



Board of Directors Meeting
Location: The Vanguard Library

***** Wednesday, January 25, 2023 *****

Working Session 5:00 P.M.
Public Session 6:00 P.M.

Minutes

1. Call to Order

Matt Hughes called the meeting to order at 6:05 P.M. Rene' Chatham, Matt Hughes, Eric Koppisch, and Kurt Peters, were present. Sperry Redd attended virtually.

2. Approval of Agenda

Rene' Chatham moved to approve the agenda. It was decided to strike item #12, Executive Session. **Kurt Peters seconded the motion. All voted yes. The motion was approved.**

3. Consent Items

- Approval of Minutes, December 14, 2022

Kurt Peters moved to approve the December board meeting minutes. Rene' Chatham seconded the motion. All voted yes. The motion was approved.

- New Hires

Raquelle Bath	Elementary Receptionist
Bobby Bacon	Junior High Aide
Katelyn Jackson	Grade 2 Teacher
Jordan Stein	K-3 Non-instructional Aide
Sarah Wells	HR/Business Office Assistant

4. 2021-22 Audit Presentation / Hoelting & Co., Inc. CPAs

Chris Banta of Hoelting & Company presented a summary of the audit ending June 30, 2022.

5. Treasurer's Report

Diane Borre presented the Treasurer's Report and reviewed the financials as of December 31, 2022.

6. Presentation: Summary of CMAS 2022 Results

The Colorado Measures of Academic Success (CMAS) is the state's standardized testing program used as a common measurement of students' progress at the end of the school year. Students in grades three through eight take CMAS tests in English Language Arts (ELA) and math, and students in grades five,

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eight, and eleven take CMAS tests in science. Beth Danjuma and Jocelyn Nelson presented a summary analysis of the 2022 CMAS achievement data and an action plan overview.

7. New Business

- Matt Hughes read the following **Resolution by the Board of Directors of The Vanguard School to Amend the Bylaws for Clerical Edits, Incorrect District References, and Move to Five-year, Staggered Board Terms:**

WHEREAS, under Section 3.2(d) of the Bylaws the term of office for members of the Board of Directors (“Directors”) is currently “approximately three years and four months.”

WHEREAS, this term is imprecise and too short to permit Directors to gain enough knowledge of the School to serve it effectively.

WHEREAS, the Board believes five year and four month terms are preferable.

WHEREAS, Section 3.2(e) of the Bylaws classifies Directors into classes, “each class as nearly equal in number as possible, such that each year only a portion of the Directors’ terms would expire, thereby creating staggered terms and continuity in the Board of Directors.”

WHEREAS, with the change to five-year terms, Section 3.2(e) of the Bylaws should be amended to five classes, so that each year one Director’s term expires and only one Director is being replaced.

WHEREAS, Section 8.7 of the Bylaws permits the Board to amend the Bylaws by the affirmative vote of a 4/5 majority of the Board after three consecutive readings of the amended bylaws at any regular or special meeting of the Board.

WHEREAS, the Bylaws contain other anachronistic provisions that require updating.

NOW THEREFORE LET IT BE

RESOLVED: *Section 3.2(d) of the Bylaws is hereby amended to change the term of office for Directors from “approximately three years and four months” to “five years and four months.”*

RESOLVED: *Section 3.2(e) of the Bylaws is hereby amended to divide Directors into five classes, as follows, such that the intent of Section 3.2(e) shall be maintained:*

Class 1:	Expires 2023	Sperry Redd
Class 2:	Expires 2024	Rene’ Chatham
Class 3:	Expires 2025	Matt Hughes
Class 4:	Expires 2026	Kurt Peters
Class 5:	Expires 2027	Eric Koppisch

RESOLVED: *The other revisions reflected in the Amended and Restated Bylaws, attached hereto as Exhibit A, are hereby adopted.*

RESOLVED: *An Amended and Restated version of the Bylaws that makes these changes is hereby adopted by the Board once the amendment process of Section 8.7 is followed.*

Mr. Hughes noted that this is considered the first reading of these proposed revisions to The Vanguard School bylaws.

