



**MINUTES**  
**VSWEA Board of Directors Meeting**  
Wednesday, November 16, 2022  
VIA [Zoom](#)

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**Members Present:**

Kerstin Kubina (KK)—President  
Dank Franks (DF)—Treasurer  
April Sauer (AS)—Secretary  
John Tanner (JT)

Danielle Martinez (DM)  
Ben Fong (BF)  
Myriah Mhooon (MM)  
Nellie Grossenbacher (NG)

**Members Absent: Scott Edwards**

The President, Treasurer, and Secretary were present, and a quorum was reached.

**Guests**

Invitees of the Board:

Frank Mirizio (FM)  
Michelle Kratzer (MK)  
Sophie McCurley (SM)  
Ashley Parks (AP)

Members of the public present via Zoom/Registration through Google Forms:

Kristen	H
Jenny Wagner	MD
Deb	Morgan Davis
Helena Moriarty	Barb

**Opening Verse/Introductions**

Meeting was called to order at 6:32pm. KK welcomed the public to the meeting, read the opening verse, and reviewed the agenda.

The Board members introduced themselves along with FM.

**Executive Director Updates**

FM We did get our school report card. It's unofficial, but DMS K-8 received a letter grade of a B. The high school has an NA, and I think that's because we tested under 50 kids, but I need to get an official word from the state on that. Once it's official, I'll send something out to the community. Job openings: we've filled the IT position. His name is Sean. He's working remotely to help us with some safety measures and helping with the day to day website updates. I'd like to thank Laura Heaney for all of her help with building the website and updating it. She's an amazing volunteer. Mr. Camacho has been great as our safety monitor. We have some AC issues. One in EC. We're hoping to use a grant, secured by Deb Pawlo, to take care of that. We

need to replace AC for grades 1 and 2, and we're hoping to get a deal since it's two. The woodshop build is still delayed due to permits. The new adult bathrooms may be done by Friday maybe Saturday. We're also happy to report our new amphitheater may be done by Friday or Monday as well. It looks really good. Staff meetings: we just finished our third and final DEI workshop. We started before school, then had two staff meetings. Our staff has been open minded and willing to learn about diversity. I think the biggest take away is that it's not all about intent; it really matters how you make someone feel. We're hovering around 300 for enrollment. The sustaining fund is going well. Sophie will update you later. Lantern Walk was outstanding. It was my first Lantern Walk and it was wonderful. Each time I attend a new festival, it feels better than the last. Dia de los Muertos was wonderful. Special thanks to DM and her daughter for the dance performance. Spiral Walk is coming up as well, and we're ready for that.

6:42pm DF joined the meeting.

KK Do you know what we have been getting grade wise?

FM They haven't given those out the last two years due to Covid. I think the last grade we had was a B. Is that right, JT?

JT Yes, that's correct.

FM I sent the 301 eligibility form and the plan with some updated information. Per state law, the board needs to approve it.

DM How many qualified last year?

FM 14.

DM And how many are on track to qualify this year?

FM A lot more. The majority of our teachers are certified or have become highly qualified with proper testing. I think we may go as high as 25 qualified next year.

DM Does that include specialty teachers?

FM No, not many are highly qualified.

DM And you have teacher feedback on this plan?

FM Yes, there's a committee that have been working on it, and they've continued to do so and make updates along the way.

DM and FM continue to discuss 301.

BF Who's involved in the committee?

FM All certified teachers.

KK moved to approve the new 301 Plan and form for the 2022-2023 School Year. MM second. No further discussion. Votes in favor: KK, DF, AS, MM, BF, NG. Abstain: JT, DM. **Motion passes.**

## **Parent Council & Animal Care Updates**

KK Okay, MK, has an update for us.

MK As FM said, we have Winter Market coming. It's December 3<sup>rd</sup>. Our main focus is for classes to raise funds. Parent Council will be making some money, but it's not high for Parent Council. We want individual classes to sell items to make some funds. We hope it puts less of a burden on the community. Afterward, we'll do some s'mores. We'll have Spring Faire, and that will be in the beginning of March and will be more like our traditional Winter Faire. The BBQ went great. The kids all seemed to love it. We had great volunteers, so thank you everybody who helped with that. Animal Care: we had a muck out today. Spammy is happy, and the goats got to spend some time around the pond. 7<sup>th</sup> grade did a great job of doing that today. We also have some exciting news, but anyone with 6<sup>th</sup> grader, do not share this with them. One of our ducks laid some eggs. 5<sup>th</sup> grade took the eggs and incubated them. One hatched today. 6<sup>th</sup> grade helped hatch eggs last year, so this will be a good surprise for them to see the full circle.

