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5. Finance Report_(Jeff Baucum)

- i. 2019-2020 Audit Highlights
- ii. 2020-2021 YTD (Please see report as posted online.)

6. Report of Principal (Janelle Johnson, Principal)

- i. Please see report as posted online

Motion 31-11-2020: Phil Cortney moved to approve the cohort size change for the second trimester as proposed. Kara Bohannon. 7-approved 0-opposed. Motion passed unanimously.

7. Report of Officers

- a. President's Report (Nathan Alley)

- i. CORA Request Policy review. Carleen looked over the document and redlined some updates that should be made. More discussion will take place on December 14, 2020 regular meeting.

8. Reports of Committee

- a. **Facilities Committee** (Phil Courtney) Report as posted online

Motion 32 –11-2020: Phil Courtney moved to approve staff to work with DA Davison to prepare the application to refinance the bond. Jeff Baucum seconded. 5-approved 2 – opposed. Motion carries.

- b. **SAC Committee** (Sarah Washinger) Agenda posted online for meeting on 10-10-2020.

- c. **Development Committee** (Stephanie Trowbridge) Reported as posted online

- d. **Governance Committee** (Kris Horn) NONE

Motion 33-11-2020: Phil Courtney moved to approve the scope of work and cost as Tony Fontana proposed. Kara Bohannon seconded. Friendly amendment to change the scope of work to only item #2 first as listed on the proposal Not to exceed 67 hours for the month of November and Not to exceed \$7,000.00. Friendly amendment agreed by Phil Courtney and Kara Bohannon. 5-approved 2-opposed. Motion Carries.

9. Unfinished Business

Motion 34-11-2020: Stephanie Trowbridge moved to hire Kimberly Searforce with Employment Matters for Lincoln Academy HR support starting November 2020. The scope as presented and to not exceed \$7000 for the initial phase. The second phase will be proposed in early 2021. Jeff Baucum seconded. 8 – approved 0-opposed. Motion carries unanimously.

10. Grievance Hearing: Lindsey Tomsick read her grievance as attached as **Exhibit A**.

Motion 35-11-2020: Nathan Alley moved that the Board go into executive session pursuant to C.R.S. 24-6-402(4)(b) for the purpose of meeting with the School District's attorney in order to receive legal advice on a specific legal question related to grievance hearing. Phil Courtney seconded. 8-approved, 0-opposed. Motion carries unanimously.

Board Adjourned to Executive session from 9:30pm until 10:25pm.

Motion 36-11-2020: Jeff Baucum made a motion to adjourn executive session at 10:25 pm. Amber Bilby seconded. 8-approved 0-opposed. Motion carries unanimously.

Return to Regular Board meeting at 10:32pm by roll call. Jeff Baucum, Kara Bohannon, Phil Courtney, Amber



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Bilby, Sarah Wasinger, Stephanie Trowbridge, Nathan Alley and Kris Horn.

Motion 37-11-2020: Nathan Alley moved that we need to commit to a self-evaluation. Sarah Wasinger seconded. 8-approved 0-opposed. Motion carries unanimously.

Motion 38-11-2020: Nathan Alley moved that the board complete the CDE board training modules by January 2021. Seconded by Stephanie Trowbridge. 8-approved 0-opposed. Motion passes Unanimously.

Motion 39-11-2020: Nathan Alley moved to censure Jeff Baucum. Please see **Exhibit B**. Phil Courtney seconded. 4-Approved 3-Opposed. Motion carries.

Motion 40-11-2020: Nathan Alley moved to censure Kara Bohannon. Please see **Exhibit C**. Phil Courtney seconded. 5-Approved 1- abstained. Motion carries.

Motion 41-11-2020: Nathan Alley moved to censure Kris Horn. Please see **Exhibit D**. Phil Courtney seconded. 5-Approved 1- opposed. Motion carries.

Motion 42-11-2020: Phil Courtney moved to remove Director Kris Horn from the board. Stephanie Trowbridge seconded. Kara Bohannon moved to postpone the question until special meeting to be held Monday November 16, 2020. Jeff Baucum seconded. 5-approved 2- opposed. Motion carries.

11. New Business

Motion 43-11-2020: Kara Bohannon moved "Resolution to Resolve the Board President's Conflict of Interest". Please see **Exhibit E**. Kris Horn seconded. Phil Courtney moved to postpone the question until special meeting to be held Monday November 16, 2020. Amber Bilby seconded. 6-approved 1-opposed. Motion carries.