- Matt Hughes read the following **Resolution by the Board of Directors of The Vanguard School to direct School administration to conduct a parent election to amend the School's Articles and Bylaws:**

WHEREAS, The Vanguard School is a public charter school and nonprofit corporation (the "School") dedicated to providing a classical education that will prepare its students to build and advance a free society.

WHEREAS, the mission of The Vanguard School is to help guide students in development of their character and academic potential through academically rigorous, content-rich educational programs.

WHEREAS, the School focuses on excellence in all things, especially excellence in virtue, academics, leadership, and civics.

WHEREAS, from its founding, School leadership has recognized that providing such an academically rich, classical education is counter-cultural, and there are always myriad temptations and obstacles that make it difficult to successfully fulfill the School's mission and vision.

WHEREAS, Vanguard's Board of Directors ("Board") is the essential foundation upon which the successful school is constructed.

WHEREAS, Article VII of the School's Articles of Incorporation and Article II of the School's Bylaws ("Bylaws"), provide that parents of children enrolled at the School are "members" of the School's nonprofit corporation who thereby elect the directors to serve on the Board.

WHEREAS, Article II of the Bylaws imposes certain requirements related to this parent election, including a process under which candidates seek to run for election and a balloting process when conducting the election.

WHEREAS, experience has taught that perpetual boards have a proven track record for securing a high quality Board that will protect the School's legacy, mission, and vision into the future.

WHEREAS, scores of public charter schools across Colorado have perpetual boards, by which the current Board appoints future Board members that can safeguard the School's mission and vision over years and decades.

WHEREAS, given the foregoing, the current Board believes it is in the long-term best interest of the School to change the mechanism for selecting Board members from parent-elected to Board-appointed, i.e., perpetual. Accordingly, the Board seeks to amend the Bylaws as set forth herein.

WHEREAS, to make this change, the School must amend Article VII of the Articles of Incorporation and various parts of the Bylaws.

WHEREAS, the Colorado Revised Nonprofit Corporation Act requires that, because parents are "members" who currently elect Board directors, it must be parents who vote to approve these amendments to the Articles and the Bylaws. See C.R.S. § 7-127-207(2), § 7-130-104(1).

NOW THEREFORE LET IT BE

RESOLVED: *That the Amended and Restated Articles of Incorporation of the School, attached hereto as Exhibit A, be and hereby are submitted for a vote by the School's parents for approval.*

RESOLVED: *That the Amended and Restated Bylaws of the School, attached hereto as Exhibit B, be and hereby are submitted for a vote by the School's parents for approval.*

RESOLVED: *That the Board directs School administration to conduct this parent election to amend the School's Articles and Bylaws.*

RESOLVED: *That the Amended and Restated Bylaws of the School, if approved by parents, shall be presented for formal reading at three consecutive Board meetings and thereafter put to a vote before the Board of Directors consistent with Section 8.7 of the Bylaws.*

Kurt Peters made a motion to approve the Resolution by the Board of Directors of The Vanguard School to direct School administration to conduct a parent election to amend the School's Articles and Bylaws. Eric Koppisch seconded the motion. All voted yes. The motion was approved.

8. Strategic Plan Update – Renee Henslee

Health

- As part of our vestibule projects, we relocated our upper elementary nurse's office to Building B which will also include a mental health area for the school counselor.
- The State Immunization Report is due January 30. A rate above 94% compliance is passing. Our report continues to improve, and we anticipate a compliance rate of 95% or better on all vaccines by our report date.
- The school nurse and the American Red Cross instructor provided the staff with First Aid/CPR/AED certification training and additional instruction on the use of Naloxone (Narcan) which is now available to administer in order to reverse effects from overdose until emergency medical services arrive.

