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**Mount Madonna School Board of Directors, Meeting Notes
for Wednesday, October 16, 2024, 6:00pm-8:00pm by Zoom**

Board members in attendance: Abbie Zands, Ann Goewert, Sarada Diffenbaugh, Warren Sampson, Kami Pacheco, Carson Kelly, Beth Brennan, Kevict Yen, Rajendra Bingham, Daniel Nanas, Forrest Cambell, Marissa Kannan, Sahana Lakka

Non-board members in attendance: Laurie Romero, Financial Controller (first half), Nicole Chiala (second half)

Welcome: Sahana led the board in a quiet reflection of observing our breath to help remind us to be present in the moment. Gratitude to each one of us for taking time out of our busy lives and bringing our varied skill sets and expertise to the school that we all love.

Consent Agenda (Ann)

- A board member made a motion to remove the Audit Committee Resolution from this meeting's consent agenda and move it to the Regular Agenda for discussion. A board member seconded the motion, and it passed unanimously
- The board accepted the consent agenda

Discussion of Board Resolutions (Ann)

- Board resolution to fix the exact number of authorized directors within such range by a resolution duly adopted by the board of directors. As of October 16, 2024, the authorized number of directors shall be 13
 - A board member made a motion to approve the resolution
 - A board member seconded the motion, and it passed unanimously
- Board resolution to establish the Advancement Committee and the Community, Culture and Climate Committee as standing committees of the Board in accordance with the bylaws
 - A board member made a motion to approve the resolution
 - A board member seconded the motion, and it passed unanimously
- Board resolution to approve the appointment of board members to serve on the Executive Committee of the board in alignment with the bylaws
 - A board member made a motion to approve the resolution
 - A board member seconded the motion, and it passed unanimously
- Board resolution to approve the revised consent agenda
 - A board member made a motion to approve the resolution
 - A board member seconded the motion, and it passed unanimously

Agenda

Admission Report (Kevict)

- The board reviewed the admission report and inquired about the decrease in enrollment. Sixteen seniors graduated and attrition was consistent with previous years.
- Kevict shared:
 - We just had our Fall Open House this past Sunday. By all accounts, it was very successful, well-attended and with good weather.
 - The RSVPs were light until the last 48 hours, and had a good amount of walk-ins.
 - Some were friends and acquaintances of our existing community.
 - 13 new families visited, representing a potential of 20 students.
 - Currently, we have between three to seven potential students for mid-year transfer.
 - As a result of the recent marketing, we have had five additional new inquiries (calls) since the open house.
 - We have two pending applications and one recent mid-year transfer that started on Monday.
- The president of the board congratulated Kevict on the successful Open House and asked how the board could support Kevict in this important role to help increase enrollment. Kevict reiterated that board and family participation at events as ambassadors is very effective and helpful.

Six-Year Operations Revenue and Expenditure Statement for the fiscal years 2019-20 through 2024-25 (Laurie)

- Laurie updated the budget with the actual current number of 149 students (reduced from the previous budget of 165 students).
- The board discussed the consequences of reduced enrollment and has asked the finance and executive committee to consider where the school can make reductions in the budget.

Investments (Rajendra)

The board reviewed the Bernice Arnold Scholarship, the Mount Madonna School Endowment Fund and the board-reserved funds. All investments are performing well.

Update on the Audit Committee: (Warren)

The audit committee shared that they are still interviewing three potential companies, having reached out to eight firms/CPAs. Hoping to have someone hired by the end of November or the beginning of December, the committee will then present their proposal to the board, hopefully at the December meeting.

One more board member is required to be on the audit committee, the treasurer, head, and Finance Committee members are excluded. Board members are

requested to think about joining and to reach out to Warren privately.

California Association of Independent Schools (CAIS) Accreditation Work Continued - Conflict of Interest and Committee Assignment: Facilitated by Nicole Chiala (Laurie left the meeting)

- The board will work to fulfill CAIS recommendations five and six.
 - CAIS recommends that MMS adopts board best practices, which limit conflict of interest in members.
 - The board will explore hiring a consultant to support the transition and educate about best practices.
- Ann has written a first draft of the future planning document to address CAIS recommendations that has to be submitted on December 1. All board members are requested to make their comments prior to November 1 on this shared document.
- The board initiated standing committees.
 - Committee Needs:
 - Populate each, can have external members and must have two board members each
 - Assess needs and areas of expertise represented in them
 - Create a “checklist of requirements for standing committees”
 - Homework for each committee is due by the December board meeting
 - Define goals and success metrics (ex, what is the success metric)