- a. 2020 – 2021 Strategic Plan review and discussions date needed. (This was not discussed)

12. Open discussion (There was none)

13. Announcements

- PTO Meeting – Tuesday November 17, 2020 at 6:30p.m. via Zoom
- Facilities Committee – Thursday November 19, 2020 at 7:00 p.m. via Zoom
- Finances Committee – Thursday December 10, 2020 at 8:15 a.m.
- Board Meeting – Monday December 14, 2020 at 6:30 p.m.
- SAC Committee – Tuesday November 10, 2020 at 6:30 p.m.
- Development Committee – Monday November 30, 2020 at 6:30 – 7:30 p.m. via Zoom
- Principal Review – Tuesday December 1, 2020 at 6:30 p.m.
- LA Board Special Meeting – November 16, 2020 at 6:30 p.m.
- LA Board Workshop meeting – November 23,2020 at 6:30 p.m.

14. Action Items

- Set governance structure and process workshop date.
- Mediator from Carleen and Stephanie. Jeff will get this set up.
- Grievance response as a board will go to Amber.
- Nathan will work with Tony to get his services secured.
- Stephanie will work with Kim to get her services secured.



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15. Adjourn @ 12:45 a.m.

Respectfully submitted,

A handwritten signature in blue ink, which appears to read 'Amber Bilby', is written over the text 'Respectfully submitted,'.

Amber Bilby, Secretary
Lincoln Academy Charter School Board of Directors

Exhibit A

October 27, 2020

Attn: Nathan Alley, Lincoln Academy Board President,

I am officially filing 2 formal grievances concerning the Board of Directors at Lincoln Academy.

My first grievance is against Kris Horn, a current Board Member at Lincoln Academy. After reviewing the recording (for the record, I received outside of the promised time frame, Thursday, October 22nd. Actual received receipt was Sunday evening, October 25th) from the last board meeting, held on October 12th. I believe my employee rights have been violated, I believe that defamation of character was exhibited, and I believe that many items listed in Lincoln Academy official documents (bylaws, grievance policy, board members code of conduct and board policy) were not followed. This has created a hostile work environment for me due to the rumors in the teaching staff and community. I believe her perception of me is causing her the inability to make fair judgements due to the letters that were received. And, even after a hired professional that the board chose, found NO findings, she continues to berate me negatively and did it in public session on October 12th. The board did not have my permission to talk about me publicly.

Please see list of 9 violations below:

According to Lincoln Academy Board of Directors Job Description and Code of Conduct, 9 were violated at the last public board meeting:

Section entitled: Lincoln Academy Board Member Code of Conduct (The board commits itself and its members to ethical, businesslike, and lawful conduct, including the proper use of authority and appropriate decorum when acting as board members).

10. A board member will make no disparaging remarks, in or out of board meetings, about other members of the board or members of the school community.

8. A board member will excuse themselves without comment from the deliberation and vote of an issue in which they have an unavoidable conflict of interest.

16. A board member will not individually judge the principal's or staff performance.

18. A board member will not make decisions without a careful examination of all sides of issues.

Section entitled: Behavioral Expectations

a. Under behavioral expectations, a board member is expected to include a professional demeanor at all board meetings. Issues shall not be personalized and directed toward any other board member, staff member or parent. Confidentiality is expected in all situations.

b. Board members will never speak negatively about staff.

c. Board members shall exemplify integrity and respect. A dedication and commitment to the vision of Lincoln Academy and the charter school movement shall be a top priority for any board member. Any board member finding himself

involved in an irresolvable conflict shall put vision of the school first and step down from the board.

Section: Governance of Lincoln Academy

- a. Under the Governance of Lincoln Academy, school board members will not question any decision made by the principal in any public arena. If a board member questions a decision, he or she shall immediately take concern or disagreement to the administration in a confidential and diplomatic format. Likewise, the principal shall agree to the same commitment. Respect each other shall remain constant and a top priority.
- b. Board members shall remember that stepping out of their advisory/board capacity and attempting to run the school, as an administrator will always cause problems.

My second grievance is against the entire Board for not following board policy and the grievance policy; which is approved by Jefferson County School District and Colorado Department of Education to keep our charter safe as a whole; concerning the letters that came in. The letters that came in concerned me directly. Mrs. Johnson is my direct supervisor, and as such should have had access to all the letters immediately. As an employee, I had that right as well. The fact that the letters went straight to the board, were kept a secret, then I was notified a letter was going to the staff even before I saw the verbiage in the letters, is a violation. I was never offered to share my side concerning the letters. Also, the lack of transparency during this process is teetering with the Sunshine laws concerning a government employee. I am also concerned on many levels and fear for my own children that letters that included my children in personal attacks against me moved forward.