Security

- The kindergarten building in Southern Cross Shopping Center had a power outage last Thursday. All students and staff relocated to the main K-3 building on Wahsatch and remained there until the end of the school day. Kindergarten students were brought back to their normal classrooms to allow for regular pick-up procedures. Power was restored later that night. All students and staff performed wonderfully during this unforeseen event.
- The addition of a few more exterior security cameras is being planned to augment existing coverage in high traffic areas based on feedback from the last School Crisis Response Team meeting.
- We have added security monitors at most front desks to improve their visibility of the exterior entries.

Enrollment

- Placement testing is on track to start this coming Saturday.
- Due to high demand, we have added three additional weekly tour times for lower elementary.
- The lottery was successfully run today with notifications going out just prior to this meeting. We had a total of four hundred seventy-six applications.
- Our enrollment team participated in the National School Choice Fair this past Saturday.

HR

- We recently sent our annual *Letter of Intent* survey to all staff along with individually prepared *Compensation Statements*. The survey allows staff to notify the school of their intentions to return next school year and is an invaluable tool that helps the school plan for the upcoming recruiting season.
- The Vanguard team is excited about participating in career fairs beginning at the end of January through March. We are scheduling fairs at the University of Denver, Hillsdale College, Peak to Peak Charter School, and UNC K-12 Educator Day.
- We welcomed a new member to our HR team, Sarah Wells. Sarah is a Vanguard parent who will support our HR and Business departments.

IT

- Recent network upgrades funded by E-Rate have noticeably improved the reliability and uptime of the phone system at the Wahsatch campus. We are also implementing a network monitoring service to maintain better visibility of our infrastructure.
- We are exploring options for a backup internet connection at Southern Cross due to the recent Comcast outage that affected most of downtown Colorado Springs. Both of our main campuses have redundant connections currently, which allowed us to continue with normal operations during the outage (aside from phones).
- We recently completed the migration to our new printer contract, with the new billing starting in February. We expect to see lower, more consistent annual printing costs, saving over \$100,000 over five years.
- We are currently testing options for a bell system that can run over our existing paging infrastructure. Over the last decade, we have been unable to find a clock system that can reliably synchronize all clocks in the high school building. A central paging system will eliminate the need for teachers and students to rely on clocks to release students on time from class.
- We are making improvements to our radio communications system, including adding a second signal repeater for critical communications redundancy and obtaining more advanced radios for administration with additional emergency-support capabilities.

Facilities

- Mahler GC has started the planning and construction for double doors and a ramp for Mod G near the athletic track area. This project will provide direct access from the equipment room to the track, allowing equipment to be set up and taken down during track events.
- The Gator four-wheel vehicle was delivered to the school and is stored inside a Conex by the gym.

9. Executive Director's Report – Renee Henslee

General / K-12 Overview

- Enrollment for 2023-24
 - Eighth graders have begun shadowing.
 - The first Junior High Info Night was held on January 12, with a good turnout. Our first High School Info Night will be held on February 7.
 - A second round of Info Nights is planned in February, with Junior High on February 9 and High School on February 23.
 - Kindergarten Readiness Night will be held on March 2.

Elementary / K-6

- First grade recently turned our school into a scene straight out of ancient Egypt as they celebrated the traditional Egyptian Festival.
- Upper elementary students were highlighted with Pure Grit awards at the last assembly. Students were honored for their second quarter achievements with respect to perseverance, wonder, gratitude, kindness, conscientiousness, integrity, and self-discipline. Pure Grit awards for some lower elementary students were presented last Friday, and others will receive theirs on January 27.
- This week our third-grade students will be traveling to The Space Foundation to enrich their studies of the solar system.
- Sixth graders, Alex Frigaard and Levi Abalos Torres, auditioned and were selected for the Pikes Peak Middle School Honor Orchestra. These students performed last Friday night.