KK That is wonderful. I'm sure they will be so excited.

DM Is Parent Council supporting the Thanksgiving drive?

MK Hope and Help is separate from Parent Council, but we help with their budgeting. The drive looks pretty good. Anything that isn't purchased by volunteers, Hope and Help will cover whatever else is needed.

DM Thank you.

NG Great job on the duckling, that's exciting. Were there plans to have a fall fundraiser for animal care?

MK We were planning one, but the Halloween Carnival was close, so we chose not to. We have enough to cover this year, but we'll probably have another fundraiser later this year.

NG and MK discuss Parent Council's Head, Hearts, and Hands teams.

## **Financial Update**

KK We've been discussing ways to help those who don't read financials have a better idea of our finances. Jessica Jarret put together a slide deck for us to break this down. The ADM is a calculation of how many kids are in school for a certain amount of days. The private program doesn't count because we don't get state funding for them.

KK and FM discuss private program.

KK Shared her screen to show Profit and Loss and Actuals vs Budget. We hover around \$300k in expenses. We'll probably see an increase since we didn't budget for new AC's. Any questions? Did you find it easier to see?

DM It was a great visual. Easier to read through. I have a question regarding our over budget for payroll, benefits, and subs. Will we be on track for that?

FM Yes, Monique and I have discussed that. We've already put more funds into that. Also, we funded our teachers' stipend with a grant, but that hasn't come in yet. We have three months in the bank right now. We talked about that last year in our long-range planning. We've been trying to pay for a lot of things with grants, and that has helped a lot. We've been lucky this year with about \$140,000 in grants this year.

DM When will we get that grant?

FM It'll come in by Christmas.

KK Going back to our slides. Here's who has been donating to our school, and we're so grateful. We have some great graphs here around income and also enrollment. Our enrollment has been great. I know that Crystal and FM work tirelessly on that as well as office staff and everyone who supports school grounds. Thank you.

DM I also want to publicly thank Crystal. I don't think she gets enough praise for her work.

### **Marketing and Development updates**

SM We're three weeks in. Things are going pretty well so far. Our goal this year is 100% participation. We're at 17%. \$14389 is in one-time donations. We have \$1174 in monthly donations as well. All of those donors have received a handwritten thank you card in the mail. Starting in October, we were sending our announcements by printing them and sending out digital copies. We've just continued with that strategy. Deb has also included information in the weekly Bee. Tax credits: so far we've received one unrestricted tax credit donation. The first flyer went out this week. I've been able to meet with EC and High School to chat about tax credits. I'm attending a grades meeting tomorrow as well. We've made some great phone bank progress. Thanks to BF who's been on top of that. Thanks to the rest of the board members who've put in that effort. I think even if we don't get a response, it's good just to get information out there. NG had a great idea to have a casual information session for the community, so we came up with a coffee and chat. We set up on the front lawn and had coffee and donuts and had a good handful of parents show up. I was happy to see those parents and get them the information they needed. Our drive ends December 6<sup>th</sup>. I'll still promote the sustaining fund after the drive, but it won't be the focus. I did want to give many thanks to several people who have been so helpful. Deb Pawlo has been helping get me supplies and printing and putting info in the Bees. Dannie has been so helpful as well. NG, BF, and KK have been so supportive, and Laura Heaney has updated the website for the campaign, and Jessica Jarret has been answering all of my questions. Kylie and Steve Pawlo worked to design the sustaining fund banner. And of course, FM, for letting us run with this and see what we can do. And our families who have been so supportive. Thank you.

KK Is there anything else the board can do to support?

SM Yes, I'd love to see full participation from the board to the sustaining fund. Please consider doing that.

KK Thank you; we'll certainly get on top of it.

NG Do you want us to go through that call list again? Maybe follow up with an email?

SM We have been updating a master list and keeping detailed notes on that outreach.

