

**Rudolf Steiner School of Ann Arbor – Minutes of the Board of Trustees
Annual Meeting
Wednesday, June 3, 2020**

Present: Gary Banks, Anni Fox Maniglia, Elizabeth Head, Knut Hill, Daryl Honor, Jim McCauley, Mike McFall, Bob Rajewski, Don Remboski, Heather Rindels, Tim Standke, Paul Trombley

Excused: None

Others Present: Katrina Klaphake, Sian Owen-Cruise, Carolyn Raschke

Heather Rindels called the Board of Trustees meeting to order at 5:43pm.

Agenda Review and Consent Agenda Approval

- A motion to approve the May 6 meeting minutes with an attendance correction and consent agenda reports (minus the draft bonus proposal which was included in error) was made by Gary Banks with support by Knut Hill. There were no dissentions and the motion carried.

Development Engagement

- Katrina Klaphake reported that the Development Committee is concluding the 2019-20 Annual Fund and is working to close the fiscal year.
- The focus is now the needs around 2020-21 Tuition Assistance.
- Sian Owen-Cruise noted that it will be necessary to use reserves and make budget adjustments. Katrina will be working with larger donors on possible gifts.
- Katrina reported that close to 50% of families will receive assistance this coming year which is a gap of \$500k currently but may change as we move to future years. She noted that she attended the HS Town Hall as parent and employee and asked parents to think of possible donors outside of their immediate families. From that request, she has already connected to a HS parent's parent and is holding conversations.
- The Development Department will work on the 2019-20 Annual Report and will be soliciting Trustees for testimonials, reflections, things you heard about this year, especially related to Waldorf 100.

Covid-19 Taskforce Mandate

- A Covid-19 Task Force was created and has begun meeting weekly.
- The Committee Mandate was reviewed by Sian Owen-Cruise and she noted that it includes people from across the community to support communication, not decision-making. At the next Town Halls in June, Task Force members will be introduced.
- There are 9 members from across the Board, Faculty, Parent Council, and Administration. The Committee meets weekly through the summer and reports to College and Board.
- The College approved the mandate on May 14. The Board is asked to discuss and approve.
- Sian was asked about the communication process and she informed the group that the Committee reports at Board and College meetings and that interim updates will be provided via reports, proposals, etc.
- A motion to approve the Covid-19 Taskforce Mandate was made by Don Remboski with support from Elizabeth Head. There were no dissensions and the motion carried.

Covid-19 Response and PPP Loan Update

- Sian briefed the group on the May Town Hall meetings which focused on planning for response to Covid-19 from the perspectives of finance, curriculum and health & safety.
- The Finance Committee is still gathering finance data in meetings being held over the next weeks. Faculty will meet after classes end and will provide additional information.
- Sian updated the group on parent phone calls inquiring about plans, planning for vulnerable students, plans for reuniting student items with students, etc.
- There are 13 out of 16 Grade 8 students coming continuing to Grade 9 – there is also outside interest from “floating” families – those temporarily seeking our school from out of state. We need to be conscious in planning for 2021-22 if some of the floating families move back home.
- The risk right now in enrollment is for those who signed contracts. If the health department says no in-person school, then we will see a significant erosion of currently committed families.
- Cassie Standke was formally recognized and thanked for the fantastic behind-the-scenes work to make our remote learning program successful and smooth!
- To recognize the challenges of transitioning to a successful remote learning program in a short amount of time with many unknowns, the Board held a

discussion on a remote learning bonus to full-time and part-time contracted employees from the 2019-20 school year. Various options were considered.

- A motion to approve paying a remote learning bonus to all contracted full-time employees of at least \$1,000 and to all contracted part-time employees of at least \$.50 per hour based on contracted hours in 2019-20 was made by Bob Rajewski. The bonus is not to exceed a total amount of \$100,000 with the exact amount determined per Sian's discretion. It is to be distributed equitably amongst all employees on June 15. The motion had support from Jim McCauley and Mike McFall simultaneously. There were no dissensions and the motion carried.
- The Small Business Association offered the school an EIDL loan in the amount of \$150k (30 years, 2.75% interest rate for non-profits). The group initially discussed declining the loan but some Trustees asked for more clarification. Jim McCauley and Carolyn Raschke will gather more information for the next meeting.

School Administrator Contract Review and Job Description

- Sian Owen-Cruise was asked to temporarily leave the meeting.
- Don Remboski noted that based on feedback from the School Administrator survey, he has strong support to offer Sian a contract for 2020-21 with a formal job description and goals to be decided at a later time. Don reported that there was no further discussion at the Executive Committee level and opened the floor for additional comments.
- A motion to offer Sian a contract for the 2020-21 school year with a Job Description to be finalized at a later date was made by Daryl Honor with support from Gary Banks. There were no dissensions and the motion carried.
- Sian was invited back to the meeting, informed of the Board's decision, and was once again formally thanked for her dedication, effort and incredible capacity, especially during these challenging times.

Governance Model 2020-21

- Sian informed the group that the Governance Model for 2020-21 has no major changes, a number of corrected typos, and updated names. She noted that this version has the fewest dramatic changes since the model was adopted.
- She also noted that the Teacher Looping Model was changed to specify:
 - Decision-making in an unusual year

- Make clear that final decision is made in Carrying Group but with College input
- Updates to the support and improvement process add clarity if there is a pandemic, the teacher supported until a reasonable time after. Specifics were added to the separation process given the financial challenges we will face soon. The Three Stream Approach was synced. The 2020-21 Governance Model was approved by the College on May 28.
- Gary Banks expressed his gratitude for this governing structure and noted that it is working very well. As a pedagogically oriented leader, Sian makes it successful.
- A short discussion on the Administrator succession plan followed. We have a unique challenge due to the nature of this organization and the nature of Waldorf education – class teachers, subject teachers, etc. – it is a specialized field. The first step in succession planning may be to acknowledge the challenge of finding someone that Board and Faculty can have faith in.
- A motion to approve the Governance Model for 2020-21 was made by Tim Standke with support from Gary Banks. There were no dissensions and the motion carried.

New Business

- The group formally recognized Bob Rajewski's many years of dedication and service to the RSSAA community via his 12 years on the Board and years as a involved parent.
- Don Remboski noted Bob's long depth perception of the school and the organization and reminded the group that if this were normal times, we would come together to celebrate. Several other Trustees also thanked Bob personally.
- Mike McFall asked about the school's reaction to Black Out Tuesday and a short discussion followed. Sian commented that we decided at this time of remote learning that we would not participate, both because of the lack of advance notice and our need for prepared collaborative communication.
- Mike McFall proposed a marketing strategy based on identifying the tuition necessary to support paying our faculty \$150k annually.
- In closing, Bob Rajewski formally thanked the Trustees for the many experiences and years of fun.

A motion to adjourn was made by Bob Rajewski with support from Heather Rindels. There were no dissentions and the motion carried. The meeting was adjourned at 7:22 pm.

2019-2020 Board Meetings

College/Board Meeting June 24

2019-2020 Board Meetings

July 1, College/Board Meeting July 16, August 5, September 2, October 7,
November 4, December 2, January 6, February 3, March 3, April 14, May 5, June 2