General / 7-12 Overview

- Colorado Scholastic Art Awards for students of Mr. Custer and Ms. Tigges include twelve Individual Gold Keys, seven Silver Keys, and two Honorable Mentions. All State Gold Key recipients move on to the National Scholastic Competition. Amanosi Agbedor won Best of Grade (8th) in Drawing for the entire state of Colorado. (Vanguard has won this award all six years since this honor's inception.)

- In the recent American Mathematics Competitions, both sophomore Brian Xiao and junior Sissi Hu qualified for the American Invitational Mathematics Examination. Sissi was named to the Honor Roll of Distinction, scoring in the top 1% worldwide!
- Students completed their first set of semester exams in December.
- The second round of secondary quarterlies is taking place this week. These quarterlies allow our teachers to set goals and get an accurate picture of how well students are learning their content.

Junior High / 7-8

- Student Council will host the Winter Formal Dance next month on February 10.

High School / 9-12

- Junior Parent Night hosted by Mrs. Custer was well attended. Representatives from CU Boulder and Pikes Peak State College walked our parents through the application and financial aid processes.
- Our high school mentor program led by Mr. Welsh, our Dean of Students, has just begun. High school students are working with elementary students several days a week.
- Senior Parent Night took place last night. These information nights are designed to help students and parents navigate senior year in terms of expectations and deadlines (e.g., capstone project, Baccalaureate, Graduation, senior portraits, etc.)

Athletics

- The varsity boys and girls basketball teams have eyes on the post season! The boys are currently 9-0 and ranked #6 in the state (3A). The girls are 7-3 and ranked #10 in the state (3A). District quarter finals for boys and girls basketball are slated for February 21 and 22, respectively.
- With the win over Peyton on January 16, Coach Wetters recorded his 150th Vanguard boys basketball career win! Coach will be presented with a plaque prior to the game on Monday, February 6.
- The athletics department will hold Senior Nights to honor our 2023 graduating basketball seniors, with girls on February 1 and Boys on February 8. Ceremonies will take place before the varsity warmups.
- Coach Gates, Coach Rummel, and the junior high Cheer Team will host over seventy K-5 students next week in their annual winter cheer camp. The girls will perform during halftime at the boys JV game on February 3.
- Upcoming athletic season start dates include: high school boys volleyball on February 20, junior high lacrosse and the remaining high school spring sports on February 27, and the remaining junior high spring sports on March 13.

10. Board Items

Comments

- Rene' Chatham thanked Mrs. Danjuma and Mrs. Nelson for presenting to Vanguard and the board and providing so much information from the standardized testing analysis.
- Kurt Peters recognized Sissi Hu for her outstanding accomplishment on the recent American Mathematics Competition exams scoring in the top 1% worldwide. Dr. Peters also congratulated Coach Wetters for his 150th career win in our Vanguard boys basketball program.
- Eric Koppisch thanked Mr. Hughes for getting Santa to visit our elementary students. He also congratulated Coach Wetters and commended the boys team for their good work in supporting the girls team when they formed a tunnel for the girls team to run through. Mr. Koppisch concluded by noting that the play was phenomenal and offered his congratulations to Mr. Woodroof.
- Matt Hughes thanked all in attendance as well as the presenters, Mrs. Nelson and Mrs. Danjuma. He commented that *Anne Frank* was well-executed and double cast so that each group had two


nights of performances, adding that the performances by our talented students were heart wrenching. Mr. Hughes noted that what Vanguard accomplishes with our staff and students amazes him, and he loves being at The Vanguard School.


Upcoming

- The next public board meeting is scheduled for February 15, 2023.

11. Adjournment

Rene' Chatham moved to adjourn the meeting at 7:20 P.M. Kurt Peters seconded the motion. All voted yes. The motion was approved.

 2/21/2023
Matt Hughes, President Date

 03/14/2023
Rene' Chatham, Secretary Date

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