That is not a fair or just way of handling a grievance and policy was not followed. See violations below:

According to the Lincoln Academy Board Policy ENDS Global Ends Policy, 3 were violated

Section Global Board/Principal Linkage Policy-under accountability of the Principal

- a. The Principal is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the board is concerned, is considered the authority and accountability of the Principal.
 1. The Board will never give instructions to persons who report directly or indirectly to the Principal.
 2. The Board will refrain from directly evaluating staff other than the principal.

Also, according to the grievance policy, I will be added to the agenda at the next board meeting. I am asking that I can be there in person, if possible, to read my grievance. I believe that I deserve that due to the position I hold at the school and the level of grievances that were violated.

In response to these violations, I suggest the following resolutions:

-The Lincoln Academy Board of Directors to follow policy in all future situations while governing the school, policies are written and put into place for a reason.

-The Lincoln Academy, Board Member, Kris Horn should be asked to step down, for her clear violation of policies, violations of board code of conduct, and her unavoidable conflict of interest concerning me as an employee.

-I am asking the Board to apologize to me for the failed grievance policy concerning the letters and that the Board did not use discretion concerning my own children's character and allowed them to be part of this process.

-I am asking as we move forward and do what's best for Lincoln, that the Board refer to their grievance policy concerning how to mitigate these grievances.

I sincerely appreciate your time and efforts regarding these matters.

Thank you,

Lindsey Abrams-Tomsick
Middle School Assistant Principal
Lincoln Academy
liabrams@jeffco.k12.co.us
720-456-7204



Lincoln Academy Board of Directors

Exhibit B

DATE: October 9th, 2020

FROM: The Lincoln Academy Board of Directors

SUBJECT: Letter of Censure

This is an official written censure to Director Jeff Baucum for failure to appropriately perform the functions of your civic position to safeguard the confidential knowledge you have acquired about Lincoln Academy employees. The evidence as cited from the recording of the October 12, 2020 Board of Directors meetings, is irrefutable that these officers named and discussed a Lincoln Academy employee without the respective employee's consent, revealing information, that was shared with you in confidence as a member of the Board of Directors. This action is a violation of the confidentiality rights of the employee.

This is a breach of your expected and entrusted fiduciary role as a member of the Board of Directors. Discussing Lincoln employee business during Board Meetings, under any circumstances with the exception of the sole employee of the Lincoln Board who is the Principal of the School, is a failure on the part of the Board to perform our expected governance and civic duty. The gravity of these actions justifies the disciplinary censure that could lead to action from the Board of removal from office for any member of the Board who acts in this manner.

With this letter of reprimand, we are reminded of the critical importance of public servants to safeguard the sanctity of the office, which our role as Board officers requires.

Another breach of confidence in your ability to carry out any of your expected governance roles will result in additional disciplinary action up to and including the possibility of removal from office.

If so moved by the Board of Directors on this date, November 9, 2020, a copy of this censure will be placed in the official minutes for the November 9 Board meeting.



Lincoln Academy Board of Directors

Exhibit C

DATE: October 9th, 2020

FROM: The Lincoln Academy Board of Directors

SUBJECT: Letter of Censure

This is an official written censure to Director Kara Bohannon for failure to appropriately perform the functions of your civic position to safeguard the confidential knowledge you have acquired about Lincoln Academy employees. The evidence as cited from the recording of the October 12, 2020 Board of Directors meetings, is irrefutable that these officers named and discussed a Lincoln Academy employee without the respective employee's consent, revealing information, that was shared with you in confidence as a member of the Board of Directors. This action is a violation of the confidentiality rights of the employee.

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Another breach of confidence in your ability to carry out any of your expected governance roles will result in additional disciplinary action up to and including the possibility of removal from office.

If so moved by the Board of Directors on this date, November 9, 2020, a copy of this censure will be placed in the official minutes for the November 9 Board meeting.



Lincoln Academy Board of Directors

Exhibit D

DATE: October 9th, 2020

FROM: The Lincoln Academy Board of Directors

SUBJECT: Letter of Censure

This is an official written censure to Director Kris Horn for failure to appropriately perform the functions of your civic position to safeguard the confidential knowledge you have acquired about Lincoln Academy employees. The evidence as cited from the recording of the October 12, 2020 Board of Directors meetings, is irrefutable that these officers named and discussed a Lincoln Academy employee without the respective employee's consent, revealing information, that was shared with you in confidence as a member of the Board of Directors. This action is a violation of the confidentiality rights of the employee.