BF Yes, I've shared that master list with the board. We gave the board 20 names each, and then Sophie and I have been calling the rest. But we can mix it up next round.

MM Are we tracking all the expenses and staff time as well?

SM Not staff time, but goods for sure.

MM I'd love to track so we can look at some tangibles and see the pure turn out in investment.

SM I can touch base with FM on that and track my own volunteer hours.

MM I'm wondering if there are some other ways we can engage—maybe on campus or something else to make sure we get this done.

SM Yeah, it's something to think about. NG and I discussed setting up a table and a laptop and getting people to do it right then. I'm all ears for feedback. Next year, I would love to have some kind of in person community event to engage that way for a school fundraiser.

DM 11/29 is Giving Tuesday, and some employers will double the donation. Chase does that.

SM Do you have a flyer or something?

DM I can leave some print outs for you.

KK Great, thank you.

SM and DF discuss some website issues.

KK Thank you for joining us, and we look forward to hearing more next time.

### **Continuing Business/Open issues**

#### Substance Abuse Program

KK DM, did you have any updates for us?

DM No, I haven't had time for that.

KK Okay, we'll keep it on the next agenda so we don't lose track of that.

#### Follow Up Interview with Board Applicant

KK Thank you for joining us, AP. I'll open to the board members. Do you have any follow up questions?

AS You mentioned making videos on your resume and in your letter of intent. Can you speak to the experience you've had in that area?

AP Sure, as a preschool teacher I made videos for the class. I've worked in groups, but I do have experience making movies and making edits, so I could definitely do that.

DF What are your top interests in the board?

AP Parent involvement is an interest for me. I did start a book club, but not everyone can make it during the morning. I know new parents feel left in the dark, and not everyone can read the handbook. I think there should be other avenues to learn. I don't think all of the parents really know what Waldorf is, and I'd like them to be aware. Maybe a welcome video or a class for parents to make connections.

DF Boards are often focused on fiscal matters and executive assistance and guidance, and a lot of time the work that people join the board to do isn't particularly a board's responsibility. Are there other ways you think you could help outside the board?

AP Hmm, I'll be honest. I'm not sure. I'm new to this board situation, so I don't know.

MM What does good governance look like to you?

AP I think it's transparent and honest. I think being educated in the field.

MM Did you have time to review the bylaws and do you have any comments on them?

AP I did read them, but please don't quiz me. I think more brush throughs would help me.

KK Any questions for us?

AP I'm curious about committees you all are on.

KK Part of our strategic plan is for everyone to pick what they're passionate about and work on that. We're a small school and we are probably more involved than most boards. So, for example, MM and BF have been working on development. We don't have official committees, but we do work on projects.

DF I think we're growing as a board and getting more organized and involving more volunteers as well so the board isn't involved in everything.

AP That does clarify things for me.

DM Thank you for applying and for being our only applicant.

## **New Business**

### Elections

KK We will start with our elections first.

KK moved to reelect John Tanner as a regular board member of Valley of the Sun Waldorf Education Association for another one-year term. DF second. No further discussion. Votes in favor: KK, DF, AS, DM, MM, BF, NG. Abstain: JT. **Motion passes.**

KK moved to reelect April Sauer as a regular board member of Valley of the Sun Waldorf Education Association for another one-year term. MM second. No further discussion. Votes in favor: KK, DF, JT, DM, MM, BF, NG. Abstain: AS. **Motion passes.**

KK moved to reelect April Sauer as the Board Secretary of Valley of the Sun Waldorf Education Association. NG second. No further discussion. Votes in favor: KK, DF, JT, DM, MM, BF, NG. Abstain: AS. **Motion passes.**

KK moved to reelect Dan Franks as the Board Treasurer of Valley of the Sun Waldorf Education Association. AS second. The following discussion took place:

NG It's important to me that the treasurer takes an active role to step in on finances. I want to make sure that's happening.

DF I agree. I'll connect with KK about that.

Votes in favor: KK, AS, JT, DM, MM, BF, NG. Abstain: DF. **Motion passes.**

AS moved to reelect Kerstin Kubina as the Board President of Valley of the Sun Waldorf Education Association. DF second. No further discussion. Votes in favor: DF, AS, JT, DM, MM, BF, NG. Abstain: KK. **Motion passes.**

### Voting

KK I've sent out the ballot. Go ahead and take a few minutes to vote, and then I'll read back the results.

### Voting Results

KK The votes are as follows: 6 in favor and 2 opposed. Votes in favor: MM, BF, AS, DM, NG, KK. Against: JT, DF.

KK moved to accept the results of votes cast for board members this evening. MM second. No further discussion. Unanimous vote in favor: KK, DF, AS, JT, DM, MM, BF, NG. **Motion passes.**

AS AP, welcome to the board!

### LDC Updates

NG I would like to be getting updates from the LDC. They're a huge part of our school.

FM I will gladly ask what they'd prefer. I'll check in at the next meeting and get back to you.

DF That would still be work for JT.

AS Yeah, I don't want to volunteer him for anything. It's up to you, JT.

NG Of course.

KK Yes, we'll let the LDC discuss that and figure out what they'd like to do.

FM NG, I forgot to cover that I think it's time we have a subcommittee for hiring and retaining staff. I'll be thinking about hiring soon. The old form is very outdated. Any volunteers to meet? Okay, DM, DF, and BF. Thank you.

### Board Committees

KK I have been attending various board meetings to get an idea of improvements. One idea I liked involves subcommittees. It allows for smaller groups to meet outside of regular meetings and just give updates so we can speed processes up. Some ideas for subcommittees are financial, marketing, grounds, etc. I think it's a nice idea and it goes along with our strategic goals.

MM I struggle greatly with committees and prefer task forces. Subcommittees can go flat fast with the exception of finance which is constant. I do worry that we may get into the weeds of things because that's not our role.

BF I agree with MM with the functionality of subcommittees. I think if anything is formed it should be clear, the length should be determined, etc. In these kinds of governing bodies, there's this tendency of committee proliferation. I'm all for it, but it has to be purposeful.

DM We should revisit our goals since we're only meeting once a month. If we're focused on something we can have a clear plan for our manpower.

KK I like the idea of revisiting our goals and putting some tasks that need doing together.

AS I want to point out that we've had successes in the past with subcommittees though we haven't called them that. The advisory panel was successful; DF and KK are working on the Executive Director evaluation right now and that's going well. I know in previous boards JT was a part of a Site committee and that was highly successful as well. So we've done this already. But I do like the idea of revisiting our goals and ensuring there are predetermined tasks and predetermined deadlines. It will keep us moving forward.

### **Proposed Motions**

KK moved to approve the 10/19 regular meeting minutes, the 10/26 special meeting minutes, and the 11/02 special meeting minutes. NG second. No further discussion. Votes in favor: KK, DF, AS, JT, MM, BF, NG. Abstain: DM. **Motion passes.**

KK moved to go into Executive Session for discussion of a faculty sabbatical request and the Executive Director's contract renewal. We invite Frank Mirizio into the first half of this session. DM second. No further discussion. Unanimous vote in favor: KK, DF, AS, JT, DM, MM, BF, NG. **Motion passes.**

### **Executive Session**

Executive session began at 8:13pm.

**The minutes of the Executive Session are confidential and are maintained separately pursuant to A.R.S. § 38-431.03(B).**

Executive session ended at 9:15pm.

9:15pm DF left the meeting.

KK We have a couple of items coming out of Executive Session. I'll make some motions, and we'll vote.

KK moved to not rewrite school policy at this time. JT second. The following discussion took place:

MM I'm wondering if we could go into more specifics about what we won't be changing.

KK I'll retract and restate.

KK moved that we will not be making any changes to the paid sabbatical leave to our school policy. JT second. No further discussion. Votes in favor: KK, AS, JT, NG, MM. Abstain: BF, DM. **Motion passes.**

KK moved that we are intending to renew the contract for our Executive Director, Mr. Mirizio. The details are to be finalized, but our intent is to renew. MM second. No further discussion. Unanimous vote in favor: KK, AS, DM, JT, BF, NG, MM. **Motion passes.**

KK moved to adjourn the 11/16/22 board meeting. NG second. No further discussion. Unanimous vote in favor: KK, AS, JT, DM, MM, BF, NG. **Motion passes.**

### **Closing Verse**

NG read the closing verse.

Meeting was adjourned at 9:20pm.

Prepared by AS on 11.16.2022.