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Another breach of confidence in your ability to carry out any of your expected governance roles will result in additional disciplinary action up to and including the possibility of removal from office.

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Exhibit E

Resolution to Resolve the Board President's Conflict of Interest

November 9, 2020

WHEREAS the President of the Board of Directors (herein called the "Board") of Lincoln Academy Charter School has a direct conflict of interest and has demonstrated clear bias in dealing with the current personnel matter; and

WHEREAS the President acted on his own and distributed confidential documents against the directive of the Board and without Board knowledge or consent; and

WHEREAS the President directed all Board members to delete emails and gave instruction on how to delete emails to the Board; and

WHEREAS the President invited certain staff and administration to a Board workshop focusing on the Principal Review process on October 26, 2020 with a Zoom meeting ID and failed to give the same Zoom ID, thus the opportunity to attend the public meeting, to the Lincoln Academy community; and

WHEREAS the President has repeatedly failed to properly notice Board meetings while acting in the position of Board President; and

WHEREAS despite Board members, individually and collectively, expressing concern about his conflict of interest, the President has repeatedly refused to put the best interests of the school ahead of his own interests; and

WHEREAS a professional Charter School Board consultant contracted by the Board implored the President to step down due to a clear conflict of interest, yet the President refused to answer or adhere to this counsel and refused to discuss it with the Board, stating his intention to "bring Carleen [Clark] into the conversation"; and

WHEREAS the President did not follow up this discussion with the Board until Friday evening, November 6, 2020, when the Board was sent the Agenda, which included Ms. Clark giving a presentation on Conflict of Interest; and

WHEREAS the President called a fellow Board member and asked her to resign due to conflict of interest; and

WHEREAS the Vice President, directed by or in agreement with the President, called and later sent a threatening email to a fellow Board member, demanding she resign before this Board meeting, citing conflict of interest among other alleged offenses, and as a response to the grievance as listed on the November 9, 2020 Agenda; and

WHEREAS the President copied the Vice President in an email dated October 27, 2020 to a Board member constituting a public meeting that was not noticed; and

WHEREAS the President mismanaged the October 12, 2020 board meeting to the extent that, even when a board member implored the President to not continue the meeting in open session, the President admitted that he and the school Principal conspired to not enter the proposed confidential executive session but to have the discussion in public, then neglected to stop the meeting at any given time; and

WHEREAS the President failed to notify the Board when the employee who ultimately filed the current grievance asked for a recording of the October 12 board meeting and responded without notifying the board; and

WHEREAS the President refused to add an item requested by a Board member to the November 9, 2020 Board meeting, violating the school Bylaws, Section 6.5, Agenda.: "A written agenda for every regular or special meeting of the Board shall be prepared by the President and posted or included in every public notice of the meeting. Any matter requested by any Board member for inclusion shall be included in the agenda..."; and

WHEREAS the President has repeatedly failed to communicate with the rest of the Board about matters that should come to the full Board for consideration, even after multiple requests to do so; and

WHEREAS the Board President has an inherent conflict of interest with his wife being an employee of the school, he voted on the school budget, which includes staff salaries, on June 11, 2018, June 10, 2019 and June 8, 2020 (2018 and 2019 as Board Treasurer), thus financially benefiting:

Section 3.10 Conflict of Interest: "...It is the intent of this section to maintain public confidence and prevent the use of public office for private gain. In order to avoid conflict of interest, it is the general policy of the school not to employ or contract with board members, employees (except for the employee's primary assigned duties), members of their families, or persons or entities having an ongoing business or financial relationship with the aforementioned persons... the Board member making such [conflict of interest] disclosure shall not vote on the matter or attempt to influence the decision of the other Board members in voting on the matter..."; and

WHEREAS the Board has a fiduciary responsibility to the corporation and must exercise a Duty of Loyalty whereby actions of the Board represent the best interests of the corporation and not individual Board member interests; and

WHEREAS individual Board members who do not use this Duty of Loyalty and operate outside the best interests of the corporation may not be protected under the Directors and Officers insurance maintained by the School; and

WHEREAS it is the responsibility of the Board to eradicate a known Conflict of Interest within the Board when present, even when the Board member does not resolve it voluntarily.

THEREFORE, BE IT RESOLVED, I move that the Board act in the best interest of the School and resolve the Conflict of Interest present with the Board President by removing him from serving as an officer on the Board and directing him to recuse himself from all School personnel matters and any other matters for which he may have a Conflict of Interest now or in the future.

Presented by Kara Bohannon, Lincoln Academy Board member on this 9th day of November, 2020.